Report and Parent Company's financial statements

Report on operations

Intesa Sanpaolo – Financial highlights and alternative performance measures

Income statement figures (millions of euro)	2013	2012	Changes amount	Changes %
Net interest income	1,522	2,475	-953	-38.5
Net fee and commission income	2,118	1,865	253	13.6
Profits (losses) on trading	661	1,359	-698	-51.4
Operating income	6,489	7,006	-517	-7.4
Operating costs	-3,352	-3,596	-244	-6.8
Operating margin	3,137	3,410	-273	-8.0
Net adjustments to loans	-2,530	-1,463	1,067	72.9
Net income (loss)	-3,913	912	-4,825	

Balance sheet figures (millions of euro)	2013	2012	Changes amount	Changes %
Loans to customers	192,364	217,406	-25,042	-11.5
Direct customer deposits	220,836	240,465	-19,629	-8.2
Indirect customer deposits:	142,021	142,241	-220	-0.2
of which: Assets under management	*71,179*	*62,158*	*9,021*	*14.5*
Total assets	393,158	438,299	-45,141	-10.3
Shareholders' equity	39,763	44,098	-4,335	-9.8

Operating structure	**2013**	**2012**	**Changes amount**
Number of employees	**25,360**	**25,530**	**-170**
Italy	24,840	24,959	-119
Abroad	520	571	-51
Number of branches	**1,889**	**2,076**	**-187**
Italy	1,876	2,064	-188
Abroad	13	12	1

Figures restated on a consistent basis.

2013
2012

Profitability ratios (%)

	2013	2012
Cost / Income	51.7	51.3
Net income / Average shareholders' equity (ROE) [a]	n.m.	2.1

Risk ratios (%)

	2013	2012
Net doubtful loans / Loans to customers	2.3	1.7
Cumulated adjustments on doubtful loans / Gross doubtful loans to customers	62.7	59.8

Capital ratios (%) [b]

	2013	2012
Tier 1 capital [c] net of ineligible instruments / Risk-weighted assets (Core Tier 1)	24.1	24.7
Tier 1 capital [c] / Risk-weighted assets	26.1	26.4
Total capital [d] / Risk-weighted assets	32.7	30.7
Risk-weighted assets (millions of euro)	131,650	147,175

Figures restated on a consistent basis.

[a] Ratio between net income and average of share capital, share premium reserve, reserves and valuation reserves.

[b] Ratios are determined using the methodology set out in the Basel 2 Capital Accord.

[c] Paid-in share capital, share premium reserve, reserves and retained earnings minus treasury shares, goodwill, intangible assets and after the application of "prudential filters" set out by supervisory regulations.

[d] Tier 1 capital plus eligible subordinated liabilities, valuation reserves, with the application of "prudential filters", net of equity investments as set out by supervisory regulations.

2013
2012

The Parent Company Intesa Sanpaolo

Introduction

The Intesa Sanpaolo S.p.A. separate financial statements 2013 report on equivalent issues and trends as those in the consolidated financial statements, reflect the same solutions and, as far as applies, report the same effects illustrated in the Report on Operations.
Nonetheless, the impacts on the Group's accounts of the unfavourable economic context and of the need to handle the deterioration of credit quality or of equity investments were proportionately more significant for the Parent Company than in the consolidated results.
In addition, intangible assets posted in the consolidated accounts relating to the business combinations carried out in previous years are posted in the Parent Company's financial statements in different amounts and, in certain aspects, differently: the higher values of the acquired or incorporated entities compared to their shareholders' equity, recorded as goodwill or as other intangible assets with a definite or indefinite useful life in the consolidated financial statements, are also included in the Parent Company's financial statements as either goodwill or higher carrying values of controlling interests.
As a result, the analysis of performance and the forward-looking assessments that gave rise to the need to record impairment losses on several intangible assets in the consolidated financial statements had equivalent effects in the Parent Company's financial statements.
This led to the recording of considerable impairment losses, which resulted in Intesa Sanpaolo closing the year 2013 with a significantly negative balance.

General aspects

For the purpose of a more effective presentation of results, the income statement and balance sheet of the Parent Company, Intesa Sanpaolo, as at 31 December 2013, reclassified as appropriate with respect to the scheme set out in Bank of Italy Circular 262/05, are presented hereafter. Moreover, for a homogeneous comparison, the comparative figures from 2012 have been restated, by adjusting the historical figures as appropriate to retroactively reflect the effects of the corporate operations in 2012.
Breakdowns of restatements and reclassifications performed are provided in separate tables included in the attachments to the financial statements, as also required by Consob in its Communication 6064293 of 28 July 2006.

Specifically, restatements in the income statement 2012 involved:
- the contribution of branches in the second half of 2012 as part of the project to reorganise the network at the geographical level. In detail, the transactions involved:
  - Cassa di Risparmio di Pistoia e della Lucchesia, with effect from 23 July 2012;
  - Cassa di Risparmio di Firenze, with effect from 8 October 2012;
  - Banca dell'Umbria, with effect from 17 December 2012;
- the demerger of 23 branches of CR Firenze to Intesa Sanpaolo, finalised with effect from 12 November 2012 also as part of the Group's territorial reorganisation of the network;
- the contribution of a business line including training, internal communications, general services, human resources administration and loan recovery, as well as the services provided by the Legal Affairs Department to the consortium company Intesa Sanpaolo Group Services, with effect from 1 October 2012.

The result of the restatements concerning the above contributions and the partial demerger of CR Firenze was conventionally included in profits on investment held to maturity and on other investments.
The mergers by incorporation of SEP Servizi e Progetti, Finanziaria BTB and Intesa Investimenti in Intesa Sanpaolo were excluded given their slight importance in relation to overall results.

Reclassifications and aggregations are as follows:
- dividends on shares classified as assets available for sale and as assets held for trading have been recognised in Profits (Losses) on trading;
- fair value adjustments in hedge accounting, which were reallocated to Profits (Losses) on trading;
- profits and losses on disposal or repurchase of financial assets available for sale and of financial liabilities have been reclassified to Profits (Losses) on trading;
- profits (losses) on financial assets and liabilities designated at fair value through profit and loss, which have been recognised in Profits (Losses) on trading;
- Administrative expenses are net of recoveries of expenses and taxes from customers;
- profits and losses on disposal or repurchase of loans are posted in Net adjustments to loans;
- net impairment losses on other financial activities, relating to guarantees, commitments and credit derivatives, are reported in Net adjustments to loans;
- impairment losses on financial assets available for sale and investments held to maturity, which have been recognised in Net impairment losses on other assets;
- profits (losses) on equity investments together with profits (losses) on disposal of investments, are recognised in Profits (Losses) on investments held to maturity and on other investments;
- the reversal in time value on loans is recorded in Net interest income instead of being allocated to Net adjustments to loans, since the phenomenon derives directly from the application of the amortised cost criterion in the absence of changes in

expected future flows. A similar approach has been used for the time value of employee termination indemnities and allowances for risks and charges;
- net impairment losses of property, equipment and intangible assets have been reclassified from Net adjustments to property, equipment and intangible assets – which therefore solely express depreciation and amortisation – to Net impairment losses on other assets, which also includes Net impairment losses on financial assets available for sale, investments held to maturity and other financial activities;
- Taxes on income from continuing operations, to which the portions of deductible interest expense associated with the application of settlement procedures for the tax dispute, along with the amounts of related fines, have been attributed;
- Charges (net of tax) for integration and exit incentives, which have been reclassified from Personnel expenses, Administrative expenses and, to a lesser extent, other captions of the income statement to a separate caption;
- Effect of purchase price allocation, net of tax, is indicated in a specific caption. It represents the adjustments to financial assets and liabilities and property, equipment and intangible assets which were measured at fair value as provided for by IFRS 3;
- impairment of goodwill and other intangible assets, and impairment losses on other controlling interests, which have been recognised in a separate caption, net of taxes.

For the balance sheet 2012, the balances have been restated as a result of the revision of IAS 19, as illustrated in Part A – Accounting policies.
Aggregations of assets and liabilities are as follows:
- the inclusion of Cash and cash equivalents in the residual caption Other assets;
- the inclusion of Hedging derivatives and Fair value changes of financial assets/liabilities in hedged portfolios in Other assets/liabilities;
- the aggregation in one single caption of Property and equipment and Intangible assets;
- the aggregation of Due to customers and Securities issued in just one caption;
- the aggregation into one caption of Allowances for specific purpose (Employee termination indemnities and Allowances for risks and charges;
- the presentation of Reserves as an aggregate and net of any treasury shares.

Again, for the purposes of a more effective representation of the composition of the aggregates, in the relative comments, financial assets/liabilities held for trading have been presented on a net basis.

Reclassified income statement

(millions of euro)

	2013	2012	Changes	
			amount	%
Net interest income	1,522	2,475	-953	-38.5
Dividends	1,929	1,211	718	59.3
Net fee and commission income	2,118	1,865	253	13.6
Profits (Losses) on trading	661	1,359	-698	-51.4
Other operating income (expenses)	259	96	163	
Operating income	**6,489**	**7,006**	**-517**	**-7.4**
Personnel expenses	-1,737	-1,912	-175	-9.2
Other administrative expenses	-1,487	-1,555	-68	-4.4
Adjustments to property, equipment and intangibles assets	-128	-129	-1	-0.8
Operating costs	**-3,352**	**-3,596**	**-244**	**-6.8**
Operating margin	**3,137**	**3,410**	**-273**	**-8.0**
Net provisions for risks and charges	-107	-52	55	
Net adjustments to loans	-2,530	-1,463	1,067	72.9
Net impairment losses on other assets	-196	-83	113	
Profits (Losses) on investments held to maturity and on other investments	1,492	-164	1,656	
Income (Loss) before tax from continuing operations	**1,796**	**1,648**	**148**	**9.0**
Taxes on income from continuing operations	280	-221	501	
Charges (net of tax) for integration and exit incentives	-38	-86	-48	-55.8
Effect of purchase price allocation (net of tax)	-58	-59	-1	-1.7
Impairment (net of tax) of goodwill, other intangible assets and controlling interests	-5,893	-370	5,523	
Income (Loss) after tax from discontinued operations	-	-	-	-
Net income (loss)	**-3,913**	**912**	**-4,825**	

Figures restated on a consistent basis.

Intesa Sanpaolo's 2013 income statement closed with a net loss of 3,913 million euro.
This significantly negative result derived from the performance of the main income statement aggregates: a sharp decrease in the interest margin and profits on trading, which was not adequately covered by the considerable growth in dividends and fee and commission income. The sharp increase in adjustments made to the loan portfolio had the most significant impact on the income statement result.
In 2013, these recurring income components were joined by two non-recurring components of significant amounts and opposite signs.

The first, with a positive sign, was the posting of the new stake in the Bank of Italy, replacing the stake cancelled as a result of the provisions of Law Decree 133/2013, converted into Law 5 of 29 January 2014 and the resulting amendments to the Statute approved by the Bank of Italy's general meeting on 23 December 2013.
The Report on Operations in the consolidated financial statements examines this operation in detail, as well as its regulatory requisites and legal, economic, accounting and tax consequences. Information is also provided concerning several aspects of the operation that are still being defined. Said report should be referred to in relation to these aspects.
As noted in the consolidated financial statements, the Intesa Sanpaolo Group holds a total of 127,266 shares in the capital of the Bank of Italy, totalling 42.42%. Intesa Sanpaolo holds 91,035 shares, totalling 30.34%.
Recognition of the new stake at fair value, amounting to approximately 2,275.9 million euro, compared to a carrying value of 532.5 million euro, resulted in the recording of a capital gain of 1,470.5 million euro in the income statement of Intesa Sanpaolo S.p.A. for 2013. This amount was already net of the pertinent substitute tax of 272.9 million euro.

The other non-recurring component, previously mentioned, consists of the impairment on several intangible assets in the financial statements: goodwill, brand names, core deposits and, in the separate financial statements, controlling interests. This is the result of the performance of income flows and the economic outlook deriving from the new Business Plan.
This situation has also been fully disclosed in the consolidated financial statements, to which reference should be made.
The impairment losses on intangible assets and controlling interests subject to revaluation following business combinations carried out in previous years and recorded according to IFRS 3 amounted to a total of 6,314 million euro before taxes (5,893 million euro after taxes), comprising 1,862 million euro for goodwill, 1,091 million euro for other intangible assets (brand names and core deposits) and 3,361 million euro for controlling interests.
Excluding this effect, income for the year would amount to 1,980 million euro, up on the previous year.

Moving on to examine continuing operations, the operating margin came to 3,137 million euro, down 8% compared to the previous year, due to a drop of 7.4% in operating income, only partly offset by lower operating costs (-6.8%).

At the level of individual aggregates, net interest income fell by 38.5%, amounting to 1,522 million euro. Income from operations with customers, including the effects of the spreads on related hedging derivative contracts, amounted to 1,393 million euro, a decrease of 29% compared to the previous year. The contribution of operations with Banks was also negative, amounting to -553 million euro (compared to -181 million euro in 2012) and interest on financial assets, amounting to 723 million euro, decreased slightly on 2012.
Dividends came to 1,929 million euro, up 59.3% due to the greater distribution of profits by several subsidiaries, specifically by Banca IMI (+250 million euro) and Intesa Sanpaolo Vita (+388 million euro).
Net fee and commission income, which amounted to 2,118 million euro, was up 13.6%, attributable to all segments, though in differing amounts.
Specifically, management, dealing and consultancy commissions, amounting to 930 million euro, increased 27.6% (201 million euro), mainly due to the growth in security dealing and placement commissions (+123 million euro, 32%), the distribution of insurance products (+65 million euro, 30.8%) and portfolio management (+14 million euro, 30.4%).
Commissions on commercial banking activities (815 million euro) recorded a smaller increase of 2.9%, due to the positive trend in commissions on current accounts and deposits, and on collection and payment services, only partly negatively offset by lower income on guarantees given and on credit and debit card services.
Trading activities ended the year 2013 with a profit of 661 million euro, compared to 1,359 million euro at the end of 2012. This was also the result of net income of 151 million euro generated by purchases and exchanges of own bonds, compared to 711 million euro recorded in the previous year.
Transactions in financial assets available for sale resulted in gains of 204 million euro from the disposal of equity investments held in Assicurazioni Generali, Prada and other minor companies, and of 130 million euro from the disposal of debt securities, mainly government bonds, in addition to the collection of dividends of 14 million euro. Net profits of 70 million euro were also recorded in transactions in hedge funds and in derivatives on equities and share indices, 63 million euro in transactions in currencies, 59 million euro in transactions in structured products and credit derivatives and 5 million euro in transactions on commodities derivatives. Conversely, transactions in interest rates generated net losses of 35 million euro.

Other operating income was 259 million euro, which mainly consists of income from services rendered to Group companies. During the year, non-recurring positive components of 128 million euro were also recorded, relating to the positive trend in two positions under litigation.
Operating costs came to 3,352 million euro, down 6.8%, involving all components, albeit to differing extents.
Personnel expenses amounted to 1,737 million euro. The decrease of 9.2% is attributable to the rationalisation and cost containment measures already illustrated in the consolidated financial statements.
Administrative expenses came to 1,487 million euro compared to 1,555 million euro at the end of 2012. The reduction of 4.4% was specifically due to decreases in fees for services rendered by Group companies (-45 million euro), property management costs (-9 million euro), other personnel expenses (-6 million euro) and information technology expenses (-5 million euro), while the greatest increases were recorded in legal fees and professional fees and insurance premiums (+15 million euro) and advertising expenses (+12 million euro).
Adjustments to property and equipment and intangible assets amounted to 128 million euro, substantially unchanged on the previous year.

The trends of operating income and costs described above led to an operating margin of 3,137 million euro, with a decline of 8% from the previous year.

Net provisions for risks and charges allocated to cover probable risks arising from revocatory actions, compensation suits, legal disputes and other issues, up on the previous year, amounted to 107 million euro.
Net adjustments to loans amounted to 2,530 million euro, an increase of 1,067 million euro on the previous year. These adjustments reflect impairment losses on doubtful loans for over 42%, on substandard loans for approximately 48%, on restructured loans for approximately 1%, past-due loans for over 6%, and performing loans for 3%.
In relation to the reasons for the significant increase in adjustments, the explanations provided in the comments on the consolidated figure apply. In addition, the Parent Company has a higher number of loan positions of significant amounts, some of which are non-performing. This resulted in a percentage increase in net adjustments higher than that in the consolidated financial statements.

Net impairment losses on other assets, amounting to 196 million euro, referred to adjustments to financial assets available for sale, comprising debt securities and equities, for 191 million euro, and impairment losses on property for 5 million euro.
Gains on investments held to maturity and other investments came to 1,492 million euro (compared to losses of 164 million euro in the previous year) attributable to the valuation of the stake in the Bank of Italy, previously mentioned, for 1,744 million euro. This positive effect was partly absorbed by the impairment losses of 267 million euro on several investments in associates, mainly operating in the communications, transport and hotel sectors, as a result of the impairment testing of these investments.

Income before tax from continuing operations amounted to 1,796 million euro, compared to 1,648 million euro in the previous year, up 9%.

Taxes on income from continuing operations amounted to a positive 280 million euro, including the provisions of 273 million euro for substitute tax relating to the recognition of the stake held in the Bank of Italy.
Charges for integration and exit incentives came to 38 million euro, net of taxes. Of these, 21 million euro is attributable to coverage of charges deriving from the application of trade union agreements signed on 11 April and 2 July 2013, which involve early retirement or access to the income support fund for around 450 people. The residual amount is essentially referred to IT expenses and, to a lesser extent, professional fees related to the ongoing integration.

The effect of purchase price allocation represents the negative result, in terms of interest adjustments, amortisation and depreciation and capital gains/losses, attributable to the revaluation of loans, real estate and financial assets and the recognition of new intangible assets upon registration of the merger between Banca Intesa and Sanpaolo Imi, in application of IFRS 3. These negative components amounted to 58 million euro net of the relative tax effect, compared to 59 million euro in the previous year.

As illustrated in the introduction, the difficult macroeconomic scenario and the changed income forecasts for Banks made it necessary to recognise impairment of intangible assets, controlling interests subject to revaluation as part of the merger between Banca Intesa and Sanpaolo IMI in application of IFRS 3, and other controlling interests. This impairment, totalling 6,314 million euro before tax, equal to 5,893 million euro net of tax, concerned goodwill and intangible assets for 2,953 million euro and investments in subsidiaries for 3,361 million euro.
With reference to the methodology for impairment assessment, reference should be made to the information included in the Consolidated Report on Operations, the Notes to the consolidated financial statements and the Notes to Parent Company's financial statements.

Reclassified balance sheet

(millions of euro)

Assets	31.12.2013	31.12.2012	Changes amount	Changes %
Financial assets held for trading	17,402	21,752	-4,350	-20.0
Financial assets designated at fair value through profit and loss	334	522	-188	-36.0
Financial assets available for sale	41,119	35,982	5,137	14.3
Investments held to maturity	300	300	-	-
Due from banks	83,979	96,147	-12,168	-12.7
Loans to customers	192,364	217,406	-25,042	-11.5
Equity investments	29,092	32,738	-3,646	-11.1
Property, equipment and intangible assets	4,846	7,863	-3,017	-38.4
Tax assets	10,027	9,052	975	10.8
Non-current assets held for sale and discontinued operations	71	71	-	-
Other assets	13,624	16,466	-2,842	-17.3
Total Assets	**393,158**	**438,299**	**-45,141**	**-10.3**

Liabilities and Shareholders' Equity	31.12.2013	31.12.2012	Changes amount	Changes %
Due to banks	107,099	120,428	-13,329	-11.1
Due to customers and securities issued	220,836	240,465	-19,629	-8.2
Financial liabilities held for trading	11,378	15,547	-4,169	-26.8
Financial liabilities designated at fair value through profit and loss	-	-	-	-
Tax liabilities	496	1,557	-1,061	-68.1
Liabilities associated with non-current assets held for sale and discontinued operations	-	-	-	-
Other liabilities	11,533	13,797	-2,264	-16.4
Allowances for specific purpose	2,053	2,406	-353	-14.7
Share capital	8,546	8,546	-	-
Reserves	35,124	35,012	112	0.3
Valuation reserves	6	-371	377	
Net income (loss)	-3,913	912	-4,825	
Total Liabilities and Shareholders' Equity	**393,158**	**438,299**	**-45,141**	**-10.3**

Figures restated on a consistent basis.

With reference to balance sheet aggregates, loans to customers as at 31 December 2013 came to 192,364 million euro as at 31 December 2013, down 11.5% compared to the end of 2012. This reduction was essentially distributed evenly among the various types of loans, and was less marked on the intercompany component.

As to loan quality, non-performing loans to customers stood at 10,760 million euro compared to 10,243 million euro at the end of 2012, with an average coverage ratio of approximately 45.8% (41.5% as at 31 December 2012). In detail, in net values, doubtful loans rose from 3,768 million euro to 4,428 million euro, with a coverage ratio of 62.7% (59.8% at the end of 2012). Substandard positions rose from 3,865 million euro to 4,800 million euro, an increase of 935 million euro and a coverage ratio of 23.1%. Restructured loans amounted to 1,165 million euro, a decrease of 716 million euro, with a coverage ratio of 12% (previously 23%). Past-due exposures decreased to 369 million euro, compared to 730 million euro at the end of 2012, with a coverage ratio of 11.5%.
Performing loans to customers, excluding securities, came to 168 billion euro compared to 194 billion euro at the end of 2012 and are provisioned with collective adjustments of 854 million euro. Net of loans to Group companies, amounting to 48 billion euro, the coverage ratio amounts to 0.7%, up compared to 0.61% at the end of 2012.

Direct customer deposits, including securities issued, came to 220,836 million euro, a decrease of approximately 19.6 billion euro on the end of 2012, mainly due to the decrease in securities. Against expired issues of around 30 billion euro, buy-backs of 2 billion euro and redemptions of subordinated securities of 1 billion euro, new issues were made of 25 billion euro. In general, there was also a decrease in various types of short-term funding (repurchase agreements, certificates of deposit and current accounts and deposits).

At the end of December, indirect deposits amounted to 142 billion euro, substantially equal to the figure in the previous year's financial statements, as growth in assets under management was offset by the decrease in assets under administration.

Financial assets held for trading, which include debt securities and equities held for trading purposes, came to a total of 6,023 million euro, net of liabilities (11,378 million euro), slightly lower than the previous year (6,205 million euro).
Financial assets available for sale amounted to 41,119 million euro, compared to 35,982 million euro at the end of 2012. The increase of 5,137 million euro is attributable to debt securities for 3,325 million euro, which represent around 92% of the balance at the end of 2013, and to equities for 1,762 million euro, which represent around 7% of the stock at the end of the year.

Equity investments, comprising investments in subsidiaries, associates and companies subject to joint control, amounted to 29,092 million euro, and recorded a net decrease of 11% compared to the previous year, mainly due to the aforementioned impairment of investments in subsidiaries and associates implemented at the end of the year.

Shareholders' equity amounted to 39.8 billion euro, compared to 44.1 billion euro at the end of 2012.

The positive change in valuation reserves of 377 million euro is specifically attributable to the reduction of 373 million euro in the negative cash flow hedge reserve and the positive change of 60 million euro in valuation reserves of financial assets available for sale, while a negative effect of 56 million euro derived from the reserve for defined benefit plans.

Other information

As provided for by article 2497 and subsequent articles of the Italian Civil Code, Intesa Sanpaolo exercises management and coordination activities for its direct and indirect subsidiaries, including companies which, on the basis of current laws, are not part of the Banking group.

This Report on the Intesa Sanpaolo S.p.A. financial statements includes only a comment on the Bank's performance and related alternative performance measures. For all other information required by Law or regulations, reference should be made to the consolidated financial statements or the Notes to these Parent Company's financial statements, when illustrating specific themes.

Specifically, reference should be made to the Notes to these Parent Company's financial statements with regard to:
- information on the Bank's transactions with related parties, provided in Part H;
- information on financial and operational risks, illustrated in Part E;
- the list of subsidiaries, companies subject to joint control and companies subject to significant influence as at 31 December 2013, provided in Part B;
- information on capital, provided in Part F.

Reference should instead be made to the consolidated financial statements with regard to:
- information on the main risks and uncertainties, as the same considerations as those illustrated in the corresponding paragraph of the introduction to the Report on operations of the consolidated financial statements also apply;
- risks linked to capital stability and to going concern issues, discussed in the introduction to the Consolidated Report on Operations;
- information regarding obligations pursuant to art. 36 of the Consob Market Regulation, with reference to subsidiaries located in non-EU member states, provided in Part E.

Information on the Intesa Sanpaolo Corporate Governance system and on remuneration as required, respectively, by art. 123-bis and art. 123-ter of the Consolidated Law on Finance is briefly illustrated in the Consolidated Report on Operations and in a separate document.

Forecast for 2014

With regard to prospects for 2014 for the Parent Company Intesa Sanpaolo, forecasts are consistent with those of the Group.

In 2014, Intesa Sanpaolo will continue to prioritise the delivery of sustainable results. Profitability targets will be combined with close attention to the risk and liquidity profiles, as well as with the Bank's excellent capital position.
Repricing actions are also planned for 2014 and will make it possible to partially limit the impact of an expected negative environment on market rates. Efficiency, productivity and asset quality will be constantly addressed.

The Management Board

Milan, 27 March 2014

Proposals to the Shareholders' Meeting

Distinguished Shareholders,

The Intesa Sanpaolo S.p.A. financial statements for 2013 report a net loss of 3,913,087,268.23 euro. In relation to the merger by incorporation of Sudameris S.A. during 2013 and of Centro Leasing S.p.A. carried out in 2013 and effective as of 1 January 2014, and to the net loss for the year, we submit the following for your approval:

	(euro)
Integration of the Legal reserve up to one-fifth of share capital at the date of the Shareholders' Meeting, using the Share premium reserve for a total of	716,993.27
Coverage of the loss for 2013 using the Share premium reserve for a total of	3,913,087,268.23
Distribution from the Extraordinary reserve of a unit amount of 0.05 euro to the 16,440,896,882 ordinary shares and non-convertible savings shares, pursuant to Article 29.3 of the Articles of Association, for a total of	822,044,844.10

The justification for the first proposal lies in the need to adjust the Legal reserve to the limit established by Article 2430 of the Italian Civil Code, by means of the available portion of the Share premium reserve, thus making income from future years fully available.
The share capital increase of 1 January 2014 following the merger by incorporation of Centro Leasing S.p.A. is also considered.

The same need underlies the second proposal to cover the loss for the year using the Share premium reserve, up to its total amount.

With regard to the proposal of assigning a "dividend" by using the Extraordinary reserve, the following should be considered.
The Company and the Group have adequate capitalisation, with regard to the parameters set by the Rules in force as at 31 December 2013 (Basel 2), as well as taking into consideration the new capital requirements envisaged by the CRD IV Directive (Basel 3). Therefore, it has been decided to submit for the approval of the Shareholders' Meeting the distribution of prior-year net income allocated to the Extraordinary reserve, pursuant to Article 2364 bis of the Italian Civil Code and Articles 7.3 and 29.3 of the Company's Articles of Association.
The proposed distribution of extraordinary reserve makes it possible to remunerate shareholders consistently with sustainable profitability of the Group, while ensuring the capital adequacy of the Bank and the Banking Group. If this proposal is approved, capital requirements would stand at the following levels:

- Intesa Sanpaolo S.p.A. - Core Tier 1: 24.1%, Tier 1: 26.1% and Total Capital Ratio: 32,7%;
- Intesa Sanpaolo Group - Core Tier 1: 11.3 %, Tier 1: 12.2 % and Total Capital Ratio: 14,8 %.

The above capital requirements meet the provisions of EU Bodies and the Supervisory Authority and the need for sound and prudent management of the Company.

We propose that the assignment be made, in compliance with legal provisions, as of 22 May 2014, with detachment of the coupon on 19 May 2014 and record date on 21 May.
This assignment of reserves shall be subject to the same tax regime as the distribution of dividends.

As is known, pursuant to art. 6, paragraph 1, letter a) of Legislative Decree no. 38/2005, a portion of net income corresponding to capital gains recognised in the income statement, net of the related tax charge, arising from application of the fair value criterion, must be recorded in an unavailable reserve. As at 31 December 2013 such amount was 5,275,075.43 euro.

During 2013, recorded among the other reserves, were the merger differences deriving from the incorporation into Intesa Sanpaolo, of Sudameris, Intesa Sec 2 and Adriano Finance, companies already subsidiaries. The net amount, equal to euro 60,267,655.10, will be recognised in the carrying value of the Extraordinary reserve at the outcome of the Shareholder's Meeting resolutions.
It is further specified that no attribution from the Extraordinary reserve will be made to the treasury shares which the Bank may hold at the record date.

If the proposals formulated obtain your approval, the resulting shareholders' equity of Intesa Sanpaolo S.p.A. will be as indicated in the table below.

(millions of euro)

Shareholders' equity	Annual report 2013	Change due to the Shareholders' Meeting resolutions	Share capital and reserves after the Shareholders' Meeting resolutions
Share capital			
- ordinary	*8,061*	-	*8,061*
- savings	*485*	-	*485*
Total share capital	**8,546**	**-**	**8,546**
Share premium reserve	31,093	-3,914	27,179
Reserves	4,044	-822	3,222
Valuation reserves	6	-	6
Treasury shares	-13	-	-13
Total reserves	**35,130**	**-4,736**	**30,394**
TOTAL	**43,676**	**-4,736**	**38,940**

The Management Board

Milan, 27 March 2014

Parent Company's financial statements

Financial statements

Balance sheet

(euro)

Assets		31.12.2013	31.12.2012	Changes amount	Changes %
10.	Cash and cash equivalents	3,997,176,709	2,816,857,782	1,180,318,927	41.9
20.	Financial assets held for trading	17,401,796,155	21,751,877,768	-4,350,081,613	-20.0
30.	Financial assets designated at fair value through profit and loss	333,733,643	522,026,699	-188,293,056	-36.1
40.	Financial assets available for sale	41,118,673,149	35,981,827,384	5,136,845,765	14.3
50.	Investments held to maturity	299,502,655	299,702,444	-199,789	-0.1
60.	Due from banks	83,979,415,583	96,146,679,041	-12,167,263,458	-12.7
70.	Loans to customers	192,363,935,958	217,405,984,679	-25,042,048,721	-11.5
80.	Hedging derivatives	6,312,675,666	9,639,411,324	-3,326,735,658	-34.5
90.	Fair value change of financial assets in hedged portfolios (+/-)	67,380,998	70,810,509	-3,429,511	-4.8
100.	Equity investments	29,091,750,912	32,808,843,794	-3,717,092,882	-11.3
110.	Property and equipment	2,509,825,800	2,484,458,120	25,367,680	1.0
120.	Intangible assets	2,336,386,659	5,378,530,092	-3,042,143,433	-56.6
	of which				
	- goodwill	*776,725,269*	*2,638,465,552*	*-1,861,740,283*	*-70.6*
130.	Tax assets	10,027,300,260	9,052,286,684	975,013,576	10.8
	a) current	*2,791,490,064*	*2,129,786,343*	*661,703,721*	*31.1*
	b) deferred	*7,235,810,196*	*6,922,500,341*	*313,309,855*	*4.5*
	- of which convertible into tax credit (Law no. 214/2011)	*6,403,094,442*	*4,894,270,729*	*1,508,823,713*	*30.8*
140.	Non-current assets held for sale and discontinued operations	71,511,449	424,000	71,087,449	
150.	Other assets	3,246,881,549	3,938,962,360	-692,080,811	-17.6
Total Assets		**393,157,947,145**	**438,298,682,680**	**-45,140,735,535**	**-10.3**

Balance sheet

(euro)

Liabilities and Shareholders' Equity		31.12.2013	31.12.2012	Changes amount	%
10.	Due to banks	107,099,082,387	120,428,543,870	-13,329,461,483	-11.1
20.	Due to customers	103,349,227,531	107,320,389,575	-3,971,162,044	-3.7
30.	Securities issued	117,486,815,779	133,145,215,787	-15,658,400,008	-11.8
40.	Financial liabilities held for trading	11,378,340,569	15,546,532,083	-4,168,191,514	-26.8
50.	Financial liabilities designated at fair value through profit and loss	-	-	-	-
60.	Hedging derivatives	5,377,585,001	7,277,579,986	-1,899,994,985	-26.1
70.	Fair value change of financial liabilities in hedged portfolios (+/-)	680,764,304	1,146,161,041	-465,396,737	-40.6
80.	Tax liabilities	496,071,517	1,556,929,721	-1,060,858,204	-68.1
	a) current	*121,270,081*	*1,062,350,345*	*-941,080,264*	*-88.6*
	b) deferred	*374,801,436*	*494,579,376*	*-119,777,940*	*-24.2*
90.	Liabilities associated with non-current assets held for sale and discontinued operations	-	-	-	-
100.	Other liabilities	5,473,739,999	5,373,111,866	100,628,133	1.9
110.	Employee termination indemnities	546,498,174	551,849,749	-5,351,575	-1.0
120.	Allowances for risks and charges	1,506,833,210	1,854,132,161	-347,298,951	-18.7
	a) post employment benefits	*597,549,899*	*528,139,421*	*69,410,478*	*13.1*
	b) other allowances	*909,283,311*	*1,325,992,740*	*-416,709,429*	*-31.4*
130.	Valuation reserves	6,212,756	-370,769,699	376,982,455	
140.	Redeemable shares	-	-	-	-
150.	Equity instruments	-	-	-	-
160.	Reserves	4,044,051,169	3,925,325,597	118,725,572	3.0
170.	Share premium reserve	31,092,720,491	31,092,720,491	-	-
180.	Share capital	8,545,738,608	8,545,681,412	57,196	-
190.	Treasury shares (-)	-12,647,082	-6,348,121	6,298,961	99.2
200.	Net income (loss)	-3,913,087,268	911,627,161	-4,824,714,429	
Total Liabilities and Shareholders' Equity		**393,157,947,145**	**438,298,682,680**	**-45,140,735,535**	**-10.3**

Income statement

(euro)

