
Report of the Management Board Item on the agenda

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

Distinguished Shareholders,

You have been summoned to this Special Meeting to resolve upon the point on the agenda since the mandate of the Common Representative of the Savings Shareholders, who is currently in office, expires on 31 December 2014.

We remind you that Art. 29.6 of the Articles of the Association of Intesa Sanpaolo provides that:

“The Common Representative of savings shareholders is appointed for three financial years. The remuneration of the Common Representative is resolved by the Special Meeting. Such remuneration shall be paid by the Company, up to the amount of 25,000 euro for the entire three-year period. The Special Meeting can resolve upon a further remuneration, which shall be paid from the reserve set up to cover expenses necessary to safeguard common interests.”.

11 November 2014

For the Management Board
The Chairman – Gian Maria Gros-Pietro