GROUP REGULATIONS
CONCERNING THE TRANSACTIONS CARRIED OUT BY RELEVANT PERSONS PURSUANT TO ART. 19 OF REGULATION (EU) NO. 596 OF 16 APRIL 2014 REGARDING MARKET ABUSE

(INTERNAL DEALING)

Date of effect: October 2026

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INTRODUCTION

These Regulations set out the rules of Regulation (EU) no. 596 of 16 April 2014 relating to market abuses (so-called MAR) regarding the **legal reporting requirements** for the relevant persons and Persons closely associated with them pertaining to the execution of transactions on financial instruments of the issuer and **prohibitions on carrying out transactions** in certain periods of the year (so-called blocking period).

The Regulations apply to the group companies (the **Companies**) that:
- have requested or authorised the admission of their financial instruments - shares and debt securities - to trading in a regulated market in an EU Member State;
- have requested or authorised the admission of their financial instruments to trading in a Multilateral Trading Facility (MTF);
- have authorised the trading of their financial instruments on an Organised Trading Facility (OTF);
- participate in the emission allowance market.

The Regulations identify:
- the "**Relevant Persons**" (so-called Internal dealers) and the "**Persons closely associated with them**", defining their conduct and disclosure obligations;
- the Person in charge of receiving, managing and disclosing the information ("**Person in charge**");
- the procedure to fulfil the set obligations.

The Regulations are also a summarising and disclosing tool for the Relevant Persons with regard to the obligations imposed by European and national provisions, notwithstanding the need for extensive and thorough knowledge of the applicable provisions, to which express reference is made, also in view of the system of sanctions in force.

1. RELEVANT PERSONS AND PERSONS CLOSELY ASSOCIATED WITH THEM

Relevant Persons are defined by MAR (art. 3, par. 1 no. 25) as the persons that exercise administrative, control or management functions, who, within an issuer, are:
a) an actual member of the administration or control body of this entity; or
b) an executive who, though not being a member of the bodies under letter a), has regular access to inside information that directly or indirectly concerns this entity and has the power to make management decisions that may affect the issuer's future evolution and prospects.

The Chief Governance, Operating and Transformation Officer, with the support from Chief People & Culture Officer and from Chief Transformation & Organisation Officer, has the power to identity the Relevant Persons under letter b) on the basis of the effective organisational structure of Intesa Sanpaolo and the Group, providing a subsequent information to Corporate Bodies and Corporate Affairs. As a consequence, any changes in the scope will be directly reflect in these Regulations. Attachment 1 lists the Relevant Persons at Intesa Sanpaolo.

Persons closely associated with them (art. 3, par.1 no. 26 of the MAR) are:
a) the spouse or the partner on a par with the spouse in accordance with national laws;
b) the dependent children in accordance with national laws;
c) the relatives who have shared the same house for at least one year on the date of the transaction concerned;
d) a legal person, trust or partnership:

i. for which a Relevant Person or party under letters a), b), or c) is responsible for the management[1]; or
ii. directly or indirectly controlled by the Relevant Person or party under letters a), b), or c); or
iii. established to the benefit of a Relevant Person or party under letters a), b), or c); or
iv. whose economic interest is essentially equivalent to the interest of a Relevant Person or party under letters a), b), or c).

The Relevant Persons or Persons closely associated with them are registered in a specific Register held by the Person in charge, who is responsible for both updates and data security.

The Person in charge informs each Relevant Person about his/her registration in the Register and the consequent conduct and disclosure obligations.

At the time of their appointment, the Relevant Persons communicate, and confirm annually to the Person in charge, the identification data of the Persons closely associated with them and undertake to promptly report any change to such information.

The Relevant Persons notify the Persons closely associated with them in writing about the disclosure obligations set out by the MAR and keep a copy of the notice. They confirm this fulfilment towards the Company.

2. NOTIFIABLE TRANSACTION BY THE RELEVANT PERSONS

The Relevant Persons as well as the Persons closely associated with them notify the Company and the Consob, within the terms and with the methods stated under paragraph 3 below, of all

- the transactions carried out **on their behalf**

concerning:

- **shares or debt securities** issued by the Company, for which trading on **regulated markets** or **MTFs** was **requested** or trading on **regulated markets, MTFs** or **OTFs**[2] was **authorised**;
- derivative instruments or other financial instruments connected to a share or to a debt instrument mentioned above.

A list, by way of non-exhaustive example, of the types of transactions subject to disclosure obligations is reported in Attachment 2 to these Regulations.