		2013	2012	Changes	
				amount	%
10.	Interest and similar income	8,317,476,736	10,064,744,456	-1,747,267,720	-17.4
20.	Interest and similar expense	-6,915,074,093	-7,640,851,985	-725,777,892	-9.5
30.	**Interest margin**	**1,402,402,643**	**2,423,892,471**	**-1,021,489,828**	**-42.1**
40.	Fee and commission income	2,605,943,584	2,394,098,011	211,845,573	8.8
50.	Fee and commission expense	-478,011,507	-492,994,160	-14,982,653	-3.0
60.	**Net fee and commission income**	**2,127,932,077**	**1,901,103,851**	**226,828,226**	**11.9**
70.	Dividend and similar income	1,943,883,369	1,245,116,523	698,766,846	56.1
80.	Profits (Losses) on trading	204,210,714	54,807,406	149,403,308	
90.	Fair value adjustments in hedge accounting	-10,637,581	21,637,381	-32,274,962	
100.	Profits (Losses) on disposal or repurchase of	502,417,146	1,233,753,422	-731,336,276	-59.3
	a) loans	*18,215,514*	*-563,071*	*18,778,585*	
	b) financial assets available for sale	*333,824,003*	*238,575,184*	*95,248,819*	*39.9*
	c) investments held to maturity	-	-	-	-
	d) financial liabilities	*150,377,629*	*995,741,309*	*-845,363,680*	*-84.9*
110.	Profits (Losses) on financial assets and liabilities designated at fair value	-31,450,708	15,465,437	-46,916,145	
120.	**Net interest and other banking income**	**6,138,757,660**	**6,895,776,491**	**-757,018,831**	**-11.0**
130.	Net losses / recoveries on impairment	-2,595,855,609	-1,439,302,584	1,156,553,025	80.4
	a) loans	*-2,310,047,096*	*-1,363,893,310*	*946,153,786*	*69.4*
	b) financial assets available for sale	*-191,632,483*	*-43,241,910*	*148,390,573*	
	c) investments held to maturity	*-5,752*	*69,117*	*-74,869*	
	d) other financial activities	*-94,170,278*	*-32,236,481*	*61,933,797*	
140.	**Net income from banking activities**	**3,542,902,051**	**5,456,473,907**	**-1,913,571,856**	**-35.1**
150.	Administrative expenses	-3,654,724,665	-4,014,094,720	*-359,370,055*	-9.0
	a) personnel expenses	*-1,804,208,973*	*-2,121,516,859*	*-317,307,886*	*-15.0*
	b) other administrative expenses	-1,850,515,692	-1,892,577,861	*-42,062,169*	-2.2
160.	Net provisions for risks and charges	-109,012,265	-59,345,074	49,667,191	83.7
170.	Net adjustments to / recoveries on property and equipment	-118,143,110	-127,923,138	-9,780,028	-7.6
180.	Net adjustments to / recoveries on intangible assets	-1,180,720,917	-90,629,330	1,090,091,587	
190.	Other operating expenses (income)	592,216,384	426,845,961	165,370,423	38.7
200.	**Operating expenses**	**-4,470,384,573**	**-3,865,146,301**	**605,238,272**	**15.7**
210.	Profits (Losses) on equity investments	-1,872,613,678	-548,275,716	1,324,337,962	
220.	Valuation differences on property, equipment and intangible assets measured at fair value	-	-	-	-
230.	Goodwill impairment	-1,861,740,283	-	1,861,740,283	-
240.	Profits (Losses) on disposal of investments	4,171,407	22,572,581	-18,401,174	-81.5
250.	**Income (Loss) before tax from continuing operations**	**-4,657,665,076**	**1,065,624,471**	**-5,723,289,547**	
260.	Taxes on income from continuing operations	744,577,808	-153,997,310	898,575,118	
270.	**Income (Loss) after tax from continuing operations**	**-3,913,087,268**	**911,627,161**	**-4,824,714,429**	
280.	Income (Loss) after tax from discontinued operations	-	-	-	-
290.	**Net income (loss)**	**-3,913,087,268**	**911,627,161**	**-4,824,714,429**	

Statement of comprehensive income

(millions of euro)

		2013	2012	Changes	
				amount	%
10.	**NET INCOME (LOSS)**	**-3,913,087,268**	**911,627,161**	**-4,824,714,429**	
	Other comprehensive income (net of tax) that may not be reclassified to the income statement	**-55,666,553**	**-93,225,511**	**-37,558,958**	**-40.3**
20.	Property and equipment	-	-	-	
30.	Intangible assets	-	-	-	
40.	Defined benefit plans	-55,666,553	-93,225,511	-37,558,958	-40.3
50.	Non-current assets held for sale	-	-	-	
60.	Share of valuation reserves connected with investments carried at equity	-	-	-	
	Other comprehensive income (net of tax) that may be reclassified to the income statement	**432,649,008**	**-287,592,285**	**720,241,293**	
70.	Hedges of foreign investments	-	-	-	
80.	Foreign exchange differences	-	-	-	
90.	Cash flow hedges	373,160,992	-363,548,631	736,709,623	
100.	Financial assets available for sale	59,488,016	75,956,346	-16,468,330	-21.7
110.	Non-current assets held for sale	-	-	-	
120.	Share of valuation reserves connected with investments carried at equity	-	-	-	
130.	**Total other comprehensive income (net of tax)**	**376,982,455**	**-380,817,796**	**757,800,251**	
140.	**TOTAL COMPREHENSIVE INCOME (CAPTIONS 10 +130)**	**-3,536,104,813**	**530,809,365**	**-4,066,914,178**	

Changes in shareholders' equity as at 31 December 2013

(euro)

	31.12.2013									
	Share capital		Share premium reserve	Reserves		Valuation reserves	Equity instruments	Treasury shares	Net income (loss)	Shareholders' equity
	ordinary shares	savings shares		retained earnings	other					
AMOUNTS AS AT 1.1.2013	**8,060,786,321**	**484,895,091**	**31,092,720,491**	**3,826,707,516**	**98,618,081**	**-370,769,699**	**-**	**-6,348,121**	**911,627,161**	**44,098,236,841**
ALLOCATION OF NET INCOME OF THE PREVIOUS YEAR										
Reserves				**79,669,629**					**-79,669,629**	**-**
Dividends and other allocations									**-831,957,532**	**-831,957,532**
CHANGES IN THE PERIOD										
Changes in reserves				**39,055,943**						**39,055,943**
Operations on shareholders' equity										
Issue of new shares	57,196									**57,196**
Purchase of treasury shares								-6,298,961		**-6,298,961**
Extraordinary dividends										**-**
Changes in equity instruments										**-**
Derivatives on treasury shares										**-**
Stock options										**-**
Total comprehensive income for the period						**376,982,455**			**-3,913,087,268**	**-3,536,104,813**
SHAREHOLDERS' EQUITY AS AT 31.12.2013	**8,060,843,517**	**484,895,091**	**31,092,720,491**	**3,945,433,088**	**98,618,081**	**6,212,756**	**-**	**-12,647,082**	**-3,913,087,268**	**39,762,988,674**

Changes in shareholders' equity as at 31 December 2012

(euro)

	31.12.2012									
	Share capital		Share premium reserve	Reserves		Valuation reserves	Equity instruments	Treasury shares	Net income (loss)	Shareholders' equity
	ordinary shares	savings shares		retained earnings	other					
AMOUNTS AS AT 1.1.2012	**8,060,666,523**	**484,895,091**	**36,301,937,559**	**6,895,544,256**	**98,618,081**	**10,048,097**	**-**	**-**	**-7,679,385,663**	**44,172,323,944**
ALLOCATION OF NET INCOME OF THE PREVIOUS YEAR										
Reserves			**-5,209,227,552**	**-2,470,158,111**					**7,679,385,663**	**-**
Dividends and other allocations [(a)]										**-**
CHANGES IN THE PERIOD										
Changes in reserves				**223,009,988**						**223,009,988**
Operations on shareholders' equity										
Issue of new shares	119,798		10,484					277,925		**408,207**
Purchase of treasury shares								-6,626,046		**-6,626,046**
Extraordinary dividends				-821,688,617						**-821,688,617**
Changes in equity instruments										**-**
Derivatives on treasury shares										**-**
Stock options										**-**
Total comprehensive income for the period						**-380,817,796**			**911,627,161**	**530,809,365**
SHAREHOLDERS' EQUITY AS AT 31.12.2012	**8,060,786,321**	**484,895,091**	**31,092,720,491**	**3,826,707,516**	**98,618,081**	**-370,769,699**	**-**	**-6,348,121**	**911,627,161**	**44,098,236,841**

[(a)] The caption includes dividends and the amount attributable to the Parent Company's Allowance for charitable contributions.

Statement of cash flows

(euro)

	31.12.2013	31.12.2012
A. OPERATING ACTIVITIES		
1. Cash flow from operations	**1,580,471,031**	**2,173,919,318**
- net income (loss) (+/-)	-3,913,087,268	911,627,161
- gains/losses on financial assets held for trading and on assets/liabilities designated at fair value through profit and loss (-/+)	188,526,709	-133,465,437
- gains/losses on hedging activities (-/+)	10,637,581	-21,637,381
- net losses/recoveries on impairment (+/-)	8,136,390,383	2,108,993,443
- adjustments to/net recoveries on property, equipment and intangible assets (+/-)	1,298,864,028	218,552,468
- net provisions for risks and charges and other costs/revenues (+/-)	211,001,097	202,513,024
- taxes, duties and tax credits to be paid/collected(+/-)	-659,529,699	151,236,568
- net adjustments to/recoveries on discontinued operations net of tax effect (-/+)	-	-
- other adjustments (+/-)	-3,692,331,800	-1,263,900,528
2. Cash flow from / used in financial assets	**39,778,161,907**	**-20,623,146,808**
- financial assets held for trading	4,193,005,614	-3,058,337,043
- financial assets designated at fair value through profit and loss	156,842,347	-152,175,276
- financial assets available for sale	-2,932,282,771	-23,221,984,541
- due from banks: repayable on demand	-1,047,569,000	-2,203,000,000
- due from banks: other	13,214,832,458	52,888,258,045
- loans to customers	22,681,084,867	-43,068,156,086
- other assets	3,512,248,392	-1,807,751,907
3. Cash flow from / used in financial liabilities	**-40,644,493,812**	**18,147,020,835**
- due to banks: repayable on demand	2,953,122,000	4,216,000,000
- due to banks: other	-16,282,583,483	3,542,498,995
- due to customers	-3,971,162,044	11,996,235,332
- securities issued	-15,658,400,008	-9,552,288,776
- financial liabilities held for trading	-4,168,191,514	2,502,897,061
- financial liabilities designated at fair value through profit and loss	-	-
- other liabilities	-3,517,278,763	5,441,678,223
Net cash flow from (used in) operating activities	**714,139,126**	**-302,206,655**
B. INVESTING ACTIVITIES		
1. Cash flow from	**2,347,751,077**	**4,402,670,812**
- sales of equity investments	407,660,751	2,850,129,525
- dividends collected on equity investments	1,928,923,899	1,210,907,431
- sales of investments held to maturity	194,036	228,225,856
- sales of property and equipment	10,961,000	35,008,000
- sales of intangible assets	11,391	78,400,000
- sales of subsidiaries and business branches	-	-
2. Cash flow used in	**-1,043,516,199**	**-2,304,635,027**
- purchases of equity investments	-892,886,656	-2,115,542,027
- purchases of investments held to maturity	-	-
- purchases of property and equipment	-150,300,384	-189,093,000
- purchases of intangibles assets	-329,159	-
- purchases of subsidiaries and business branches	-	-
Net cash flow from (used in) investing activities	**1,304,234,878**	**2,098,035,785**
C. FINANCING ACTIVITIES		
- issues / purchases of treasury shares	-6,241,765	-6,228,324
- issues / purchases of equity instruments	-	-
- dividend distribution and other	-831,957,532	-821,688,617
Net cash flow from (used in) financing activities	**-838,199,297**	**-827,916,941**
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	**1,180,174,707**	**967,912,189**
RECONCILIATION		
Captions		
Cash and cash equivalents at beginning of period	2,816,857,782	1,848,945,593
Net increase (decrease) in cash and cash equivalents	1,180,174,707	967,912,189
Cash and cash equivalents: foreign exchange effect	144,220	-
CASH AND CASH EQUIVALENTS AT END OF PERIOD	**3,997,176,709**	**2,816,857,782**

LEGEND: (+) from (–) used in

Note to the Parent Company's financial statements

Part A – Accounting policies

A.1 – GENERAL CRITERIA

SECTION 1 – DECLARATION OF COMPLIANCE WITH INTERNATIONAL ACCOUNTING STANDARDS

As set forth by Legislative Decree 38 of 28 February 2005, Intesa Sanpaolo's financial statements have been prepared in compliance with the accounting principles issued by the International Accounting Standards Board (IASB) and the relative interpretations of the International Financial Reporting Interpretations Committee (IFRIC) and endorsed by the European Commission as provided for by Community Regulation 1606 of 19 July 2002.
The financial statements as at 31 December 2013 have been prepared based on the "Instructions for the preparation of the separate and consolidated financial statements of banks and financial companies, which are parent companies of banking groups" issued by the Bank of Italy, in the exercise of powers set forth by Art. 9 of Legislative Decree 38/2005, with Regulation of 22 December 2005, which issued Circular 262/05, and with the subsequent updates of 18 November 2009 and 21 January 2014.
These Instructions set out compulsory financial statement forms, as well as the contents of the Notes to the financial statements.
The Parent Company's financial statements have been prepared using the International Accounting Standards in force as at 31 December 2013 (including the SIC and IFRIC interpretation documents) as listed in the attachments to these financial statements.
The table below shows the new standards or amendments to existing ones, together with the related EU endorsement regulations, which came into force in 2013.

IFRS in force since 2013

Regulation endorsement	Title
475/2012	Amendments to IAS 1 Presentation of Items of Other Comprehensive Income Amendments to IAS 19 Employee Benefits
1255/2012	Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards - Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters Amendments to IAS 12 Income Taxes - Deferred Tax: Recovery of Underlying Assets IFRS 13 Fair Value Measurement IFRIC Interpretation 20 Stripping Costs in the Production Phase of a Surface Mine
1256/2012	Amendments to IFRS 7 Financial Instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities Amendments to IAS 32 Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities (*)
183/2013	Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards - Government Loans
301/2013	Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards Amendments to IAS 1 Presentation of Financial Statements Amendments to IAS 16 Property, Plant and Equipment Amendments to IAS 32 Financial Instruments: Presentation Amendments to IAS 34 Interim Financial Reporting

(*) Each company shall apply the amendments to IAS 32 at the latest, as from the first financial year starting on or after 01/01/2014.

Given the relevance of the regulatory changes, the following is a brief discussion of the contents of certain of the Regulations indicated in the table.

With Regulation no. 475/2012 the European Commission endorsed the amendments to IAS 1 - Presentation of Financial Statements to increase the clarity of the Statement of comprehensive income. To this end, separate recognition is required of components which in future will not be subject to reversal to the income statement from those that could later be reversed to income/(loss) for the year under specific conditions. The Statement of comprehensive income is presented on the basis of Bank of Italy instructions which in Circular 262/05 strictly establish the financial statements format and the related preparation methods.
Regulation 475/2012 also endorsed the new version of IAS 19 – Employee Benefits, as approved by the IASB on 16 June 2011, the aim of which is to facilitate the understanding and comparability of financial statements, especially with regard to defined benefit plans. The most significant changes made pertain to the elimination of the different accounting treatments permitted for the recognition of defined benefit plans and the ensuing introduction of a single method that entails immediate recognition in the statement of comprehensive income of the actuarial gains/losses arising from the measurement of the obligation. Given the previous accounting approach adopted by Intesa Sanpaolo, the main effect consists of the elimination of the "corridor method", with immediate recognition of changes in the value of bonds and assets serving the plan in the statement of comprehensive income.

The elimination of that method entailed an impact on Intesa Sanpaolo shareholders' equity as at the date of initial application of the new Standard, inasmuch as actuarial gains or losses not previously recognised under the "corridor method" were recognised. The overall impact for Intesa Sanpaolo, as at 1 January 2013, entailed a reduction in equity valuation reserves of 192 million euro, net of the tax effect (265 million euro before taxes).

In Regulation no. 1255/2012, the European Commission endorsed IFRS 13 - Fair Value Measurement. The new standard does not extend the scope of application of measurement at fair value, but rather provides a guide as to how to measure the fair value of financial instruments and non-financial assets and liabilities where already required or permitted by other accounting standards. The aim was to concentrate into a single standard the rules for measurement at fair value, previously contained in various standards, in some cases with prescriptions in conflict with one another. Although many of the concepts set forth in IFRS 13 are consistent with current practice, some aspects of the new Standard resulted in impacts on Intesa Sanpaolo, foremost among which is the effect due to the clarification introduced regarding the measurement of the non-performance risk in determining the fair value of derivative contracts. This risk includes both changes in the creditworthiness of the counterparty and of the issuer itself. In order to comply with the Standard, a new calculation method known as the "Bilateral Credit Value Adjustment" (bCVA) was developed. The application of this new model in lieu of the previously adopted model did not entail significant effects.
Furthermore, as envisaged by the accounting standard, Intesa Sanpaolo has not applied the new rules retrospectively.

Finally, in Regulation no. 1256/2012, the European Commission endorsed the amendments to IFRS 7: Financial instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities and the amendments to IAS 32: Financial instruments: Presentation - Offsetting Financial Assets and Financial Liabilities. Only amendments to IFRS 7 are applicable to the 2013 financial statements.
Through the amendments to IAS 32, with mandatory application from 1 January 2014, the IASB aimed to improve the application guidelines in order to eliminate inconsistencies in the application of the standard and to better specify the requirements already outlined in paragraph 42 of IAS 32, to define when financial assets and liabilities are subject to netting in the Balance Sheet.
As far as the amendments to IFRS 7 are concerned, the quantitative disclosure obligations for financial instruments subject to netting have been integrated, in order to allow users to assess the real or potential effects of netting arrangements on assets and liabilities and to compare the financial statements prepared using IAS/IFRS with those prepared according to the different US GAAP. In particular, disclosures are required in relation to financial instruments subject to netting in the Balance Sheet pursuant to IAS 32 and those subject to netting arrangements which however do not satisfy any of the requirements defined in IAS 32 to allow netting, including the effects of associated financial collateral.
In these Financial Statements, the disclosure introduced by IFRS 7 is provided based on the forms in Circular 262/2005.

The table below shows the new standards or amendments to existing ones, together with the related EU endorsement regulations, which will become mandatory - for financial statements reflecting the calendar year - on or after 1 January 2014.

IFRS applicable subsequent to 31 December 2013

Regulation endorsement	Title	Effective date
1254/2012	IFRS 10 Consolidated Financial Statements IFRS 11 Joint Arrangements IFRS 12 Disclosure of Interests in Other Entities IAS 27 Separate Financial Statements IAS 28 Investments in Associates and Joint Ventures	01/01/2014 First financial year starting on or after 01/01/2014
313/2013	Amendments to IFRS 10 Consolidated Financial Statements Amendments to IFRS 11 Joint Arrangements Amendments to IFRS 12 Disclosure of Interests in Other Entities	01/01/2014 First financial year starting on or after 01/01/2014
1174/2013	Amendments to IFRS 10 Consolidated Financial Statements Amendments to IFRS 12 Disclosure of Interests in Other Entities Amendments to IAS 27 Separate Financial Statements	01/01/2014 First financial year starting on or after 01/01/2014
1374/2013	Amendments to IAS 36 Impairment of Assets	01/01/2014 First financial year starting on or after 01/01/2014
1375/2013	Amendments to IAS 39 Financial Instruments: Recognition and Measurement - Novation of Derivatives and Continuation of Hedge Accounting	01/01/2014 First financial year starting on or after 01/01/2014

Regulation no. 1254/2012 introduced various changes in the area of consolidation through the endorsement of certain accounting standards (IFRS 10, IFRS 11 and IFRS 12) and the ensuing introduction of amendments to existing standards (IAS 27 and IAS 28). The objective of IFRS 10 is to provide a single consolidation model that identifies control or "de facto control" as the basis for consolidation for all types of entities. The standard provides a precise definition of the case in which an investor controls a company. In fact, according to IFRS 10, control exists if and only if the investor:
– has the power to direct the investee's activities;
– is exposed to the variability of the returns of the investee in which it has invested; and
– has the ability to influence the investee's future returns, by using the power at its disposal.

IFRS 10 essentially establishes that in order to have control of a company, an investor must have the ability, deriving from a legal right or even from a mere de facto situation, to have a significant influence on the type of management strategies to be assumed with regard to the investee's relevant activities and to be exposed to the variability of returns.
IFRS 11 instead defines the principles of financial reporting by entities that are parties to arrangements that establish "joint control," which may take the form of a joint venture (an entity in which the parties have rights to their share of net assets) or a

joint operation (an operation whereby the parties that have joint control have rights to the assets and obligations for the liabilities).
Finally, IFRS 12 combines, strengthens and supersedes disclosure obligations for subsidiaries, joint arrangements and associates and unconsolidated structured entities. This standard was developed with the aim of consolidating and improving, including by introducing certain changes in terms of required disclosures, the disclosure requirements envisaged by the previous IAS 27, 28 and 31.
Finally, on the issue of consolidation, worthy of note is Regulation no. 1174/2013, which under IFRS 10 introduced the definition of investment entity, certain exceptions in terms of consolidation and the disclosure requirements (amendments to IFRS 12).

As indicated in the previous table, the provisions of Regulation no. 1254/2012, as well as those of Regulation no. 1174/2013, are applicable starting from the year beginning on 1 January 2014.

It is also noted that in 2013 the IASB amended several existing IAS/IFRS.
The following table presents the main accounting standards affected by the amendments, with a specification of the scope or subject matter of the changes. As the European Commission has not yet endorsed these updates, none of them is relevant for the purposes of the Intesa Sanpaolo 2013 financial statements.

International accounting standards not yet endorsed

Standard/ Interpretation		Date of issue
IFRS 9	Hedge Accounting and amendments to IFRS 9, IFRS 7 and IAS 39	19/11/2013
IAS 19	Defined benefit plans: Employee contributions	21/11/2013
IFRS 2	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IFRS 3	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IFRS 8	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IFRS 13	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IAS 16	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IAS 24	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IAS 38	Improvements to IFRSs (2010-2012 cycle)	12/12/2013
IFRS 1	Improvements to IFRSs (2011-2013 cycle)	12/12/2013
IFRS 3	Improvements to IFRSs (2011-2013 cycle)	12/12/2013
IFRS 13	Improvements to IFRSs (2011-2013 cycle)	12/12/2013
IAS 40	Improvements to IFRSs (2011-2013 cycle)	12/12/2013
IFRIC 21	Levies	20/05/2013

The application of IFRS 9 – Financial Instruments, issued in October 2010 (in its full version, regarding the accounting treatment of financial assets and liabilities) and supplemented in November 2013 by hedge accounting provisions, is not relevant for the purposes of the Intesa Sanpaolo 2013 financial statements inasmuch as it has not been endorsed by the European Commission.

SECTION 2 – GENERAL PREPARATION PRINCIPLES

The financial statements are made up of the Balance sheet, the Income statement, the Statement of comprehensive income, the Changes in shareholders' equity, the Statement of cash flows, the Notes to the financial statements and the related comparative information; the Report on operations, on the economic results achieved and on Intesa Sanpaolo balance sheet and financial position has also been included. For information to be included in the Report on operations as required by regulatory provisions, reference should be made to the Consolidated Report on Operations. In compliance with the provisions of art. 5 of Legislative Decree 38/2005, the financial statements have been drawn up in euro as functional currency.
The amounts indicated in the Parent Company's financial statements are expressed in euro, while figures in the Notes to the Parent Company's financial statements as well as those in the Report on operations are expressed in millions of euro, unless otherwise specified.
The financial statements are prepared with the application of the general principles set out by IAS 1 and the specific accounting principles endorsed by the European Commission and illustrated in Part A.2 of these Notes to the Parent Company's financial statements, as well as in compliance with the general assumptions set forth by the Framework for the Preparation and Presentation of Financial Statements issued by IASB.
No exceptions to the application of IAS/IFRS have been made.
The Report on operations and the Notes to the Parent Company's financial statements contain all information required by international accounting standards, by current regulations, by the Bank of Italy and by Consob (Italian Securities and Exchange Commission), in addition to other information which is not compulsory but is nonetheless deemed to be necessary in order to give a true and fair presentation of the Bank's situation.
The income statement as at 31 December 2013 does not contain any components relating to non-current assets held for sale and discontinued operations, while the amounts posted to the specific caption of the balance sheet mainly refer to the investment in SIA S.p.A., for which an agreement for the subsequent sale has been entered into.

The financial statement forms and the Notes to the Parent Company's financial statements show, in addition to the figures for the reference period, the comparative figures as at 31 December 2012. The comparative figures of the periods were restated in order to permit application of the new version of IAS 19 – Employee Benefits.

The Attachments include specific reconciliations between financial statement forms and the reclassified statements included in the Report on operations accompanying these financial statements.

Contents of financial statement forms

Balance sheet and income statement
The compulsory forms of the balance sheet and income statement are made up of captions, subcaptions and further detailed information (specified as the "of which" items in the captions and subcaptions). For the purposes of completeness with respect to the compulsory forms defined by the Bank of Italy, captions which do not present amounts for 2013 and for 2012 are in any case included. In the income statement revenues are indicated without sign, whereas costs are preceded by the minus sign.

Statement of comprehensive income for the year
The Statement of comprehensive income shows, starting from the income/(loss) for the year, the income components recognised as a balancing entry in valuation reserves, net of the tax effect, in compliance with international accounting standards.
Comprehensive income is represented by providing separate recognition of the income components that will not be reversed to the income statement in the future and those which, conversely, could later be reclassified to income/(loss) for the year under specific conditions. Similarly to the balance sheet and the income statement, with respect to the compulsory forms defined by the Bank of Italy, captions which do not present amounts for 2013 and for 2012 are in any case included. Negative amounts are preceded by the minus sign.

Changes in shareholders' equity
Changes in shareholders' equity are presented by inverting the lines and the columns with respect to the same form provided for by the updating of Bank of Italy Circular 262/2005. The table presents shareholders' equity accounts and changes which occurred in the reference year and in the previous year, broken down in share capital (ordinary and savings shares), reserves, reserves from retained earnings, valuation reserves and net income. Treasury shares are deducted from shareholders' equity. Intesa Sanpaolo has not issued equity instruments other than ordinary and savings shares.

Statement of cash flows
The statement of cash flows registered in the reference year and in the previous year is prepared using the indirect method, on the basis of which cash flows from operating activities are represented by net income adjusted for the effects of non-cash transactions.
Cash flows are broken down into flows from operating activities, from investing activities and from financing activities.
In the form, cash flows generated in the year are indicated without sign, whereas cash flows absorbed are preceded by the minus sign.

Contents of Notes to the Parent Company's financial statements
The Notes to the Parent Company's financial statements include the information provided for by International Financial Reporting Standards and Circular 262 issued by the Bank of Italy on 22 December 2005 and subsequently amended.

SECTION 3 – SIGNIFICANT EVENTS SUBSEQUENT TO FINANCIAL STATEMENT DATE
No significant events occurred after the balance sheet date other than the events described in the Consolidated financial statements.

SECTION 4 - OTHER ASPECTS

Option for the national fiscal consolidation provisions
Intesa Sanpaolo and the Group's Italian companies have adopted the "national fiscal consolidation", set forth by articles 117-129 of the Combined Tax Regulations, introduced by Legislative Decree 344/2003. It provides an option, based on which the total net income or fiscal loss of every controlled subsidiary taking part in the fiscal consolidation procedure – together with withholding tax, tax deductions and tax credits – is transferred to the parent company, which determines a single taxable income or loss carried forward (that is the result of the sum of its own income/loss and of the income/loss of the participating subsidiaries) and, consequently, a sole tax debit/credit. Based on this option, Group companies which opted for the "national fiscal consolidation" determine the tax charge pertaining to them and the corresponding taxable income is transferred to the Parent Company.

Certification pursuant to article 154 bis of the Consolidated Law on Finance and non-EU subsidiaries
Please refer to Part E of the Notes to the consolidated financial statements for information on the disclosure about the Certification pursuant to article 154 bis of the Consolidated Law on Finance and subsidiaries based in non-European countries that are considered significant on the basis of the Consob regulations.

Other aspects

KPMG S.p.A. audited Intesa Sanpaolo's financial statements as at 31 December 2013, in execution of the resolution of the Shareholders' Meeting of 10 May 2011, which appointed the company as independent auditor for the years from 2012 to 2020, included.

The Management Board has decided to postpone the date of the annual Shareholders' Meeting, resulting in the meeting being called over 120 days from the end of the year, applying the right granted by art. 8.1 of the Articles of Association and by art. 2364, paragraph 2, of the Italian Civil Code, inasmuch as the company is required to draw up consolidated financial statements, in relation to the timing necessary to prepare the 2014-2017 Business Plan.

A.2 – MAIN FINANCIAL STATEMENT CAPTIONS

1. Financial assets held for trading

Classification criteria
This category includes financial assets held for trading, essentially represented by debt securities and equities and the positive value of derivative contracts held for trading. Derivative contracts also include those embedded in combined financial instruments which are subject to separate accounting when:
– their characteristics and risks are not closely related to the characteristics of the host contract;
– embedded instruments, even though separate, fully meet the definition of derivative;
– combined instruments are not measured at fair value with changes in fair value recognised through profit and loss.
Derivatives are stated as assets if their fair value is positive and as liabilities if their fair value is negative. The positive and negative current values arising from transactions with the same counterparty may be offset only when the legal right to offset amounts recognised for accounting purposes currently exists and the net settlement of positions subject to offsetting is carried out.
The reclassifications to other categories of financial assets are not permitted unless there is an event that is unusual and highly unlikely to recur in the near term.
In such cases debt securities and equities not held for trading may be reclassified into other categories established by IAS 39 if the conditions for their recognition apply (Investments held to maturity, Financial assets available for sale, Loans). The transfer value is the fair value at the time of the reclassification. On reclassification, the presence of any embedded derivative contracts, that have to be separated, is assessed.

Recognition criteria
Initial recognition of financial assets occurs at settlement date, for debt securities and equities and at trade date for derivative contracts.
On initial recognition, financial assets held for trading are recorded at fair value, without considering transaction costs or revenues directly attributable to the instrument.
Any embedded derivatives in combined financial instruments not directly connected to the latter and with the characteristics to meet the definition of derivative are recorded separately from the host contract at fair value.

Measurement criteria
After initial recognition financial assets held for trading are recorded at fair value. The effects of the application of this measurement criterion are recorded in the income statement.
For the determination of the fair value of financial instruments quoted on active markets, market quotations are used. If the market for a financial instrument is not active, standard practice estimation methods and valuation techniques are used which consider all the risk factors correlated to the instruments and that are based on market elements such as: valuation of quoted instruments with the same characteristics, calculation of discounted cash flows, option pricing models, recent comparable transactions, etc. Equities, quotas of UCI and derivative instruments which have equities as underlying assets, which are not quoted on an active market, for which it is not possible to determine a reliable fair value according to the guidelines listed above, are maintained at cost.

Derecognition criteria
Financial assets are derecognised solely if the sale leads to the substantial transfer of all the risks and rewards connected to the assets. Conversely, if a significant part of the risks and rewards relative to the sold financial assets is maintained, they continue to be recorded in assets, even though their title has been transferred.
When it is not possible to ascertain the substantial transfer of risks and rewards, the financial assets are derecognised where no control over the assets has been maintained. If this is not the case, when control, even partial, is maintained, the assets continue to be recognised for the entity's continuing involvement, measured by the exposure to changes in value of assets sold and to variations in the relevant cash flows.
Lastly, financial assets sold are derecognised if the entity retains the contractual rights to receive the cash flows of the asset, but signs a simultaneous obligation to pay such cash flows, and only such cash flows, to third parties.

2. Financial assets available for sale

Classification criteria
This category includes the financial assets that do not fall within any of the other categories such as Loans, Financial assets held for trading, Investments held to maturity or Financial assets designated at fair value through profit and loss. In particular, this caption is made up of i) bonds which are not held for trading and which are not included in Loans and Receivables, in Investments held to maturity or designated at fair value through profit and loss, ii) equity investments which are not held for trading and do not qualify as investments in subsidiaries, associates or entities subject to joint control, including private equity investments and private equity funds as well as iii) the portions of syndicated loans that, from inception, are destined for sale.
In the cases provided for by the accounting standards, reclassifications are only permitted towards the category Investments held to maturity. Moreover, debt securities may be reclassified into the category Investments held to maturity as well as under Loans, when there is the intention to hold them in the foreseeable future and when the recognition criteria are met. The transfer value is the fair value at the time of the reclassification.

Recognition criteria
Initial recognition of the financial asset occurs at settlement date for debt securities and equities and at disbursement date for loans.
On initial recognition, assets are recorded at fair value, including transaction costs and revenues directly attributable to the instrument. If, in the cases provided for by the accounting standards, recognition occurs following the reclassification from

Investments held to maturity or, in rare circumstances, from Financial assets held for trading, the recognition value is the fair value as at the time of transfer.

Measurement criteria

After initial recognition, Financial assets available for sale are measured at fair value, through the registration in the income statement of the value corresponding to amortised cost, while gains or losses deriving from a change in fair value are recorded in a specific reserve in shareholders' equity, until the financial asset is derecognised or a permanent loss occurs. On the sale of the financial asset or on recognition of a loss, the cumulated profit or loss must be reversed, all or in part, to the income statement.
Fair value is determined on the basis of the criteria already illustrated for financial assets held for trading.
Equities included in this category, quotas of UCI and any derivative instruments which have equities as underlying assets, which are not quoted on an active market, for which it is not possible to determine a reliable fair value, are maintained at cost.
Financial assets available for sale are assessed to identify if they show objective evidence of an impairment loss.
If such evidence exists, the loss is measured as the difference between the carrying value of the asset and its fair value.
Should the reasons for impairment cease to exist, following an event which occurred after the registration of the impairment, value recoveries are posted through the income statement in the case of loans or debt securities, and through shareholders' equity in the case of equities. The size of the recovery must not lead the carrying amount of the financial asset to exceed the amortised cost had no impairment losses been recognised in previous periods.

Derecognition criteria

Financial assets are derecognised solely if the sale leads to the substantial transfer of all the risks and rewards connected to the assets. Conversely, if a significant part of the risks and rewards relative to the sold financial assets is maintained, they continue to be recorded in assets, even though their title has been transferred.
When it is not possible to ascertain the substantial transfer of risks and rewards, the financial assets are derecognised where no control over the assets has been maintained. If this is not the case, when control, even partial, is maintained, the assets continue to be recognised for the entity's continuing involvement, measured by the exposure to changes in value of assets sold and to variations in the relevant cash flows.
Lastly, financial assets sold are derecognised if the entity retains the contractual rights to receive the cash flows of the asset, but signs a simultaneous obligation to pay such cash flows, and only such cash flows, to third parties.

3. Investments held to maturity

Classification criteria

Quoted debt securities with fixed or determinable payments and fixed maturity, which the entity has the positive intention and ability to hold to maturity, are classified in this category.
In the cases provided for by the accounting standards, reclassifications are only permitted towards the category Financial assets available for sale. If during a year, prior to expiry, more than an insignificant amount classified under this category is sold or reclassified, the remaining investments held to maturity are reclassified as Financial assets available for sale and the portfolio in question may not be used for the next two years, unless the sales and reclassifications:
– are so close to maturity or the financial asset's call date that changes in the market rate of interest would not have a significant effect on the financial asset's fair value;
– occur after the entity has collected substantially all of the financial asset's original principal through scheduled payments or prepayments; or
– are attributable to an isolated event that is beyond the entity's control, is non-recurring and could not have been reasonably anticipated by the entity.

Recognition criteria

Initial recognition of financial assets occurs at settlement date.
On initial recognition, financial assets classified in this category are recorded at fair value, inclusive of any costs and revenues directly attributable to the asset. If inclusion in this category occurs following reclassification from Financial assets available for sale or, in rare circumstances, from Financial assets held for trading, the fair value of the asset as at the date of reclassification is used as the new amortised cost of the asset.

