

**PRESS RELEASE**

**INTESA SANPAOLO: INFORMATION PURSUANT TO CONSOB  
REGULATION ON THE ASSIGNMENT OF FINANCIAL INSTRUMENTS  
TO CORPORATE OFFICERS, EMPLOYEES AND COLLABORATORS**

*Torino, Milano, 17<sup>th</sup> September 2007* – In compliance with requirements set forth in art. 84 *bis* of Issuer Regulations (Consob Regulation No.11971/1999 and subsequent amendments) as concerns the information on the assignment of financial instruments to corporate officers, employees and collaborators, it is hereby underlined that any useful information was disclosed in press releases and half-yearly and/or annual reports or included in the documents prepared for the approval of stock option plans and/or employee share plans by the Shareholders' meeting.

That being stated, in accordance with transitional provisions relating to the implementation of art. 84 *bis* of Issuer Regulations, a table is provided below (prepared in compliance with Schedule 7 Annex 3A of the aforementioned Issuer Regulations) which includes summary figures relating to plans, still valid, providing for the assignment of:

- Intesa Sanpaolo ordinary shares which are still subject to use constraints,
- unexpired options on Intesa Sanpaolo ordinary shares that have not yet been exercised by recipients.

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**COMPENSATION SCHEMES BASED ON FINANCIAL INSTRUMENTS**

**Table no. 1 Schedule 7 Annex 3A of Regulation No. 11971/1999**

**Date: 01 / 09 / 2007**

Name or category	Position (to be indicated only for people whose name is specified)	<b>SQUARE 1</b>						
		Financial instruments other than options (e.g. <i>stock grant</i> )						
		<b>Section 1</b>						
		Instruments relating to plans, still valid, approved in accordance with previous Shareholders' meeting resolutions						
		Date of Shareholders' meeting resolution	Instrument description	Number of instruments assigned by the competent body	Date of assignment by the competent body	Purchase price of instruments, if any	Market price as at the date of the assignment	Expiry of restriction for the sale of instruments

Key Managers <sup>1</sup>		28/04/2006	Intesa Sanpaolo Ordinary Shares	467 <sup>4</sup>	BoD/cb 16/05/2006	€4.395 <sup>2</sup>	€4.4004 <sup>3</sup>	3 years from the assignment date
Key Managers <sup>1</sup>		03/05/2007	Intesa Sanpaolo Ordinary Shares	368	BoD/cb 14/04/2007	€5.607	€5.6011	3 years from the assignment date
Other Intesa Sanpaolo Employees <sup>1</sup>		28/04/2006	Intesa Sanpaolo Ordinary Shares	4,316,461 <sup>4</sup>	BoD/cb 16/05/2006	€4.395 <sup>2</sup>	€4.4004 <sup>3</sup>	3 years from the assignment date
Other Intesa Sanpaolo Employees <sup>1</sup>		03/05/2007	Intesa Sanpaolo Ordinary Shares	3,604,744	BoD/cb 14/04/2007	€5.607	€5.6011	3 years from the assignment date
Other Group Companies' Employees		(see note 5)	Intesa Sanpaolo Ordinary Shares	2,822,105 <sup>4</sup>	(see note 6)	€4.395 <sup>2</sup>	€4.4004 <sup>3</sup>	3 years from the assignment date
Other Group Companies' Employees		(see note 7)	Intesa Sanpaolo Ordinary Shares	2,437,540	(see note 8)	€5.607	€5.6011	3 years from the assignment date

1 The breakdown of assignees of shares, for free, in "key managers" and "other employees" has been made in accordance with their positions as at 1<sup>st</sup> September 2007. These positions, also in the wake of the merger between Banca Intesa and Sanpaolo IMI, may be different from those held by the personnel involved at the date of assignment of the shares.

2 Average purchase price of shares, redetermined with respect to the 2006 plans of former Sanpaolo IMI in accordance with the exchange ratio fixed under the merger transaction.

