

PRESS RELEASE

Notice pursuant to Article 84 of Issuers' Regulation

(adopted by Consob with resolution no. 11971 of 14 May 1999 and subsequent amendments)

INTESA SANPAOLO: MERGER BY INCORPORATION OF CASSA DEI RISPARMI DI FORLÌ E DELLA ROMAGNA S.P.A. INTO INTESA SANPAOLO S.P.A.

Turin - Milan, 6 April 2018 – Notice is hereby given that, following the authorisation released by the European Central Bank, in accordance with the regulations in force, the plan for the merger by incorporation of Cassa dei Risparmi di Forlì e della Romagna S.p.A. into Intesa Sanpaolo S.p.A. was filed on 6 April 2018 with the Torino Company Register, as provided for by Article 2501-ter of the Italian Civil Code.

The merger will be approved by the Board of Directors of Intesa Sanpaolo, without prejudice, pursuant to Article 2505-bis, last paragraph, of the Italian Civil Code, to the right of Intesa Sanpaolo shareholders holding at least five per cent of the Bank's share capital, to request, by 14 April 2018, that the approval be resolved upon by shareholders at an Extraordinary meeting, in compliance with Article 2502, paragraph 1, of the Italian Civil Code.

Shareholders are asked to address their request, including the document certifying the title of the shares, by registered mail with delivery receipt to Intesa Sanpaolo S.p.A., Servizio Adempimenti Societari e Rapporti con gli Azionisti - Ufficio Soci, Corso Inghilterra 3, 10138 Torino (documentation to be transmitted in advance to email: ufficio.soci@intesasnpaolo.com).

In accordance with the regulations in force, documentation relating to the aforementioned merger has been made available at the Registered Office of Intesa Sanpaolo, as well as on the authorised storage system [eMarket STORAGE](#) and on the website group.intesasnpaolo.com. This documentation comprises:

- Merger plan
- Explanatory report of the Board of Directors of Intesa Sanpaolo
- Explanatory report of the Board of Directors of Cassa dei Risparmi di Forlì e della Romagna
- Opinion of the Board of Statutory Auditors of Cassa dei Risparmi di Forlì e della Romagna
- Report of the Independent Auditors of Cassa dei Risparmi di Forlì e della Romagna.

The annual reports for the last three years of the companies involved in the transaction are available at the Registered Office of Intesa Sanpaolo.

Ufficio Soci and Investor Relations are available for any further information at the following email addresses: ufficio.soci@intesasnpaolo.com; investor.relations@intesasnpaolo.com.

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