INTESA SANPAOLO

CARLO MESSINA, CEO OF INTESA SANPAOLO
EXTRAORDINARY SHAREHOLDERS' MEETING
10 SEPTEMBER 2026

"I would like to thank our shareholders for the strong support they expressed today for our proposal. The approval of the capital increase is a key step towards completing the transaction announced last June involving Monte dei Paschi di Siena and building an even stronger Group, to the benefit of shareholders, customers, local communities and Italy as a whole.

"Intesa Sanpaolo enters this transaction from a position of great strength. We are among the most profitable banks in Europe and have consistently demonstrated our ability to deliver on the targets we set, maintain strong capital levels and return significant value to shareholders. The integration of Monte dei Paschi di Siena will accelerate a growth strategy that is already delivering strong results.

"The Group we intend to build will be one of Europe's leading banking groups. By 2029, we expect to serve more than 27 million customers, manage around €2 trillion in customer financial assets and generate net income of more than €16 billion. For the 2025-2029 period, we expect to distribute around €61 billion to shareholders while maintaining a very strong capital position.

"The significance of the transaction goes well beyond its financial dimension. One of the fundamental roles of a bank is to protect and grow savings, putting them to work in support of economic growth. Intesa Sanpaolo's financial strength and our ability to invest in innovation and technology allow us to do this particularly effectively, while remaining close to the communities and local economies we serve.

"Putting savings to work in support of growth means expanding our capacity to provide credit, supporting families and businesses, helping SMEs and Italian companies grow, and strengthening the real economy. In the first half of the year, Intesa Sanpaolo provided more than €44 billion in financing to families and businesses, confirming our leading role in supporting the real economy. The additional strength created by the transaction will allow us to do even more.

"This ability to create value is also at the heart of the proposition we are making to the shareholders, people and customers of Monte dei Paschi di Siena. MPS shareholders will have the opportunity to participate in the growth of one of Europe's leading banking groups and in its ability to create and distribute value. MPS customers will be able to benefit from Intesa Sanpaolo's technology, products, specialist expertise and international reach, while maintaining the close connection with local communities that characterises both banks.

“Mediobanca is another highly valuable part of the project. Its expertise, its positioning in Corporate & Investment Banking and Wealth Management, and the quality of its people and client relationships will complement the capabilities of IMI Corporate & Investment Banking and further strengthen a business model that is fully consistent with Intesa Sanpaolo’s. We intend to enhance its brand, expertise and distinctive capabilities within a Group with greater scale and a stronger role in Europe.

“Monte dei Paschi di Siena has a unique place in global banking history. More than five centuries of history have created an extraordinary bond with Siena, Tuscany, and the people, businesses and communities of the region. We regard this heritage of identity, expertise, relationships and trust as a major asset. Our project is designed to preserve and strengthen that identity and its bond with Siena within a broader, stronger industrial project with greater opportunities for growth.

“Siena and Tuscany will play an important role in this project. The transaction will combine Monte dei Paschi di Siena’s deep local roots with Intesa Sanpaolo’s resources and investment capacity, strengthening support for families, entrepreneurs, SMEs, businesses and economic and social initiatives. If Intesa Sanpaolo’s tender and exchange offer is successful, the project envisages Unipol’s subsequent involvement in creating Italy’s second-largest banking group, with a strong Italian shareholder base, while preserving the MPS brand and its headquarters at Rocca Salimbeni, further strengthening Siena’s role.

“The transaction also provides for the acquisition of a stake in Assicurazioni Generali, purely as a financial investment. Intesa Sanpaolo’s presence as a shareholder in a major group that plays a leading role in managing savings in Italy will provide significant value by contributing to the stability of Assicurazioni Generali’s shareholder base and its independence.

“People are an essential part of the project. The skills, experience and relationships built over time at MPS and Mediobanca are an important asset for the future. Under Intesa Sanpaolo’s plan through 2029, we expect to make around 13,100 new hires, supporting growth, generational renewal and new professional opportunities.

“Alongside economic growth, we are committed to a social agenda that is an integral part of our model. Intesa Sanpaolo’s Business Plan provides for €1 billion to be allocated to social cohesion initiatives. The greater strength of the Group will allow us to further increase our contribution to reducing inequality and supporting people and communities.

“We have built this transaction with the same discipline with which we have implemented our Business Plans and delivered the targets presented to the market. Intesa Sanpaolo has demonstrated its ability to manage complex integrations, as shown by the integration of UBI Banca, while preserving expertise and strengthening our presence in local communities. One of our Group’s greatest strengths is its cohesive management team, with highly skilled and talented executives in their forties and fifties in senior leadership positions. Their deep professional expertise, combined with their relatively young age, will ensure strong and stable leadership for the new Group over the long term. The offer announced in June and today's vote are concrete steps in a process that we intend to pursue with determination.

"We approach the next stages of the transaction with the strength of our results, the clarity of our project and the determination to build an even stronger Group, capable of creating value for Italy and playing an increasingly important role in Europe."

10 September 2026