

PRESS RELEASE

INTESA SANPAOLO SIGNS AGREEMENT WITH HNA AND TANGLA FOR THE SALE OF A STAKE HELD IN NH HOTELES

Turin - Milan, May 26th 2014 – Today, Intesa Sanpaolo S.p.A. (“ISP”) (on one side) and HNA Group Co., Ltd. (“HNA”) and Tangla Spain, S.L., Sociedad Unipersonal, a special purpose vehicle entirely owned by HNA, (“Tangla”) (on the other side), have executed a shares sale and purchase agreement (the “Sale and Purchase Agreement”) relating to no. 29,162,596 ordinary shares held by ISP in the share capital of NH Hoteles S.A., a Spanish company whose shares are listed on the Madrid, Barcelona, Bilbao, Valencia and New York Stock Exchanges (“NH”), for a consideration of Euro 4.55 per each share, and, therefore, for a total amount of Euro 132,689,811.80.

The Sale and Purchase Agreement shall be binding for ISP subject to the approval of the transaction by the ISP’s Management Board by June 17, 2014. The effectiveness of the Sale and Purchase Agreement is conditional, inter alia, upon (i) the approval by the shareholders’ meeting of NH of the share capital increase (the “Share Capital Increase”) referred to in the press release issued by ISP on April 16, 2014; (ii) the subscription of the Share Capital Increase by ISP; and (iii) the obtainment by HNA of the necessary authorisations from the competent Chinese authorities by October 23, 2014; it is expected that the Sale and Purchase Agreement will be executed within 15 business days from the later between the date of the occurrence of the last of such conditions and the date of the listing of the shares issued in the context of the Share Capital Increase.

Pursuant to the Sale and Purchase Agreement, HNA and Tangla will hold a stake which does not represent more than 29.5% of the total voting shares of NH and, therefore, the number of the shares which are subject to the sale and purchase could be reduced following the possible purchase by NH of treasury shares.

Furthermore, following the execution of the transaction ISP will hold a stake equal to approximately 7.6% of the share capital of NH.

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