Measurement criteria

After the initial recognition, Investments held to maturity are valued at amortised cost, using the effective interest method.
Profits or losses referred to investments held to maturity are recorded in the income statement when assets are derecognised or impaired, and through the amortisation process of the difference between book value and the value reimbursable at maturity.
Investments held to maturity are assessed to identify if they show objective evidence of an impairment loss.
If such evidence exists, the loss is measured as the difference between the carrying value of the asset and the present value of the estimated future cash flows, discounted at the original effective interest rate. The loss is recorded in the income statement.
If the reasons for impairment are no longer applicable following an event subsequent to the registration of impairment, recoveries are recorded in the income statement. The size of the recovery must not lead the carrying amount of the financial asset to exceed the amortised cost had no impairment losses been recognised in previous periods.

Derecognition criteria

Financial assets are derecognised solely if the sale leads to the substantial transfer of all the risks and rewards connected to the assets. Conversely, if a significant part of the risks and rewards relative to the sold financial assets is maintained, they continue to be recorded in assets, even though their title has been transferred.
When it is not possible to ascertain the substantial transfer of risks and rewards, the financial assets are derecognised where no control over the assets has been maintained. If this is not the case, when control, even partial, is maintained, the assets continue to be recognised for the entity's continuing involvement, measured by the exposure to changes in value of assets sold and to

variations in the relevant cash flows.
Lastly, financial assets sold are derecognised if the entity retains the contractual rights to receive the cash flows of the asset, but signs a simultaneous obligation to pay such cash flows, and only such cash flows, to third parties.

4. Loans

Classification criteria
Loans include loans to customers and due from banks, both disbursed directly and acquired by third parties, which entail fixed or in any case determinable payments, which are not quoted on an active market and which are not classified at inception in Financial assets available for sale.
The caption Loans to customers also includes commercial loans, repurchase agreements with the obligation to resell at a later date, and securities underwritten at issue or via private placements, with determined or determinable payments, not quoted in active markets.
Reclassifications to the other categories of financial assets established in IAS 39 are not permitted.

Recognition criteria
Initial recognition of a loan occurs at the date of subscription of the contract that normally coincides with the disbursement date. Should this not be the case, a commitment to disburse funds is made along the subscription of the contract, which will cease to exist upon disbursement of the loan. The loan is recognised based on its fair value, equal to the amount disbursed or subscription price, inclusive of the costs/revenues directly attributable to the single loan and determinable from inception, even when settled at a later date. Costs that, even with the aforementioned characteristics, are reimbursed by the borrower or are classifiable as normal internal administrative costs are excluded.
If, in rare circumstances, the inclusion in this category occurs following reclassification from Financial assets available for sale or from Financial assets held for trading, the fair value of the asset as at the date of reclassification is used as the new amortised cost of the asset.

Measurement criteria
After initial recognition, loans are measured at amortised cost, equal to initial value increased/decreased by principal repayments, adjustments/recoveries and amortisation – calculated applying the effective interest method – of the difference between amount disbursed and amount to be reimbursed at maturity, typically attributable to the costs/revenues directly connected to the single loan. The effective interest rate is the rate that exactly discounts estimated future cash payments of the loan, for principal and interest, to the amount disbursed inclusive of the costs/revenues attributable to the loan. This measurement method uses a financial approach and allows distribution of the economic effect of the costs/revenues through the expected residual maturity of the loan.
The amortised cost method is not used for loans whose short maturity implies that the application of the discounting approach leads to immaterial effects. Such loans are recorded at historical cost. An analogous measurement criterion is applied to loans with unspecified maturity or with notice period.
Loans are reassessed for the purpose of identifying those which, due to events occurred after initial recognition, show objective evidence of possible impairment. These include doubtful loans, substandard, restructured or past due loans according to the rules issued by the Bank of Italy, consistent with IAS/IFRS regulations.
Three different cases of restructuring of credit exposures may be identified:
– proper restructurings (as defined in Bank of Italy Circular 272);
– renegotiations;
– the discharge of debt through substitution of the debtor or debt-for-equity swap.
In accordance with the Bank of Italy regulations, debt (credit exposure) restructuring is defined as a transaction whereby the bank, for economic reasons, makes a concession to the debtor, in consideration of the financial difficulties experienced by the debtor, which concession the bank otherwise would not have made and which results in a loss for the creditor. The bank's concession essentially consists of a waiver of certain of its contractually defined rights, which translates into an immediate or deferred benefit for the debtor, which derives an advantage from such waiver, and in a corresponding loss for the bank. The effects of such waiver are measured by the decrease (increase) in the economic value of the loan (debt) compared to the carrying amount of the loan (debt) prior to restructuring.
Relationships that fall into this category are classified among non-performing loans.
The renegotiation of credit exposures granted by the Bank with respect to performing loans to customers is substantially similar to the opening of a new position, when it is due to commercial reasons other than the deterioration in the borrower's financial situation, provided that the interest rate applied is a market rate at the renegotiation date.
As an alternative to the scenarios outlined above (restructurings and renegotiations), the bank and debtor may agree on the discharge of the original debt through:
– novation or assumption by another debtor (assignment with release);
– substantial modification of the nature of the contract involving a debt-equity swap.
Such events, since they entail a substantial modification of the contractual terms, from an accounting standpoint result in the extinguishment of the previous relationship and the ensuing recognition of the new relationship at fair value, with the recognition in the income statement of a gain or loss equal to the difference between the book value of the former loan and the fair value of the assets received.
Non-performing loans undergo an individual measurement process, or the calculation of the expected loss for homogeneous categories and analytical allocation to each position, and the amount of the adjustment of each loan is the difference between its carrying value at the time of measurement (amortised cost) and the present value of expected future cash flows, discounted using the original effective interest rate.
Expected cash flows consider forecast recovery periods, presumed realisable value of guarantees as well as the costs sustained for the recovery of credit exposure.
The original effective rate of each loan remains unchanged over time even though the relationship has been restructured with a

variation of the contractual interest rate and even though the relationship, in practice, no longer bears contractual interest.
The adjustment is recorded in the income statement.
The original value of loans is reinstated in subsequent periods to the extent that the reasons which had led to the impairment cease to exist, provided that such valuation is objectively attributed to an event which occurred subsequent to the impairment. The recovery is recorded in the income statement and must not lead the carrying amount of the loan to exceed the amortised cost had no impairment losses been recognised in previous periods.
Recoveries on impairment include time value effects.
Loans for which no objective evidence of loss has emerged from individual measurement are subject to collective measurement. Collective measurement occurs for homogeneous loan categories in terms of credit risk and the relative loss percentages are estimated considering past time-series and other objective elements observable at measurement date, which enable the latent loss to be estimated for each loan category. Measurement also considers the risk connected to the borrower's country of residence.
Collective adjustments are recorded in the income statement.

Derecognition criteria
Loans sold are derecognised solely if the sale leads to the substantial transfer of all the risks and rewards connected to the loans. Conversely, if a significant part of the risks and rewards relative to the sold loans is maintained, they continue to be recorded in assets, even though their title has been transferred.
When it is not possible to ascertain the substantial transfer of risks and rewards, the loans are derecognised where no control over the loans has been maintained. If this is not the case, when control, even partial, is maintained, then the loans continue to be recognised for the entity's continuing involvement, measured by the exposure to changes in value of loans sold and to variations in the relevant cash flows.
Lastly, loans sold are derecognised if the entity retains the contractual rights to receive the cash flows of the loan, but signs a simultaneous obligation to pay such cash flows, and only such cash flows, to third parties.

5. Financial assets designated at fair value through profit and loss

Classification criteria
IAS/IFRS endorsed by the European Commission enable the classification as financial instruments designated at fair value through profit and loss of any financial asset thus defined at the moment of acquisition, in compliance with the cases contemplated in the reference regulations.
Reclassifications to the other categories of financial assets are not permitted.
Intesa Sanpaolo has only classified in this category some debt securities with embedded derivatives or debt securities subject to financial hedging and equity investments held, directly or through funds, in companies involved in the venture capital business.

Recognition criteria
On initial recognition, financial assets are recognised at fair value, without considering transaction costs or revenues directly attributable to the instrument.

Measurement criteria
After initial recognition, the financial instruments in question are measured at fair value. The effects of the application of this measurement criterion are recorded in the income statement.

Derecognition criteria
Financial assets are derecognised solely if the sale leads to the substantial transfer of all the risks and rewards connected to the assets. Conversely, if a significant part of the risks and rewards relative to the sold financial assets is maintained, they continue to be recorded in assets, even though their title has been transferred.
When it is not possible to ascertain the substantial transfer of risks and rewards, the financial assets are derecognised where no control over the assets has been maintained. If this is not the case, when control, even partial, is maintained, the assets continue to be recognised for the entity's continuing involvement, measured by the exposure to changes in value of assets sold and to variations in the relevant cash flows.
Lastly, financial assets sold are derecognised if the entity retains the contractual rights to receive the cash flows of the asset, but signs a simultaneous obligation to pay such cash flows, and only such cash flows, to third parties.

6. Hedging transactions

Classification criteria: type of hedge
Hedging transactions are aimed at neutralising potential losses on a specific item or group of items, attributable to a certain risk, if such a risk should actually occur.
The following types of hedging transactions are used:
- fair value hedge: which has the objective of covering exposure to changes in the fair value (attributable to the different risk categories) of assets and liabilities in the balance sheet, or on a portion of these, of groups of assets/liabilities, of binding commitments and portfolios of financial assets and liabilities, including "core deposits", as permitted by IAS 39 endorsed by the European Commission;
- cash flow hedge: which has the objective of covering exposure to variability in future cash flows attributable to particular risks associated with balance sheet captions. This type of hedge is essentially used to stabilise the interest flow on floating rate funding to the extent that the latter finances fixed rate investments. In certain circumstances, similar transactions are carried out with respect to some types of floating rate investments;
- hedges of net investments in foreign currency: which refer to the coverage of the risks of net investments in foreign operations expressed in their original currency.

Recognition criteria
Hedging derivative instruments, like all derivatives, are initially recognised and subsequently measured at fair value.

Measurement criteria
Hedging derivatives are measured at fair value. In particular:
– in the case of fair value hedges, the change in the fair value of the hedged item is offset by the change in fair value of the hedging instrument. Offsetting is recognised via the registration in the income statement of the gains and losses referred to both the hedged item (as concerns the variations produced by the underlying risk factor), and the hedging instrument. Any difference, which represents the partial ineffectiveness of the hedge, is therefore the net economic effect;
– in the case of cash flow hedges, changes in fair value of the derivative are recorded in equity, for the effective portion of the hedge, and these are registered in the income statement only when, with reference to the hedged item, there is a variation in the flows to be offset or if the hedge is ineffective;
– hedges of net investments in foreign currency are treated in the same way as cash flow hedges.

Derivatives are designated as hedging instruments if there is formal designation and documentation of the hedging relationship between the hedged item and the hedging instrument and if this is effective at inception and prospectively over the entire period of the hedge.
The effectiveness of the hedge depends on the extent to which changes in the fair value of the hedged item or the relating expected cash flows are offset by those of the hedging instrument. Therefore, effectiveness is appraised by comparing the aforementioned changes, considering the intent pursued by the entity at the time in which it entered the hedging transaction.
A hedge is effective when the variations in fair value (or cash flows) of the hedging financial instrument almost completely neutralise, that is within the 80-125% range, the changes in the fair value of the hedged item, for the type of risk being hedged.
Effectiveness is assessed at every close of annual or interim financial statements using:
– prospective tests, which justify the application of hedge accounting, since these prove the expected effectiveness of the hedge;
– retrospective tests, which highlight the degree of hedge effectiveness reached in the period to which they refer. In other words, they measure to what extent results achieved differ from perfect hedging.

If such assessments do not confirm hedge effectiveness, from that moment hedge accounting is discontinued, the derivative is reclassified in instruments held for trading and the hedged item is measured on the basis of its classification in the balance sheet.

7. Equity investments

Classification criteria
The caption includes investments in subsidiaries, associates and companies subject to joint control.
Companies are considered subsidiaries when Intesa Sanpaolo, directly or indirectly, holds more than half of the voting rights or when it has a lower portion of voting rights but has the power to appoint the majority of directors of the company or determine its financial or operating policies. In the measurement of voting rights also "potential" rights are considered if they are currently exercisable or convertible into effective voting rights at any time.
Companies are considered as subject to joint control when the voting rights and the control of the economic activities of the company are equally shared by Intesa Sanpaolo, directly or indirectly, and another entity. Furthermore, a company is considered as subject to joint control even when voting rights are not equally shared if control over the economic activities and the strategies of the company is shared based on contractual agreements with other entities.
Companies are considered associates, that is subject to significant influence, when Intesa Sanpaolo holds at least 20% of voting rights (including "potential" voting rights as described above) or if the Parent Company – with a lower equity stake – has the power of participating in the determination of financial and management policies of the company based on specific juridical relations, such as the participation in voting syndicates.
Certain companies in which Intesa Sanpaolo holds a stake exceeding 20% are not considered subject to significant influence since it solely has economic rights on a portion of the returns generated by the investment, but does not have access to management policies and may exercise governance rights limited to the safeguarding of its economic interests.

Recognition criteria
Equity investments are recognised at settlement date. On initial recognition equity investments are recorded at cost.

Measurement criteria
Equity investments are measured at cost, which may be adjusted if permanent losses are deemed to have occurred. If there is evidence of impairment, the recoverable amount of the investment is estimated, considering the present value of the future cash flows which may be generated by the investment, including the final disposal value.
If the recoverable amount is lower than the carrying value, the difference is recorded in the income statement.
If the reasons for impairment are no longer applicable following an event subsequent to the registration of impairment, recoveries are recorded in the income statement.

Derecognition criteria
Equity investments are derecognised when the contractual rights to the cash flows from the assets expire or when the investment is sold, substantially transferring all the risks and rewards connected to the assets.

8. Property and equipment

Classification criteria

Property and equipment include land, buildings used in operations, investment property, technical plants, furniture and fittings and any type of equipment that are expected to be used during more than one period.
Property and equipment held for use in the production or supply of goods and services are classified as "Property and equipment used in operations", in accordance with IAS 16. Real estate owned for investment purposes (to obtain rental income or gains on the capital invested) is classified as "Investment property" based on IAS 40.
Property and equipment also include the goods used in financial lease contracts, even though the ownership remains in the books of the lessor.

Recognition criteria

Property and equipment are initially measured at cost which comprises in addition to their purchase price any costs directly attributable to the purchase and required for them to be operational.
Extraordinary maintenance expenses which lead to a rise in future economic benefits are attributed to increase the value of assets, while other ordinary maintenance costs are recorded in the income statement.

Measurement criteria

Property and equipment, including investment property, are measured at cost, net of depreciation and impairment losses.
Property and equipment are systematically depreciated, adopting the straight-line method over their useful life. The depreciable amount is the cost of the goods since the residual value at the end of the depreciation period is not deemed to be significant. Buildings are depreciated for a portion deemed to be suitable to represent their deterioration over time following their use, considering extraordinary maintenance expenses, which are recognised in the carrying value of the assets.
The following are not depreciated:
– land, irrespective of whether acquired individually or embedded in the value of buildings, since it has an indefinite useful life;
– works of art, since the useful life of a work of art cannot be estimated and its value is normally destined to increase over time.
If there is some evidence that an asset may have been impaired, the carrying value of the asset and its recoverable amount are compared. Any impairment losses are recorded in the income statement.
If the reasons for impairment cease to exist, a value recovery is recorded and may not exceed the value that the asset would have had, net of depreciation, determined in the absence of previous impairment losses.

Derecognition criteria

Property and equipment are derecognised from the balance sheet on disposal or when the asset is permanently withdrawn from use and no future economic benefits are expected from its disposal.

9. Intangible assets

Classification criteria

Intangible assets are recognised as such if they may be identified and stem from legal or contractual rights. Intangible assets include goodwill, which represents the positive difference between purchase price and fair value of assets and liabilities pertaining to the acquired company.

Recognition and measurement criteria

Intangible assets are recognised at cost, adjusted for any accessory charges only if it is probable that the future economic benefits attributable to the assets will be realised and if the cost of the asset may be reliably determined. If this is not the case the cost of the intangible asset is recorded in the income statement in the year in which it was sustained.
For assets with finite useful life, the cost is amortised on a straight-line basis or in decreasing portions determined on the basis of the economic benefits expected from the asset. Assets with indefinite useful life are not subject to systematic amortisation, but are periodically subjected to impairment testing.
If there is any indication that an asset may have suffered impairment losses, the asset's recoverable amount is estimated. The impairment loss, which is recorded in the income statement, is equal to the difference between the book value of the assets and the recoverable amount.
In particular, intangible assets include:
– technology related intangibles, such as software, which are amortised on the basis of their expected technological obsolescence and over a maximum period of seven years;
– customer related intangibles represented, in business combinations, by asset management, insurance and core deposits portfolios. Such assets, all with a finite life, are originally measured by the discounting, using a rate representing the time value of money and the asset's specific risks, of the income margins on the ongoing relations at the time of the business combination over a period which expresses their residual, contractual or estimated life. They are amortised on a straight-line basis over the period of greater significance of the expected economic benefits in case of relations which do not have a predetermined duration or in decreasing portions corresponding to the duration of the contract in case of relations with predetermined expiry. More specifically, asset management relations are amortised over a period of 7-10 years, core deposits in 18-24 years and relations from insurance contracts in decreasing portions corresponding to the residual maturity of the policies;
– marketing related intangibles represented by the measurement of the brand name which is also recorded at the time of business combinations. This asset is considered as having indefinite life since it is deemed to contribute for an indefinite period of time to the formation of income flows.
Lastly, intangible assets include goodwill.
With respect to business combinations, goodwill may be recorded when the positive difference between fair value of shareholders' equity acquired and the purchase price of the equity investment is representative of the future income-generation

potential of the equity investment.
If this difference should be negative (badwill) or if goodwill may not be attributed considering future income-generation potential of the equity investments, the same difference is directly recorded in the income statement.
Once a year (or every time that there is evidence of impairment losses), an impairment test is carried out for goodwill. This requires the identification of the cash-generating unit to which goodwill is allocated. The cash generating units of the Intesa Sanpaolo Group correspond to the operating divisions presented in segment reporting. The business operations carried out directly by the Parent Company falls under the Cash-generating units corresponding to Banca dei Territori and Corporate and Investment Banking. Therefore, goodwill is allocated to such divisions.

Derecognition criteria
Intangible assets are derecognised from the balance sheet on disposal and if no future economic benefits are expected.

10. Non-current assets held for sale and discontinued operations and related liabilities
Non-current assets/liabilities for which a disposal process has commenced and for which disposal is deemed to be extremely probable are recorded in assets under Non-current assets held for sale and discontinued operations and in liabilities under Liabilities associated with non-current assets held for sale and discontinued operations. Such assets/liabilities are measured at the lower between the carrying value and their fair value less costs to sell.
The income and charges (net of tax) attributable to non-current assets held for sale and discontinued operations or recorded as such in the year are recognised in the income statement in a separate caption.

11. Current and deferred tax
Income tax, calculated according to domestic tax regulations, is accounted for as a cost in compliance with the accruals concept, in line with the method followed to include, in the financial statements, the costs and income that generated it. Therefore, it represents the balance of current and deferred taxation relating to the net result for the year. Current tax assets and liabilities include the tax balances of the Bank due to the relevant Italian and foreign tax authorities. More specifically, these captions include the net balance of current tax liabilities for the year, calculated on the basis of a prudent estimate of the tax charges due for the year, assessed according to the tax regulations currently in force, and the current tax assets represented by advances paid and other tax credits for withholding taxes borne or tax credits of previous years that the Bank claimed against taxes payable in future years.
Current tax assets also include tax credits in respect of which a tax refund claim has been filed by the Bank with the relevant tax authorities.
Considering the Group's adoption of the national fiscal consolidation provisions, tax positions which may be referred to the Bank and those originated by other Group companies are managed separately from an administrative standpoint.
Deferred taxation is calculated according to the balance sheet liability method, taking into account the tax effect of the temporary differences between the book value of the assets and liabilities and their value for taxation purposes, which will determine taxable income or deductible amounts in the future. To this end, "taxable temporary differences" are differences which will give rise to taxable income in future years while "deductible temporary differences" are those which will give rise to deductible amounts in future years.
Deferred tax liabilities are calculated by applying the tax rates currently in force to taxable temporary differences that are likely to generate a tax burden, and to the deductible temporary differences for which it is likely that there will be future taxable amounts at the time when the related tax deductibility occurs (so-called probability test). Deferred tax assets and liabilities related to the same tax and due in the same period are compensated.
In the years where deductible temporary differences are greater than taxable temporary differences, the related deferred tax assets are included under balance sheet assets among "deferred tax assets". On the other hand, in the years where taxable temporary differences are greater than deductible temporary differences, the related deferred taxes are included under balance sheet liabilities among "deferred tax liabilities".
If deferred tax assets and liabilities refer to items affecting the Income statement, the counterbalance is represented by income taxes.
Where deferred tax assets and liabilities relate to transactions that have been recorded in shareholders' equity without affecting earnings (such as adjustments on IAS/IFRS first-time adoption, evaluations of financial assets available for sale or of cash flow hedge derivative contracts), the balancing entry is made in shareholders' equity, under specific reserves where so provided (e.g. valuation reserves).
No provision is made for reserves subject to taxation only in the event of distribution, since the size of the available reserves which have already been taxed, leads to the belief that the Bank will not undertake any transactions which may cause taxation of the untaxed reserves.
Deferred tax liabilities referred to companies included in the fiscal consolidation are reported in their financial statements, in application of the matching principle and in consideration of the fact that the effects of fiscal consolidation are limited to the settlement of current tax positions.

12. Allowances for risks and charges

Post employment benefits
Company post employment benefits are based on agreements and qualify as defined benefit plans. Liabilities related to such plans and the relative cost of current service are determined on the basis of actuarial assumptions based on the Projected Unit Credit Method. This method sets out that future obligations are forecast using past time-series analyses and the demographic curve and that such future cash flows are discounted based on a market interest rate. The provisions made in each year of service are considered separately and give rise to an additional unit of benefit entitlement for the purposes of the final obligation. The discounting rate is determined on the basis of market returns, surveyed as at the date of measurement, on high-quality corporate

bonds, taking account of the residual average life of the liability. The present value of the liability at the reference date of the financial statements is also adjusted by the fair value of any plan assets.
Actuarial profits and losses (namely the changes in the current value of the obligation resulting from changes in the actuarial assumptions and adjustments based on past experience) are recognised in the statement of comprehensive income.

Other allowances
Other allowances for risks and charges record provisions related to legal obligations or connected to labour relationships or to litigations, also of a fiscal nature, originating from a past event for which a disbursement will probably arise to settle the obligations, provided that the amount of the disbursement may be estimated reliably.
Consequently, a provision is recognised when, and only when:
- there is a present obligation (legal or constructive) as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the reference date of the financial statements and take into account the risks and uncertainties that inevitably surround many events and circumstances. Where time value is significant, provisions are discounted using current market rates. Provisions and increases due to time value are recorded in the income statement.

If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation or when the obligation is settled, the provision should be reversed.

The caption also includes long-term benefits to employees, whose charges are determined with the same actuarial criteria described for post employment benefits. Actuarial profits and losses are all immediately recognised in the income statement.

13. Payables and securities issued

Classification criteria
Amounts Due to banks, Due to customers and Securities issued include various forms of funding on the interbank market and with customers, repurchase agreements with commitment to repurchase and funding via certificates of deposit, bonds issued and other funding instruments in circulation, net of any amounts repurchased.
It also includes the payables recorded by the bank in the capacity of lessee in financial lease transactions.

Recognition criteria
Initial recognition of these financial liabilities occurs at the date of subscription of the contract, which normally coincides with the time of collection of the sums deposited or the issue of debt securities.
Initial recognition is based on the fair value of the liabilities, normally equal to the amount collected or the issue price, increased by any additional charges/revenues directly attributable to the single funding or issuing transaction. Internal administrative costs are excluded.

Measurement criteria
After initial recognition, financial liabilities are measured at amortised cost with the effective interest method.
An exception is made for short-term liabilities, where time value is immaterial, which are stated at collected amount.

Derecognition criteria
Financial liabilities are derecognised from the balance sheet when they have expired or extinguished. Derecognition also occurs for repurchase of previously-issued bonds. The difference between book value of the liability and amount paid for repurchase is recorded in the income statement.
Placement of own securities, after their repurchase, is considered a new issue with recognition at the new placement price.

14. Financial liabilities held for trading

Recognition criteria
These financial instruments are recognised at the subscription or issue date at cost, which reflects the fair value of the instrument, without taking into account directly attributable transaction costs or revenues.
This liability category includes, specifically, the negative value of trading derivatives as well as the negative value of embedded derivatives in combined contracts but which are not closely correlated to the latter. It also includes liabilities determined by short selling generated by securities trading activities.

Measurement criteria
All financial liabilities held for trading are designated at fair value through profit and loss.

Derecognition criteria
Financial liabilities held for trading are derecognised when the contractual rights to the related cash flows expire or when the financial liability is sold with the substantial transfer of all the risks and rewards connected to it.

15. Financial liabilities designated at fair value through profit and loss

Intesa Sanpaolo resolved not to designate any financial liabilities at fair value.

16. Foreign currency transactions

Initial recognition
Foreign currency transactions are recorded, on initial recognition, in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

Subsequent measurement
At every close of annual or interim financial statements, captions in foreign currency are measured as follows:
- foreign currency monetary items are translated using the closing rate;
- non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction;
- non-monetary items that are measured at fair value in a foreign currency are translated using the closing rates.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised through profit and loss in the period in which they arise.
When a gain or loss on a non-monetary item is recognised directly in equity, any exchange component of that gain or loss is recognised directly in equity. Conversely, when a gain or loss on a non-monetary item is recognised through profit and loss, any exchange component of that gain or loss is recognised through profit and loss.

17. Other information

Treasury shares
Any treasury shares held are directly deducted from equity. Similarly, their original cost and the profits or losses deriving from their subsequent sale are recorded in equity.

Accruals, prepayments and deferrals
Accruals, prepayments and deferrals for the year that include income and charges for the year, accrued on assets and liabilities, are shown in the financial statements as an increase or decrease of the assets and liabilities to which they are related.

Leasehold improvements
The costs sustained for restructuring property belonging to third parties are capitalised in consideration of the fact that for the duration of the rental contract the using company has control of the assets and may receive their future economic benefits. These costs, recorded in Other assets as provided for by the instructions of the Bank of Italy, are amortised over a period which must not exceed the duration of the rental contract.

Employee termination indemnities
Employee termination indemnities qualify as a "post employment benefit" classified as:
- a "defined contribution plan" to the extent of the portions accruing from 1 January 2007 (the date the reform of the supplementary pension schemes came into force pursuant to Legislative Decree 252 of 5 December 2005) when the employee opted for the complementary pension scheme or decided to allocate such portions to the INPS (the Italian Social Security Institute) Treasury fund. Therefore, the amounts, recorded under personnel expenses, are determined on the basis of amounts due without the application of actuarial calculation;
- a "defined benefit plan", therefore recognised in the financial statements on the basis of the actuarial value determined using the "Projected Unit Credit Method" to the extent of the portions accrued until 31 December 2006.

These amounts are recognised at their actuarial value determined using the "Projected Unit Credit Method", without applying the pro-rata of the service rendered. Indeed, the current service cost of employee termination indemnities is almost entirely accrued and its revaluation in the years to come is not expected to generate significant benefits for employees.

For the purposes of discounting, the rate used is the market yield of high-quality corporate bonds taking into account the average remaining life of the liability, weighted based on the percentage amount paid and advanced, for each maturity, with respect to the total to be paid and advanced until the expiry of the entire obligation. The plan's costs are recorded under personnel expenses, while actuarial profits and losses are recognised in the statement of comprehensive income.

Provisions for guarantees and commitments
Provisions made on an individual and collective basis, relative to estimated possible disbursements connected to credit risk relative to guarantees and commitments, determined applying the same criteria set out above with respect to loans, are recorded under Other liabilities, as set out by Bank of Italy instructions.

Share-based payments
Share-based payments are recorded in the income statement, with a corresponding increase in shareholders' equity, on the basis of the fair value of financial instruments attributed at assignment date, dividing the charge over the period set forth by the plan.
In the case of options, the fair value is calculated using a model which considers, in addition to information such as strike price and expiry date of the option, spot price of the shares and their expected volatility, expected dividends and the risk-free interest rate, as well as the specific characteristics of the plan. The pricing model values the option and the probability of realisation of the condition on the basis of which the options have been assigned.

The combination of the two values supplies the fair value of the assigned instrument.
Any decrease in the number of financial instruments granted is accounted for as a cancellation of such instruments.

Recognition of revenues and costs
Revenues are recognised when they are collected or:
– in case of sale of goods or products, when it is probable that the economic benefits will be received and these benefits may be measured reliably;
– in the case of services, when these have been rendered.
In particular:
– interest is recognised on accrual on the basis of the contractual interest rate or the effective interest rate in the case of application of amortised cost. Interest income (or interest expense) includes differentials and positive (or negative) margins accrued until the reference date of the financial statements, relating to financial derivatives:
    a) hedging interest-generating assets and liabilities;
    b) classified in the balance sheet in the trading book, though related to financial assets and/or liabilities designated at fair value through profit and loss (fair value option) in management terms;
    c) related in management terms to assets and/or liabilities classified in the trading book and providing for the settlement of differentials or margins with different maturities;
– overdue interest, which may be provided for by the relevant contracts is recorded in the income statement solely at the time of collection;
– dividends are posted in the income statement in the financial year when their distribution is approved;
– commission income from services is recorded, on the basis of the existence of contractual agreements, in the period in which the services have been rendered. Commission income included in the amortised cost for the purposes of determining the effective interest rate are recognised under interest;
– costs and revenues from the sale of financial instruments, determined by the difference between transaction amount paid or received and the fair value of the instrument, are recognised in the income statement at the time of the transaction if the fair value is determinable with reference to effective market quotes, or assets and liabilities measured using valuation techniques based on market-observable parameters other than financial instruments quotes (levels 1 and 2 of the fair value hierarchy). When such reference parameters are not observable on the market or the instruments present a reduced liquidity (level 3), the financial instrument is recognised at a value equal to the price of the transaction; the difference with respect to the fair value is recorded in the income statement during the life of the transaction;
– profits and losses from securities trading are recognised in the income statement at the date of sale, on the basis of the difference between the consideration paid or collected and the carrying value of such instruments;
– revenues deriving from the sale of non-financial assets are recorded at the date of sale, unless most of the risks and rewards related to the asset are maintained.

Revenue and costs are recorded in the income statement for the periods to which their income relates. If matching can only be attributed generally or indirectly, then the costs are allocated to more than one accounting period according to rational procedures and on a systematic basis.
Those costs that cannot be matched with the related revenues are immediately charged to the income statement.

Use of estimates and assumptions in preparing financial reports
The preparation of financial reports requires the use of estimates and assumptions that may have a significant effect on the amounts stated in the balance sheet and income statement, and on the potential assets and liabilities reported in the financial statements. Estimates are based on available information and subjective evaluations, often founded on past experience, which are used to formulate reasonable assumptions to be made in measuring operating events. Given their nature, the estimates and assumptions used may vary from year to year, and hence it cannot be excluded that current amounts carried in the financial statements may differ significantly in future financial years as a result of changes in the subjective evaluations made.

The main cases for which subjective evaluations are required to be made by corporate management include:
– the measurement of impairment losses on loans, investment, and, generally, other financial assets;
– the use of measurement models for determining the fair value of financial instruments not listed on active markets;
– the evaluation of the appropriateness of amounts stated for goodwill and other intangible assets;
– the measurement of personnel funds and provisions for risks and charges;
– the estimates and assumptions on the collectability of deferred tax assets;
– the demographic (linked to the estimated mortality of insured people) and financial (deriving from the possible trend in financial markets) suppositions used to structure insurance products and define the basis for calculating integrative reserves.

For some of the types listed above, the main factors subject to estimates by Intesa Sanpaolo and which determine the carrying value of assets and liabilities in the financial statements can be identified. The following are noted, by way of example:
– to determine the fair value of financial instruments not listed on active markets, if the use of parameters that cannot be obtained from the market is necessary, the main estimates regard, on one hand, development of future cash flows (or even income flows, in the case of equities), possibly conditional on future events and, on the other, the level of specific input parameters not listed on active markets;
– to determine the future cash flow estimates from non-performing loans, a number of items are considered: the expected recovery times, the presumed realisable value of guarantees and the costs to be sustained for the recovery of credit exposure. To determine the future cash flow estimates from loans for which no objective evidence of loss has emerged (collective measurement), past time-series and other objective elements observable at the measurement date are used, which enable the latent loss to be estimated for each loan category;
– to determine the value in use of intangible assets with an indefinite life (brand name and goodwill) with regard to the Cash Generating Units (CGU) comprising Intesa Sanpaolo, the future cash flows in the forecasting period of the analysis and the flows used to determine the terminal value, generated by the CGU, are subject to estimate, separately and appropriately

discounted. The cost of capital is among the items subject to estimate;
- to determine the value in use of intangible assets with a finite life (asset management and insurance portfolios, core deposits) with regard to the Cash Generating Units comprising Intesa Sanpaolo, the useful life is subject to estimate, on the one hand, as well as the future cash flows arising from the asset, on the other. The cost of capital is subject to estimate in the case of intangible assets with a finite life as well;
- to measure post employment benefits, the present value of the obligations is subject to estimate, taking into account the flows, appropriately discounted, arising from past time-series analyses and the demographic curve;
- to measure provisions for risks and charges, the amount of outflows necessary to fulfil the obligations is estimated, where possible, taking into account the effective probability of having to utilise resources;
- to determine the value of deferred tax items, the likelihood of an effective future tax burden is estimated (taxable temporary differences) and the level of reasonable certainty – if it exists – of future taxable amounts at the time when the tax deductibility occurs (deductible temporary differences).

