

PRESS RELEASE

INTESA SANPAOLO: CHANGE IN SHARE CAPITAL

Turin - Milan, December 4th 2012 – Intesa Sanpaolo S.p.A. hereby communicates the new composition of its share capital (fully subscribed and paid-in) following the finalisation of the merger by incorporation of Banco Emiliano Romagnolo S.p.A. into Intesa Sanpaolo S.p.A..

The merger deed was signed on November 23rd 2012 and registered in the Bologna and Turin Company Registers on November 28th and 29th respectively, with legal effect as of December 3rd 2012. As a consequence, a total of 3,705 Intesa Sanpaolo ordinary shares were issued of a nominal value of 0.52 euro, having regular dividend entitlement, coupon 35, with an increase in the share capital from 8,545,561,614.72 euro to 8,545,563,541.32 euro, comprising 15,501,285,480 ordinary shares and 932,490,561 non-convertible savings shares, of a nominal value of 0.52 euro each. Details are shown in the table below.

	Current share capital			Previous share capital		
	<i>Euro</i>	<i>number of shares</i>	<i>unit nominal value</i>	<i>Euro</i>	<i>number of shares</i>	<i>unit nominal value</i>
Total of which:	8,545,563,541.32	16,433,776,041	0.52	8,545,561,614.72	16,433,772,336	0.52
Ordinary shares (regular entitlement: 1/1/2012) current coupon number: 35	8,060,668,449.60	15,501,285,480	0.52	8,060,666,523.00	15,501,281,775	0.52
Non-convertible savings shares (regular entitlement: 1/1/2012) current coupon number: 36	484,895,091.72	932,490,561	0.52	484,895,091.72	932,490,561	0.52

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