3 Share normal value (redetermined with respect to the 2006 plans of former Sanpaolo IMI in accordance with the exchange ratio fixed under the merger transaction) at the date of assignment of the shares to employees, respectively on 27/07/2006 for the shares assigned as part of the 2006 employee share plan and on 27/06/2007 for the 2007 employee share plan.

4 Total number of former Sanpaolo IMI ordinary shares assigned to each category of employees (respectively 150 for the key Managers, 1,385,702 for the remaining Intesa Sanpaolo employees and 905,973 for the other Group companies' employees) multiplied by the exchange ratio of 3.115 fixed under the merger by incorporation of Sanpaolo IMI with and into Banca Intesa.

5 The Shareholders' meetings resolving upon the above were held on: 19<sup>th</sup> May 2006 (Sanpaolo Banco di Napoli), 25<sup>th</sup> May 2006 (Cariparo and Carive), 29<sup>th</sup> May 2006 (Friulcassa and Carisbo) and 5<sup>th</sup> June 2006 (Sanpaolo Banca dell'Adriatico).

6 The Boards of Directors determining the assignment were held on: 19<sup>th</sup> May 2006 (Sanpaolo Banco di Napoli), 25<sup>th</sup> May 2006 (Cariparo and Carive), 29<sup>th</sup> May 2006 (Friulcassa and Carisbo) and 5<sup>th</sup> June 2006 (Sanpaolo Banca dell'Adriatico).

7 The Shareholders' meetings resolving upon the above were held on: 19<sup>th</sup> April 2007 (Cariparo, Carive and Friulcassa), 20<sup>th</sup> April 2007 (Sanpaolo Banco di Napoli), 27<sup>th</sup> April 2007 (Sanpaolo Banca dell'Adriatico) and 2<sup>nd</sup> May 2007 (Carisbo).

8 The Boards of Directors determining the assignment were held on: 19<sup>th</sup> April 2007 (Cariparo, Carive and Friulcassa), 20<sup>th</sup> April 2007 (Sanpaolo Banco di Napoli and Carisbo) and 27<sup>th</sup> April 2007 (Sanpaolo Banca dell'Adriatico).

**COMPENSATION SCHEMES BASED ON FINANCIAL INSTRUMENTS**

**Table no. 1 Schedule 7 Annex 3A of Regulation No. 11971/1999**

**Date: 01 / 09 / 2007**

Name or category	Position (to be indicated only for people whose name is specified)	<b>SQUARE 2</b>							
		Options ( <i>option grant</i> )							
		<b>Section 1</b>							
		Options relating to plans, still valid, approved in accordance with previous Shareholders' meeting resolutions							
		Date of Shareholders' meeting resolution	Instrument description	Number of financial instruments underlying options assigned but not exercisable <sup>3</sup>	Number of financial instruments underlying options exercisable but not exercised	Date of assignment by the competent body BoD.	Exercise price	Market price of underlying financial instruments as at assignment date	Option expiry date

Key Managers <sup>1</sup>		30/04/2002	Options on Intesa Sanpaolo ordinary shares	1,557,500		BoD/cb 14/11/2005	€3.9511	€3.9511 <sup>2</sup>	30/04/2012
Other Managers <sup>1</sup>		30/04/2002	Options on Intesa Sanpaolo ordinary shares	28,035,000		BoD/cb 14/11/2005	€3.9511	€3.9511 <sup>2</sup>	30/04/2012

1 The breakdown of assignees of options in "key managers" and "other managers" has been made in accordance with their positions as at 1<sup>st</sup> September 2007. These positions, also in the wake of the merger between Banca Intesa and Sanpaolo IMI, may be different from those held by the managers at the date of assignment of the options.

2 Share normal value at the date of assignment of the options, also taking into account the exchange ratio fixed under the merger of Sanpaolo IMI with and into Banca Intesa.

3 The option exercise date set forth in the resolution starts from the coupon presentation relating to financial year 2008, expiring on 30<sup>th</sup> April 2012; option exercise is regulated according to periodical exercise dates, conditional upon the assignees being in service.