

PRESS RELEASE

INTESA SANPAOLO: EXTRAORDINARY SHAREHOLDERS' MEETING

Turin - Milan, 26 February 2016 – At the Extraordinary Meeting held today, Intesa Sanpaolo's shareholders approved the new Articles of Association which relate to the adoption of the one-tier corporate governance system. This system is based on a Board of Directors composed of a minimum of 15 to a maximum of 19 members, five of whom will be part of the Management Control Committee.

The new Articles of Association will become effective at the time of the first renewal of the corporate bodies after today's Shareholders' Meeting. An exception is made for the provisions governing the composition and requirements set for the Board of Directors (Article 13), and those governing the appointment of the Board of Directors (Article 14), which will apply from the date of the notice convening the Shareholders' Meeting called to appoint the new corporate bodies.

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