

SUMMARY REPORT OF VOTES (article 125-quater, paragraph 2, Consolidated Law on Finance - TUF)

Shareholders' Meeting 28 April 2021 - Ordinary part			
	<i>Number of shares</i>	<i>% of ordinary shares in attendance to the meeting</i>	<i>% of share capital</i>
Item 1 on the agenda: 2020 financial statements			
a) Approval of the Parent Company's 2020 financial statements			
<i>Votes in favour</i>	11,129,579,880	99.63871	57.27902
<i>Votes against</i>	0	0.00000	0.00000
<i>Abstentions</i>	40,356,025	0.36129	0.20770
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,169,935,905	100.00000	57.48672 (1)
b) Allocation of net income for the year and distribution to shareholders of dividend and part of the Share Premium Reserve			
<i>Votes in favour</i>	11,155,943,088	99.87473	57.41470
<i>Votes against</i>	13,462,276	0.12052	0.06929
<i>Abstentions</i>	530,541	0.00475	0.00273
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,169,935,905	100.00000	57.48672 (2)
Item 2 on the agenda: Remuneration			
a) Report on remuneration policy and compensation paid: Section I – Remuneration and incentive policies of the Intesa Sanpaolo Group for 2021			
<i>Votes in favour</i>	10,251,650,732	91.77925	52.76071
<i>Votes against</i>	896,529,773	8.02630	4.61404
<i>Abstentions</i>	21,720,400	0.19445	0.11179
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,169,900,905	100.00000	57.48654 (3)
b) Report on remuneration policy and compensation paid: non-binding resolution on Section II – Disclosure on compensation paid in financial year 2020			
<i>Votes in favour</i>	10,477,918,470	93.74632	53.92521
<i>Votes against</i>	509,922,456	4.56230	2.62434
<i>Abstentions</i>	189,044,115	1.69138	0.97293
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,176,885,041	100.00000	57.52248 (4)
c) Extension of the increase in the cap on the non-recurring to recurring remuneration in the context of the package offered to the newly recruited Financial Advisors of the Intesa Sanpaolo Group			
<i>Votes in favour</i>	11,131,149,456	99.59080	57.28710
<i>Votes against</i>	44,971,920	0.40237	0.23145
<i>Abstentions</i>	763,665	0.00683	0.00393
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,176,885,041	100.00000	57.52248 (5)
d) Approval of the 2021 Annual Incentive Plan based on financial instruments			
<i>Votes in favour</i>	11,045,044,504	98.82042	56.84396
<i>Votes against</i>	130,598,063	1.16846	0.67213
<i>Abstentions</i>	1,242,474	0.01112	0.00639
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,176,885,041	100.00000	57.52248 (6)
e) Update of the 2018-2021 POP (Performance Call Option) Long-term Incentive Plan for Top Management, Risk Takers and Key Managers. Related and consequent resolutions			
<i>Votes in favour</i>	7,255,991,512	64.91962	37.34338
<i>Votes against</i>	3,543,776,708	31.70630	18.23825
<i>Abstentions</i>	377,116,821	3.37408	1.94085
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,176,885,041	100.00000	57.52248 (7)
f) Directors' and Officers' Liability Insurance. Related and consequent resolutions			
<i>Votes in favour</i>	10,935,575,372	97.84099	56.28057
<i>Votes against</i>	235,038,146	2.10290	1.20963
<i>Abstentions</i>	6,271,523	0.05611	0.03228
<i>Shares in relation to which the vote has not been cast</i>	0	0.00000	0.00000
Total	11,176,885,041	100.00000	57.52248 (8)

Shareholders' Meeting 28 April 2021 - Ordinary part

	Number of shares	% of ordinary shares in attendance to the meeting	% of share capital
Item 3 on the agenda: Own shares			
a) Authorisation to purchase and dispose of own shares to serve Incentive Plans			
Votes in favour	10,738,308,702	96.07574	55.26533
Votes against	437,840,522	3.91736	2.25336
Abstentions	770,817	0.00690	0.00397
Shares in relation to which the vote has not been cast	0	0.00000	0.00000
Total	11,176,920,041	100.00000	57.52266
b) Authorisation to purchase and dispose of own shares for trading purposes			
Votes in favour	10,874,357,028	97.29297	55.96551
Votes against	296,224,333	2.65032	1.52453
Abstentions	6,338,556	0.05671	0.03262
Shares in relation to which the vote has not been cast	0	0.00000	0.00000
Total	11,176,919,917	100.00000	57.52266 (9)

Shareholders' Meeting 28 April 2021 - Extraordinary part

	Number of shares	% of ordinary shares in attendance to the meeting	% of share capital
Item 1 on the agenda: Amendments to the following Articles of the Articles of Association: Articles 2 (Registered office), 13 (Board of Directors and Management Control Committee), 14 (Election of the Board of Directors), 17 (Meetings and resolutions of the Board of Directors), 18 (Powers of the Board of Directors), 19 (Chairman of the Board of Directors), 29 (Financial statements and net income); repeal of Title VIII of the Articles of Association (Transitory and final rules comprising Articles 34 and 35)			
Votes in favour	11,157,074,478	99.82450	57.42053
Votes against	18,150,371	0.16240	0.09340
Abstentions	1,464,192	0.01310	0.00754
Shares in relation to which the vote has not been cast	0	0.00000	0.00000
Total	11,176,689,041	100.00000	57.52147 (10)

Notes:

Pursuant to art. 135-undecies of TUF were not counted for the calculation of the majority and share capital required to pass the resolution:

- (1) Item 1.a on the agenda no 6,984,136 shares, equal to 0.06249% of the shares in attendance to the meeting
- (2) Item 1.b on the agenda no 6,984,136 shares, equal to 0.06249% of the shares in attendance to the meeting
- (3) Item 2.a on the agenda no 7,019,136 shares, equal to 0.06280% of the shares in attendance to the meeting
- (4) Item 2.b on the agenda no 35,000 shares, equal to 0.00031% of the shares in attendance to the meeting
- (5) Item 2.c on the agenda no 35,000 shares, equal to 0.00031% of the shares in attendance to the meeting
- (6) Item 2.d on the agenda no 35,000 shares, equal to 0.00031% of the shares in attendance to the meeting
- (7) Item 2.e on the agenda no 35,000 shares, equal to 0.00031% of the shares in attendance to the meeting
- (8) Item 2.f on the agenda no 35,000 shares, equal to 0.00031% of the shares in attendance to the meeting
- (9) Item 3.b on the agenda no 124 shares, equal to 0.00000% of the shares in attendance to the meeting
- (10) Item 1 on the agenda no 231,000 shares, equal to 0.00207% of the shares in attendance to the meeting