Amortised cost measurement

The amortised cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition net of any principal repayments, plus or minus cumulative amortisation, calculated using the effective interest rate method, of any difference between initial amount and amount at maturity and net of any reduction for impairment.
The effective interest rate is the rate that exactly discounts future cash payments or receipts through the expected life of the financial instrument or through the subsequent date for recalculation of the price to the present value of the financial asset or financial liability. In the calculation of the present value, the effective interest rate is applied to the flow of future cash receipts or payments through the entire useful life of the financial asset or liability or for a shorter period when certain conditions recur (for example review of market interest rates).
After initial recognition, amortised cost enables allocation of revenues and costs directly by decreasing or increasing the value of the instrument over its entire expected life via the amortisation process. The determination of amortised cost is different depending on the fact that financial assets/liabilities have fixed or variable rates and – in this last case – if the volatility of the rate is known or not beforehand. For instruments with fixed rate or fixed rate by time bands, future cash flows are quantified on the basis of the known interest rate (sole or variable) over the life of the loan. For financial assets/liabilities with a variable rate, for which the volatility is not known beforehand (for example because it is linked to an index), the determination of cash flows is carried out based on the last rate available. At every revision of the interest rate the amortisation plan and the effective interest rate for the entire life of the investment, that is, until maturity, are recalculated. Any changes are recorded in the income statement as income or loss.
Loans, investments held to maturity and financial assets available for sale, payables and securities issued are measured at amortised cost.
Financial assets and liabilities traded at market conditions are initially recognised at fair value, which normally corresponds to the amount disbursed or paid including, for instruments measured at amortised cost, transaction costs and any directly attributable fees.
Transaction costs include internal or external marginal costs and income attributable to the issue, the acquisition or the disposal of a financial instrument which are not debited to the client. These commissions, which must be directly attributable to the single financial asset or liability, modify the original effective interest rate, thereby the effective interest rate associated to the transaction differs from contractual interest rate. Transaction costs do not include costs/income referred to more than one transaction and the components related to events which may occur during the life of the financial instrument, but which are not certain at the time of the initial agreement, such as for example: commissions for retrocession, for non-use, for advance termination. Furthermore, amortised cost does not include costs which would be sustained independently from the transaction (e.g. administrative and communication costs, stationery expenses), those, which though directly attributable to the transaction are part of standard practice for the management of the financing (e.g. activities related to the loan granting process), as well as commissions of services received following structured finance activities which would in any case have been received independently from the subsequent financing of the transaction (e.g. commissions for facility and arrangement).
With reference to loans, the following costs are considered directly attributable to the financial instrument: fees paid to distribution networks, fees paid for the origination and/or the participation in syndicated loans and lastly, up-front fees correlated to loans disbursed at rates exceeding market rates. Income considered in the calculation of amortised cost includes: up-front fees correlated to loans disbursed at rates under market rates, income for the participation of syndicated loans and brokerage commissions received.
For securities not classified as held for trading, the following are considered transaction costs: commissions on contracts with brokers operating on the Italian stock exchange, commissions paid to dealers operating on the Italian and foreign stock and bond markets defined on the basis of the commission tables. Stamp duty is not considered in amortised cost since immaterial.
Regarding securities issued, amortised cost considers placement commissions on bond issues paid to third parties, amounts paid to Exchanges and remuneration paid to Independent auditors for the activities performed for each single issue, while amortised cost does not consider commissions paid to rating agencies, legal and advisory/review expenses for the annual update of prospectuses, the costs for the use of indexes and commissions which originate during the life of the bond issue.
Amortised cost is also applied for the measurement of loss incurred by the financial instruments listed above as well as for the measurement of instruments issued or purchased at a value other than fair value. The latter are measured at fair value, instead of the amount collected or paid, by discounting expected future cash flows at a rate equal to the effective interest rate of similar instruments (in terms of credit rating, contractual expiry, currency, etc.), with the simultaneous registration in the income statement of a financial charge or income; after initial recognition, these are measured at amortised cost with the registration of higher or lower effective interest with respect to nominal interest. Lastly, also structured assets and liabilities which are not measured at fair value through profit and loss for which the embedded derivative has been separated from the financial instrument are measured at amortised cost.
The amortised cost measurement criteria is not applied to financial assets/liabilities hedged for which fair value changes related to the risk hedged are recorded through profit and loss. The financial instrument is again measured at amortised cost in the case of hedge termination; from that moment the fair value changes recorded before are amortised, calculating a new effective interest rate which considers the value of the loan adjusted by the fair value of the hedged part, until the natural expiry of the hedge.

Furthermore, as already mentioned in the paragraph relative to measurement criteria of due to and from banks and customers and securities issued, measurement at amortised cost is not applied to short-term assets/liabilities for which the time value is deemed to be immaterial and to loans without a definite maturity or revocable.

Impairment of assets

Financial assets

At every balance sheet date the financial assets not classified under Financial assets held for trading or Financial assets designated at fair value through profit and loss are subject to an impairment test to assess whether there is objective evidence to consider that the carrying value of these assets is not fully recoverable.
A permanent loss occurs if there is objective evidence of a reduction in future cash flows with respect to those originally estimated, following specific events; the loss must be quantified in a reliable way and must be incurred and not merely expected.
The measurement of impairment is carried out on an individual basis for financial assets which present specific evidence of losses and collectively for financial assets for which individual measurement is not required or which do not lead to adjustments. Collective measurement is based on the identification of portfolios of financial assets with the same risk characteristics with respect to the borrower/issuer, the economic sector, the geographic area, the presence of any guarantees and other relevant factors.
With reference to loans to customers and due from banks, positions attributed the status of doubtful, substandard, restructured or past due according to the definitions of the Bank of Italy, consistent with IAS/IFRS, are subject to individual measurement.
These non-performing loans undergo an individual measurement process, or the calculation of the expected loss for homogeneous categories and analytical allocation to each position, and the amount of the adjustment of each loan is the difference between its carrying value at the time of measurement (amortised cost) and the present value of expected future cash flows, discounted using the original effective interest rate.
Expected cash flows consider forecast recovery periods, presumed realisable value of guarantees as well as the costs sustained for the recovery of credit exposure. Cash flows relative to loans which are deemed to be recovered in the short term are not discounted, since the time value is immaterial.
Loans for which no objective evidence of loss has emerged from individual measurement are subject to collective measurement. Collective measurement occurs for homogeneous loan categories in terms of credit risk and the relative loss percentages are estimated considering past time-series, founded on observable elements at measurement date, that enable to estimate the value of the latent loss in each loan category. Measurement also considers the risk connected to the borrower's country of residence.
The determination of provisions on performing loans is carried out by identifying the highest possible synergies (as permitted by the various legislations) with the supervisory approach contained in the "New capital accord" generally known as Basel 2. In particular, the parameters of the calculation model set out in the supervisory provisions, namely Probability of Default (PD) and Loss Given Default (LGD), are used – where already available – also for the purposes of financial statement valuation. The relationship between the two aforementioned parameters represents the starting point for loan segmentation, since they summarise the relevant factors considered by IAS/IFRS for the determination of the homogeneous categories and for the calculation of provisions. The time period of a year used for the determination of the probability of default is considered suitable to approximate the notion of incurred loss, that is, the loss based on current events but not yet included by the entity in the review of the risk of the specific customer, set forth by international accounting standards. This time period is reduced to six months solely for counterparties that are natural persons for whom the recognition of a worsening credit situation and the consequent transfer among the non-performing loans generally take place following unpaid instalments or continuous defaults for more than 90 days; conversely, for counterparties of the Corporate and SME Retail segments, the time period of one year is increased by 10%.
The allocation also takes into account corrective factors such as the state of the economic cycle and the concentration of credit risks towards persons who have a significant exposure.
With reference to assets available for sale, the process of detection of any impairment involves the verification of the presence of impairment indicators and the determination of any write-down.
The impairment indicators are essentially divided into two categories: indicators deriving from internal factors relating to the company being valued, and therefore qualitative, and - for equities - external quantitative indicators deriving from the market values of the company.
Within the first category, the following indicators are considered significant: the generation of negative economic results or in any case a significant variance with respect to the targets budgeted or established in the multi-year plans disclosed to the market, the announcement/start up of insolvency proceedings or restructuring plans, and the downgrading by more than two categories of the rating issued by a specialist company. With respect to the second category, a significant or prolonged reduction in fair value below the initial recognition value is particularly important. Specifically, in relation to the latter amount, a fair value reduction of over 30% is considered significant, and a reduction of over 24 months is considered a "prolonged" continuous reduction. If one of these thresholds is exceeded, impairment of the security is carried out. If these thresholds are not exceeded but other impairment indicators are present, recognition of the impairment must also be corroborated by the result of specific analyses of the security and the investment.
The amount of the impairment is calculated with reference to the fair value of the financial asset.
For an illustration of the valuation techniques used to determine fair value, see the chapter A.4 – Information on fair value.

Equity investments

At each balance sheet date the equity investments are subjected to an impairment test to assess whether there is objective evidence to consider that the carrying value of such assets is not fully recoverable.
The process of detection of any impairment involves the verification of the presence of impairment indicators and the determination of any write-down. The impairment indicators are essentially divided into two categories: qualitative indicators, such as the generation of negative economic results or in any case a significant variance with respect to the targets budgeted or established in the multi-year plans disclosed to the market, the announcement/start up of insolvency proceedings or restructuring plans, and the downgrading by more than two categories of the rating issued by a specialist company; quantitative indicators,

represented by a reduction in fair value of over 30% below the carrying value or for a period of over 24 months, by market capitalisation lower than the company's net book value, in the case of securities listed on active markets or by a carrying value of the investment in the Parent Company's financial statements higher than the carrying value in the consolidated financial statements of the investee's net assets and goodwill or by distribution by the latter of a dividend that is higher than its total income.
The presence of impairment indicators results in the recognition of a write-down to the extent that the recoverable amount is lower than the recognition value.
The recoverable amount consists of the higher of the fair value net of sales costs and the value in use.
For an illustration of the valuation techniques used to determine fair value, see the relevant chapter A.4. – Information on fair value.
Value in use is the present value of expected future cash flows from the asset; it reflects estimated expected future cash flows from the asset, the estimate of possible changes in the amount and/or timing of cash flows, time value of money, the price able to repay the risk of the asset and other factors, which may affect the appreciation by market participants of expected future cash flows from the asset.
Value in use is determined by discounting future cash flows.
For controlling investments in subsidiaries, the single investments are not individually significant for the purposes of the impairment test in the Parent Company's financial statements, instead they are included in the impairment test of the Cash Generating Units (CGU) conducted at consolidated level. The CGUs identified are represented in some cases (Banca dei Territori and Corporate and Investment Banking) by operations conducted directly by the Parent Company and some subsidiaries, in other cases (International Subsidiary Banks) by combinations of subsidiaries, and also (Banca Fideuram and Eurizon Capital) when they are linked to the associated legal entity. When an investment does not produce cash flows that are largely independent of the cash flows from other assets the impairment tests are conducted at CGU level, rather than at the individual investment level. Consequently, when the assets attributable to a subsidiary are included in a CGU that is broader than the investment itself, as described in more detail in the following chapter, the impairment test can only be conducted at this level and not at the level of individual subsidiary for which the accurate estimation of a value in use is not possible.

Other non-financial assets
Property, equipment and intangible assets with definite useful life are subject to impairment testing if there is the indication that the book value of the asset may no longer be recovered. The recoverable amount is determined with reference to the fair value of the property and equipment or intangible assets less costs to sell or the value in use if determinable and if it is higher than fair value.
In order to test its real-estate assets for signs of impairment, the Bank conducts an annual analysis of the various real-estate market scenarios. If such analyses bring to light signs of impairment, an appraisal is prepared for the properties for which such signs of impairment have been found.
For other property, equipment and intangible assets (other than those recognised following business combinations) it is assumed that the carrying value normally corresponds to the value in use, since it is determined by a depreciation or amortisation process estimated on the basis of the effective contribution of the asset to the production process and since the determination of fair value is extremely subjective. The two values diverge and lead to impairment, in case of damages, exit from the production process or other similar non-recurring circumstances.
Intangible assets recognised following a business combination and in application of IFRS 3 are subject to an impairment test at each balance sheet date to assess whether there is objective evidence of an impairment loss.
Intangible assets with a finite life, represented by the value of the asset management portfolio, the value of the insurance portfolio and the core deposits, in the presence of impairment indicators are subjected to a new valuation process to assess the recoverability of the book values. The recoverable amount is determined on the basis of the value in use, namely the present value estimated using a rate representing the time value of money and the asset's specific risks, of the income margins generated by the existing relations as at the valuation date over a period which expresses their expected residual life.
Intangible assets with an indefinite life, represented by the valuation of the brand name and goodwill, do not have independent cash flows and therefore annually undergo an assessment of the adequacy of the value recorded under the assets with reference to the Cash Generating Unit (CGU) to which the values are attributed at the time of the business combinations. As CGU identification requires an analysis of the management characteristics and reporting methods used by management, and as the logic for strategic decision-making by management of the Parent Company is that of the Group as a whole and not only that of the Parent Company as an individual entity, the CGUs are identified in the consolidated financial statements.
The CGUs identified are represented in some cases (Banca dei Territori and Corporate and Investment Banking) by operations conducted directly by the Parent Company and some subsidiaries, in other cases (International Subsidiary Banks) by combinations of subsidiaries, and also (Banca Fideuram and Eurizon Capital) when they are linked to the associated legal entity. As stated, as these are the same CGUs identified at consolidated level, the assessment of the retention of goodwill and other assets with an indefinite life recorded in the Intesa Sanpaolo Group's financial statements is also valid with reference to the values recorded in the Parent Company's financial statements. Therefore, the assessment conducted at consolidated level with reference to the individual CGUs is used, after comparing the book value of the assets in the Parent Company's financial statements, without conducting, if the result is positive, a new test in the Parent Company's financial statements.
If, at consolidated financial statement level, an impairment needs to be recognised for a particular CGU, this write-down must be assigned to the assets that make up the CGU starting with goodwill. If the need to record an adjustment relates to a CGU that does not coincide with the associated legal entity, the write-down is assigned to the banking subsidiaries, after the elimination of the goodwill pertaining to the CGU recorded in the Parent Company's financial statements under a specific caption, on the basis of the respective fair values.
For a description of the criteria for the determination of the recoverable amount of the CGUs see the contents of Part A - Accounting policies, of the consolidated financial statements.

Business combinations
Business combinations are governed by IFRS 3.
The transfer of control over a company (or over a group of assets managed together as a single business) is considered a

business combination.
For this purpose the transfer of control occurs when more than one-half of the voting rights is acquired, or when, even if the combining entity does not acquire more than one-half of the other entity's voting rights, control is obtained since, as a consequence of the combination, the acquirer has the power: (i) over one-half of voting rights of another company, by virtue of an agreement with other investors, (ii) to govern the financial and operating policies of the other entity on the basis of the Articles of Association or of an agreement, (iii) to appoint or remove the majority of the members of the company's governing body, (iv) to cast the majority of the votes at meetings of the company's governing body.
IFRS 3 requires that an acquirer be identified in any business combination. The acquirer is identified as the combining entity that obtains control of the other combining entities or businesses. If a controlling entity cannot be identified, following the definition of control described above, as for example in the case of exchange of equity investments, the identification of the acquirer must occur considering other factors such as: the entity which has a significantly higher fair value, the entity which pays a cash consideration, the entity which issues new shares.
The acquisition, and therefore the initial consolidation of the acquired entity, must be recognised in the books on the date in which the acquirer effectively obtains control over the acquired company or businesses. When the combination occurs via an exchange of voting ordinary equity instruments, the date of the exchange normally coincides with the date of the acquisition. However, it is always necessary to verify that there are no agreements which may lead to transfer of control prior to the date of the exchange.
The consideration transferred as part of a business combination is equal to the sum of the fair value, at the exchange date, of the transferred assets, the liabilities incurred or assumed and the equity instruments issued by the acquirer in return for control.
In transactions which entail cash consideration (or when payment occurs via cash-equivalent financial instruments), the purchase price is the agreed consideration. When settlement does not occur in the short-term, the fair value of any deferred component is calculated by discounting the amounts payable to their present value; when payment occurs via an instrument other than cash, therefore via the issue of financial instruments, the price is equal to the fair value of such instruments net of the costs directly attributable to their issue. For the determination of fair value of financial instruments, see the chapter A.4. - Information on fair value and note that, in the case of shares listed on active markets, fair value is represented by stock exchange quotations at acquisition date or, should that not be available, the last quotation available.
Purchase price at acquisition date includes any adjustments to the cost contingent on future events, if provided for by the combination agreement and only if the adjustment is probable, can be measured reliably and realised within the twelve months subsequent to the date of acquisition of control. Instead, any restoration related to any loss in the value of the assets used as consideration is not included in purchase price since it is already considered either in the fair value of equity instruments or as a reduction in the premium or an increase in the discount on the initial issue of debt instruments.
Acquisition costs refer to the charges incurred by the acquirer to carry out the business combination, including, for example, professional fees paid to independent auditors, experts, legal advisors, costs for legal opinions and audit of accounts, preparation of information documents required by the law, as well as advisory fees sustained to identify potential acquisition targets if the contract provides for the payment of success fees as well as debt securities' or equities' registration and issue costs. Acquisition costs must be recognised as charges when incurred and when the related services are provided, except for the costs relating to the issue of debt securities or equities which must be recognised in accordance with IAS 32 and IAS 39.
Business combinations must be accounted for using the "acquisition method" whereby identifiable assets acquired (including any intangible assets which had not been previously recognised by the acquired company) or liabilities assumed (including contingent liabilities) are recognised at their fair value at acquisition date.
Moreover, for each business combination, any minority interest in the acquired company can be recognised at fair value (therefore increasing the consideration transferred) or in proportion to the minority investment in the net identifiable assets of the acquired company.
If control is achieved in stages, the acquirer recalculates its previous interest in the acquired company at the acquisition date fair value. Any difference with respect to the previous carrying amount is taken to income statement.
Excess between the consideration transferred (being the fair value of transferred assets, liabilities incurred and equity instruments issued by the acquirer), increased, where present, by minority interests (determined as above) as well as the fair value of the stakes already held by the acquirer, and the fair value of acquired assets and liabilities should be recognised as goodwill. Conversely, such difference is taken to the income statement when the latter exceed the sum of the consideration, minority interests and the fair value of the stakes already held.
The accounting for business combination can be determined provisionally by the end of the year in which the combination is realised and must be completed within twelve months of the acquisition date.
The following combinations are outside the scope of IFRS 3 – business combinations: transactions aimed at acquiring control over one or more entities which are not part of the company's business or transactions conducted for organisational purposes, therefore between two or more companies or businesses which are already part of the Intesa Sanpaolo Group, and which do not entail changes in control, independently of the extent of minority interests in each of the combining entities before and after the business combinations (business combinations involving entities under common control). These transactions are considered immaterial. Therefore, since there are no specific provisions in IAS/IFRS and in compliance with IAS 8 which requires – in the absence of a specific Standard – that the reporting entity must use its judgement in applying an accounting policy that results in information that is relevant, reliable, prudent and that reflects the economic substance of the transaction, these are accounted for safeguarding the continuing values of the acquiree in the financial statements of the acquirer.
Mergers are examples of concentrations between companies and represent the most complete business combinations, since they imply the legal and economic unification of the merged entities.
Mergers which entail the establishment of a new legal entity and mergers by incorporation (which entail that an entity is absorbed by another existing entity) are treated according to the criteria illustrated above, that is:
- if the transaction leads to the transfer of control of a company, it is accounted for as a business combination as provided for by IFRS 3;
- if the transaction does not lead to the transfer of control, it is accounted for by privileging the continuing values of the merged company.

A.3 – INFORMATION ON TRANSFERS BETWEEN FINANCIAL ASSET PORTFOLIOS

A.3.1.Reclassified financial assets: carrying amount, fair value and effects on comprehensive income

The following table shows financial instrument reclassifications mainly carried out in 2008.
No reclassifications were made in 2013.

(millions of euro)

Type of financial instrument	Previous portfolio	New portfolio	Book value at 31.12.2013	Fair value at 31.12.2013	Income components in case of no transfer (before tax)		Annual income components (before tax)	
					Valuation	Other	Valuation	Other
Debt securities	Financial assets held for trading	Loans	835	744	54	11	-23	25
Debt securities	Financial assets available for sale	Loans	3,946	2,997	156	104	-147	92
Loans	Financial assets available for sale	Loans	81	82	4	3	-5	3
Total			**4,862**	**3,823**	**214**	**118**	**-175**	**120**

The income components related to net decreases attributable to the risk profile being hedged of reclassified assets amount to 148 million euro.

Had the Bank not reclassified the above financial assets, positive income components would have been recognised for an amount of 214 million euro (before tax), instead of negative income components of 175 million euro, generating a positive effect of 389 million euro (before tax), broken down as follows:

– write-off of the negative income components recognised during the year following the 175 million euro transfer. Of this amount, 27 million euro relates to adjustments and 148 million euro to fair value decreases following hedges;
– reversal of the positive income components which would have been recognised had no transfer taken place, totalling 214 million euro. Of this amount, 51 million euro refers to adjustments, 148 million euro to fair value decreases following hedges and 311 million euro to the increase in Valuation reserves.

Moreover, had no reclassification taken place, other positive income components amounting to 2 million euro would have not been recognised. Indeed, this amount is mainly related to the amortised cost of the reclassified securities.
Overall, starting from the respective reclassification dates, reclassified assets as at 31 December 2013 would have been written down by 1,025 million euro, of which 76 million to be recognised in the income statement (negative components for 2008: 373 million euro, positive components for 2009: 13 million euro, positive components for 2010: 57 million euro, positive components for 2011: 10 million euro, positive components for 2012: 139 million euro and positive components for 2013: 78 million euro) and 949 million euro to be recognised in the Valuation reserve in Shareholders' equity (against 1,260 million euro as at 31 December 2012 with a positive net variation of 311 million euro had no transfer occurred).

As at 31 December 2013, the reclassifications performed by the Bank to reflect the amendments to IAS 39 in October 2008 with respect to financial instrument reclassification, amount to a nominal 4,700 million euro. Of this amount:

– 3,649 million euro was reclassified by 1 November 2008 and therefore taking as reference the value of these assets as at 1 July 2008 if already present as at that date in the portfolio, or with reference to the purchase price if this took place after 1 July 2008, or at nominal value for loans issued after that date;
– 1,051 million euro was reclassified after 1 November 2008 and therefore on the basis of fair value as at the date of reclassification; the latter figure refers to reclassifications carried out in 2009 concerning unfunded trading instruments (derivatives) transformed into funded instruments (securities), while maintaining the same risk profile to which the Bank is exposed.

A.3.2 Reclassified financial assets: effects on comprehensive income before transfer

No disclosure is required since, as already indicated, no portfolio transfers were carried out in 2013.

A.3.3 Transfer of financial assets held for trading

The financial crisis which marked 2008 was classed by the IASB as a rare circumstance. Consequently, Intesa Sanpaolo has identified certain securities - mainly consisting of bonds not quoted on active markets originally classified under trading assets which due to present and prospective market conditions could no longer be managed actively. These assets were kept in portfolio and reclassified to the loan category. From the time of the reclassification they are measured at amortised cost. With respect to the trading book, the reclassifications mainly involved structured credit products.

A.3.4 Effective interest rate and expected future cash flows from reclassified assets

The effective interest rate attributable to the reclassified securities portfolio is equal to 3.1% and estimated cash flows at the date financial assets were reclassified amount to 4,904 million euro.

A.4 – INFORMATION ON FAIR VALUE

Qualitative information

The fair value is the price receivable for the sale of an asset or which would be paid to transfer a liability in an orderly transaction between market participants (i.e. not as part of the compulsory liquidation or a below-cost sale) as at the measurement date. Fair value is a market measurement criterion, not specifically referring to the individual company. Underlying the definition of fair value is the assumption that the company is carrying out normal operations, without any intention of liquidating its assets, significantly reducing the level of operations or carrying out transactions at unfavourable conditions.

A business has to measure the fair value of an asset or liability by adopting the assumptions that would be used by market operators to determine the price of an asset or liability, presuming that they act with a view to satisfying their own economic interest in the best way possible.

The fair value of financial instruments is determined according to a hierarchy of criteria based on the origin, type and quality of the information used. In detail, this hierarchy assigns top priority to quoted prices (unadjusted) in active markets and less importance to unobservable inputs. Three different levels of input are identified:
– level 1: input represented by quoted prices (unadjusted) in active markets for identical assets or liabilities accessible by the entity as at the measurement date;
– level 2: input other than quoted prices included in level 1 that are directly or indirectly observable for the assets or liabilities to be measured;
– level 3: input unobservable for the asset or liability.

As ***level 1*** inputs are available for many financial assets and liabilities, some of which are traded in more than one active market, the company must pay particular attention to defining both of the following aspects:
– the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability;
– whether the company can complete a transaction involving the asset or liability at that price and in that market as at the measurement date.

Intesa Sanpaolo considers the principal market of a financial asset or liability to be the market in which the Bank generally operates.
A market is regarded as active if quoted prices, representing actual and regularly occurring market transactions considering a normal reference period, are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency.
In specific cases regulated by internal policies and despite being quoted on regulated markets, research is carried out in order to verify the significance of official market values.

In the event of a significant reduction in the volume or level of operations compared to normal operations for the asset or liability (or for similar assets or liabilities) highlighted by a number of indicators (number of transactions, limited significance of market prices, significant increase in implicit premiums for liquidity risk, expansion or increase of the bid-ask spread, reduction or total lack of market for new issues, limited publicly-available information), analyses of the transactions or of the quoted prices are carried out.

The following are considered as level 1 financial instruments: contributed equities, bonds quoted on the EuroMTS circuit, those for which it is possible to continuously derive from the main price contribution international platforms at least three bid and ask prices, and those for which prices are provided by the Markit platform, with at least three bid and ask prices for bonds and convertibles and at least five bid and ask prices for European ABSs, harmonised mutual funds contributed, spot exchange rates, and derivatives for which quotes are available on an active market (for example, futures and exchange traded options). Finally, level 1 instruments also include hedge funds for which the fund administrator provides the NAV (Net Asset Value) with the frequency established in the subscription contract, and the check list, which is the summary document of significant information on underlying assets of the fund, does not highlight any critical points in terms of liquidity risk or counterparty risk.
For level 1 financial instruments, the current bid price is used for financial assets and the current asking price for financial liabilities, struck on the main active market at the close of the reference period.
For financial instruments with a scarcely significant bid-ask spread or for financial assets and liabilities with offsetting market risks, mid-market prices are used (again referred to the last day of the reference period) instead of the bid or ask price.
Conversely, all other financial instruments that do not belong to the above-described categories or that do not have the contribution level defined by the Fair Value Policy are not considered level 1 instruments.

When no quote on an active market exists or the market is not functioning regularly, that is when the market does not have a sufficient and continuous number of trades, and bid-offer spreads and volatility that are not sufficiently contained, the fair value of the financial instruments is mainly determined through the use of valuation techniques whose objective is the establishment of the price at which, in an ordinary transaction, the asset is sold or the liability transferred between market participants, as at the measurement date, under current market conditions.
Such techniques include:
– the use of market values that are indirectly linked to the instrument to be measured, deriving from products with the same risk profile (level 2);
– valuations performed using – even partially – inputs not identified from parameters observed on the market, for which estimates and assumptions made by the valuator are used (level 3).

In the case of level 2 inputs, the valuation is not based on the price of the same financial instrument to be measured, but on prices or credit spreads presumed from official listing of instruments which are similar in terms of risk factors, using a given calculation methodology (pricing model). The use of this approach requires the identification of transactions on active markets in relation to

instruments that, in terms of risk factors, are comparable with the instrument to be measured. Level 2 calculation methodologies reproduce prices of financial instruments quoted on active markets (model calibration) and do not contain discretional parameters – parameters for which values may not be inferred from quotes of financial instruments present on active markets or fixed at levels capable of reproducing quotes on active markets – that significantly influence the final valuation.
The following are measured using level 2 input models:

– bonds without official quotes expressed by an active market and whose fair value is determined through the use of an appropriate credit spread which is estimated starting from contributed and liquid financial instruments with similar characteristics;
– derivatives measured through specific pricing models, fed by input parameters (such as yield, foreign exchange and volatility curves) observed on the market;
– ABSs for which significant prices are not available and whose fair value is measured using valuation techniques that consider parameters which may be presumed from the market;
– equities measured based on direct transactions, that is significant transactions on the stock registered in a time frame considered to be sufficiently short with respect to measurement date and in constant market conditions, using, therefore, the "relative" valuation models based on multipliers;
– loans measured through the discounting of future cash flows.

The calculation of the fair value of certain types of financial instruments is based on valuation models which consider parameters not directly observable on the market, therefore implying estimates and assumptions on the part of the valuator (***level 3***). In particular, the valuation of the financial instrument uses a calculation methodology which is based on specific assumptions of:

– the development of future cash-flows, which may be affected by future events that may be attributed probabilities presumed from past experience or on the basis of the assumed behaviour;
– the level of specific input parameters not quoted on active markets, for which information acquired from prices and spreads observed on the market is in any case preferred. Where this is not available, past data on the specific risk of the underlying asset or specialised reports are used (e.g. reports prepared by Rating agencies or primary market players).

The following are measured under the Mark-to-Model Approach:

– debt securities and complex credit derivatives (CDOs) included among structured credit products and credit derivatives on index tranches;
– hedge funds not included in level 1;
– shareholding and other equities measured using models based on discounted cash flows;
– some loans, of a smaller amount, classified in the available-for-sale portfolio;
– derivative transactions relating to securitisations and equity-risk structured options.

Intesa Sanpaolo governs and defines the fair value measurement of financial instruments through the Group's Fair Value Policy, prepared by the Risk Management Department and also applied to the Parent Company and to all consolidated subsidiaries.

The valuation process of financial instruments entails the following phases:

– identification of the sources for measurements: for each asset class, the Market Data Reference Guide establishes the processes necessary to identify market parameters and the means according to which such data must be extracted and used;
– certification and treatment of market data for measurements: this stage consists of the accurate verification of the market parameters used (verifying the integrity of data contained on the proprietary platform with respect to the source of contribution), reliability tests (consistency of each single figure with similar or comparable figures) and verification of concrete application means. In particular:
  - reference categories are established for the various types of market parameters;
  - the reference requirements governing the identification of official revaluation sources are set;
  - the fixing conditions of official figures are established;
  - the data certification conditions are established;
– certification of pricing models and Model Risk Assessment: this phase is aimed at verifying the consistency and the adherence of the various measurement techniques used with current market practice, at highlighting any critical aspects in the pricing models used and at determining any adjustments necessary for measurement. The validation process is particularly important at the start of activities in a new financial instrument which requires the development of further pricing models, and when the Bank decides to use a new model to measure payoffs previously managed with models deemed to be less adequate. All models used for the measurement must be submitted to an internal certification process which involves various competent structures or independent companies in highly complex or particularly critical cases;
– monitoring consistency of pricing models over time: periodical monitoring of the adherence to the market of the pricing model in order to discover any gaps promptly and start the necessary verifications and interventions.

Identification, certification and treatment of market data and the sources for measurements

The fair value calculation process and the need to distinguish between products which may be measured on the basis of effective market quotes rather than through the application of comparable or mark-to-model approaches, highlight the need to establish univocal principles in the determination of market parameters. To this end the Market Data Reference Guide – a document prepared and updated by the Risk Management Department on the basis of the Group's Internal Regulations approved by the Administrative bodies of the Parent Company – has established the processes necessary to identify market parameters and the means according to which such parameters must be extracted and used. Such market data may be both elementary and derived data. In particular, for each reference category (asset class), the regulation determines the relative requisites, as well as the cut-off and certification means. The document defines the collection of the contribution sources deemed adequate for the assessment of financial instruments held for any purpose in the proprietary portfolios of the Bank. These same sources are used in valuations carried out for third parties under Service Level Agreements, reached in advance. Adequacy is guaranteed by the respect of reference requirements, which are based on comparability, availability and transparency of the data, or the possibility of extracting

the figure from one or more info providing systems, of measuring the contribution bid-ask, and lastly, for OTC products, of verifying the comparability of the contribution sources. For each market parameter category the cut-off time is determined univocally, with reference to the timing of definition of the parameter, the reference bid/ask side and the number of contributions necessary to verify the price.
The use of all market parameters in Intesa Sanpaolo is subordinated to their certification (Validation Process) by the Risk Management Department (RMD), in terms of specific controls (verifying the integrity of data contained on the proprietary platform with respect to the source of contribution), reliability tests (consistency of each single figure with similar or comparable figures) and verification of concrete application means.

Model Risk Management
In general, Model Risk is represented by the possibility that the price of a financial instrument is materially influenced by the valuation approach chosen. In the case of complex financial instruments, for which there is no standard valuation method in the market, or during periods when new valuation methods are being established in the market, it is possible that different methods may consistently value the elementary instruments of reference, but provide differing valuations for exotic instruments. The model risk is monitored through a series of analyses and checks carried out at different stages, aimed at certifying the various pricing methods used by the Bank ("Model Validation"), at regularly monitoring the performance of the models in operation to promptly identify any deviation from the market ("Model Risk Monitoring") and at identifying any adjustments to be made to the valuations ("Model Risk Adjustment", see the section below "Adjustments adopted to reflect model risk and other uncertainties related to the valuation").

Model Validation
In general, all the pricing models used by the Bank must undergo an internal certification process by the various structures involved. The possibility of independent certification issued by high standing financial service companies is also provided for in highly-complex cases and/or in presence of market turbulence (so-called market dislocation). The internal certification process is activated when a new financial instrument that requires an adjustment to the existing pricing methods or the development of new methods starts to be used, or when the existing methods need to be adjusted for the valuation of existing contracts. The validation of the methods involves a series of operational steps, which are adopted where necessary, including the:
– contextualisation of the problem within the current market practice and the relevant available literature;
– analysis of the financial aspects and the types of significant payoff;
– formalisation and independent derivation of the mathematical aspects;
– analysis of the numerical/implementation aspects and tests through the replication, where necessary, of the pricing libraries of the Front Office systems through an independent prototype;
– analysis of the relevant market data, verifying the presence, liquidity and frequency of update of the contributions;
– analysis of the calibration methods, in other words the model's ability to optimise its internal parameters (or meta-data) to best replicate the information provided by the quoted instruments;
– stress tests of the parameters of the model that are not observable in the market and analysis of the impact on the valuation of the complex instruments;
– market tests comparing, where possible, the prices obtained from the model with the quotes available from the counterparties.

If no problems are identified by the above analysis, the Risk Management Department validates the method, which becomes part of the Group Fair Value Policy and can be used for the official valuations. If the analysis identifies a significant "Model Risk", which, however, is within the limits of the approach's ability to correctly manage the related contracts, the Risk Management Department selects a supplementary approach to determine the appropriate adjustments to be made to the mark to market, and validates the supplemented approach.

Model Risk Monitoring
The performance of the valuation models in operation is monitored continuously to promptly identify any deviations from the market and implement the necessary assessments and measures. This monitoring is performed in various ways, including:
– repricing of contributed elementary instruments: verifying the model's ability to replicate the market prices of all the quoted instruments considered to be relevant and sufficiently liquid. For interest rate derivatives, an automatic repricing system for elementary financial instruments is used in the Bank's Front Office systems, which enables the systematic verification of any deviations between the model and the market. Where significant deviations are found, especially outside the market bid-ask quotes, the impact on the respective trading portfolios is analysed and any adjustments to be made to the corresponding valuations are quantified;
– comparison with benchmarks: the monitoring method described above is further enhanced by the extensive use of data supplied by qualified external providers (e.g. Markit), which provide consensus valuations from leading market counterparties for interest rate instruments (swaps, basis swaps, cap/floor, European and Bermuda swaptions, CMS, CMS spread options), equity instruments (options on indexes and on single stocks), credit instruments (CDS) and commodity instruments (options on commodity indexes). Such information is far richer than that normally available from standard contribution sources, for example in terms of maturities, underlying assets and strikes. Any significant gap between the model and benchmark data is quantified with respect to the average bid-ask spread supplied by the outside provider and therefore treated as in the previous case. The possibility of extending the comparison with benchmarks to other instruments or underlying assets is constantly monitored;
– comparison with market prices: verification against prices provided by counterparties via Collateral Management, indicative listed prices provided by brokers, intrinsic parameters identified from these indicative listed prices, checks of the most recent revaluation price in relation to the price of the financial instrument deriving from unwinding, sales, and new similar or comparable transactions.

