

EXTRACT OF THE CONVOCATION NOTICE TO THE SPECIAL MEETING OF SAVINGS SHAREHOLDERS

(pursuant to Art. 125-bis, paragraph 1 of Legislative Decree 58/1998)

The Special Meeting of Savings Shareholder of Intesa Sanpaolo S.p.A. is convened **on single call**, at Palazzo di Piazza San Carlo in Torino, with entrance at number 158, at 11:00 a.m. on **15 December 2014**, to discuss and pass resolutions on the following

Agenda:

Appointment of the Common Representative for the financial years 2015/2017 and determination of related remuneration.

Information on the share capital and regarding the methods and terms for:

- attending, and voting at, the Meeting (in this respect note that the “record date” is 4 December 2014),
- attending, and voting at, the Meeting by proxy and through the Appointed Representative (Computershare S.p.A.),
- exercising the right to add to the agenda, the right to submit new proposals for resolution and the right to ask questions on the issues on the agenda,
- availability of the documentation relating to the Meeting, comprising the Report concerning the item on the agenda and the Report on activities performed by the Common Representative during his mandate,

is set forth in the convocation notice available on the website group.intesasanpaolo.com (“Governance”/“Shareholders’ Meeting” section).

This notice is published in the daily newspapers “Il Sole 24 Ore”, “La Stampa”, “Corriere della Sera”, “Financial Times” and “The Wall Street Journal”.

for the Management Board
The Chairman - Gian Maria Gros-Pietro