FIRST SUPPLEMENT DATED 5 FEBRUARY 2026 TO THE

BASE PROSPECTUS DATED 5 DECEMBER 2025

INTESA SANPAOLO S.p.A.
(incorporated as a società per azioni in the Republic of Italy)
acting through its Turin head office as Issuer

€6,000,000,000
Euro Medium Term Note Programme

This supplement ("**Supplement**") constitutes a supplement for the purposes of Article 23(1) of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). The Supplement is supplemental to and must be read in conjunction with the base prospectus published on 9 December 2025 following the *Commissione Nazionale per le Società e la Borsa* ("**CONSOB**") approval by decision No. 0116045/25 dated 5 December 2025 (the "**Base Prospectus**"), prepared by Intesa Sanpaolo S.p.A. (the "**Issuer**") in connection with their €6,000,000,000 Euro Medium Term Note Programme (the "**Programme**"). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement has been approved by CONSOB as competent authority in Italy under the Prospectus Regulation, as a base prospectus supplement issued in compliance with the Prospectus Regulation. This Supplement has been published on 5 February 2026 following the notice of approval No. 0012207/26 issued by CONSOB on 4 February 2026. CONSOB only approves this Supplement as meeting the requirements imposed under the Prospectus Regulation.

Purpose of the Supplement

The purpose of this supplement is to update the section of the Base Prospectus entitled "Information Incorporated by Reference" in order to incorporate by reference in the Base Prospectus the press release dated 2 February 2026 relating to the unaudited annual financial statements of Intesa Sanpaolo as at and for the year ended 31 December 2025.

Intesa Sanpaolo accepts responsibility for the information contained in this Supplement and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect the import of such information.

Save as disclosed in this Supplement, there has been no other significant new factor and there are no material mistakes or inaccuracies relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus. To the extent that there is any inconsistency between (i) any statement in this Supplement including any statement incorporated by reference into the Base Prospectus by this Supplement, and (ii) any other statement in or incorporated by reference into the Base Prospectus, the statements in this Supplement will prevail.

Copies of this Supplement and the document incorporated by reference will be available without at the following website:

https://group.intesasanpaolo.com/en/investor-relations/prospectus/domestic-issue-documents/extramot-pro/2025

The date of this Supplement is 5 February 2026.

INFORMATION INCORPORATED BY REFERENCE

*The information set out below supplements the section of the Base Prospectus entitled "**Information Incorporated by Reference**" on pages 36 to 38 of the Base Prospectus.*

"(v) The following press release issued by Intesa Sanpaolo on 2 February 2026 and entitled "*Intesa Sanpaolo: consolidated results as at 31 December 2025*" (the "**2025 Results Press Release**"), having previously been published and filed with CONSOB is, to the extent of those pages specified in the cross- reference list further below, incorporated by reference in and forms part of this Supplement and shall, by virtue of this Supplement, be deemed to be incorporated by reference in, and form part of, the Base Prospectus.

The 2025 Results Press Release can be accessed at the following website:

https://group.intesasanpaolo.com/content/dam/portalgroup/repository-documenti/investor-relations/comunicati-stampa-en/2026/02/20260202_RisFY25_uk.pdf

For the avoidance of doubt, unless specifically incorporated by reference into the Base Prospectus, information contained on the website does not form part of the Base Prospectus.

Cross-reference list

The table below shows where the information required under article 19(2) of Regulation (EU) 2017/1129 can be found in the 2025 Results Press Release.

2025 Results Press Release

	Page Number
Reclassified consolidated statement of income	28
Quarterly development of the reclassified consolidated statement of income	29
Reclassified consolidated balance sheet	30
Quarterly development of the reclassified consolidated balance sheet	31
Breakdown of financial highlights by business area	32

For the purposes of Article 19(1) of Regulation (EU) 2017/1129, the information incorporated by reference that is not included in the cross-reference list above are either deemed not relevant for an investor or are otherwise covered elsewhere in this Base Prospectus.

The Issuer confirms that the unaudited results and other figures contained in the 2025 Results Press Release are consistent with the corresponding figures that will be contained in the Issuer's consolidated financial statements as at and for the year ended 31 December 2025 (the "**2025 Annual Report**"), and therefore have been prepared on the basis of the same accounting principles and standards utilised for the preparation of the consolidated financial statements of Intesa Sanpaolo as at and for the year ended 31 December 2024 in all material respects.

In the reclassified statements, the figures are normally restated, where necessary and if they are material, for ease of comparison. In particular, the amounts are provided as uniformly as possible with reference to the different periods covered, above all in relation to intervening changes in the scope of consolidation. Therefore, the unaudited results for the full year 2025 have been compiled and prepared on a basis which is comparable with the historical financial information.

Audit procedures by the statutory auditors on the 2025 Annual Report are currently in progress and the 2025 Annual Report will be available to the investors forthwith following its publication. See further "*General Information – Financial statements available*"."