Adjustments adopted to reflect model risk and other uncertainties related to the valuation
If problems are found by the Model Validation process or the Model Risk Monitoring process in the calculation of the fair value of particular financial instruments, the appropriate Mark-to-Market Adjustments to be made to the valuations are identified. These adjustments are regularly reviewed, also considering market trends, or the introduction of new liquid instruments, different calculation methodologies and, in general, methodological advances which may also lead to significant changes in selected models and their implementation.

In addition to the adjustments relating to the abovementioned factors, the Mark-to-Market Adjustment Policy also provides for other types of adjustments relating to other factors capable of influencing the valuation. These factors essentially involve:
- high and/or complex risk profile;
- position illiquidity determined by temporary or structural market conditions or in relation to the entity of exchange values held (in case of excessive concentration) and
- valuation difficulties due to the lack of liquid and observable market parameters.

For illiquid products an adjustment is made to the fair value. This adjustment is generally not very relevant for instruments for which the valuation is supplied directly by an active market (level 1). Specifically, highly liquid quoted securities are valued directly at mid price, whereas for quoted securities with low liquidity and unquoted securities the bid price is used for long positions and the ask price for short positions. Bonds that are not quoted are valued according to credit spreads that differ based on the position of the security (long or short).

Conversely, for derivatives for which fair value is determined with a valuation technique (levels 2 and 3), the adjustment may be calculated with different means according to the availability on the market of bid and ask prices and products with similar characteristics in terms of contract type, underlying asset, currency, maturity and volumes traded which may be used as benchmarks.
Where none of the indications above is available, stress tests are performed on input parameters deemed to be relevant in the model. The main factors considered to be illiquid (in addition to the inputs for the valuation of structured credit derivatives, to be discussed in further detail below) and for which the respective adjustments have been calculated, are connected to risks on Commodities, on Dividends and Variance Swaps, FOI (Consumer price index for blue and white-collar worker households) inflation and options on inflation, on specific indexes such as Rendistato, volatility of 12-month cap indexes, correlations between swap rates and "quanto" correlation (connected to pay offs and index-linking expressed in different currencies).
The management of the Mark-to-Market Adjustment process is formalised with appropriate calculation methodologies on the basis of the different configurations of the points set out above. Calculation of the adjustments depends on the dynamics of the factors indicated above and is disciplined by the Risk Management Department. The criteria for the release are subordinated to the elimination of the factors indicated above and disciplined by the Risk Management Department. Such processes are a combination of quantitative elements that are rigidly specified and qualitative elements, valued based on the different configuration over time of the risk factors which generated the adjustments. Thus, the estimates subsequent to initial recognition are always guided by the mitigation or elimination of said risks.
For new products, the decision to apply Mark-to-Market Adjustment processes is taken by the New Product Committee upon the proposal of the Risk Management Department.

A.4.1 Fair value levels 2 and 3: valuation techniques and inputs used
The sections below provide a summary of the information, by type of financial instrument (securities, derivatives, structured products, hedge funds), on the valuation models used.

I. Pricing model for non-contributed securities
The pricing of non-contributed securities (that is, securities without official listings expressed by an active market) occurs through the use of an appropriate credit spread test, which is estimated starting from contributed and liquid financial instruments with similar characteristics. The sources used to estimate the level of the credit spread are the following:
- contributed and liquid securities of the same issuer;
- credit default swaps on the same reference entity;
- contributed and liquid securities of an issuer with the same rating and belonging to the same sector.

In any case the different seniority of the security to be priced is considered relatively to the issuer's debt structure.
In the case of Italian public issuers, a rating/maturity matrix is defined on the basis of the spread levels on government issues, to which the spreads among the various rating/maturity classes with respect to public issues (regions, provinces, municipalities, government entities) are applied.
Similarly, with respect to financial liabilities designated at fair value through profit and loss, the credit spread of Intesa Sanpaolo is determined and measured based on the bonds issued by the Bank, with regular, periodic coupons, maturity beyond one year and quoted on an active market in compliance with IAS/IFRS. The implicit credit rating is determined on the basis of market quotes and subsequently adjusted through interpolation models which generate credit spread curves by type of coupon, maturity and subordination level.
Also, for bonds that are not quoted on active markets, an extra spread, estimated based on the bid/ask spread recorded on the market, is added to the "fair" credit spread component, to take account of the higher premium demanded by the market compared to similar contributed securities.
If there is also an embedded option a further adjustment is made to the spread by adding a component designed to capture the hedging costs of the structure and the illiquidity of the underlyings. This component is calculated on the basis of the type of option and its maturity.

II. Models for pricing interest rate, foreign exchange, equity, inflation and commodity derivatives
For derivatives, in consideration of their number and complexity, a systematic reference framework has been developed which represents the common elements (calculation algorithms, processing models, market data used, basic assumptions of

the model) that are used to measure all categories of derivatives.
Interest rate, foreign exchange, equity, inflation and commodity derivatives, if not traded on regulated markets, are Over The Counter (OTC) instruments, which are bilaterally exchanged with market counterparties and are measured through specific pricing models, fed by input parameters (such as yield, foreign exchange and volatility curves) observed on the market and subject to the monitoring processes illustrated above.

The table below illustrates the main models used to price OTC derivatives on the basis of the category of underlying asset.

Underlying class	Valuation models	Market data and input parameters
Interest rate	Net Present Value, Black, SABR, Libor Market Model, Hull-White at 1 and 2 factors, Mixture of Hull-White at 1 and 2 factors, Bivariate lognormal, Rendistato	Interest rate curves (deposits, FRA, Futures, OIS, swap, basis swap, Rendistato basket), cap/floor/swaption option volatility, correlation between interest rates
Foreign exchange rate	Net present Value FX, Garman-Kohlhagen, Lognormal with Uncertain Volatility (LMUV)	Interest rate curves, spot and forward FX, FX volatility
Equity	Net present Value Equity, Black-Scholes Generalised, Heston, Jump Diffusion	Interest rate curves, underlying asset spot rate, interest rate curves, expected dividends, underlying asset volatility and correlation between underlying assets, "quanto" volatility and correlations
Inflation	Bifactorial Inflation	Nominal and inflation interest rate curves, interest and inflation rate volatility, seasonality ratios of consumer price index, correlation between inflation rates
Commodity	Net present Value Commodity, Generalised Black-Scholes, Independent Forward	Interest rate curves, spot rate, forwards and futures of underlying assets, underlying asset volatility and correlation between underlying assets, "quanto" volatility and correlations

As envisaged by IFRS 13, in determining fair value, Intesa Sanpaolo also takes into account the effect of non-performance risk. This risk includes changes in the counterparty credit rating and changes in the issuer's own credit risk.
For derivatives in particular, the Bilateral Credit Value Adjustment (bCVA) model fully takes into account the effects of changes in the counterparty credit rating, as well as changes in its own credit rating. In fact, the bCVA consists of the sum of two addends, calculated by considering the possibility that both counterparties go bankrupt:
- the CVA (Credit Value Adjustment) is a negative measure that takes into account scenarios whereby the counterparty fails before the bank and the bank has a positive exposure to the counterparty. In these scenarios the bank suffers a loss equal to the cost of replacing the derivative;
- the DVA (Debt Value Adjustment) is a positive measure that takes into account scenarios whereby the bank fails before the counterparty and has a negative exposure to the counterparty. In these scenarios the Bank achieves a gain equal to the cost of replacing the derivative.

The bCVA depends on the exposure, probability of default and the Loss Given Default of the counterparties. Lastly, the bCVA must be calculated taking into account any counterparty risk mitigation agreements, particularly collateral and netting agreements for each individual counterparty. In the event of netting agreements with a specific counterparty, the bCVA is calculated with regard to the portfolio including all transactions subject to netting with that counterparty.
The measurement of creditworthiness use various sources. Specifically:
- in the case of counterparties with CDS spread quoted on the market (including Intesa Sanpaolo), calculation of the bCVA is carried out by considering the neutral probability of default towards risk (namely estimated based on the prices of bonds and not on historical figures) quoted on the market and regarding both the counterparty and the investor, measured on the basis of the listed CDS spread credit curve;
- for Large Corporate counterparties without CDS quoted on the market with significant turnover, the bCVA is calculated by considering the neutral probability of default towards risk of a counterparty associated to the counterparty of the contract (comparable approach). Creditworthiness is measured:
  - for Project Finance counterparties, using the comparable Industrial CDS spread credit curve;
  - for other counterparties, using the comparable CDS spread credit curve for the counterparty;
- for illiquid counterparties not included in the above categories, the bCVA is calculated by considering the probability of default of the counterparty and of Intesa Sanpaolo, determined by using the credit curve obtained by the default probability matrices.

On the other hand, for counterparties in default, an estimate of the counterparty risk consistent with the provisioning percentage applied to on-balance sheet exposures is carried out.
The prior Credit Risk Adjustment (CRA) calculation model is still valid for a residual number of products for which the bCVA model is still under development.

III. Model for pricing structured credit products

Regarding ABSs, if significant prices are not available, valuation techniques are used that take into account parameters that can be gathered from an active market (level 2 inputs).
In this case, the cash flows are obtained from info providers or specialised platforms; the spreads are gathered from the new issues and/or from the major investment banks, further strengthened by a qualitative analysis relative to the performance of the underlying assets presumed from periodic investor reports and aimed at highlighting structural aspects that are not (or

not fully) encompassed by the analyses described above, relating to the actual future ability to pay the expected cash flows and analyses of relative value with respect to other similar structures. The results of these analyses are subject to backtesting with actual sales prices.

With regard to debt securities and complex credit derivatives (funded and unfunded CDOs) the fair value is determined based on a quantitative model which estimates joint losses on collateral, with a simulation of the relevant cash flows which uses copula functions.
The most significant factors considered in the simulation – for each collateral – are the risk-neutral probability of default derived from market spreads, recovery rates, the correlation between the value of collaterals present in the structure and the expected residual life of the contract.
For spreads, the valuation process incorporates, as promptly as possible, all the market inputs (including synthetic indexes such as LCDX, Levx and CMBX) considered to be significant: consensus parameters calculated by multicontribution platforms and market spread estimates made available by major dealers are used.
The Market Data Reference Guide, which sets out credit spread contribution sources, was moreover integrated with specific policies for the other inputs such as correlations and recovery rates.
For specific types of collateral, such as trust preferred securities, the probability of default is estimated using the Expected Default Frequency from Moody's - KMV.
In order to incorporate high market dislocation and intense market illiquidity phenomena in valuations, a series of corrections have been prepared for valuations referred to the main input parameters; in particular:

- stress of recovery rates: expected recovery rates on the assets held as collateral in every deal have been decreased by 25% (50% for underlying REITS);
- stress of asset value correlation: inter and intra correlations have been increased by 15% or 25% depending on the type of product;
- stress of spreads: the spreads, used to determine the marginal distributions of defaults, have been increased by 10%;
- stress of expected residual lives: the latter have been increased by 1 year.

Each of these modules contributes to the definition of a sensitivity grid of the value to the single parameter; results are then aggregated assuming independence between the single elements.

The valuation framework used for the CDO Cash Flows also manages the Waterfall effects. The latter entails the correct definition of the payment priorities according to the seniority of the various tranches and the contractual clauses. In general these provide for the diversion of the capital and interest payments from the lower tranches of the Capital Structure to the higher tranches, upon the occurrence of Trigger Events, such as the failure of the Overcollateralisation and Interest Coverage tests.

After this valuation, credit analyses on underlying assets were fine-tuned to incorporate further valuation elements not included in the quantitative models. In particular, a Qualitative Credit Review is provided for and entails an accurate analysis of credit aspects referred to the specific structure of the ABS/CDO and to the collateral present. This is to identify any present or future weaknesses which emerge from the characteristics of the underlying assets, which could have been missed by rating agencies and as such not fully considered in the valuations described in the previous point. The results of this analysis are condensed in certain objective elements (such as Past Due, Weighted Average Delinquency, etc.) which are summarised in an indicator representing credit quality. On the basis of the value of this synthetic indicator, specific thresholds have been identified which correspond to a number of downgrades, so to proceed to a consistent adjustment in the valuation. Lastly, for this class of products, an additional adjustment may be applied, subject to an authorisation procedure that, above a certain warning threshold, involves both the area of the Chief Risk Officer and the Manager responsible for preparing the Company's financial reports.

With respect to credit derivatives on index tranches, off-the-run series are valued at level 3 when no reliable and verifiable quotes are available from the Risk Management Department. Fair value is determined based on the quotes of series being issued, adjusted to reflect the different underlying.

IV. Valuation of equities with relative and absolute models

Financial instruments for which fair value is determined using level 2 inputs also include equities measured based on direct transactions, that is significant transactions on the stock registered in a time frame considered to be sufficiently short with respect to measurement date and in constant market conditions, using, therefore, the "relative" valuation models based on multipliers. Multipliers are used under the comparable companies' or comparable transactions' approach. In the former case, reference is made to a sample of comparable listed companies, therefore the stock prices from which the multiples to measure the investment are deducted. In the latter case, reference is made to the trading prices of the market related to comparable companies registered in a time frame considered to be sufficiently short with respect to measurement date and in constant market conditions.

Equities to which the above "relative" models are not applied are valued using "absolute" valuation models. In particular, these models are based on flows which substantially anticipate the measurement of the stock value by estimating the cash flows it can generate over time, discounted using a rate that is in line with the risk level of the instrument, equity models or equity-income models.

V. The pricing model for hedge funds

The determination of the fair value of a hedge fund is the result of an analytical process that involves two distinct approaches applied respectively to funds managed through the use of a Management Account Fund infrastructure, which ensures full daily transparency of the assets underlying the funds, and funds not managed according to such a platform.

For funds managed in the Managed Account platform, the Net Asset Value (NAV) provided by the Fund Administrator is considered as the fund's fair value. It is not deemed necessary to apply the two prudential adjustments described below to the NAV, since:

- the adjustment for counterparty risk is not necessary because the Managed Account platform is subject to limited recourse clauses and non-petition provisions, through which each Managed Account Fund achieves contractual separation/segregation of assets and manager. Intesa Sanpaolo effectively holds 100% of the quotas of the MAF;
- the adjustment for illiquidity risk is not necessary because there is a delivery in kind clause, according to which the fund's assets may be transferred to Intesa Sanpaolo's books and liquidated, where necessary.

Moreover, a due diligence confirmed that the pricing model used by the Fund Administrator is consistent with the Intesa Sanpaolo's Fair Value Policy.
If the daily full transparency analysis were to bring to light additional elements of risk, mark-to-market adjustments would be applied in accordance with Intesa Sanpaolo's Fair Value Policy.
The platform's characteristics make it possible to perform an analysis of the financial instruments underlying the funds and to assign the fair value hierarchy level based on prevalence, in terms of percentage of NAV, of the weight of assets priced according to the various levels.

For funds not managed in the Managed Account platform, the operating NAV (Net Asset Value) provided by the Fund Administrator is used. However, this value may be prudentially adjusted by the Risk Management Department, during the valuation of inventories for accounting purposes, on the basis of an individual valuation process aimed at verifying specific idiosyncratic risks, mainly identified as follows:

- counterparty risk;
- illiquidity risk.

Specifically, the first risk driver – counterparty risk - relates to the risk that the assets of the fund are exposed to when a single service provider is entrusted with prime brokerage or custodian activities, which is a potential source of risk in the case of default. The resulting prudential adjustment to the operational NAV differs according to whether this activity is concentrated in a single name or is diversified across several service providers.
With regard to the illiquidity drivers, these relate to the risk intrinsic to the pricing of the fund assets, therefore, the prudential adjustment is applied based on the availability of prices or certain weaknesses in the pricing policies used by the fund.
The application of the foregoing prudential adjustments (counterparty risk and illiquidity risk) is subject to an authorisation procedure that, above a certain warning threshold, involves both the area of the Chief Risk Officer and the Manager responsible for preparing the Company's financial reports.

VI. Other level 2 and 3 valuation models

Loans are included among financial instruments whose fair value is determined on a recurring basis through level 2 inputs. In particular, for medium- and long-term assets and liabilities measurement is carried out by discounting future cash flows. This is based on the discount rate adjustment approach, in which the risk factors connected to the granting of loans are taken into consideration in the rate used to discount future cash flows.

As required by IFRS 13, the table below highlights, for financial assets and liabilities measured at level 3 fair value, quantitative information on the significant, unobservable inputs used in the fair value measurement.

(thousands of euro)

Financial assets/ liabilities	Valuation technique	Main non-observable input	Minimum value of range of changes	Maximum value of range of changes	Unit	Favourable changes in FV	Unfavourable changes in FV
ABS	Discounting Cash Flows	Recovery rate	-8	0	%	-	-1,022
OTC derivatives subject to FV adjustment for CVA/DVA	bCVA	Loss Given Default Rate (LGD)	0	100	%	9,102	-24,055
OTC derivatives subject to FV adjustment for CVA/DVA	bCVA	Probability of default (PD) based on counterparty's internal rating	CCC	AA	Internal Rating	100	-168
OTC Derivatives - Equity Basket Option	Black - Scholes model	Correlation between underlying equity baskets	43.90	79.65	%	226	-5
OTC Derivatives - Equity Basket Option	Black - Scholes model	Underlying volatility	28.88	60.27	%	391	-3,400

A.4.2 Valuation processes and sensitivity

For a description of the valuation processes used by Intesa Sanpaolo for instruments measured at level 3 in a recurring and non-recurring manner, see paragraphs A.4.1 and A.4.5 respectively.

As required by IFRS 13, for the financial assets and liabilities measured at level 3 fair value the following table indicates the effects of a change in one or more non-observable parameters used in the valuation techniques adopted to determine the fair value.

(thousands of Euro)

Financial assets/liabilities	Non-observable parameters	Sensitivity (thousands of euro)	Change in non-observable parameter
Held for trading and available for sale securities	Recovery rate	-127	1%
OTC Derivatives - Equity	Historical correlation between Telecom IT and Telco	65	0.1
OTC Derivatives - Equity	Historical volatility Prelios	121	1%

Moreover, the sensitivity analysis performed on level 3 structured credit products highlights a negative change in fair value, referring to complex credit derivatives, for an amount not material when the following parameters change:

– risk-neutral probability of default derived from market spreads (10%);
– recovery rate (from 5% to 25%, based on the type of risk of the underlying product);
– correlation between the value of collaterals present in the structure (from 25% to 80%, based on the type of risk of the underlying product);
– expected residual life of the contract (one-year increase over the expected term).

A.4.3. Fair value hierarchy

With regard to financial assets and liabilities measured at fair value on a recurring basis, Intesa Sanpaolo carried out level changes based on the following guidelines.

For debt securities, the transition from level 3 to level 2 occurs if the significant parameters used as inputs in the valuation technique are, as at the reference date of, observable on the market. The transition from level 3 to level 1, on the other hand, takes place when, as at the reference date, the presence of an active market has been successfully identified, as defined by IFRS 13. The transition from level 2 to level 3 occurs when, as at the reference date, some of the significant parameters in the fair value measurement are not directly observable on the market.

For OTC derivatives, valuation of the "credit risk free" component determines the choice of the initial level of the fair value hierarchy, according to the level of observability of market parameters. Calculation of the component linked to the risk of insolvency of the counterparty/issuer, with unobservable parameters, may involve reclassification to level 3. In particular, this occurs when:

– the counterparty has a non-performing credit status;
– with regard to the netting set, the ratio of the bilateral Credit Value Adjustment (bCVA) component and the total fair value is higher than a significant threshold and there is significant sensitivity to downgrading.

For equity instruments recognised among assets available for sale, change of the level occurs:

– when inputs observable on the market (e.g., prices defined based on comparable transactions on the same instrument between independent and informed counterparties) have become available during the period. In this case, Intesa Sanpaolo reclassifies from level 3 to level 2;
– when the directly or indirectly observable elements used as the basis for the valuation cease to exist, or when they are no longer up to date (e.g., comparable transactions that are no longer recent or multiples that are no longer applicable). In this case, Intesa Sanpaolo uses valuation techniques that use unobservable inputs.

A.4.4. Other information

For information regarding the highest and best use as required by IFRS 13, refer to the description at the bottom of Table A.4.5.4 with regard to non-financial assets.

Intesa Sanpaolo does not exercise the exception envisaged under paragraph 48 of IFRS 13 regarding application of the principle to financial assets and liabilities with positions offset one another with regard to market risk and counterparty risk.

Quantitative information

A.4.5. Fair value hierarchy

A.4.5.1 Assets and liabilities measured at fair value on a recurring basis: fair value by level

(millions of euro)

Assets / liabilities at fair value	31.12.2013			31.12.2012		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
1. Financial assets held for trading	5,361	11,499	542	4,182	16,885	685
2. Financial assets designated at fair value through profit or loss	-	228	106	-	378	144
3. Financial assets available for sale	37,236	712	3,171	34,210	937	835
4. Hedging derivatives	-	6,312	1	-	9,637	2
5. Property and equipment	-	-	-	-	-	-
6. Intangible assets	-	-	-	-	-	-
Total	**42,597**	**18,751**	**3,820**	**38,392**	**27,837**	**1,666**
1. Financial liabilities held for trading	132	10,935	311	595	14,390	562
2. Financial liabilities designated at fair value through profit or loss	-	-	-	-	-	-
3. Hedging derivatives	-	5,365	13	-	7,259	19
Total	**132**	**16,300**	**324**	**595**	**21,649**	**581**

Level 3 financial assets available for sale include 2,276 million euro referred to the fair value of the stake in the Bank of Italy. During 2013 no transfers occurred from level 1 to level 2, whereas from level 2 to level 1 transfers were carried out for 74 million euro relating to Financial assets held for trading (book value as at 31 December 2013) for securities for which, as at 31 December 2013, the presence of an active market has been successfully identified, as defined by IFRS 13.

A.4.5.2.Annual changes in assets measured at fair value on a recurring basis (level 3)

(millions of euro)

	Financial assets held for trading	Financial assets designated at fair value through profit or loss	Financial assets available for sale	Hedging derivatives	Property and equipment	Intangible assets
1. Initial amount	**685**	**144**	**835**	**2**	**-**	**-**
2. Increases	**371**	**1**	**4,714**	**-**	**-**	**-**
2.1 Purchases	51	-	2,329	-	-	-
2.2 Gains recognised in:	124	-	37	-	-	-
2.2.1 Income statement	*124*	-	*5*	-	-	-
- of which capital gains	*109*	-	-	-	-	-
2.2.2 Shareholders' equity	*X*	*X*	*32*	-	-	-
2.3 Transfers from other levels	181	1	64	-	-	-
2.4 Other increases	15	-	2,284	-	-	-
3. Decreases	**-514**	**-39**	**-2,378**	**-1**	**-**	**-**
3.1 Sales	-165	-	-2,115	-	-	-
3.2 Reimbursements	-71	-	-13	-	-	-
3.3 Losses recognised in:	-263	-38	-171	-1	-	-
3.3.1 Income statement	*-263*	*-38*	*-129*	*-1*	-	-
- of which capital losses	*-263*	*-38*	*-128*	*-1*	-	-
3.3.2 Shareholders' equity	*X*	*X*	*-42*	-	-	-
3.4 Transfers to other levels	-13	-	-67	-	-	-
3.5 Other decreases	-2	-1	-12	-	-	-
4. Final amount	**542**	**106**	**3,171**	**1**	**-**	**-**

Sub-caption "2.4 Other increases" of financial assets available for sale includes recognition, for 2,276 million euro, of new stakes issued by the Bank of Italy in application of Law Decree no. 133 of 30 November 2013, converted into Law no. 5 of 29 January 2014, following the amendments to the Articles of Association approved by the Shareholders' Meeting of the Bank of Italy on 23 December 2013.
"Transfers from other levels" of "Financial assets held for trading" are mainly due to derivative contracts with a positive fair value.

A.4.5.3 Annual changes in financial liabilities measured at fair value on a recurring basis (level 3)

(millions of euro)

	Financial liabilities held for trading	Financial liabilities designated at fair value through profit or loss	Hedging derivatives
1. Initial amount	**562**	**-**	**19**
2. Increases	**86**	**-**	**3**
2.1 Issues	49	-	3
2.2 Losses recognised in:	1	-	-
2.2.1 Income statement	*1*	-	-
- of which capital losses	*1*	-	-
2.2.2 Shareholders' equity	*X*	*X*	-
2.3 Trasfers from other levels	36	-	-
2.4 Other increases	-	-	-
3. Decreases	**-337**	**-**	**-9**
3.1 Reimbursements	-39	-	-
3.2 Repurchases	-	-	-
3.3 Gains recognised in:	-297	-	-9
3.3.1 Income statement	*-297*	-	*-9*
- of which capital gains	*-297*	-	*-9*
3.3.2 Shareholders' equity	*X*	*X*	-
3.4 Trasfers to other levels	-	-	-
3.5 Other decreases	-1	-	-
4. Final amount	**311**	**-**	**13**

By convention, the item "Issues" includes the initial balances of level 3 financial liabilities attributable to companies subject to business combinations undertaken during the period. "Financial liabilities held for trading" refer to derivative contracts with a negative fair value. Repurchases include the early completion of derivative contracts.
Transfers from and to other levels described in the above tables were carried out in accordance with the guidelines described in paragraph A.4.3 - Fair value hierarchy.

A.4.5.4 Assets and liabilities not measured at fair value or measured at fair value on a non-recurring basis: fair value by level

(millions of euro)

Assets/liabilities not measured at fair value or measured at fair value on a non-recurring basis	31.12.2013			
	Book value	Level 1	Level 2	Level 3
1. Investments held to maturity	300	-	230	-
2. Due from banks	83,979	83	51,262	32,594
3. Loans to customers	192,364	1,187	109,734	82,468
4. Investment property	22	-	-	79
5. Non-current assets held for sale and discontinued operations	-	-	-	-
Total	**276,665**	**1,270**	**161,226**	**115,141**
1. Due to banks	107,099	-	45,060	61,803
2. Due to customers	103,349	-	90,261	13,074
3. Securities issued				
4. Liabilities associated with non-current assets	117,487	55,578	62,901	59
Total	**327,935**	**55,578**	**198,222**	**74,936**

Financial assets and liabilities

For assets and liabilities not measured at fair value (securities held to maturity, loans and loans represented by securities, amounts due to customers and securities issued), the Bank measures fair value by calculating the present value of future cash flows at a rate that incorporates the estimate of the main risks and uncertainties associated with the financial instrument to be measured (discount rate adjustment approach).
In particular, the interest rate used to discount the future cash flows is determined by taking into account the following risk factors:

– interest rate risk, which represents the rate offered by the market for each unit of capital provided to risk-free counterparties;
– credit risk, which is the premium for having provided capital to counterparties with insolvency risk;
– the cost of liquidity connected to credit.

For fixed rate instruments, the cash flows are those envisaged by the contracts. For floating rate instruments, the future cash flows are determined based on forward rates, implicit in the zero coupon interest rate curves observed at the various fixing dates and differentiated by indexation type.
The value of the risk premium (credit spread) is determined per individual position, through acquisition of the risk class (LGD) and rating (PD). These amounts, together with the average residual financial life, constitute the guideline for acquisition of the credit spread. The spread curve is determined based on the same rules for securities issued by Intesa Sanpaolo as well.
The following assumptions were used in determining the fair values indicated in table A.4.5.4:
- for debt securities classified under held to maturity and for loans represented by securities, the same rules envisaged for the fair value measurement of other categories of securities are used;
- for securities issued, the rules used are the same as those applied to securities under assets;
- the book value is calculated as the reasonable approximation of fair value for:
  - demand financial items (assets and liabilities) or financial items with an original maturity equal to or less than 12 months which, in the table, are presented in the column corresponding to level 2 of the fair value hierarchy except for demand loans presented in the column corresponding to level 3 of the fair value hierarchy;
  - non-performing assets, which in the table are included in the column corresponding to level 3 of the fair value hierarchy;
  - financial items (assets and liabilities) to Intesa Sanpaolo Group companies. For these items the fair value level is determined using the same criteria, based on original maturity and type, as those used for relations with third parties.

Non-financial assets
Regarding investment property, for which the fair value is calculated only for the purposes of information to be provided in the Notes to the consolidated financial statements, reference is made to values determined, mainly via independent expert opinions, considering transactions at current prices in an active market for similar real estate properties, in the same location and conditions as well as subject to similar conditions in terms of rentals and other contracts.

A.5 – INFORMATION ON "DAY ONE PROFIT/LOSS"

Under IAS 39, financial instruments shall be initially recognised at fair value. The fair value of a financial instrument on initial recognition is normally the "transaction price", i.e. the fair value of the consideration given or received in relation to, respectively, financial assets and liabilities.

The fact that, upon initial recognition, the fair value of a financial instrument coincides with the transaction price is always intuitively verifiable in the case of transactions falling under level 1 of the fair value hierarchy. Also in the case of level 2, which is based on quotes that can be derived indirectly from the market (Comparable Approach), the fair value and the price often coincide upon initial recognition. Any differences between the price and the fair value are usually allocated to the so-called commercial margins. Commercial margins are taken to the income statement when the financial instrument is initially measured.

Conversely, with respect to level 3 instruments, which have more discretion in fair value measurement, no definite reference benchmark is available to compare the transaction price with. For the same reason, the calculation of any commercial margin to be taken to the income statement is also difficult. In this event, the instrument is always initially recognised at cost. Subsequent measurement shall not include the difference between cost and fair value identified upon initial recognition (Subsequent or Day-One-Profit - DOP).

This difference shall be recognised in the income statement only when it arises from changes of the factors over which market participants base their valuations when fixing prices (including the time effect). Where the instrument has a definite maturity and no model is available to monitor the changes to the factors over which prices are based, the DOP can be recognised in the income statement systematically over the life of such instrument.

When a level 3 instrument is reclassified to level 2, the residual deferred Day-One-Profits are recognised in the income statement. Similarly, in the event of "on the book" transactions falling under the Bank's investing activities, the Day-One-Profits earned on level 3 transactions (including in the above "on the book" management) are taken to the income statement when the Group entity (the investment bank) carries out transactions which substantially eliminate the risks of the level 3 instrument which generated the DOP.

The above regulation applies only to those instruments which fall in one of the classes which can be recognised at fair value through profit and loss (Fair value Option and Trading book). Indeed, only for the latter, the difference between the transaction price and the fair value would be taken to the income statement upon initial recognition.

In 2013 no significant amounts to be deferred to income statement were identified which are not attributable to risk factors or commercial margins.

Part B – Information on the Parent Company's balance sheet

ASSETS

SECTION 1 - CASH AND CASH EQUIVALENTS - CAPTION 10

1.1 Cash and cash equivalents: breakdown

(millions of euro)

	31.12.2013	31.12.2012
a) Cash	1,570	1,528
b) On demand deposits with Central Banks	2,427	1,288
TOTAL	**3,997**	**2,816**

SECTION 2 - FINANCIAL ASSETS HELD FOR TRADING - CAPTION 20

2.1 Financial assets held for trading: breakdown

(millions of euro)

	31.12.2013			31.12.2012		
	Level 1	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
A. Cash assets						
1. Debt securities	4,940	649	82	3,837	2,299	215
1.1 structured securities	*8*	-	-	-	-	*8*
1.2 other debt securities	*4,932*	*649*	*82*	*3,837*	*2,299*	*207*
2. Equities	-	-	-	-	-	-
3. Quotas of UCI	392	256	97	282	261	153
4. Loans	-	-	-	-	-	-
4.1 reverse repurchase agreements	-	-	-	-	-	-
4.2 other	-	-	-	-	-	-
Total A	**5,332**	**905**	**179**	**4,119**	**2,560**	**368**
B. Derivatives						
1. Financial derivatives	4	10,516	336	4	14,197	314
1.1 trading	*4*	*10,498*	*336*	*4*	*14,180*	*314*
1.2 fair value option	-	-	-	-	-	-
1.3 other	-	*18*	-	-	*17*	-
2. Credit derivatives	25	78	27	59	128	3
2.1 trading	*25*	*78*	*27*	*59*	*128*	*3*
2.2 fair value option	-	-	-	-	-	-
2.3 other	-	-	-	-	-	-
Total B	**29**	**10,594**	**363**	**63**	**14,325**	**317**
TOTAL (A+B)	**5,361**	**11,499**	**542**	**4,182**	**16,885**	**685**

2.2. Financial assets held for trading borrower/issuer breakdown

(millions of euro)

	31.12.2013	31.12.2012
A) CASH ASSETS		
1. Debt securities	**5,671**	**6,351**
a) Governments and Central Banks	2,374	2,951
b) Other public entities	187	117
c) Banks	2,386	2,401
d) Other issuers	724	882
2. Equities	**-**	**-**
a) Banks	-	-
b) Other issuers	-	-
- insurance companies	-	-
- financial institutions	-	-
- non-financial companies	-	-
- other	-	-
3. Quotas of UCI	**745**	**696**
4. Loans	**-**	**-**
a) Governments and Central Banks	-	-
b) Other public entities	-	-
c) Banks	-	-
d) Other counterparties	-	-
Total A	**6,416**	**7,047**
B) DERIVATIVES		
a) Banks	7,939	10,964
b) Customers	3,047	3,741
Total B	**10,986**	**14,705**
TOTAL (A+B)	**17,402**	**21,752**

Amounts referring to "Quotas of UCI" mainly regard hedge fund positions.

2.3 Cash financial assets held for trading: annual changes

(millions of euro)

	Debt Securities	Equities	Quotas of UCI	Loans	Total
A. Initial amount	**6,351**	**-**	**696**	**-**	**7,047**
B. Increases	**34,244**	**-**	**414**	**-**	**34,658**
B.1 purchases	34,177	-	334	-	34,511
of which business combinations	-	-	-	-	-
B.2 positive fair value differences	12	-	71	-	83
B.3 other changes	55	-	9	-	64
C. Decreases	**-34,924**	**-**	**-365**	**-**	**-35,289**
C.1 sales	-28,959	-	-332	-	-29,291
of which business combinations	-	-	-	-	-
C.2 reimbursements	-5,602	-	-	-	-5,602
C.3 negative fair value differences	-39	-	-5	-	-44
C.4 transfers to other portfolios	-	-	-	-	-
C.5 other changes	-324	-	-28	-	-352
D. Final amount	**5,671**	**-**	**745**	**-**	**6,416**

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SECTION 3 - FINANCIAL ASSETS DESIGNATED AT FAIR VALUE THROUGH PROFIT AND LOSS - CAPTION 30

3.1 Financial assets designated at fair value through profit and loss: breakdown

(millions of euro)

	31.12.2013			31.12.2012		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
1. Debt securities	-	228	-	-	378	-
1.1 structured securities	-	-	-	-	-	-
1.2 other debt securities	-	*228*	-	-	*378*	-
2. Equities	-	-	-	-	-	-
3. Quotas of UCI	-	-	106	-	-	144
4. Loans	-	-	-	-	-	-
4.1 structured	-	-	-	-	-	-
4.2 other	-	-	-	-	-	-
Total	**-**	**228**	**106**	**-**	**378**	**144**
Cost	**-**	**228**	**144**	**-**	**279**	**168**

Intesa Sanpaolo has only classified in this category some debt securities with embedded derivatives or debt securities subject to financial hedging and equity investments held, directly or through funds, in companies involved in the venture capital business.

