



Notice pursuant to art. 84 of Issuers' Regulation
(adopted by Consob with resolution no. 11971 of 14 May 1999 and subsequent amendments)

**MERGER BY INCORPORATION OF INTESA SEC. 2 S.R.L.
INTO INTESA SANPAOLO S.P.A.**

**MERGER BY INCORPORATION OF ADRIANO FINANCE S.R.L.
INTO INTESA SANPAOLO S.P.A.**

Notice is hereby given that on July 23rd 2013, the minutes of the meeting of the Intesa Sanpaolo Management Board held on July 16th 2013 were filed, and made public, at the Company's registered office and at Borsa Italiana (the Italian Stock Exchange). At the aforementioned meeting, the Management Board approved – pursuant to art. 2505, par. 2, of the Italian Civil Code, as provided for by art. 17.2 of the Articles of Association – the merger by incorporation of Intesa Sec. 2 S.r.l. into Intesa Sanpaolo S.p.A. and the merger by incorporation of Adriano Finance S.r.l. into Intesa Sanpaolo S.p.A..

On July 23rd 2013, a request was filed for the registration of the aforementioned minutes with the Turin Company Register.

Related documentation may also be consulted on the website group.intesasanpaolo.com.