Those transactions that, when summed up[3], do not exceed **50,000 euro**[4] (or another threshold set by the Supervisory Authority) within a calendar year, must not be notified. However, if this threshold is exceeded during the year, all the subsequent transactions must be notified, even if their unit amount is below the set threshold.
The accumulation regards all the transactions, also when regarding different financial instruments, carried out by the Relevant Person or Persons closely associated with them, without the possibility of offsetting transactions of opposite sign.

[1] The provision should be read to cover those cases where a Relevant Person (or a closely associated natural person) takes part in or influences the decisions of another legal person, trust or partnership (hereinafter "legal entity") to carry out transactions in financial instruments of Intesa Sanpaolo (Q&A 7.7 Esma 70/145/111 on MAR).
[2] OTFs are Organised Trading Facilities, with introduction regulated by Directive 2014/65/EU (MIFID II).
[3] The transactions singularly carried out by a Relevant Person should not be aggregated to any transaction carried out by any closely associated person to that Relevant Person and vice-versa (Cfr. Q&A 7.3 Esma 70/145/111 on MAR).
[4] Threshold set out by Consob with Decision n. 23979, 14 May 2026 (which amended art .152-quinquies 1 of Issuers' Regulation).

3. TERMS AND METHOD OF COMMUNICATION OF THE TRANSACTIONS

The Relevant Persons, also on behalf of Persons closely associated with them, shall promptly notify:

a) the Person in charge, within one business day after the transaction, in accordance with the procedures set out in Attachment 5;
b) the Consob, no later than three business days after the transaction;

of every transaction conducted, using the form set out at Attachment 4.
Each Company defines the way the Relevant Persons shall notify the Person in charge of the transactions conducted.

The Relevant Persons could assign a prior mandate to the Company in order to notify the Consob on their behalf or on the behalf of the Persons closely associated with them of the transaction conducted, using the form set out in Attachment 3.

4. PERSON IN CHARGE

Each Company identifies the "**Person in charge**" of receiving, managing and disclosing to the market the transactions communicated by the Relevant Persons and of keeping and updating the Register of Relevant Persons and Persons closely associated with them pursuant to paragraph 1.

The Person in charge, on the basis of the notification received by the Relevant Persons:

a) shall notify the public of the transaction notified by the Relevant Persons no later than three business days after the transaction, in accordance with the officially appointed mechanism for the effective dissemination of information to the public (SDIR);
b) in case a specific agreement was formalized, shall notify the Consob of the transactions carried out by the Relevant persons and the Persons closely associated with them notified in accordance with preceding paragraph 3 letter a).

5. LIMITATIONS TO THE EXECUTION OF TRANSACTIONS (BLOCKING PERIOD)

The Relevant Persons are prevented from carrying out transactions - on its own account or for the account of a third party, directly or indirectly - relating to the financial instruments specified by paragraph. 2 of these Regulations in the 30 calendar days before the publication of the issuer's results for the period (so-called ***blocking period***).

The prohibition under this paragraph does not regard the transactions of the Persons closely associated with them, notwithstanding the prohibition to use inside information and the disclosure obligation according to paragraph 2.

Notwithstanding any additional restriction applicable to the cases of actual possession of inside information, **exemptions** to the prohibition hereabove may be authorized in the cases and when the conditions and procedures are met, in accordance with the rules on personal transactions adopted by the Company, in compliance with art.19 of MAR Regulations and with Delegated Regulation (EU) 2016/522.

In the presence of those circumstances, the Relevant Person must submit a specific written request to the Company. This request must contain a description of the necessary transaction and an explanation of the reasons that make the negotiation of the instruments essential.

The Board of Directors of the Company reserves the right to prohibit or limit the execution, in other periods of the year, by the Relevant Persons, of the transactions regarding the financial instruments under paragraph 2 of these Regulations.

6. RESPONSIBILITIES OF THE RELEVANT PERSON

The Company shall in no way be responsible for the failed, incomplete or untimely fulfilment, by the Relevant Persons, of the conduct and disclosure obligations imposed by applicable provisions and by these Regulations. The possible assignment of a mandate in accordance with paragraph 3, does not exclude the responsibility of the Relevant Persons in relation to the obligations imposed to them.

To this end, reference is made to the sanctions imposed by art. 187-*ter.*1 e art. 193 of the Consolidated Law on Finance (TUF).

7. ADOPTION OF THE REGULATIONS AND GROUP COORDINATION

Each Company that issues financial instruments admitted to trading in a Member State is obliged to adopt these Regulations, by implementing the measures required with reference to its Relevant Persons and Persons closely associated with them, also taking into account the specific characteristics of the Company and/or the specific provisions of the legislation applicable to the market on which the relevant financial instruments are traded.

