

Table No.3a: “Incentive plans based on financial instruments other than stock options, in favour of Managing Director and CEO and other Key Managers”, line “Messina Carlo”, “Incentive 2019”, column “Financial instruments awarded during the year– (5) Fair value at award date” with reference to the equity part of the bonus for 2019 and the column “Financial instruments for the year – (12) Fair value” only for the equity part of the bonus for year 2019 awarded *upfront*. Following the waiver, the amounts therein indicated are modified as shown in the excerpt of the table below:

Table No. 3A: Incentive plans based on financial instruments other than stock options, in favour of Managing Director and CEO and other Key Managers

(thousands of euro)

A	B	Financial instruments awarded in previous years and not vested during the year				Financial instruments awarded during the year				Financial instruments vested during the year and not granted	Financial instruments vested during the year and granted	Financial instruments for the year	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)				
Surname and Name	Office	Plan	Number and type of financial instruments	Vesting period	Number and type of financial instruments	Fair value at award date	Vesting period	Award date	Market price at award date	Number and type of financial instruments	Number and type of financial instruments	Value at vesting date	Fair value
Messina Carlo	Managing Director and Chief Executive Officer General Manager	Incentive 2019			(*)	1,251	May 2020 – May 2025	(*)	(*)				455

Table No.3a: “Incentive plans based on financial instruments other than stock options, in favour of Managing Director and CEO and other Key Managers”, line “Key Managers - Remuneration awarded by Intesa Sanpaolo” and line “Key Managers -Remuneration awarded by subsidiaries”, line “Incentive 2019”, column “Financial instruments awarded during the year– (5) Fair value at award date” with reference to the equity part of the bonus for 2019 and the column “Financial instruments for the year – (12) Fair value” only for the equity part of the bonus for year 2019 awarded *upfront*. Following the waiver, the amounts therein indicated are modified as shown in the excerpt of the table below:

Table No. 3A: Incentive plans based on financial instruments other than stock options, in favour of Managing Director and CEO and other Key Managers

(thousands of euro)

A	B	Financial instruments awarded in previous years and not vested during the year				Financial instruments awarded during the year				Financial instruments vested during the year and not granted	Financial instruments vested during the year and granted	Financial instruments for the year	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)				
Surname and Name	Office	Plan	Number and type of financial instruments	Vesting period	Number and type of financial instruments	Fair value at award date	Vesting period	Award date	Market price at award date	Number and type of financial instruments	Number and type of financial instruments	Value at vesting date	Fair value
Key Managers (**) (Remuneration awarded by Intesa Sanpaolo)		Incentive 2019			(*)	5,056	May 2020 – May 2025	(*)	(*)				1,838
Key Managers (**) (Remuneration awarded by subsidiaries)		Incentive 2019			(*)	602 ²	May 2020 – May 2025	(*)	(*)				219 ³

² Of which 424 thousand euro assigned as UCITS units (instead of Intesa Sanpaolo shares) to the Head of the Asset Management, as Chief Executive Officer of the Eurizon Capital Group, as required by the industry-sector regulations (Joint Bank of Italy – Consob Regulation after confirmed by the Regulation implementing articles 4-undecies and 6, paragraph 1, letter b) and c-bis), of Bank of Italy Consolidated Law on Finance).

³ Of which 154 thousand euro assigned as UCITS units (instead of Intesa Sanpaolo shares) to the Head of the Asset Management, as Chief Executive Officer of the Eurizon Capital Group, as required by the industry-sector regulations (Joint Bank of Italy – Consob Regulation after confirmed by the Regulation implementing articles 4-undecies and 6, paragraph 1, letter b) and c-bis), of Bank of Italy Consolidated Law on Finance).