3.2 Financial assets designated at fair value through profit and loss: borrower/issuer breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Debt securities	**228**	**378**
a) Governments and Central Banks	1	1
b) Other public entities	-	-
c) Banks	227	228
d) Other issuers	-	149
2. Equities	**-**	**-**
a) Banks	-	-
b) Other issuers	-	-
- *insurance companies*	-	-
- *financial institutions*	-	-
- *non-financial companies*	-	-
- *other*	-	-
3. Quotas of UCI	**106**	**144**
4. Loans	**-**	**-**
a) Governments and Central Banks	-	-
b) Other public entities	-	-
c) Banks	-	-
d) Other counterparties	-	-
TOTAL	**334**	**522**

3.3 Financial assets designated at fair value through profit and loss: annual changes

(millions of euro)

	Debt securities	Equities	Quotas of UCI	Loans	Total
A. Initial amount	**378**	**-**	**144**	**-**	**522**
B. Increases	**3**	**-**	**-**	**-**	**3**
B.1 purchases	-	-	-	-	-
of which business combinations	-	-	-	-	-
B.2 positive fair value differences	1	-	-	-	1
B.3 other changes	2	-	-	-	2
C. Decreases	**-153**	**-**	**-38**	**-**	**-191**
C.1 sales	-149	-	-	-	-149
of which business combinations	-	-	-	-	-
C.2 reimbursements	-	-	-	-	-
C.3 negative fair value differences	-1	-	-38	-	-39
C.4 other changes	-3	-	-	-	-3
D. Final amount	**228**	**-**	**106**	**-**	**334**

SECTION 4 - FINANCIAL ASSETS AVAILABLE FOR SALE - CAPTION 40

4.1 Financial assets available for sale: breakdown

(millions of euro)

	31.12.2013			31.12.2012		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
1. Debt securities	37,147	393	137	33,700	618	34
1.1 Structured securities	-	-	-	-	-	-
1.2 Other debt securities	*37,147*	*393*	*137*	*33,700*	*618*	*34*
2. Equities	79	287	2,709	502	314	497
2.1 Measured at fair value	*79*	*287*	*2,702*	*502*	*305*	*489*
2.2 Measured at cost	-	-	*7*	-	*9*	*8*
3. Quotas of UCI	10	-	319	8	-	273
4. Loans	-	32	6	-	5	31
TOTAL	**37,236**	**712**	**3,171**	**34,210**	**937**	**835**

Loans, as illustrated in Part A – Accounting policies, refer to portions of syndicated loans underwritten and destined to be subsequently sold.

Financial assets available for sale (subcaption2.1 – level 3) include the new stake issued by the Bank of Italy in application of Law Decree 133 of 30 November 2013, converted into Law 5 of 29 January 2014, and as a consequence of the amendments to the Statute approved by the Bank of Italy's general meeting on 23 December 2013 and entered into force on 31 December 2013.
The above provision of law authorised the Bank of Italy to apply several amendments to its Statute and to increase its share capital from 156,000 euro to 7,500,000,000 euro. Following the share capital increase, the central bank's capital is now represented by registered shares of 25,000 euro each.
The major changes to shareholders' rights brought about by the amendments to the Statute also deeply change the nature of the stake in the Bank of Italy compared to their characteristics before the reform.
As a result of these changes, the 91,035 shares previously held were cancelled and replaced by the same number of new shares, in accordance with the requirements of IAS 39.
The initial carrying value of the new shares corresponds to their nominal value, which was made to coincide with their fair value in compliance with the document "Updating the valuation of Bank of Italy's equity capital" published by the Bank of Italy and the Ministry of the Economy and Finance on 9 November 2013. Accordingly, the value of the stake in the Bank of Italy in the 2013 financial statements comes to 2,276 million euro.
In accordance with IAS 39, the difference between the carrying value of the cancelled shares (532 million euro) and the carrying value of the new shares (2,276 million euro), 1,744 million euro, was recognised in the income statement in Profits (Losses) on equity investments.
Since the Bank of Italy's new Statute set a maximum limit (at the level of the economic group) of 3% on stake ownership, the Intesa Sanpaolo Group, which collectively holds 42.42% of capital, is to dispose of the shares in excess of the above limit. Accordingly, the new shares have been recognised among Financial assets available for sale and no longer among Equity investments.
For further information concerning the above transaction, refer to the more thorough illustration provided in the Executive Summary in the Report on Operations of the Consolidated financial statements.

4.2 Financial assets available for sale: borrower/issuer breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Debt securities	**37,677**	**34,352**
a) Governments and Central Banks	36,965	33,418
b) Other public entities	85	116
c) Banks	85	85
d) Other issuers	542	733
2. Equities	**3,075**	**1,313**
a) Banks	2,433	235
b) Other issuers	642	1,078
- insurance companies	-	*367*
- financial institutions	*131*	*100*
- non-financial companies	*511*	*611*
- other	-	-
3. Quotas of UCI	**329**	**281**
4. Loans	**38**	**36**
a) Governments and Central Banks	-	-
b) Other public entities	-	-
c) Banks	6	5
d) Other counterparties	32	31
TOTAL	**41,119**	**35,982**

Among equities, the sub-caption Banks includes 2,276 million euro associated with the new stake issued by the Bank of Italy in application of Law Decree 133 of 30 November 2013, converted into Law 5 of 29 January 2014, and as a consequence of the amendments to the Statute approved by the Bank of Italy's general meeting on 23 December 2013.
The same caption also includes positions deriving from the conversion of loans of 17 million euro issued by non-financial companies and of 2 million euro issued by financial companies.

4.3 Financial assets available for sale: assets with specific hedges

(millions of euro)

	31.12.2013	31.12.2012
1. Financial assets with specific fair value hedges	**36,745**	**29,773**
a) Interest rate risk	36,701	29,729
b) Price risk	-	-
c) Foreign exchange risk	-	-
d) Credit risk	-	-
e) Various risks	44	44
2. Financial assets with specific cash flow hedges	**-**	**-**
a) Interest rate risk	-	-
b) Foreign exchange risk	-	-
c) Other	-	-
TOTAL	**36,745**	**29,773**

4.4 Financial assets available for sale: annual changes

(millions of euro)

	Debt securities	Equities	Quotas of UCI	Loans	Total
A. Initial amount	**34,352**	**1,313**	**281**	**36**	**35,982**
B. Increases	**39,879**	**2,867**	**95**	**10**	**42,851**
B.1 purchases	38,608	79	4	7	38,698
of which business combinations	-	-	-	-	-
B.2 positive fair value differences	594	167	20	3	784
B.3 write-backs recognised in:	1	-	-	-	1
- income statement	*1*	*X*	-	-	*1*
- shareholders' equity	-	-	-	-	-
B.4 transfers from other portfolios	-	-	-	-	-
B.5 other changes	676	2,621	71	-	3,368
C. Decreases	**-36,554**	**-1,105**	**-47**	**-8**	**-37,714**
C.1 sales	-23,634	-712	-5	-7	-24,358
of which business combinations	-	-	-	-	-
C.2 reimbursements	-11,747	-1	-	-	-11,748
C.3 negative fair value differences	-364	-38	-28	-	-430
C.4 impairment losses recognised in:	-4	-182	-7	-	-193
- income statement	*-4*	*-182*	*-7*	-	*-193*
- shareholders' equity	-	-	-	-	-
C.5 transfers to other portfolios	-	-21	-	-	-21
C.6 other changes	-805	-151	-7	-1	-964
D. Final amount	**37,677**	**3,075**	**329**	**38**	**41,119**

Sub-caption B.5 other changes - Equities, includes the recognition, for 2,276 million euro, of the new stake issued by the Bank of Italy in application of Law Decree 133 of 30 November 2013, converted into Law 5 of 29 January 2014, and as a consequence of the amendments to the Statute approved by the Bank of Italy's general meeting on 23 December 2013.

Impairment tests for financial assets available for sale

As required under IFRS, financial assets available for sale are subjected to impairment testing to assess whether there is objective evidence to consider that the carrying value of such assets is not fully recoverable.
The process of detection of any impairment involves the verification of the presence of impairment indicators and the determination of any write-down.
For further details on the criteria for impairment testing of financial assets available for sale, reference should be made to Part A - Accounting policies of the Notes to the consolidated and Parent Company's financial statements and to Part B – Information on the consolidated balance sheet – Assets of the Notes to the consolidated financial statements.

SECTION 5 - INVESTMENTS HELD TO MATURITY - CAPTION 50

5.1 Investments held to maturity: breakdown

(millions of euro)

	31.12.2013				31.12.2012			
	Book value	Fair value			Book value	Fair value		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
1. Debt securities	300	-	230	-	300	-	191	-
1.1 Structured securities	-	-	-	-	-	-	-	-
1.2 Other debt securities	*300*	-	*230*	-	*300*	-	*191*	-
2. Loans	-	-	-	-	-	-	-	-
TOTAL	**300**	**-**	**230**	**-**	**300**	**-**	**191**	**-**

5.2 Investments held to maturity: borrowers/issuers

(millions of euro)

	31.12.2013	31.12.2012
1. Debt securities	**300**	**300**
a) Governments and Central Banks	299	299
b) Other public entities	-	-
c) Banks	-	-
d) Other issuers	1	1
2. Loans	**-**	**-**
a) Governments and Central Banks	-	-
b) Other public entities	-	-
c) Banks	-	-
d) Other counterparties	-	-
TOTAL	**300**	**300**
TOTAL FAIR VALUE	**230**	**191**

5.3 Investments held to maturity with specific hedges

As at 31 December 2013, no investments held to maturity with specific hedges were recorded.

5.4 Investments held to maturity: annual changes

(millions of euro)

	Debt securities	Loans	Total
A. Initial amount	**300**	**-**	**300**
B. Increases	**1**	**-**	**1**
B.1 purchases	-	-	-
of which business combinations	-	-	-
B.2 write-backs	-	-	-
B.3 transfers from other portfolios	-	-	-
B.4 other changes	1	-	1
C. Decreases	**-1**	**-**	**-1**
C.1 sales	-	-	-
of which business combinations	-	-	-
C.2 reimbursements	-	-	-
C.3 impairment losses	-	-	-
C.4 transfers to other portfolios	-	-	-
C.5 other changes	-1	-	-1
D. Final amount	**300**	**-**	**300**

SECTION 6 – DUE FROM BANKS – CAPTION 60

6.1 Due from banks: breakdown

(millions of euro)

	31.12.2013				31.12.2012
	Book value	Fair value			Book value
		Level 1	Level 2	Level 3	
A. Due from Central Banks	**1,718**	**-**	**-**	**1,718**	**5,450**
1. Time deposits	-				-
2. Compulsory reserve	1,718				5,450
3. Repurchase agreements	-				-
4. Other	-				-
B. Due from banks	**82,261**	**83**	**51,262**	**30,876**	**90,697**
1. Loans	75,660	-	44,798	30,864	80,212
1.1 Current accounts and deposits	*6,445*				*7,041*
1.2 Time deposits	*45,910*				*52,369*
1.3 Other loans	*23,305*				*20,802*
- Reverse repurchase agreements	*10,017*				*11,542*
- Financial leases	-				-
- Other	*13,288*				*9,260*
2. Debt securities	6,601	83	6,464	12	10,485
2.1 Structured	-				-
2.2 Other	*6,601*				*10,485*
TOTAL	**83,979**	**83**	**51,262**	**32,594**	**96,147**
TOTALE Fair value 31.12.2012					**96,093**

The fair value is indicated only where required by specific instructions from the Bank of Italy.

Non-performing loans due from banks amounted to 39 million euro as at 31 December 2013 (24 million euro as at 31 December 2012).

6.2 Due from banks with specific hedges

(millions of euro)

	31.12.2013	31.12.2012
1. Due from banks with specific fair value hedges	**293**	**713**
a) Interest rate risk	260	621
b) Foreign exchange risk	-	-
c) Credit risk	-	-
d) Various risks	33	92
2. Due from banks with specific cash flow hedges	**-**	**-**
a) Interest rate risk	-	-
b) Foreign exchange risk	-	-
c) Other	-	-
TOTAL	**293**	**713**

6.3 Financial leases

Intesa Sanpaolo has no financial leases with banks.

SECTION 7 – LOANS TO CUSTOMERS – CAPTION 70

7.1 Loans to customers: breakdown

(millions of euro)

	31.12.2013						31.12.2012		
	Book value			Fair value			Book value		
	Performing	Non-performing					Performing	Non-performing	
		purchased	other	Level 1	Level 2	Level 3		purchased	other
Loans	**168,035**	**629**	**9,956**	**-**	**101,102**	**80,913**	**191,792**	**771**	**9,315**
1. Current accounts	13,149	18	1,733				15,210	13	1,508
2. Reverse repurchase agreements	5,811	-	-				9,770	-	-
3. Mortgages	89,748	611	6,093				102,250	723	5,312
4. Credit card loans, personal loans and transfer of one fifth of salaries	1,185	-	21				1,297	-	25
5. Finance leases	-	-	-				-	-	-
6. Factoring	-	-	-				-	-	-
7. Other loans	58,142	-	2,109				63,265	35	2,470
Debt securities	**13,569**	**-**	**175**	**1,187**	**8,632**	**1,555**	**15,371**	**-**	**157**
8. Structured securities	-	-	*173*				-	-	*155*
9. Other debt securities	*13,569*	-	*2*				*15,371*	-	*2*
TOTAL	**181,604**	**629**	**10,131**	**1,187**	**109,734**	**82,468**	**207,163**	**771**	**9,472**
TOTALE Fair value 31.12.2012	**-**	**-**	**-**	**-**	**-**	**-**	**205,399**	**771**	**9,472**

The fair value is indicated only where required by specific instructions from the Bank of Italy.

Loans to customers include loans disbursed on public funds under administration for which the Bank holds the risk in the amount of 5 million euro.

7.2 Loans to customers: borrower/issuer breakdown

(millions of euro)

	31.12.2013			31.12.2012		
	Performing	Non-performing		Performing	Non-performing	
		purchased	other		purchased	other
1. Debt securities	**13,569**	**-**	**175**	**15,371**	**-**	**157**
a) Governments	2,371	-	-	2,822	-	-
b) Other public entities	5,257	-	2	5,747	-	2
c) Other issuers	5,941	-	173	6,802	-	155
- non-financial companies	*1,292*	-	*173*	*1,731*	-	*155*
- financial institutions	*4,649*	-	-	*5,071*	-	-
- insurance companies	-	-	-	-	-	-
- other	-	-	-	-	-	-
2. Loans	**168,035**	**629**	**9,956**	**191,792**	**771**	**9,315**
a) Governments	7,486	-	1	9,621	-	6
b) Other public entities	8,880	-	229	10,253	-	178
c) Other counterparties	151,669	629	9,726	171,918	771	9,131
- non-financial companies	*62,762*	*624*	*7,871*	*76,276*	*765*	*7,408*
- financial institutions	*55,189*	*1*	*348*	*60,515*	*1*	*272*
- insurance companies	*958*	-	-	*992*	-	-
- other	*32,760*	*4*	*1,507*	*34,135*	*5*	*1,451*
TOTAL	**181,604**	**629**	**10,131**	**207,163**	**771**	**9,472**

7.3 Loans to customers with specific hedges

(millions of euro)

	31.12.2013	31.12.2012
1. Loans to customers with specific fair value hedges	**20,777**	**22,032**
a) Interest rate risk	20,329	21,545
b) Foreign exchange risk	-	-
c) Credit risk	-	-
d) Various risks	448	487
2. Loans to customers with specific cash flow hedges	**-**	**-**
a) Interest rate risk	-	-
b) Foreign exchange risk	-	-
c) Other	-	-
TOTAL	**20,777**	**22,032**

As illustrated in Part A – Accounting policies and Part E – Information on risks and relative hedging policies, loans to customers are also hedged via cash flow hedges of floating rate funding represented by securities, to the extent to which this is used to finance fixed rate loans, or via specific fair value hedges.

7.4 Financial leases

Intesa Sanpaolo has no financial leases with customers.

SECTION 8 - HEDGING DERIVATIVES – CAPTION 80

Concerning the objectives and the strategies underlying hedging transactions see the information provided in Part E – Information on risks and relative hedging policies, Section 2 – Market risks.
Only derivatives traded on regulated markets are considered quoted derivatives.

8.1 Hedging derivatives: breakdown by type of hedge and level

(millions of euro)

	Fair value 31.12.2013			Notional value 31.12.2013	Fair value 31.12.2012			Notional value 31.12.2012
	Level 1	Level 2	Level 3		Level 1	Level 2	Level 3	
A) Financial derivatives	**-**	**6,312**	**1**	**113,817**	**-**	**9,637**	**2**	**136,857**
1) fair value	-	6,312	1	113,817	-	9,637	2	136,838
2) cash flows	-	-	-	-	-	-	-	19
3) foreign investments	-	-	-	-	-	-	-	-
B) Credit derivatives	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
1) fair value	-	-	-	-	-	-	-	-
2) cash flows	-	-	-	-	-	-	-	-
Total	**-**	**6,312**	**1**	**113,817**	**-**	**9,637**	**2**	**136,857**

8.2 Hedging derivatives: breakdown by hedged portfolio and type of hedge

(millions of euro)

Operations/Type of hedge	Fair value						Cash flows		Foreign investments
	Specific					Generic	Specific	Generic	
	interest rate risk	foreign exchange risk	credit risk	price risk	various risks				
1. Financial assets available for sale	10	-	-	-	-	X	-	X	X
2. Loans	153	-	-	X	-	X	-	X	X
3. Investments held to maturity	X	-	-	X	-	X	-	X	X
4. Portfolio	X	X	X	X	X	-	X	-	X
5. Other transactions	-	-	-	-	-	X	-	X	-
Total assets	**163**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
1. Financial liabilities	5,206	-	-	X	210	X	-	X	X
2. Portfolio	X	X	X	X	X	734	X	-	X
Total liabilities	**5,206**	**-**	**-**	**-**	**210**	**734**	**-**	**-**	**-**
1. Forecast transactions	X	X	X	X	X	X	-	X	X
2. Financial assets and liabilities portfolio	X	X	X	X	X	-	X	-	-

The table indicates positive fair values of hedging derivatives, broken down in relation to asset or liability hedged and type of hedge.
These mainly refer to specific fair value hedges of loans disbursed and liabilities issued, as well as generic fair value hedges of core deposits.

SECTION 9 – FAIR VALUE CHANGE OF FINANCIAL ASSETS IN HEDGED PORTFOLIOS – CAPTION 90

9.1 Fair value change of financial assets in hedged portfolios: breakdown by hedged portfolios

(millions of euro)

	31.12.2013	31.12.2012
1. Positive fair value change	**67**	**71**
1.1. of specific portfolios	67	71
a) loans	*67*	*71*
b) assets available for sale	-	-
1.2. overall	-	-
2. Negative fair value change	**-**	**-**
2.1. of specific portfolios	-	-
a) loans	-	-
b) assets available for sale	-	-
2.2. overall	-	-
TOTAL	**67**	**71**

9.2 Assets hedged by macrohedging of interest rate risk

(millions of euro)

Hedged assets	31.12.2013	31.12.2012
1. Loans	911	11,709
2. Assets available for sale	-	-
3. Portfolio	-	-
TOTAL	**911**	**11,709**

SECTION 10 – EQUITY INVESTMENTS – CAPTION 100

10.1 Equity investments in subsidiaries, companies subject to joint control or significant influence: information on equity stakes

	Registered office	% held	Votes available %
A. WHOLLY-OWNED SUBSIDIARIES			
1. 08 GENNAIO S.r.l.	Milano	100.00	100.00
2. AGRICOLA INVESTIMENTI S.r.l. in liquidation	Milano	100.00	100.00
3. BANCA DELL'ADRIATICO S.p.A.	Ascoli Piceno	100.00	100.00
4. BANCA DI CREDITO SARDO S.p.A.	Cagliari	100.00	100.00
5. BANCA DI TRENTO E BOLZANO S.p.A.	Trento	88.21	88.21
6. BANCA FIDEURAM S.p.A.	Roma	100.00	100.00
7. BANCA IMI S.p.A.	Milano	100.00	100.00
8. BANCA INTESA A.D. - BEOGRAD	Novi Beograd	15.21	15.21
9. BANCA INTESA ZAO	Moscow	46.98	46.98
10. BANCA MONTE PARMA S.P.A.	Parma	78.62	78.62
11. BANCA PROSSIMA S.p.A.	Milano	71.67	71.67
12. BANCO DI NAPOLI S.p.A.	Napoli	100.00	100.00
13. BANK OF ALEXANDRIA S.A.E. (a)	Cairo	80.00	70.25
14. BANKA KOPER D.D.	Koper	97.64	97.64
15. CASSA DEI RISPARMI DI FORLI' E DELLA ROMAGNA S.p.A. - CARIROMAGNA	Forlì	82.30	82.30
16. CASSA DI RISPARMIO DEL FRIULI VENEZIA GIULIA S.p.A. - CariFVG	Gorizia	100.00	100.00
17. CASSA DI RISPARMIO DEL VENETO S.p.A.	Padova	100.00	100.00
18. CASSA DI RISPARMIO DI FIRENZE S.p.A.	Firenze	89.74	89.74
19. CASSA DI RISPARMIO DI PISTOIA E DELLA LUCCHESIA S.p.A.	Pistoia	8.11	8.11
20. CASSA DI RISPARMIO DI VENEZIA S.p.A.	Venezia	100.00	100.00
21. CASSA DI RISPARMIO IN BOLOGNA S.p.A.	Bologna	100.00	100.00
22. CASSE DI RISPARMIO DELL'UMBRIA S.p.A.	Terni	10.85	10.85
23. CENTRO LEASING	Firenze	88.44	88.44
24. CIB BANK LTD.	Budapest	32.31	32.31
25.CONSORZIO STUDI E RICERCHE FISCALI - GRUPPO INTESA SANPAOLO	Roma	60.00	60.00
26. CORMANO S.r.l.	Olgiate Olona	70.82	70.82
27. EQUITER S.p.A.	Torino	100.00	100.00
28. EURIZON CAPITAL SGR S.p.A.	Milano	100.00	100.00
29. FIDEURAM VITA S.p.A.	Roma	80.01	80.01
30. IMI INVESTIMENTI S.p.A.	Bologna	100.00	100.00
31. IMMIT - IMMOBILI ITALIANI S.R.L.	Torino	100.00	100.00
32. IN.FRA - INVESTIRE NELLE INFRASTRUTTURE S.p.A.	Milano	100.00	100.00
33. INFOGROUP S.c.p.A.	Firenze	31.07	31.07
34. INTESA FUNDING LLC	Wilmington	100.00	100.00
35. INTESA SANPAOLO BANK ALBANIA SH.A. (b)	Tirana	98.61	100.00
36. INTESA SANPAOLO BANK IRELAND PLC	Dublin	100.00	100.00
37. INTESA SANPAOLO BRASIL CONSULTORIA LTDA	San Paolo	99.98	99.98
38. INTESA SANPAOLO EURODESK S.p.r.l.	Brussels	100.00	100.00
39. INTESA SANPAOLO FORMAZIONE Società Consortile per Azioni	Napoli	57.39	57.39
40. INTESA SANPAOLO GROUP SERVICES S.c.p.A.	Torino	99.88	99.88
41. INTESA SANPAOLO HOLDING INTERNATIONAL S.A.	Luxembourg	100.00	100.00
42. INTESA SANPAOLO PERSONAL FINANCE S.p.A.	Bologna	100.00	100.00
43. INTESA SANPAOLO PREVIDENZA - SOCIETA' D'INTERMEDIAZIONE MOBILIARE S.p.A.	Milano	100.00	100.00
44. INTESA SANPAOLO PRIVATE BANKING S.p.A.	Milano	100.00	100.00
45. INTESA SANPAOLO PROVIS S.r.l.	Roma	100.00	100.00
46. INTESA SANPAOLO REAL ESTATE ROMANIA S.A.	Arad	100.00	100.00
47. INTESA SANPAOLO ROMANIA S.A. COMMERCIAL BANK	Arad	91.47	91.47

	Registered office	% held	Votes available %
48. INTESA SANPAOLO SEC S.A.	Luxembourg	100.00	100.00
49. INTESA SANPAOLO SERVICOS E EMPREENDIMENTOS Ltda	San Paolo	99.82	99.82
50. INTESA SANPAOLO TRUST COMPANY FIDUCIARIA S.p.A.	Milano	100.00	100.00
51. INTESA SANPAOLO VITA S.p.A.	Torino	99.99	99.99
52. INTESA SEC. 3 S.r.l.	Milano	60.00	60.00
53. INTESA SEC. NPL S.p.A.	Milano	60.00	60.00
54. INTESA SEC. S.p.A.	Milano	60.00	60.00
55. INVERSIONES MOBILIARIAS S.A. "IMSA"	Lima	99.40	99.40
56. ISP CB IPOTECARIO S.r.l.	Milano	60.00	60.00
57. ISP CB PUBBLICO S.r.l.	Milano	60.00	60.00
58. ISP OBG S.r.l.	Milano	60.00	60.00
59. LEASINT S.p.A.	Milano	100.00	100.00
60. LIMA SUDAMERIS HOLDING S.A. in liquidation	Lima	52.87	52.87
61. MEDIOCREDITO ITALIANO S.p.A.	Milano	100.00	100.00
62. MEDIOFACTORING S.p.A.	Milano	97.23	97.23
63. NEOS FINANCE S.p.A.	Bologna	100.00	100.00
64. OOO INTESA REALTY RUSSIA	Moscow	100.00	100.00
65. OTTOBRE 2008 S.r.l.	Milano	100.00	100.00
66. PRAVEX BANK Public Joint-Stock Company Commercial Bank	Kiev	100.00	100.00
67. PRIVATE EQUITY INTERNATIONAL S.A.	Luxembourg	90.90	90.90
68. SETEFI - SERVIZI TELEMATICI FINANZIARI PER IL TERZIARIO S.p.A.	Milano	100.00	100.00
69. SHANGHAI SINO-ITALY BUSINESS ADVISORY COMPANY LIMITED	Shanghai	65.00	65.00
70. SOCIETA' ITALIANA DI REVISIONE E FIDUCIARIA S.I.RE.F. S.p.A.	Milano	100.00	100.00
71. STUDI E RICERCHE PER IL MEZZOGIORNO (c)	Napoli	33.33	33.33
B. COMPANIES SUBJECT TO JOINT CONTROL			
1. ALLFUNDS BANK S.A.	Alconbendas	50.00	50.00
2. AUGUSTO S.r.l.	Milano	5.00	5.00
3. COLOMBO S.r.l.	Milano	5.00	5.00
4. DIOCLEZIANO S.r.l.	Milano	5.00	5.00
5. LEONARDO TECHNOLOGY S.p.A.	Milano	25.00	25.00
6. MANUCOR S.p.A.	Milano	72.75	45.50
7. TANGENZIALE ESTERNA S.p.A.	Milano	2.58	2.58
8. TANGENZIALI ESTERNE DI MILANO S.p.A.	Milano	17.53	17.53
C. COMPANIES SUBJECT TO SIGNIFICANT INFLUENCE (*)			
1. AL.FA. - UN'ALTRA FAMIGLIA DOPO DI NOI IMPRESA SOCIALE in voluntary liquidation S.r.l.	Milano	42.86	42.86
2. ALITALIA - COMPAGNIA AEREA ITALIANA S.p.A.	Fiumicino	20.59	20.59
3. AUTOSTRADA PEDEMONTANA LOMBARDA S.p.A.	Assago	4.50	4.50
4. AUTOSTRADE LOMBARDE S.p.A.	Brescia	42.51	42.51
5. BANCA IMPRESA LAZIO S.p.A.	Roma	12.00	12.00
6. BANK OF QINGDAO CO. Ltd.	Qingdao	20.00	20.00
7. CARGOITALIA S.p.A. in liquidation	Milano	33.33	33.33
8. CASSA DI RISPARMIO DI FERMO S.p.A.	Fermo	33.33	33.33
9. CLASS DIGITAL SERVICE S.r.l.	Milano	31.25	31.25
10. CONSORZIO BANCARIO SIR S.p.A in liquidation	Roma	32.86	32.86
11. EUROMILANO S.p.A.	Milano	39.45	39.45
12. EUROPROGETTI E FINANZA in liquidation S.p.A.	Roma	15.97	15.97
13. FENICE S.r.l.	Milano	11.64	11.64
14. GCL HOLDINGS L.P. S.à.r.l.	Luxembourg	21.95	21.95
15. IMPIANTI S.r.l. in liquidation	Milano	26.27	26.27
16. ITALCONSULT S.p.A.	Roma	40.00	40.00
17. ITALFONDIARIO S.p.A.	Roma	11.25	11.25
18. LAURO SESSANTUNO S.p.A.	Milano	18.85	18.85
19. MATER-BI S.p.A.	Milano	34.48	34.48

	Registered office	% held	Votes available %
20. NH HOTELES S.A.	Madrid	1.88	1.88
21. NH ITALIA S.r.l.	Milano	44.50	44.50
22. PIETRA S.r.l.	Milano	22.22	22.22
23. PIRELLI & C. S.p.A.	Milano	1.58	1.62
24. PORTOCITTA' S.p.A.	Trieste	12.50	12.50
25. PRELIOS SGR S.p.A.	Milano	10.00	10.00
26. R.C.N. FINANZIARIA S.p.A.	Mantova	23.96	23.96
27. RISANAMENTO S.p.A.	Milano	35.97	35.97
28. SMIA S.p.A.	Roma	38.33	38.33
29. SOCIETA' DI PROGETTO AUTOSTRADA DIRETTA BRESCIA MILANO S.p.A.	Brescia	0.05	0.05
30. SOLAR EXPRESS S.r.l.	Firenze	40.00	40.00
31. TELCO S.p.A.	Milano	7.34	11.62
32. TERMOMECCANICA S.p.A.	La Spezia	35.05	35.05
33. VARESE INVESTIMENTI S.p.A.	Varese	40.00	40.00

[a] In March 2009, 9.75% of the share capital of Bank of Alexandria (BOA) was sold to International Finance Corporation (IFC) with the concurrent signing by the parties of a Put&Call Agreement covering the portion sold by Intesa Sanpaolo. It should be noted that, based on the contractual clauses underlying the transaction and failing to meet IFRS derecognition criteria, the percentage of equity investment includes the portion sold, while voting rights were transferred to the buyer.

[b] In relation to the investment in Intesa Sanpaolo Bank Albania SH.A. there are Potential Voting Rights on 1.39% of the capital due to the share of former Banca Italo Albanese (merged into Intesa Sanpaolo Bank Albania) sold to Società Italiana per le Imprese all'Estero (Simest) in July 2006.

[c] Company included among significant equity investments as, in total, the Group holds a controlling share.

(*) Intesa Sanpaolo holds 5% of the capital of Adriano Finance S.r.l., Adriano Finance 2 S.r.l. and Adriano Lease Sec. S.r.l., vehicles used for Group securitisations.

The illustration of the motivations which determine that a company is subject to joint control or significant influence is contained in Part A – Accounting policies, to which reference should be made.