Intesa Sanpaolo assesses the need to centralise the fulfilment deriving from these Regulations for a Group Company. In this case, the decision to centralise, in compliance with the directives of the Parent Company and subject to the resolution of the competent company bodies, must be formalised in the framework of an **intragroup service agreement**.

In implementing each service agreement, the Companies that intend to assign a mandate to Intesa Sanpaolo with the fulfilments regarding the transactions carried out by the Relevant persons and the Persons closely associated with them are obliged to:

a. issue a proxy in favour of Intesa Sanpaolo;
b. identify their Internal dealing reference person as the Head of a Governance Function of the same company, in charge of channelling the reports needed for the delegated Units in charge in order to fulfil the disclosure obligations, in line with their guidelines.

8. AMENDMENTS TO THE REGULATIONS

The Board of Directors of the Parent Company shall approve and update these Regulations. Any amendments that do not concern essential elements of these Regulations may be adopted by the Managing Director and CEO, in order to ensure that they are aligned with the applicable legislative provisions.

ATTACHMENT 1 Relevant persons at Intesa Sanpaolo

For the purpose of these Regulations, the "**Relevant persons**" at Intesa Sanpaolo S.p.A. who are subject to the reporting obligations are:

- the members of the Board of Directors of Intesa Sanpaolo S.p.A.;
- the Chief Officers Heads of the Governance Areas and/or control departments;
- the Heads of the Divisions;
- the Deputy of the Head of the IMI Corporate & Investment Banking Division;
- the Deputy of the Head of the Chief Financial Officer Governance Area;
- the Manager responsible for preparing the company's financial reports.

ATTACHMENT 2 Transactions subject to the disclosure obligations

In accordance with paragraph 2 of the Regulations, by way of example, the transactions that must be notified include:

- art. 19.7, Regulation (EU) no. 596/2014 (so-called MAR):

a) the pledging or lending of financial instruments by or on behalf of a person discharging managerial responsibilities or a person closely associated with such a person, as referred to in paragraph 1;

b) transactions undertaken by persons professionally arranging or executing transactions or by another person on behalf of a person discharging managerial responsibilities or a person closely associated with such a person, as referred to in paragraph 1, including where discretion is exercised;

c) transactions made under a life insurance policy, defined in accordance with Directive 2009/138/EC of the European Parliament and Council, where:
   i) the policyholder is a person discharging managerial responsibilities or a person closely associated with such a person, as referred to in paragraph 1,
   ii) the investment risk is borne by the policyholder; and
   iii) the policyholder has the power or discretion to make investment decisions relating to specific instruments in that life insurance policy or to execute transactions regarding specific instruments for that life insurance policy.

For the purpose of letter a), a pledge, or a similar security interest, of financial instruments in connection with the depositing of the financial instruments in a custody account does not need to be notified, unless and until such time that such pledge or other security interest is designated to secure a specific credit facility.

For the purposes of point b), transactions executed in shares or debt instruments of an issuer or derivatives or other financial instruments linked thereto by managers of a collective investment undertaking in which the person discharging managerial responsibilities or a person closely associated with them has invested do not need to be notified where the manager of the collective investment undertaking operates with full discretion, which excludes the manager receiving any instructions or suggestions on portfolio composition directly or indirectly from investors in that collective investment undertaking.

Insofar as a policyholder of an insurance contract is required to notify transactions according to this paragraph, an obligation to notify is not incumbent on the insurance company.

- art. 10.2, Delegated Regulation EU 2016/522

a) acquisition, disposal, short sale, subscription or exchange;

b) acceptance or exercise of a stock option, including a stock option granted to managers or to employees as part of their remuneration package, and the disposal of shares stemming from exercise of a stock option;

c) entering into or exercise of equity swaps;

d) transactions in or related to derivatives, including cash-settled transaction;

e) entering into a contract for difference on a financial instrument of the concerned issuer or on emission allowances or auction products based thereon;

f) acquisition, disposal or exercise of rights, including put and call options, and warrants;

g) subscription to a capital increase or debt instrument issuance;

h) transactions in derivatives and financial instruments linked to a debt instrument of the concerned issuer, including credit default swaps;

i) conditional transactions upon the occurrence of the conditions and actual execution of the transactions;

j) automatic or nonautomatic conversion of a financial instrument into another financial instrument, including the exchange of convertible bonds to shares;

k) gifts and donations made or received, and inheritance received;

