



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 MEDIOFACTORING S.p.A.
INTO INTESA SANPAOLO S.p.A.**

Intesa Sanpaolo notifies that on May 21st 2014, the minutes of the Management Board meeting held on May 15th 2014 were made available at the Company's Registered office, as well as on the authorised storage device (www.1Info.it). At the aforementioned meeting, the Management Board approved – pursuant to art. 2505-bis, par. 2, of the Italian Civil Code, as provided for by art. 17.2 of the Articles of Association – the merger by incorporation of Mediofactoring S.p.A. into Intesa Sanpaolo S.p.A.

On May 19th 2014, the aforementioned minutes were registered in the Company Register.

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