10.2 Equity investments in subsidiaries, companies subject to joint control or significant influence: financial highlights

(millions of euro)

	Total assets	Revenues	Net income (loss)	Shareholders' equity	Book value	Fair value Lev. 1
A. WHOLLY-OWNED SUBSIDIARIES					**28,008**	
1. 08 GENNAIO S.r.l.	-	-	-	-	-	
2. AGRICOLA INVESTIMENTI S.r.l. in liquidation	-	-	-	-	-	
3. BANCA DELL'ADRIATICO S.p.A.	6,879	639	-81	387	548	
4. BANCA DI CREDITO SARDO S.p.A.	4,801	405	-85	443	377	
5. BANCA DI TRENTO E BOLZANO S.p.A.	2,473	159	-18	148	136	
6. BANCA FIDEURAM S.p.A.	12,476	1,732	167	1,378	2,477	
7. BANCA IMI S.p.A.	139,086	88,202	339	3,337	2,713	
8. BANCA INTESA A.D. - BEOGRAD	3,720	1,323	76	859	137	
9. BANCA INTESA ZAO	1,480	257	4	312	85	
10. BANCA MONTE PARMA S.p.A.	2,302	154	-39	189	163	
11. BANCA PROSSIMA S.p.A.	1,754	67	3	131	95	
12. BANCO DI NAPOLI S.p.A.	26,613	2,574	-673	1,626	1,774	
13. BANK OF ALEXANDRIA S.A.E.	4,304	594	70	482	407	
14. BANKA KOPER D.D.	2,282	221	-10	267	253	
15. CASSA DEI RISPARMI DI FORLI' E DELLA ROMAGNA S.p.A. - CARIROMAGNA	4,657	382	-31	311	255	
16. CASSA DI RISPARMIO DEL FRIULI VENEZIA GIULIA S.p.A. - CariFVG	3,975	384	-5	302	291	
17. CASSA DI RISPARMIO DEL VENETO S.p.A.	16,454	1,420	-89	1,393	1,376	
18. CASSA DI RISPARMIO DI FIRENZE S.p.A.	13,263	1,252	-324	1,647	1,462	
19. CASSA DI RISPARMIO DI PISTOIA E DELLA LUCCHESIA S.p.A.	2,871	254	-37	307	27	
20. CASSA DI RISPARMIO DI VENEZIA S.p.A.	4,473	433	6	443	469	
21. CASSA DI RISPARMIO IN BOLOGNA S.p.A.	9,857	1,358	211	1,173	967	
22. CASSE DI RISPARMIO DELL'UMBRIA S.p.A.	3,220	284	-	389	43	
23. CENTRO LEASING	3,093	245	-111	-15	-	
24. CIB BANK LTD.	6,444	995	-459	587	189	
25.CONSORZIO STUDI E RICERCHE FISCALI - GRUPPO INTESA SANPAOLO	-	-	-	-	-	
26. CORMANO S.r.l.	-	-	-	-	-	
27. EQUITER S.p.A.	320	13	-6	314	336	
28. EURIZON CAPITAL SGR S.p.A.	955	1,032	162	617	1,683	
29. FIDEURAM VITA S.p.A.	20,010	1,813	25	539	309	
30. IMI INVESTIMENTI S.p.A.	886	39	-55	881	883	
31. IMMIT - IMMOBILI ITALIANI S.R.L.	2	1	1	2	5	
32. IN.FRA - INVESTIRE NELLE INFRASTRUTTURE S.p.A.	199	1	-	177	158	
33. INFOGROUP S.c.p.A.	54	72	-	23	4	
34. INTESA FUNDING LLC	300	1	-	-	-	
35. INTESA SANPAOLO BANK ALBANIA SH.A.	991	77	7	128	118	
36. INTESA SANPAOLO BANK IRELAND PLC	13,451	688	53	1,181	921	
37. INTESA SANPAOLO BRASIL CONSULTORIA LTDA	3	-	-	3	4	
38. INTESA SANPAOLO EURODESK S.p.r.l.	-	-	-	-	-	
39. INTESA SANPAOLO FORMAZIONE Società Consortile per Azioni	-	-	-	-	-	
40. INTESA SANPAOLO GROUP SERVICES S.c.p.A.	1,425	1,633	-7	458	493	
41. INTESA SANPAOLO HOLDING INTERNATIONAL S.A.	9,906	315	-389	2,681	2,565	
42. INTESA SANPAOLO PERSONAL FINANCE S.p.A.	8,472	1,248	30	273	263	
43. INTESA SANPAOLO PREVIDENZA - SOCIETA' D'INTERMEDIAZIONE MOBILIARE S.p.A.	35	23	4	26	19	
44. INTESA SANPAOLO PRIVATE BANKING S.p.A.	12,959	787	200	480	258	
45. INTESA SANPAOLO PROVIS S.r.l.	88	9	-3	27	6	
46. INTESA SANPAOLO REAL ESTATE ROMANIA S.A.	-	-	-	-	-	
47. INTESA SANPAOLO ROMANIA S.A. COMMERCIAL BANK	1,139	172	-37	163	149	
48. INTESA SANPAOLO SEC S.A.	-	-	-	-	-	
49. INTESA SANPAOLO SERVICOS E EMPREENDIMENTOS Ltda	-	-	-	-	-	
50. INTESA SANPAOLO TRUST COMPANY FIDUCIARIA S.p.A.	4	1	-	4	5	
51. INTESA SANPAOLO VITA S.p.A.	68,673	8,638	317	4,152	3,590	
52. INTESA SEC. 3 S.r.l.	-	-	-	-	-	
53. INTESA SEC. NPL S.p.A.	1	-	-	1	-	
54. INTESA SEC. S.p.A.	-	-	-	-	-	
55. INVERSIONES MOBILIARIAS S.A. "IMSA"	10	1	-	10	-	
56. ISP CB IPOTECARIO S.r.l.	-	-	-	-	-	
57. ISP CB PUBBLICO S.r.l.	-	-	-	-	-	

(millions of euro)

	Total assets	Revenues	Net income (loss)	Shareholders' equity	Book value	Fair value Lev. 1
58. ISP OBG S.r.l.	-	-	-	-	-	
59. LEASINT S.p.A.	18,265	737	-277	582	567	
60. LIMA SUDAMERIS HOLDING S.A. in liquidation	10	1	1	10	-	
61. MEDIOCREDITO ITALIANO S.p.A.	14,472	575	-70	693	746	
62. MEDIOFACTORING S.p.A.	12,054	370	113	601	370	
63. NEOS FINANCE S.p.A.	338	153	-27	57	55	
64. OOO INTESA REALTY RUSSIA	-	-	-	-	-	
65. OTTOBRE 2008 S.r.l.	-	-	-	-	4	
66. PRAVEX BANK Public Joint-Stock Company Commercial Bank	411	104	-31	112	74	
67. PRIVATE EQUITY INTERNATIONAL S.A.	636	6	-38	226	146	
68. SETEFI - SERVIZI TELEMATICI FINANZIARI PER IL TERZIARIO S.p.A.	296	492	136	153	25	
69. SHANGHAI SINO-ITALY BUSINESS ADVISORY COMPANY LIMITED	-	-	-	-	-	
70. SOCIETA' ITALIANA DI REVISIONE E FIDUCIARIA S.I.RE.F. S.p.A.	21	9	1	18	8	
71. STUDI E RICERCHE PER IL MEZZOGIORNO (c)	-	-	-	-	-	
B. COMPANIES SUBJECT TO JOINT CONTROL (*)					**95**	
1. ALLFUNDS BANK S.A.	465	385	35	184	72	
2. AUGUSTO S.r.l.	-	-	-	-	-	
3. COLOMBO S.r.l.	-	-	-	-	-	
4. DIOCLEZIANO S.r.l.	-	-	-	-	-	
5. LEONARDO TECHNOLOGY S.p.A.	246	53	-1	14	2	
6. MANUCOR S.p.A.	107	127	-1	1	-	
7. TANGENZIALE ESTERNA S.p.A.	234	-	-	234	6	
8. TANGENZIALI ESTERNE DI MILANO S.p.A.	88	-	-	88	15	
C. COMPANIES SUBJECT TO SIGNIFICANT INFLUENCE (*)					**989**	
1. AL.FA. - UN'ALTRA FAMIGLIA DOPO DI NOI - IMPRESA SOCIALE in voluntary liquidation S.r.l.	-	-	-	-	-	
2. ALITALIA - COMPAGNIA AEREA ITALIANA S.p.A.	2,816	1,671	-129	179	35	
3. AUTOSTRADA PEDEMONTANA LOMBARDA S.p.A.	617	9	-3	251	12	
4. AUTOSTRADE LOMBARDE S.p.A.	497	5	3	473	206	
5. BANCA IMPRESA LAZIO S.p.A.	58	1	-1	6	-	
6. BANK OF QINGDAO CO. Ltd.	16,432	811	140	983	163	
7. CARGOITALIA S.p.A. in liquidation	65	53	-	9	-	
8. CASSA DI RISPARMIO DI FERMO S.p.A.	1,699	65	6	156	48	
9. CLASS DIGITAL SERVICE S.r.l.	28	-	-	6	5	
10. CONSORZIO BANCARIO SIR S.p.A in liquidation	-	-	-	-4	-	
11. EUROMILANO S.p.A.	391	11	-7	22	8	
12. EUROPROGETTI E FINANZA in liquidation S.p.A.	7	1	-	-12	-	
13. FENICE S.r.l.	70	-	-	70	8	
14. GCL HOLDINGS L.P. S.à.r.l.	843	239	-16	155	55	
15. IMPIANTI S.r.l. in liquidation	-	-	-	-2	-	
16. ITALCONSULT S.p.A.	35	-	-	25	12	
17. ITALFONDIARIO S.p.A.	62	22	-1	34	3	
18. LAURO SESSANTUNO S.p.A.	610	-	-	610	115	
19. MATER-BI S.p.A.	180	140	-6	48	11	
20. NH HOTELES S.A.	2,825	961	-10	1,065	25	25
21. NH ITALIA S.r.l.	701	196	-4	273	153	
22. PIETRA S.r.l.	29	-	-	24	5	
23. PIRELLI & C. S.p.A.	7,357	4,650	262	2,334	35	97
24. PORTOCITTA' S.p.A.	3	-	-3	1	-	
25. PRELIOS SGR S.p.A.	38	25	3	25	19	
26. R.C.N. FINANZIARIA S.p.A.	-	-	-	-	-	
27. RISANAMENTO S.p.A.	-	-	-	-	46	63
28. SMIA S.p.A.	39	3	-	29	13	
29. SOCIETA' DI PROGETTO AUTOSTRADA DIRETTA BRESCIA MILANO S.p.A.	1,040	41	-4	312	-	
30. SOLAR EXPRESS S.r.l.	5	2	-	5	2	
31. TELCO S.p.A.	3,293	39	-204	877	-	
32. TERMOMECCANICA S.p.A.	308	204	6	101	8	
33. VARESE INVESTIMENTI S.p.A.	4	-	-	4	2	
TOTAL					**29,092**	

(*) The figures indicated refer to financial statements being approved.

According to the Bank of Italy's instructions, the fair value of equity investments is indicated only for listed companies subject to significant influence.

The difference between the value entered in the Bank's balance sheet of the significant equity investments and the lower value of the corresponding portion of shareholders' equity disclosed in the latest financial statements published by the subsidiaries is usually due to goodwill and the higher market value of the assets owned by the subsidiaries.

10.3 Equity investments: annual changes

(millions of euro)

	31.12.2013	31.12.2012
A. Initial amount	**32,809**	**39,631**
B. Increases	**1,369**	**2,140**
B.1 purchases	662	996
of which business combinations	*-*	*112*
B.2 write-backs	-	1
B.3 revaluations	7	-
B.4 other changes	700	1,143
C. Decreases	**-5,086**	**-8,962**
C.1 sales	-4	-
C.2 impairment losses	-3,634	-576
C.3 other changes	-1,448	-8,386
D. Final amount	**29,092**	**32,809**
E. Total revaluations	**43**	**391**
F. Total impairment losses	**-14,011**	**-10,708**

Subcaption B.1 "Purchases" primarily includes the following transactions:
- subscription to a share capital increase of CIB Bank Ltd. for 252 million euro;
- subscription to a share capital increase of Lauro Sessantuno S.p.A. for 115 million euro;
- purchase of 38,728,158 shares of Centro Leasing S.p.A., corresponding to 88.44% of share capital, at a price of 75 million euro;
- subscription to a share capital increase of Alitalia – Compagnia Aerea Italiana S.p.A., for a total of 71 million euro;
- subscription to a share capital increase of Pravex Bank Public Joint-Stock Company Commercial Bank for 71 million euro;
- subscription to a share capital increase of Rizzoli Corriere della Sera Mediagroup S.p.A., for 20 million euro;
- purchase of 1,968,654 shares of In.Fra – Investire nelle Infrastrutture S.p.A. for 19 million euro, following the exercise of the put option by Invester S.p.A.;
- subscription to a share capital increase of Prelios S.p.A. for 9 million euro;
- subscription to a share capital increase of Fenice S.r.l. for 8 million euro.

Subcaption B.4 "Other changes" essentially refers to the following transactions:
- the merger by incorporation of Banca dell'Adriatico into Cassa di Risparmio di Ascoli Piceno S.p.A., subsequently renamed Banca dell'Adriatico S.p.A., for 344 million euro;
- payment for a future capital increase of 120 million euro to CIB Bank Ltd.;
- the merger by incorporation of Centro Factoring S.p.A. into Mediofactoring S.p.A. for 81 million euro;
- the spin-off of a business line from Neos Finance S.p.A. to Intesa Sanpaolo Personal Finance S.p.A. (formerly Moneta S.p.A.) for 73 million euro;
- payment for a future capital increase amounting to 32 million euro in favour of Autostrade Lombarde S.p.A.;
- payment of 13 million euro to In.Fra – Investire nelle Infrastrutture S.p.A. for a future capital increase.
- payment for a future capital increase amounting to 7 million euro in favour of Ottobre 2008 S.r.l.

Subcaption C.3 "Other changes" essentially includes the following transactions:
- the de-recognition, for 532 million euro, of the old stake issued by the Bank of Italy in application of Law Decree 133 of 30 November 2013, converted into Law 5 of 29 January 2014, and as a consequence of the amendments to the Statute approved by the Bank of Italy's general meeting on 23 December 2013;
- the merger by incorporation of Banca dell'Adriatico into Cassa di Risparmio di Ascoli Piceno S.p.A., subsequently renamed Banca dell'Adriatico S.p.A., for 344 million euro;
- the return of payments for a future capital increase amounting to 275 million euro by Intesa Sanpaolo Vita S.p.A.;
- the merger by incorporation of Centro Factoring S.p.A. into Mediofactoring S.p.A. for 81 million euro;
- the spin-off of a business line from Neos Finance S.p.A. to Intesa Sanpaolo Personal Finance S.p.A. (formerly Moneta S.p.A.) for 73 million euro;
- the reclassification of SIA S.p.A. amongst non-current assets held for sale and discontinued operations for 71 million euro;
- the merger by incorporation of Sudameris S.A. into Intesa Sanpaolo for 50 million euro;

– the reclassification of Rizzoli Corriere della Sera Mediagroup S.p.A. amongst financial assets available for sale for 35 million euro.

10.4 Commitments referred to investments in subsidiaries

The following are the main characteristics of commitments referred to investments in subsidiaries:

– after obtaining control (with an interest of 89.7%) of Cassa di Risparmio di Firenze, Intesa Sanpaolo recognised a total of approximately 168 million euro to "Commitments against put options issued" for the remaining 10.3%;
– following the sale of 28.3% of the capital of Banca Prossima S.p.A. to Compagnia di Sanpaolo, Fondazione Cariplo and Fondazione Cassa di Risparmio di Padova e Rovigo, Intesa Sanpaolo recognised approximately 34 million euro to "Commitments against put options issued";
– the squeeze-out and sell-out rules of the Slovenian Companies Act of 3 May 2006 envisage a put option in favour of minority shareholders of Banka Koper if Intesa Sanpaolo should exceed 90% of the bank's share capital. These squeeze-out and sell-out rules led to the recognition of approximately 7 million euro to "Commitments against put options issued".

10.5 Commitments referred to investments in companies subject to joint control

There are no commitments referred to investments in companies subject to joint control.

10.6 Commitments referred to investments in companies subject to significant influence

Intesa Sanpaolo subscribed for a mandatorily convertible bond issued by Risanamento. The instrument contains an embedded derivative on shares of the issuer, which entailed the recognition among Commitments against put options issued of approximately 169 million euro.

Impairment tests of investments

As required under IFRS, equity investments are subjected to impairment testing to assess whether there is objective evidence to consider that the carrying value of the assets is not fully recoverable.
With reference to investments in associates and companies subject to joint control, the process of detection of any impairment involves verification of the presence of impairment indicators and the determination of any write-down. The impairment indicators are essentially divided into two categories: qualitative indicators, such as the generation of negative economic results or in any case a significant variance with respect to the targets budgeted or established in the multi-year plans disclosed to the market, the announcement/start-up of insolvency proceedings or restructuring plans, and the downgrading by more than two categories of the rating issued by a specialist company; quantitative indicators, represented by a reduction in fair value of over 30% below the carrying value or for a period of over 24 months, by market capitalisation lower than the company's net book value, in the case of securities listed on active markets or by a carrying value of the investment in the Parent Company's financial statements higher than the carrying value in the consolidated financial statements of the investee's net assets and goodwill or by distribution by the latter of a dividend that is higher than its total income. If impairment indicators are detected the recoverable amount, represented by the higher of the fair value less costs to sell and the value in use, is calculated and if it proves lower than the carrying value, impairment is recognised.
With regard to investments in associates or companies subject to joint control, impairment testing led to the need to adjust the values of certain companies. Specifically, write-downs were recorded mainly for the investments in Telco (109 million euro) and Alitalia (94 million euro).
Individual investments in subsidiaries, while material as individual assets from an accounting standpoint, do not present independent cash flow generation and governance capacity, given the organisational model, which calls for CGUs larger than the individual legal entities. Accordingly, controlling interests are not individually material for the purposes of conducting impairment tests in the financial statements of the Parent Company, but rather are aggregated (along with the operating activities conducted directly by the Parent Company) into CGUs consistent with those identified at the level of the consolidated financial statements. This approach is tied to the organisational model applied by the Group. According to that model, individual investments belonging to a given CGU are not capable of generating cash flows independently from the other investments. Therefore, their recoverable amounts cannot be calculated individually, as required by IAS 36.
In view of the consistency that must be preserved between the impairment tests conducted in the consolidated financial statements and the financial statements of the Parent Company, in addition to the homogeneity of the composition of CGUs, the correlation between the items tested in the two sets of financial statements must be carefully considered: the goodwill attributed to the various CGUs in the consolidated financial statements and the financial statements of the Parent Company partly reflects the goodwill associated solely with the Parent Company and partly the carrying amounts of investments in subsidiaries. The goodwill associated with the latter is implicit in the carrying amounts of the investments in the financial statements of the Parent Company and emerges in the consolidated financial statements following the consolidation process on the basis of the values determined during the purchase process pursuant to IFRS 3.
If a need to recognise an impairment loss on goodwill attributable to a given CGU is identified at the level of the consolidated financial statements, in the Parent Company's financial statements that impairment loss is attributed to the assets pertaining to the same CGU not subject to testing individually, namely goodwill, the brand name and investments in subsidiaries. As described in Part B – Information on the consolidated balance sheet - Assets, adjustments identified at the level of CGUs in the consolidated financial statements have been allocated to goodwill and the value of the brand name. Accordingly, in the financial statements of Intesa Sanpaolo S.p.A., the losses identified in the consolidated financial statements have been allocated to goodwill, the brand name and controlling interests.
It should be noted that the goodwill recognised in the financial statements of Intesa Sanpaolo has been allocated partly to the Banca dei Territori CGU and partly to the Corporate and Investment Banking CGU. The associated adjustments have been

determined by separating the part associated solely with the Parent Company's goodwill from the adjustments to the Banca dei Territori CGU and Corporate and Investment Banking CGU in the consolidated financial statements.
The controlling interests carried in the Parent Company's financial statements allocated to a CGU subject to impairment in the consolidated financial statements and including in their carrying amounts an implicit share of goodwill have been written down to their carrying amounts in the consolidated financial statements, determined after allocating the CGU's overall loss to the goodwill implicit in the carrying amounts of the individual legal entities. In extremely short form, the value of the investments in question after impairment corresponds to the sum of the company's shareholders' equity (net of consolidation entries) and the residual goodwill carried in the consolidated financial statements as attributed to the legal entity concerned.
The process described above is valid for the investments included in CGUs comprising multiple legal entities (Banca dei Territori, Corporate and Investment Banking and International Subsidiary Banks). The CGU's value in use was compared directly with the carrying amount in the Parent Company's financial statements for the investments in Eurizon Capital, Banca Fideuram and Bank of Alexandria, inasmuch as these CGUs coincide with the relative legal entities. In the case of Pravex Bank, the comparison referred to a recoverable amount equal to the price of sale, 74 million euro, as stated in the sale agreement of 24 January 2014.
Companies that did not present goodwill values in the consolidated financial statements but that closed 2013 with a loss were treated differently. For such companies, the carrying amount in the separate financial statements was adjusted to match the proportionate share of equity. Accordingly, impairment losses were recognised on the equity investments in IMI Investimenti, Mediocredito Italiano, Equiter, Neos Finance and Centro Leasing.
The following are the main impairment losses recognised on controlling interests on the basis of the impairment tests conducted according to the methods described above:
- Cassa di Risparmio di Firenze (855 million euro);
- Banco di Napoli (584 million euro);
- CIB Bank (511 million euro);
- Leasint (292 million euro);
- Cassa di Risparmio del Veneto (196 million euro);
- Mediocredito Italiano (127 million euro);
- Pravex Bank (78 million euro);
- Centro Leasing (75 million euro);
- Intesa Sanpaolo Bank Albania (67 million euro);
- Intesa Sanpaolo Romania Commercial Bank (66 million euro);
- Banca Intesa Beograd (62 million euro);
- Cassa di Risparmio del Friuli Venezia Giulia (57 million euro);
- Banca Monte Parma (54 million euro);
- Cassa dei Risparmi di Forlì e della Romagna (43 million euro);
- Banca di Trento e Bolzano (42 million euro);
- Cassa di Risparmio di Venezia (42 million euro);
- Neos Finance (34 million euro);
- IMI Investimenti (34 million euro);
- Equiter (33 million euro);
- Intesa Sanpaolo Provis (32 million euro);
- IN.FRA (28 million euro).

SECTION 11 – PROPERTY AND EQUIPMENT – CAPTION 110

11.1 Property and equipment used in operations: breakdown of assets measured at cost

(millions of euro)

	31.12.2013	31.12.2012
1. Property and equipment owned	**2,483**	**2,479**
a) land	893	899
b) buildings	1,364	1,326
c) furniture	153	168
d) electronic equipment	68	81
e) other	5	5
2. Property and equipment acquired under finance lease	**5**	**5**
a) land	3	3
b) buildings	2	2
c) furniture	-	-
d) electronic equipment	-	-
e) other	-	-
Total	**2,488**	**2,484**

11.2 Investment property: breakdown of assets measured at cost

(millions of euro)

	31.12.2013				31.12.2012
	Book value	Fair value			Book value
		Level 1	Level 2	Level 3	
1. Property and equipment owned	**22**	**-**	**-**	**79**	**-**
a) land	*3*	-	-	*4*	-
b) buildings	*19*	-	-	*75*	-
2. Property and equipment acquired under finance lease	**-**	**-**	**-**	**-**	**-**
a) land	-	-	-	-	-
b) buildings	-	-	-	-	-
TOTAL	**22**	**-**	**-**	**79**	**-**

11.3 Property and equipment used in operations: breakdown of revalued assets

As at the reporting date there were no assets used in operations measured at fair value or revalued.

11.4 Investment property: breakdown of assets measured at fair value

As at the reporting date there was no investment property measured at fair value.

11.5 Property and equipment used in operations: annual changes

(millions of euro)

	Land	Buildings	Furniture	Electronic equipment	Other	Total
A. Gross initial carrying amount	**902**	**2,094**	**892**	**1,152**	**32**	**5,072**
A.1 Total net adjustments	-	-766	-724	-1,071	-27	-2,588
A.2 Net initial carrying amount	**902**	**1,328**	**168**	**81**	**5**	**2,484**
B. Increases	**-**	**125**	**11**	**18**	**1**	**155**
B.1 Purchases	-	94	11	18	1	124
of which business combinations	-	-	-	-	-	-
B.2 Capitalised improvement costs	-	27	-	-	-	27
B.3 Write-backs	-	-	-	-	-	-
B.4 Positive fair value differences recognised in	-	-	-	-	-	-
a) shareholders' equity	-	-	-	-	-	-
b) income statement	-	-	-	-	-	-
B.5 Positive foreign exchange differences	-	-	-	-	-	-
B.6 Transfer from investment property	-	-	-	-	-	-
B.7 Other changes	-	4	-	-	-	4
C. Decreases	**-6**	**-87**	**-26**	**-31**	**-1**	**-151**
C.1 Sales	-3	-8	-	-	-	-11
of which business combinations	-	-	-	-	-	-
C.2 Depreciation	-	-54	-26	-31	-1	-112
C.3 Impairment losses recognised in	-	-5	-	-	-	-5
a) shareholders' equity	-	-	-	-	-	-
b) income statement	-	*-5*	-	-	-	*-5*
C.4 Negative fair value differences recognised in	-	-	-	-	-	-
a) shareholders' equity	-	-	-	-	-	-
b) income statement	-	-	-	-	-	-
C.5 Negative foreign exchange differences	-	-	-	-	-	-
C.6 Transfers to	-3	-20	-	-	-	-23
a) investment property	*-3*	*-20*	-	-	-	*-23*
b) non-current assets held for sale and discontinued operations	-	-	-	-	-	-
C.7 Other changes	-	-	-	-	-	-
D. Net final carrying amount	**896**	**1,366**	**153**	**68**	**5**	**2,488**
D.1 Total net adjustments	-	791	749	1,101	27	2,668
D.2 Gross final carrying amount	**896**	**2,157**	**902**	**1,169**	**32**	**5,156**
E. Measurement at cost	**-**	**-**	**-**	**-**	**-**	**-**

Total net adjustments (A1 and D1) include the amounts relating to depreciation and to adjustments recorded for the purpose of aligning the book value of an asset to its recoverable amount.
Subcaption E - Measurement at cost does not present any value since, as per instructions issued by the Bank of Italy, it must be completed only for property and equipment measured at fair value.

11.6 Investment property: annual changes

(millions of euro)

	Total	
	Land	Buildings
A. Gross initial carrying amount	**-**	**-**
A.1 Total net adjustments	-	-
A.2 Net initial carrying amount	**-**	**-**
B. Increases	**3**	**20**
B.1 Purchases	-	-
of which business combinations	-	-
B.2 Capitalised improvement costs	-	-
B.3 Positive fair value differences	-	-
B.4 Write-backs	-	-
B.5 Positive foreign exchange differences	-	-
B.6 Transfer from property used in operations	3	20
B.7 Other changes	-	-
C. Decreases	**-**	**-1**
C.1 Sales	-	-
of which business combinations	-	-
C.2 Depreciation	-	-1
C.3 Negative fair value differences	-	-
C.4 Impairment losses	-	-
C.5 Negative foreign exchange differences	-	-
C.6 Transfer to other assets	-	-
a) property used in operations	-	-
b) non-current assets held for sale and discontinued operations	-	-
C.7 Other changes	-	-
D. Final carrying amount	**3**	**19**
D.1 Total net adjustments	-	30
D.2 Gross final carrying amount	**3**	**49**
E. Fair value measurement	4	75

11.7 Commitments to purchase property and equipment

Commitments to purchase property and equipment as at 31 December 2013 came to approximately 95 million euro and mostly referred to the construction of the new Headquarters in Torino.

SECTION 12 – INTANGIBLE ASSETS - CAPTION 120

12.1 Intangible assets: breakdown by type of asset

(millions of euro)

	31.12.2013		31.12.2012	
	Finite useful life	Indefinite useful life	Finite useful life	Indefinite useful life
A.1 Goodwill	**X**	**776**	**X**	**2,638**
A.2 Other intangible assets	**53**	**1,507**	**732**	**2,009**
A.2.1 Assets measured at cost	53	1,507	732	2,009
a) Internally generated intangible assets	-	-	-	-
b) Other assets	*53*	*1,507*	*732*	*2,009*
A.2.2 Assets measured at fair value	-	-	-	-
a) Internally generated intangible assets	-	-	-	-
b) Other assets	-	-	-	-
Total	**53**	**2,283**	**732**	**4,647**

Other assets and goodwill essentially reflect components from the purchase price allocation process, as per IFRS 3, as part of the merger by incorporation of Sanpaolo IMI into Banca Intesa.
The caption also includes software owned by international branches.

12.2 Intangible assets: annual changes

(millions of euro)

	Goodwill	Other intangible assets: internally generated		Other intangible assets: other		Total
		Finite useful life	Indefinite useful life	Finite useful life	Indefinite useful life	
A. Gross initial carrying amount	**5,940**	**-**	**-**	**1,467**	**2,009**	**9,416**
A.1 Total net adjustments	-3,302	-	-	-735	-	-4,037
A.2 Net initial carrying amount	**2,638**	**-**	**-**	**732**	**2,009**	**5,379**
B. Increases	**-**	**-**	**-**	**-**	**-**	**-**
B.1 Purchases	-	-	-	-	-	-
of which business combinations	-	-	-	-	-	-
B.2 Increases of internally generated intangible assets	X	-	-	-	-	-
B.3 Write-backs	X	-	-	-	-	-
B.4 Positive fair value differences recognised in	-	-	-	-	-	-
- shareholders' equity	X	-	-	-	-	-
- income statement	X	-	-	-	-	-
B.5 Positive foreign exchange differences	-	-	-	-	-	-
B.6 Other changes	-	-	-	-	-	-
C. Decreases	**-1,862**	**-**	**-**	**-679**	**-502**	**-3,043**
C.1 Sales	-	-	-	-	-	-
of which business combinations	-	-	-	-	-	-
C.2 Impairment losses	-1,862	-	-	-679	-502	-3,043
- Amortisation	X	-	-	-90	-	-90
- Write-downs recognised in	-1,862	-	-	-589	-502	-2,953
shareholders' equity	*X*	-	-	-	-	-
income statement	*-1,862*	-	-	*-589*	*-502*	*-2,953*
C.3 Negative fair value differences recognised in	-	-	-	-	-	-
- shareholders' equity	X	-	-	-	-	-
- income statement	X	-	-	-	-	-
C.4 Transfer to non-current assets held for sale and discontinued operations	-	-	-	-	-	-
C.5 Negative foreign exchange differences	-	-	-	-	-	-
C.6 Other changes	-	-	-	-	-	-
D. Net final carrying amount	**776**	**-**	**-**	**53**	**1,507**	**2,336**
D.1 Total net adjustments	5,164	-	-	1,414	502	7,080
E. Gross final carrying amount	**5,940**	**-**	**-**	**1,467**	**2,009**	**9,416**
F. Measurement at cost	**-**	**-**	**-**	**-**	**-**	**-**

12.3 Intangible assets: other information

There were no commitments to purchase intangible assets as at 31 December 2013.

Information on intangible assets and goodwill

Intangible assets and goodwill recognised to the Intesa Sanpaolo balance sheet derive mainly from the merger between Banca Intesa and Sanpaolo IMI completed on 1 January 2007.
Reference should be made to Part B – Information on the consolidated balance sheet – Assets of the consolidated financial statements for further details of the various components and measurement criteria.
The following table summarises the different values recorded for changes occurring during 2013.

(millions of euro)

	Financial statements as at 31.12.2012	Amortisation	Adjustments	Financial statements as at 31.12.2013
BANCA DEI TERRITORI				
- Intangible asset management - distribution	65	-33	-	32
- Intangible assets insurance - distribution	23	-3	-	20
- Intangible core deposits	642	-53	-589	-
- Intangible brand name	1,507	-	-	1,507
- Goodwill	2,169	-	-1,393	776
CORPORATE AND INVESTMENT BANKING				
- Intangible brand name	502	-	-502	-
- Goodwill	469	-	-469	-
TOTAL	**5,377**	**-89**	**-2,953**	**2,335**
- Intangible asset management - distribution	65	-33	-	32
- Intangible assets insurance - distribution	23	-3	-	20
- Intangible core deposits	642	-53	-589	-
- Intangible brand name	2,009	-	-502	1,507
- Goodwill	2,638	-	-1,862	776

Intangible assets recognised include intangible assets linked to customers, represented by the measurement of asset management and insurance portfolio accounts (for the value component attributable to distribution) and to core deposits. Such assets, all with a finite life, are originally measured by discounting the income margin cash flows over a period representing the residual life, contractual or estimated, of accounts existing at the time of the business combination. The brand name, an intangible asset linked to marketing, was also measured. This asset is considered to have an indefinite life since it is expected to contribute for an indefinite period of time to the formation of income flows.
For the intangible assets with a finite useful life, the amortisation for the year was recognised to the income statement (under 180. Net adjustments to/recoveries on intangible assets) for a total of 89 million euro.

Based on IAS 36, both intangible assets with an indefinite useful life and goodwill are submitted to impairment testing on an annual basis to verify recoverability of their value. For intangible assets with a finite useful life, impairment must be calculated each time there is evidence of impairment indicators. The recoverable amount consists of the higher of the fair value less costs to sell and the value in use.

Lastly, it should be mentioned that IAS 36, for the purpose of calculating the value in use of intangibles subject to impairment testing, states that reference must be made to cash flows for the intangible asset in its current condition (as at the impairment test date), with no distinction between cash flows arising from the asset initially recognised according to IFRS 3 and those deriving from later changes, improvements or developments since its acquisition. This because it would be difficult, especially with regard to extraordinary transactions between businesses or changes in the asset following significant turnover in volumes, customers, contracts, etc., to separate flows relating to the original asset from others. This concept can also be applied in impairment testing of goodwill to calculate the value in use of the CGUs, for which the cash flows have to be considered with regard to all assets and liabilities of that CGU and not only the assets and liabilities for which goodwill was recognised on application of IFRS 3. As in previous financial statements, given the instability of the financial markets and the severely depressed available values for calculation of the recoverable amount, values in use were used in the impairment tests for the 2013 financial statements.

Furthermore, the methods and assumptions of the impairment test procedures for intangible assets and goodwill defined by management were approved by the Management Board prior to approval of the draft financial statements for 2013.

Impairment testing of intangibles

Asset management portfolio

The value of the assets considered when measuring the "distribution" component of assets under management (AUM) showed an overall uptrend in 2013. On the whole, at the end of 2013 the value of the AUM considered came to levels generally higher than those of December 2012.

The intangible asset recognised in the financial statements of Intesa Sanpaolo is considered to have a finite useful life. For the purposes of the 2013 financial statements, analyses were conducted on the main indicators of the value of this asset, which were also monitored throughout the year (these include asset volume trends and redemption rates, changes in product unit profitability, operating cost levels and cost of capital).

The analyses supported the position that there were no indicators of impairment of the AUM intangible asset, also considering the further reduction in the value of the asset carried in the financial statements due to the recognition of the amortisation charge for 2013. Therefore, the value of the portfolio was not re-determined by conducting an impairment test on the component of the AUM intangible associated with distribution recognised in the financial statements of Intesa Sanpaolo.

For the 2013 financial statements, the amortisation for the year of the asset was recognised to the income statement, decreasing its carrying amount (a total of 33 million euro, gross of the tax effect, which represents half of the value of the AUM intangible carried at 31 December 2012).

Insurance portfolio

For the 2013 financial statements the amortisation of the asset for the year was recognised to the income statement. The amortisation for 2013, which for the insurance portfolio is calculated on a variable basis corresponding to the residual lives of the policies, amounted to approximately 13% of the value of the asset recognised at the end of 2012 (equal to 3 million euro gross of the tax effect).

The analyses conducted during the year on the main impairment indicators were updated and extended for this type of intangible as well. However, a thorough recalculation of value of the intangible asset was not performed since in 2013 the performance of the insurance business did not present any particular critical issues or indicators of impairment deriving from the performances of the various variables subject to constant monitoring on a periodic basis.

Core deposits

"Core deposits" are "customer-related intangibles", generally recorded in business combinations between banks. The intangible value of core deposits stems from the future benefits for the acquirer deriving from the lower funding cost compared to market parameters and from the more stable form of funding. Basically, the acquirer may obtain funds for its lending and investment activities at a cheaper rate than the interbank interest rate.

For the 2013 financial statements, the amortisation of the asset for the year was recognised to the income statement (a total of 53 million euro, gross of the tax effect, which represents approximately 8% of the value of the intangible carried at 31 December 2012). In addition, as these are intangible assets with a finite life, as mentioned previously the existence of impairment indicators has to be verified; in this case impairment testing has to be performed. The scope of reference for impairment testing purposes is represented by the contract types considered in the initial measurement of intangible assets for the balances as at 31 December 2013.

To detect potential impairment indicators, the following factors were taken into account: the total deposit volumes, the trend in mark-down (the difference between the 1-month Euribor rate and the rate paid to the customer on deposits and current accounts) forecast for future years, the cost/income ratio and the cost of capital.

As previously observed in Part B – Information on the consolidated balance sheet – Assets of the consolidated financial statements, the estimates concerning the prospective performance of the mark-down represented an indicator of impairment at the level of the Parent Company's financial statements as well, thus requiring a new measurement of the value of the intangible asset recognised. In further detail, the medium-term forecast scenario taken as a reference presents sharp differences from that used at the end of 2012. According to the most recent estimates that may be used to prepare the 2013 financial statements and were used in drawing up the 2014-2017 Business Plan, the mark-down for families is expected to remain at negative levels through the end of 2016 and then to reach only marginally positive values in 2017. In short, compared to the analysis of impairment indicators that had been performed for the 2012 financial statements, the significant increase in volumes with respect to those originally measured, along with the fact that the intangible is measured on a very long horizon, was no longer sufficient reassurance in light of the negative impact deriving from projected interest rate performance. Finally, the results of the additional analyses performed on the remaining factors relevant to the measurement of the intangible (the cost/income ratio and the cost of capital) did not result in any change to the negative conclusions of the analysis of the prospective mark-down performance.