l) transactions executed in indexed-related products, baskets and derivatives, insofar as required by Article 19 of Regulation (EU) no. 596/2014;

m) transactions executed in shares or units of investment funds, including alternative investment funds (AIFs) referred to in Article 1 of Directive 2011/61/EU of the European Parliament and of the Council, insofar as required by Article 19 of Regulation (EU) no. 596/2014;

n) transactions executed by manager of an AIF in which the person discharging managerial responsibilities or a person closely associated with such a person has invested, insofar as required by Article 19 of regulation (EU) no. 596/2014;

o) transactions executed by a third party under an individual portfolio or asset management mandate on behalf or for the benefit of a person discharging managerial responsibilities or a person closely associated with such a person;

p) borrowing or lending of shares or debt instruments of the issuer or derivatives or other financial instruments linked thereto.

According to art. 19.1-*bis* MAR, the notification obligation shall not apply to transactions in financial instruments linked to shares or to debt instruments of the issuer referred to in that paragraph where at the time of the transaction any of the following conditions is met:

(a) the financial instrument is a unit or share in a collective investment undertaking in which the exposure to the issuer's shares or debt instruments does not exceed 20 % of the assets held by the collective investment undertaking;

(b) the financial instrument provides exposure to a portfolio of assets in which the exposure to the issuer's shares or debt instruments does not exceed 20 % of the portfolio's assets;

(c) the financial instrument is a unit or share in a collective investment undertaking or provides exposure to a portfolio of assets and the person discharging managerial responsibilities or person closely associated with such a person does not know, and could not know, the investment composition or exposure of such collective investment undertaking or portfolio of assets in relation to the issuer's shares or debt instruments, and furthermore there is no reason for that person to believe that the issuer's shares or debt instruments exceed the thresholds in point (a) or (b).

ATTACHMENT 3 Mandate to the company to make the communications to the Supervisory Authority

To:
Società S.p.A.

Mandate to the company to make the communications to the Supervisory Authority (Consob in Italy)

I, the undersigned ……,

tax code ……., born in ……..……..…..… (…),

on ……..…….……, resident in ……..……..…….……..…,

Via/Piazza ……..……..……..……..……,

- acknowledging my inclusion - pursuant to art. 19 of regulation (EU) no. 596/2014 - in the Register of Relevant persons of the Company and the obligations and sanctions imposed by the regulations on internal dealing, with reference to the transactions regarding shares or debt securities issued by the company for which trading on regulated markets or MTFs was requested or the trading on regulated markets, MTFs and OTFs was authorized, or other financial instruments or derivative instruments connected to them;

- having viewed the Regulations adopted by the company and considering my obligations deriving from them;

- in consideration of the company's willingness to make the mandatory communications to the Supervisory Authority (Consob in Italy), on behalf of the Relevant Persons and for the Persons closely associated with them;

I hereby entrust the company with making,

on my behalf and for my Persons closely associated with them, based on the information forwarded by me, the communications to the aforementioned Authority under art. 19 of Regulation (EU) no. 596/2014.

On this point I acknowledge that, in order to allow the Company to make the communications identified above on my behalf and for my Persons closely associated with them, I shall communicate the transactions, significant pursuant to art. 19 of Regulation (EU) no. 596/2014, according to the methods set out in the provisions, promptly and not after the next day from the date of the transaction.

(Data and Place) (Signature)

INFORMATION NOTICE TO NATURAL PERSONS PURSUANT TO ART. 13 AND 14 OF REGULATION (EU) 2016/679 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL OF 27 APRIL 2016 ("GDPR")
The Data Controller is Intesa Sanpaolo S.p.A., with registered office in Turin, Piazza San Carlo n. 156. The data will be processed by Intesa Sanpaolo S.p.A. in compliance with the provisions of the relevant legislation, also through IT procedures, and might be communicated to the market in the hypotheses and in the manner provided for by Italian law. In your capacity as Data Subject, you may exercise, at any time, the rights provided for by the GDPR towards the Data Controller by sending a specific request in writing to Intesa Sanpaolo S.p.A. - Corporate Bodies and Corporate Affairs, C.so Inghilterra 3 - 10138 Turin or to the email address dpo@intesasanpaolo.com or to the certified email address privacy@pec.intesasanpaolo.com. The full text of Intesa Sanpaolo S.p.A.'s information concerning the protection of personal data is available on the website www.intesasanpaolo.com.

ATTACHMENT 4 Template for notification and public disclosure of transactions carried out by persons who exercise administration, control or management functions and Persons closely associated with them

1	**Details of the person who exercises administration, control or management functions/related party**	
a)	Name	*[For natural persons, name and surname.]* *[For legal persons: full name, including legal form as provided for in the register where it is incorporated, if applicable.]*
2	**Reason for the notification**	
a)	Position/qualification	*[For the persons who exercise administration, control or management functions: indicate the position (for example, managing director, chief financial officer) covered within the issuer by the participant in the emission allowance market, the auction platform, the auctioneer, the auction monitor.]* *[For the Persons closely associated with them,* *— indicate that the notification regards a related party who exercises administration, control or management functions;* *— name and surname and position of the relevant person who exercises administration, control or management functions.]*
b)	Initial/changed notification	*[Indicate whether this is an initial notification or an amendment to prior notifications. In case of amendment, explain the error that this notification is correcting.]*
3	**Data relating to the issuer, the participant in the emission allowance market, the auction platform, the auction commissioner or the auction monitor**	
a)	Name	*[Complete name of the entity.]*
b)	LEI	*[Identification code of the legal entity, conforming to the LEI code under ISO 17442.]*
4	**Data relating to the transaction: section to repeat for i) each instrument type; ii) each transaction type; iii) each date; and iv) each place where the transactions were made**	
a)	Description of the financial instrument, instrument type Identification code	*[— Indicate the nature of the instrument:* *— a share or a debt instrument, a derivative or financial instrument linked to a share or a debt instrument;* *— an emission allowance, a product subject to auction based on emission allowances or a derivative on emission allowances.* *— Instrument identification code as defined in the Commission delegated regulation supplementing regulation (EU) no. 600/2014 of the European Parliament and of the Council regarding the technical rules governing the reporting of the transactions to the competent authorities, adopted in accordance with article 26 of regulation (EU) no. 600/2014.]*
b)	Nature of the transaction	*[Description of the type of transaction using, if necessary, the types of transaction set out in article 10 of the Commission delegated regulation (EU) 2016/522* adopted in accordance with *article 19(14) of regulation (EU) no.*

		596/2014 or one of the specific examples under article 19(7) of regulation (EU) no. 596/2014. *Pursuant to Article 19(6) of Regulation (EU) no. 596/2014, it shall be indicated whether the transaction is linked to the exercise of a share option programme]*
c)	Price/s and volume/s	<table><tr><th>Price/s</th><th>Volume/s</th></tr><tr><td></td><td></td></tr></table> *[Where more than one transaction of the same nature (purchases, sales, lendings, borrowings, etc.) on the same financial instrument or emission allowance is carried out on the same day and at the same place, prices and volumes of these transactions shall be reported in this field, in two columns as presented above, inserting as many lines as needed.* *Using the data standards for price and quantity, including, where applicable, the price currency and the quantity currency, as defined under Commission delegated regulation supplementing regulation (EU) no. 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under article 26 of regulation (EU) no. 600/2014.]*
d)	Aggregated information — Aggregated volume — Price	*[The volumes of multiple transactions are aggregated when these transactions:* — *relate to the same financial instrument or emission allowance;* — *are of the same nature;* — *are carried out on the same day and* — *are carried out in the same place;* *Using the data standards for quantity, including, where applicable, the quantity currency, as defined under Commission delegated regulation supplementing regulation (EU) no. 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under article 26 of regulation (EU) no. 600/2014.]* *[Price information:* — *In case of a single transaction, the price of the single transaction;* — *in case the volumes of multiple transactions are aggregated: the weighted average price of the aggregated transactions.* *Using the data standards for price, including, where applicable, the price currency, as defined under Commission delegated regulation supplementing regulation (EU) no. 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under article 26 of regulation (EU) no. 600/2014.]*
e)	Date of the transaction	*[Date of the particular day of execution of the notified transaction.* *Using the ISO 8601 date format: YYYY-MM-DD; UTC time.]*
f)	Place of the transaction	[*Name and code to identify the MiFID trading venue, the systematic internaliser or the organised trading platform outside of the Union where the transaction was executed as defined under Commission delegated regulation supplementing regulation (EU) no. 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of regulation (EU) no. 600/2014, or if the transaction was not executed on any of the above mentioned venues, please mention «outside a trading venue».]*

ATTACHMENT 5 Persons in charge at Intesa Sanpaolo

The “**Person in charge**” **of Intesa Sanpaolo** is the Head of Corporate Affairs and Governance, as part of Corporate Bodies and Corporate Affairs.

The communications regarding the transactions subject to the disclosure obligations must be sent using the following e-mail address: *internal.dealing@intesasanpaolo.com*.