Accordingly, the effect of the impairment to be recognised in the income statement was determined according to the same procedure used to determine the value recognised in the consolidated financial statements. In this case as well, the recalculation performed entailed the need for a full write-down of the intangible asset (589 million euro, gross of the tax effect).

Brand name

IFRS 3 considers the "brand name" a potential, marketing related intangible asset, which may be recorded in the purchase price allocation process for business combinations.

For this purpose please note that the term "brand" is used in accounting standards with an extensive meaning and not as a synonym of trademark (the logo and the name). It is considered a general marketing term which defines a set of complementary intangible assets (in addition to the name and the logo, also the competencies, consumer trust, service quality, etc.) which concur to form brand equity.

The value recorded in the Intesa Sanpaolo financial statements refers to the Sanpaolo IMI brand recognised at the time of the Banca Intesa-Sanpaolo IMI merger.

As this intangible asset has no independent cash flows, for impairment testing purposes for the 2013 financial statements, similarly to previous financial statements, it was included in the verification of the retention of goodwill for the various CGUs. On the basis of the tests performed, it was determined to recognise an impairment loss of 502 million euro allocated to the Corporate and Investment Banking CGU.

Impairment testing of CGUs and goodwill

For impairment testing purposes, the estimation of the value in use relating to intangible assets with an indefinite life (including goodwill) that do not generate cash flows unless jointly with other business, as per IAS 36, requires the preliminary assignment of such intangible assets to relatively independent business units, able to generate cash flows strongly independent of those produced in other business areas, but interdependent within the business unit generating them. In IAS/IFRS terminology such business units are known as Cash Generating Units (CGUs).
Specifically, the allocation of goodwill as at the date of the business combination takes into account the benefits produced by the synergies expected from the combination.
In the Intesa Sanpaolo Group, the CGUs which in the long-term benefit from the synergies of the business combinations performed and which to various extents have recognised goodwill values are:
- Banca dei Territori;
- Corporate and Investment Banking;
- Eurizon Capital;
- Banca Fideuram;
- International Subsidiary Banks.

Pravex Bank and Bank of Alexandria were treated separately from the International Subsidiary Banks CGU, in the 2008 and 2011 financial statements, respectively, owing to the financial and political difficulties experienced by their respective countries. Furthermore, in the case of Pravex Bank, the agreement of 23 January 2014 governing the sale of 100% of the Ukrainian subsidiary's capital for consideration of 74 million euro supports the continuing choice to identify the investee as a separate, independent business, given that it is presumed that when the cash flows of an asset or group of assets derive primarily from sale rather than ongoing use they become less dependent on the cash flows deriving from the other CGUs.
More specifically, goodwill recognised to the Intesa Sanpaolo financial statements is in part attributed to the Banca dei Territori CGU and in part to the Corporate and Investment Banking CGU.
As CGU identification requires an analysis of the management characteristics and reporting methods used by management, and as the logic for strategic decision-making by management of the Parent Company is that of the Group as a whole and not only that of the Parent Company as an individual entity, the CGUs are identified in the consolidated financial statements.
Furthermore, as illustrated in the Accounting Policies, controlling investments are not treated, for impairment test purposes, as single assets to be individually subjected to testing. Considering the organisational model adopted by Intesa Sanpaolo, CGUs are defined without regard to the structure of legal entities, inasmuch as investments are aggregated, along with the operating activities performed directly by the Parent Company, into CGUs of greater size or different structure.
Accordingly, the impairment test performed at the consolidated level is also relevant at the Parent Company's financial statements level.
For an illustration of impairment tests for this caption, reference should be made to Part B - Information on the consolidated balance sheet - Assets of the consolidated financial statements.
If a need to recognise an impairment loss on goodwill attributable to a given CGU is identified at the level of the consolidated financial statements, in the Parent Company's financial statements that impairment loss is attributed to the assets pertaining to the same CGU not subject to testing individually, namely goodwill, the brand name and investments in subsidiaries. As described in Part B – Information on the consolidated balance sheet - Assets, adjustments identified at the level of CGUs in the consolidated financial statements have been allocated to goodwill and the value of the brand name. Accordingly, in the financial statements of Intesa Sanpaolo S.p.A., the losses identified in the consolidated financial statements have been allocated to goodwill, the brand name and controlling interests.
With respect to goodwill in particular, on the basis of the impairment tests conducted at the level of the consolidated financial statements, the need for a recognition of a total of 1,862 million euro in impairment losses was identified in the Parent Company's financial statements, of which 1,393 million euro is associated with the component attributed to Banca dei Territori and 469 million euro with the component attributed to the Corporate and Investment Banking CGU.

SECTION 13 – TAX ASSETS AND LIABILITIES – CAPTION 130 OF ASSETS AND CAPTION 80 OF LIABILITIES

13.1 Deferred tax assets: breakdown

(millions of euro)

	31.12.2013		31.12.2012	
Corresponding caption in income statement	**IRES (27.5%)**	**IRAP (5.56%)**	**IRES (27.5%)**	**IRAP (5.56%)**
A. Temporary deductible differences				
Adjustment to/Impairment of loans deductible in future years	1,165	98	640	-
of which pertaining to countries of foreign branches	*6*	-	*7*	-
Provisions for future charges	310	-	260	-
Higher tax value of equity investments, securities and other assets	52	10	51	8
of which pertaining to countries of foreign branches	-	-	-	-
Extraordinary charges for incentive-driven exit plans	11	-	98	-
Goodwill, trademarks and other intangible assets	4,312	902	4,261	930
Other	25	1	147	1
B. Taxable temporary differences				
Costs deducted off balance sheet	-	-	-	2
Capital gains in instalments	-	-	4	-
Lower tax value of equity investments, securities and other assets	119	18	135	20
Other	45	-	27	-
TOTAL	**5,711**	**993**	**5,291**	**917**
Corresponding caption in Shareholders' equity	**IRES (27.5%)**	**IRAP (5.56%)**	**IRES (27.5%)**	**IRAP (5.56%)**
Cash flow hedge	320	65	473	96
Recognition of actuarial gains/losses	105	-	72	-
Assets available for sale	40	2	66	7
Other reserves	-	-	-	-
TOTAL	**465**	**67**	**611**	**103**
Total deferred tax assets	**6,176**	**1,060**	**5,902**	**1,020**

13.2 Deferred tax liabilities: breakdown

(millions of euro)

	31.12.2013		31.12.2012	
Corresponding caption in income statement	**IRES (27.5%)**	**IRAP (5.56%)**	**IRES (27.5%)**	**IRAP (5.56%)**
A. Taxable temporary differences				
Costs deducted off balance sheet	93	18	197	35
Lower tax value of securities and other assets	209	22	228	21
of which pertaining to countries of foreign branches	-	-	-	-
Other	6	-	5	-
B. Temporary deductible differences				
Adjustment to/Impairment of loans deductible in future years	-	-	-	-
Higher tax value of securities and other assets	-	-	-	-
Other	-	-	-	-
TOTAL	**308**	**40**	**430**	**56**
Corresponding caption in Shareholders' equity	**IRES (27.5%)**	**IRAP (5.56%)**	**IRES (27.5%)**	**IRAP (5.56%)**
Cash flow hedge	-	-	-	-
Recognition of actuarial gains/losses	11	-	-	-
Assets available for sale	9	7	3	6
TOTAL	**20**	**7**	**3**	**6**
Total deferred tax liabilities	**328**	**47**	**433**	**62**

13.3 Changes in deferred tax assets (through profit and loss)

(millions of euro)

	31.12.2013	31.12.2012
1. Initial amount	**6,208**	**6,841**
2. Increases	**961**	**685**
2.1 Deferred tax assets recognised in the period	772	353
a) related to previous years	*34*	*32*
b) due to changes in accounting criteria	-	-
c) writebacks	-	-
d) other	*738*	*321*
2.2 New taxes or tax rate increases	-	-
2.3 Other increases	189	286
2.4 Business combinations	-	46
3. Decreases	**-465**	**-1,318**
3.1 Deferred tax assets eliminated in the period	-204	-147
a) reversals	*-204*	*-146*
b) write-offs due to expired recoverability	-	-
c) changes in accounting criteria	-	-
d) other	-	*-1*
3.2 Tax rate reductions	-	-
3.3 Other decreases	-261	-1,161
a) changes into tax credits pursuant to Law no. 214/2011	-	*-778*
b) other	*-261*	*-383*
3.4 Business combinations	-	-10
4. Final amount	**6,704**	**6,208**

Other increases refer to write-off of netting against deferred tax liabilities, applied as at 31 December 2012, amounting to 189 million euro.
"Other decreases – other" as at 31 December 2013 include 182 million euro attributable to the netting against deferred tax liabilities for the year.

13.3.1 Changes in deferred tax assets eligible for transformation into tax credits (through profit and loss) (Law no. 214/2011)

(millions of euro)

	31.12.2013	31.12.2012
1. Initial amount	**4,894**	**5,487**
2. Increases	**1,565**	**212**
3. Decreases	**-56**	**-805**
3.1 Reversals	-36	-
3.2 Changes into tax credits	-	-778
a) from losses for the year	-	*-778*
b) from fiscal losses	-	-
3.3 Other decreases	-20	-27
4. Final amount	**6,403**	**4,894**

13.4 Changes in deferred tax liabilities (through profit and loss)

(millions of euro)

	31.12.2013	31.12.2012
1. Initial amount	**486**	**424**
2. Increases	**287**	**465**
2.1 Deferred tax liabilities recognised in the period	98	78
a) related to previous years	-	-
b) due to changes in accounting criteria	-	-
c) other	*98*	*78*
2.2 New taxes or tax rate increases	-	-
2.3 Other increases	189	303
2.4 Business combinations	-	84
3. Decreases	**-425**	**-403**
3.1 Deferred tax liabilities eliminated in the period	-235	-209
a) reversals	*-12*	*-187*
b) due to changes in accounting criteria	-	-
c) other	*-223*	*-22*
3.2 Tax rate reductions	-	-
3.3 Other decreases	-190	-194
3.4 Business combinations	-	-
4. Final amount	**348**	**486**

Other increases refer to write-off of netting against deferred tax assets performed as at 31 December 2012, amounting to 189 million euro.
Other decreases as at 31 December 2013 include 182 million euro attributable to the netting against deferred tax assets for the year.

13.5 Changes in deferred tax assets (recorded in equity)

(millions of euro)

	31.12.2013	31.12.2012
1. Initial amount	**714**	**564**
2. Increases	**44**	**447**
2.1 Deferred tax assets recognised in the period	44	332
a) related to previous years	-	-
b) due to changes in accounting criteria	-	-
c) other	*44*	*332*
2.2 New taxes or tax rate increases	-	-
2.3 Other increases	-	-
2.4 Business combinations	-	115
3. Decreases	**-226**	**-297**
3.1 Deferred tax assets eliminated in the period	-226	-297
a) reversals	*-226*	*-15*
b) write-offs	-	-
c) due to changes in accounting criteria	-	-
d) other	-	*-282*
3.2 Tax rate reductions	-	-
3.3 Other decreases	-	-
3.4 Business combinations	-	-
4. Final amount	**532**	**714**

13.6 Changes in deferred tax liabilities (recorded in equity)

(millions of euro)

	31.12.2013	31.12.2012
1. Initial amount	**9**	**13**
2. Increases	**19**	**16**
2.1 Deferred tax liabilities recognised in the period	19	14
a) related to previous years	-	-
b) due to changes in accounting criteria	-	-
c) other	*19*	*14*
2.2 New taxes or tax rate increases	-	-
2.3 Other increases	-	1
2.4 Business combinations	-	1
3. Decreases	**-1**	**-20**
3.1 Deferred tax liabilities eliminated in the period	-1	-20
a) reversals	*-1*	*-8*
b) due to changes in accounting criteria	-	-
c) other	-	*-12*
3.2 Tax rate reductions	-	-
3.3 Other decreases	-	-
3.4 Business combinations	-	-
4. Final amount	**27**	**9**

Probability test on deferred taxation

For information concerning the probability test on deferred taxation, refer to the contents of Part B – Assets of the Notes to the consolidated financial statements.
The analysis conducted indicated a taxable base that was more than sufficient and adequate to allow recovery of the deferred tax assets carried in the financial statements as at 31 December 2013.

13.7 Other information

There is no other information to be provided in addition to that already contained in this Section.

SECTION 14 - NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS AND RELATED LIABILITIES - CAPTION 140 OF ASSETS AND CAPTION 90 OF LIABILITIES

14.1 Non-current assets held for sale and discontinued operations: breakdown by type of asset

(millions of euro)

	31.12.2013 Total book value	31.12.2012 Total book value
A. Non-current assets held for sale		
A.1 Financial assets	-	-
A.2 Investments in associates and companies subject to joint control	71	-
A.3 Property and equipment	-	-
A.4 Intangible assets	-	-
A.5 Other	-	-
Total A	**71**	**-**
of which cost	*71*	*-*
of which Fair value Level 1	*-*	*-*
of which Fair value Level 2	*-*	*-*
of which Fair value Level 3	*-*	*-*
B. Discontinued operations		
B.1 Financial assets held for trading	-	-
B.2 Financial assets designated at fair value through profit and loss	-	-
B.3 Financial assets available for sale	-	-
B.4 Investments held to maturity	-	-
B.5 Due from banks	-	-
B.6 Loans to customers	-	-
B.7 Investments in associates and companies subject to joint control	-	-
B.8 Property and equipment	-	-
B.9 Intangible assets	-	-
B.10 Other	-	-
Total B	**-**	**-**
of which cost	*-*	*-*
of which Fair value Level 1	*-*	*-*
of which Fair value Level 2	*-*	*-*
of which Fair value Level 3	*-*	*-*
C. Liabilities associated with non-current assets held for sale		
C.1 Debts	-	-
C.2 Securities	-	-
C.3 Other	-	-
Total C	**-**	**-**
of which cost	*-*	*-*
of which Fair value Level 1	*-*	*-*
of which Fair value Level 2	*-*	*-*
of which Fair value Level 3	*-*	*-*
D. Liabilities associated with discontinued operations		
D.1 Due to banks	-	-
D.2 Due to customers	-	-
D.3 Securities issued	-	-
D.4 Financial liabilities held for trading	-	-
D.5 Financial liabilities designated at fair value through profit and loss	-	-
D.6 Allowances	-	-
D.7 Other	-	-
Total D	**-**	**-**
of which cost	*-*	*-*
of which Fair value Level 1	*-*	*-*
of which Fair value Level 2	*-*	*-*
of which Fair value Level 3	*-*	*-*

The equity investments refer to the interest held in SIA S.p.A.

14.2 Other information

There is no information further to that already indicated in the previous table.

14.3 Information on companies subject to significant influence not carried at equity

This caption is not present.

SECTION 15 – OTHER ASSETS – CAPTION 150

15.1 Other assets: breakdown

(millions of euro)

	TOTAL
Amounts to be debited - under processing	901
Amounts to be debited - deriving from securities transactions	2
Bank cheques drawn on third parties to be settled	86
Transit items	34
Checks and other instruments held	26
Leasehold improvements	32
Due from Group companies on fiscal consolidation	141
Other	2,025
TOTAL 31.12.2013	**3,247**
TOTAL 31.12.2012	**3,939**

LIABILITIES

SECTION 1 – DUE TO BANKS – CAPTION 10

1.1 Due to banks: breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Due to Central Banks	**23,093**	**40,499**
2. Due to banks	**84,006**	**79,930**
2.1 Current accounts and deposits	14,865	13,291
2,2 Time deposits	60,266	56,674
2.3 Loans	8,857	9,942
2.3.1 Repurchase agreements	*3,561*	*4,317*
2.3.2 Other	*5,296*	*5,625*
2.4 Debts for commitments to repurchase own equity instruments	-	-
2.5 Other debts	18	23
TOTAL (book value)	**107,099**	**120,429**
Fair value - Level 1	-	
Fair value - Level 2	45,060	
Fair value - Level 3	61,803	
TOTAL (Fair value)	**106,863**	**119,828**

The fair value is indicated only where required by specific instructions from the Bank of Italy.

The illustration of the criteria to determine fair value is contained in Part A – Accounting policies.
Repurchase agreements related to financial assets sold not derecognised are detailed in Part E – Section C.2.
With regard to long term repurchase agreements, reference should be made to the information reported under Table 1.1 of Section 1 - Liabilities of the Notes to the consolidated financial statements.

1.2 Breakdown of caption 10 Due to banks: subordinated debts

The complete list of subordinated debts is presented in Part F – Information on capital. As at 31 December 2013 Intesa Sanpaolo had no subordinated debts to banks.

1.3 Breakdown of caption 10 Due to banks: structured debts

As at 31 December 2013 Intesa Sanpaolo has structured debts totalling 291 million euro.

1.4 Due to banks with specific hedges

(millions of euro)

	31.12.2013	31.12.2012
1. Due to banks with specific fair value hedges	**2,447**	**3,633**
a) Interest rate risk	2,329	3,474
b) Foreign exchange risk	-	-
c) Various risks	118	159
2. Due to banks with specific cash flow hedges	**-**	**-**
a) Interest rate risk	-	-
b) Foreign exchange risk	-	-
c) Other	-	-
TOTAL	**2,447**	**3,633**

1.5 Financial lease payables

Financial leases with banks as at 31 December 2013 were of an immaterial amount.

SECTION 2 – DUE TO CUSTOMERS – CAPTION 20

2.1 Due to customers: breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Current accounts and deposits	71,294	73,683
2. Time deposits	21,808	19,879
3. Loans	7,689	10,496
3.1 Repurchase agreements	*3,783*	*7,437*
3.2 Other	*3,906*	*3,059*
4. Debts for commitments to repurchase own equity instruments	-	-
5. Other debts	2,558	3,262
TOTAL (book value)	**103,349**	**107,320**
Fair value - Livello 1	-	
Fair value - Livello 2	90,261	
Fair value - Livello 3	13,074	
TOTAL (Fair value)	**103,335**	**107,231**

The fair value is indicated only where required by specific instructions from the Bank of Italy.

Repurchase agreements related to assets sold not derecognised are detailed in Part E - Section C.2.
Loans - other includes 802 million euro regarding the exposure on the sale of loans related to the Sec 3 securitisation. For additional details, see Part E – Section C of the Notes.

2.2 Breakdown of caption 20 Due to customers: subordinated debts

As at 31 December 2013 Intesa Sanpaolo had no subordinated debts to customers.

2.3 Breakdown of caption 20 Due to customers: structured debts

As at 31 December 2013 Intesa Sanpaolo had no structured debts to customers.

2.4 Due to customers with specific hedges

As at 31 December 2013 Intesa Sanpaolo had no debts to customers with specific hedges.

2.5 Financial lease payables

2.5.1 Financial lease payables: breakdown by time interval

(millions of euro)

	31.12.2013	31.12.2012
Finance lease payables		
a) within 1 year	1	1
b) between 1 and 5 years	3	3
c) over 5 years	1	2
TOTAL	**5**	**6**

SECTION 3 – SECURITIES ISSUED - CAPTION 30

3.1 Securities issued: breakdown

(millions of euro)

	31.12.2013				31.12.2012			
	Book value	Fair value			Book value	Fair value		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
A. Securities								
1. bonds	114,331	55,578	59,745	59	128,180	51,529	73,557	126
1.1 structured	*5,602*	*3,586*	*1,902*	*12*	*8,873*	*2,894*	*5,755*	*12*
1.2 other	*108,729*	*51,992*	*57,843*	*47*	*119,307*	*48,635*	*67,802*	*114*
2. other	3,156	-	3,156	-	4,965	-	4,965	-
2.1 structured	-	-	-	-	-	-	-	-
2.2 other	*3,156*	-	*3,156*	-	*4,965*	-	*4,965*	-
TOTAL	**117,487**	**55,578**	**62,901**	**59**	**133,145**	**51,529**	**78,522**	**126**

Embedded derivatives that have satisfied the conditions set forth by IAS 39 as at their issue date for separation from the host contract as at 31 December 2013 have a net negative fair value of 322 million euro.
The illustration of the criteria to determine fair value is contained in Part A – Accounting policies.

3.2 Breakdown of caption 30 Securities issued: subordinated securities

The complete list of subordinated securities is presented in Part F – Information on capital. Securities issued includes subordinated securities amounting to 13,208 million euro.

3.3 Breakdown of caption 30 Securities issued: securities with specific hedges

(millions of euro)

	31.12.2013	31.12.2012
1. Securities with specific fair value hedges	**83,445**	**94,386**
a) Interest rate risk	81,174	92,914
b) Foreign exchange risk	-	-
c) Various risks	2,271	1,472
2. Securities with specific cash flow hedges	**54**	**73**
a) Interest rate risk	54	73
b) Foreign exchange risk	-	-
c) Other	-	-
TOTAL	**83,499**	**94,459**

SECTION 4 – FINANCIAL LIABILITIES HELD FOR TRADING – CAPTION 40

4.1 Financial liabilities held for trading: breakdown

(millions of euro)

	31.12.2013					31.12.2012				
	Nominal or notional value	Fair value			Fair value (*)	Nominal or notional value	Fair value			Fair value (*)
		Level 1	Level 2	Level 3			Level 1	Level 2	Level 3	
A. CASH LIABILITIES										
1. Due to banks	-	-	-	-	-	-	-	-	-	-
2. Due to customers	107	106	-	-	106	529	533	-	-	533
3. Debt securities	-	-	-	-	X	-	-	-	-	X
3.1 Bonds	-	-	-	-	X	-	-	-	-	X
3.1.1 structured	-	-	-	-	*X*	-	-	-	-	*X*
3.1.2 other bonds	-	-	-	-	*X*	-	-	-	-	*X*
3.2 Other	-	-	-	-	X	-	-	-	-	X
3.2.1 structured	-	-	-	-	*X*	-	-	-	-	*X*
3.2.2 other	-	-	-	-	*X*	-	-	-	-	*X*
Total A	107	106	-	-	106	529	533	-	-	533
B. DERIVATIVES										
1. Financial derivatives	X	-	10,847	282	X	X	-	14,258	479	X
1.1 Trading	X	-	10,369	179	X	X	-	13,639	379	X
1.2 Fair value option	X	-	28	-	X	X	-	83	-	X
1.3 Other	X	-	450	103	X	X	-	536	100	X
2. Credit derivatives	X	26	88	29	X	X	62	132	83	X
2.1 Trading	X	26	88	29	X	X	62	132	83	X
2.2 Fair value option	X	-	-	-	X	X	-	-	-	X
2.3 Other	X	-	-	-	X	X	-	-	-	X
Total B	X	26	10,935	311	X	X	62	14,390	562	X
TOTAL (A+B)	X	132	10,935	311	X	X	595	14,390	562	X

(*) Fair value calculated excluding changes in creditworthiness of the issuer after issue date.

The caption A.2 Due to customers consists entirely of short selling.

4.2 Breakdown of caption 40 Financial liabilities held for trading: subordinated liabilities

Intesa Sanpaolo has no subordinated liabilities classified under Financial liabilities held for trading.

4.3 Breakdown of caption 40 Financial liabilities held for trading: structured debts

Intesa Sanpaolo has no structured debts classified under Financial liabilities held for trading.

4.4 Financial cash liabilities (excluding "short selling") held for trading: annual changes

Financial cash liabilities held for trading is exclusively made up of short positions.

SECTION 5 – FINANCIAL LIABILITIES DESIGNATED AT FAIR VALUE THROUGH PROFIT AND LOSS – CAPTION 50

Not applicable to Intesa Sanpaolo.

SECTION 6 - HEDGING DERIVATIVES – CAPTION 60

6.1. Hedging derivatives: breakdown by type of hedge and hierarchical level

(millions of euro)

	Fair value 31.12.2013			Notional value	Fair value 31.12.2012			Notional value
	Level 1	Level 2	Level 3		Level 1	Level 2	Level 3	
A. Financial derivatives	**-**	**5,365**	**13**	**65,913**	**-**	**7,259**	**19**	**78,034**
1. Fair value	-	3,837	13	57,178	-	5,153	19	69,386
2. Cash flows	-	1,528	-	8,735	-	2,106	-	8,648
3. Foreign investments	-	-	-	-	-	-	-	-
B. Credit derivatives	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
1. Fair value	-	-	-	-	-	-	-	-
2. Cash flows	-	-	-	-	-	-	-	-
Total	**-**	**5,365**	**13**	**65,913**	**-**	**7,259**	**19**	**78,034**

6.2. Hedging derivatives: breakdown by hedged portfolio and type of hedge

(millions of euro)

Operations/Type of hedge	Fair value						Cash flow		Foreign investm.
	Specific					Generic	Specific	Generic	
	interest rate risk	foreign exchange risk	credit risk	price risk	various risks				
1. Financial assets available for sale	581	-	-	-	3	X	-	X	X
2. Loans	2,443	-	-	X	120	X	-	X	X
3. Investments held to maturity	X	-	-	X	-	X	-	X	X
4. Portfolio	X	X	X	X	X	31	X	-	X
5. Other transactions	-	-	-	-	-	X	-	X	-
Total assets	**3,024**	**-**	**-**	**-**	**123**	**31**	**-**	**-**	**-**
1. Financial liabilities	564	-	-	X	78	X	5	X	X
2. Portfolio	X	X	X	X	X	30	X	1,523	X
Total liabilities	**564**	**-**	**-**	**-**	**78**	**30**	**5**	**1,523**	**-**
1. Forecast transactions	X	X	X	X	X	X	-	X	X
2. Financial assets and liabilities portfolio	X	X	X	X	X	X	X	-	-

The table indicates negative fair values of hedging derivatives, broken down in relation to asset or liability hedged and type of hedge.
These mainly refer to specific fair value hedges of loans disbursed and liabilities issued and generic cash flow hedge derivatives of portfolios of liabilities. These cash flow hedges refer to floating rate securities used to fund fixed rate investments.
There are also generic fair value hedges of core deposits.

SECTION 7 - FAIR VALUE CHANGE OF FINANCIAL LIABILITIES IN HEDGED PORTFOLIOS - CAPTION 70

7.1. Fair value change of financial liabilities in hedged portfolios: breakdown by hedged portfolios

(millions of euro)

	31.12.2013	31.12.2012
1. Positive fair value change of financial liabilities	690	1,213
2. Negative fair value change of financial liabilities	-9	-67
TOTAL	**681**	**1,146**

7.2. Financial liabilities hedged by macrohedging of interest rate risk: breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Debts	-	-
2. Portfolio	20,873	19,833
TOTAL	**20,873**	**19,833**

The balance of the changes in value of liabilities subject to macrohedging (MCH) against interest rate risk is recorded in this caption. Taking advantage of the option that emerged in the definition of the IAS 39 carve out, the Bank adopted the abovementioned macrohedging only for the hedging of core deposits.

SECTION 8 – TAX LIABILITIES – CAPTION 80

For information on this section, see Section 13 of Assets.

SECTION 9 - LIABILITIES ASSOCIATED WITH NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS – CAPTION 90

There are no liabilities associated with non-current assets held for sale and discontinued operations as at the reference date.

SECTION 10 – OTHER LIABILITIES – CAPTION 100

10.1 Other liabilities: breakdown

(millions of euro)

	31.12.2013
Due to suppliers	227
Amounts due to third parties	89
Transit items	22
Adjustments for portfolio items to be settled	351
Amounts to be credited and items under processing	521
Personnel charges	304
Due to social security entities	72
Guarantees given and commitments	372
Due to Group companies on fiscal consolidation	653
Due to tax authorities	639
Other	2,224
TOTAL 31.12.2013	**5,474**
TOTAL 31.12.2012	**5,373**

SECTION 11 – EMPLOYEE TERMINATION INDEMNITIES – CAPTION 110

11.1 Employee termination indemnities: annual changes

(millions of euro)

	31.12.2013	31.12.2012
A. Initial amount	**552**	**604**
B. Increases	**44**	**91**
B.1 Provisions in the year	17	25
B.2 Other	27	66
of which business combinations	-	*10*
C. Decreases	**-50**	**-143**
C.1 Benefits paid	-37	-89
C.2 Other	-13	-54
of which business combinations	-	-
D. Final amount	**546**	**552**

C.1 refers to benefits paid as at 31 December 2013.

11.2 Other information

The value of employee termination indemnities qualifying as unfunded defined benefit plans totalled 546 million euro at December 2013, while at the end of 2012 it amounted to 552 million euro.

SECTION 12 – ALLOWANCES FOR RISKS AND CHARGES – CAPTION 120

12.1 Allowances for risks and charges: breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Post employment benefits	**598**	**528**
2. Other allowances for risks and charges	**909**	**1,326**
2.1 Legal disputes	406	430
2.2 Personnel charges	157	551
2.3 Other	346	345
TOTAL	**1,507**	**1,854**

The contents of 2. Other allowances for risks and charges are illustrated in point 12.4 below.

12.2 Allowances for risks and charges: annual changes

(millions of euro)

	Post employment benefits	Other allowances	Total
A. Initial amount	**528**	**1,326**	**1,854**
B. Increases	**151**	**234**	**385**
B.1 Provisions in the year	16	216	232
B.2 Time value changes	16	7	23
B.3 Changes due to discount rate variations	-	-	-
B.4 Other	119	11	130
of which business combinations	-	-	-
C. Decreases	**-81**	**-651**	**-732**
C.1 Uses in the year	-26	-360	-386
C.2 Changes due to discount rate variations	-	-1	-1
C.3 Other	-55	-290	-345
of which business combinations	-	-	-
D. Final amount	**598**	**909**	**1,507**

Other allowances include net provisions of 109 million euro to caption 160 of the income statement and net provisions to other income statement captions.

12.3 Post employment defined benefit plans

1. Illustration of the characteristics of the funds and related risks

As already illustrated in Part A – Accounting policies, for defined benefit plans, the liability of the Bank, according to IAS 19 "Employee Benefits", is determined via the "projected unit credit method" by an independent actuary.

The defined benefit plans, in which Intesa Sanpaolo S.p.A. is jointly responsible, can be distinguished in:
– internal supplementary pension funds;
– external supplementary pension funds.

Internal funds include:
– Supplementary pension fund for tax-collection personnel formerly employed by Cariplo: the fund was established in implementation of collective agreements to guarantee the payment of integrations for personnel formerly in service at Cariplo passed to Esatri Esazione Tributi S.p.A. and operates solely via defined benefits in favour of employees already retired as at 31 December 2000. The size of the integration is determined, on the basis of payment criteria and in compliance with the principle of capitalisation, from the conversion of the capital matured by each plan participant at the time of retirement;
– Supplementary pension fund for employees of Mediocredito Lombardo "Trattamento integrativo delle pensioni di legge a favore dei dipendenti del Mediocredito Lombardo": the fund involves all employees of Mediocredito Lombardo S.p.A. in service on 1 January 1967 or employed until 28 April 1993. Starting from 24 April 1993, with the enactment of the Law introducing pension funds (Legislative Decree 124 of 21 April 1993), personnel hired by Mediocredito Lombardo no longer joined this fund. The supplementary pension is determined as the difference between 80% of the last theoretical wage for pension purposes, adjusted to consider if the employee matured or not 35 years of service at the company, and the size of the pension matured according to the law; in any case the supplementary pension may not exceed an amount determined annually. An agreement was signed with Trade Unions in 2006 that set out the transformation of the regime for beneficiaries in service from "defined benefit" to "defined contribution". For employees in service and so-called "deferred beneficiaries" (who ceased service but have a right to future supplementary benefits) a lump sum has been identified which, based on the options exercised by the beneficiaries, was transferred to supplementary pension funds or collected by beneficiaries. After this transaction, the "employee in service" section was extinguished. The agreement with Trade Unions also provides for a process – still to be activated – destined for proposal to pensioners, exceptionally involving one-off payments to liquidate their pension position;
– Supplementary pension fund for top management of Banca Commerciale Italiana "Trattamento pensionistico complementare per i membri della Direzione Centrale della Banca Commerciale Italiana": the fund refers to integrative provisions allocated until a certain date on the basis of an institutive resolution made by the Board of Directors on 30 October 1963 in favour of top management of Banca Commerciale Italiana. The benefit is determined on the basis of a coefficient which is the combination of two parameters, age and period in the specific post. The integration is the difference between the total guaranteed pension treatment (measured by multiplying the coefficient by the annual gross compensation received at the cease of service with the exclusion of any variable components) and the gross annual pension, matured on the basis of the "Assicurazione generale obbligatoria" (AGO), and of "Fondo di Previdenza Integrativo Aziendale". In 2006, following the start of the liquidation of "Fondo pensione per il personale della Banca Commerciale Italiana", the Bank took over the charge corresponding to the difference between the value of the benefit borne by AGO and the higher value of the contractual commitment for the beneficiaries requesting liquidation;
– Three defined benefit plans in force at the London branch, relating to the former Cariplo, Banca Commerciale Italiana and Banco Ambrosiano Veneto branches. The private pension funds have been set up by the UK employers to integrate the levels of the local state pension, which has always been very low. The London branches of Banca Commerciale

Italiana, Cariplo and Banco Ambrosiano Veneto set up defined benefit plans for their employees at the time of their opening, under the form of Trusts incorporated under English law and managed by Boards of Trustees, appointed partly by the employers and partly by beneficiaries. Such funds are operational for employees hired until the end of 1999 for Banco Ambrosiano Veneto and Cariplo and until the end of 2000 for Banca Commerciale Italiana. In general, all funds guarantee a pension payable when the beneficiary turns 65 and the benefit is determined, with different rules for the various funds, on the basis of the annual gross wage received in the last year of service.

External funds include:

- Supplementary pension fund for employees of Istituto Bancario San Paolo di Torino "Cassa di Previdenza Integrativa per il Personale dell'Istituto Bancario San Paolo di Torino", a fund with legal status, full economic independence and independent asset management;
- Complementary pension fund for the Employees of Banco di Napoli "Fondo di Previdenza Complementare per il Personale del Banco di Napoli – Sezione A", an entity with legal status and independent asset management. The fund includes the following: employees enrolled in the plan and other beneficiaries from former Banco di Napoli; retired employees receiving Supplementary Pension Cheques, formerly the SANPAOLO IMI internal fund; employees of the Cassa di Risparmio di Bologna, formerly enrolled in the Complementary pension fund for the Employees of said Cassa, transferred to the Complementary pension fund for the employees of the Banco di Napoli in 2004; current and retired employees of the Banca Popolare dell'Adriatico, formerly enrolled in the Company pension fund for the employees of the former Banca Popolare dell'Adriatico, transferred to the Fund in question on 30/06/2006; and retired employees enrolled in the former Carive internal fund, transferred to the Fund in question on 1 January 2008. It is necessary to specify that if the Fund, after approval of the financial statements, shows a technical imbalance according to the statutory method, the Articles of Association envisage immediate settlement by the Banks jointly responsible;
- pension fund for employees of former Crediop hired before 30 September 1989, a fund with legal status and full economic independence; Intesa Sanpaolo and Dexia (which are the two banks jointly responsible) must, in the event of an imbalance, proceed to pay the capital necessary to cover the imbalance and, in the event of an insufficient yield, integrate it in an amount commensurate with the difference between actual return and the TUS (official discounting rate);
- pension fund for the employees of Cariplo, a fund with legal status and full economic independence, whose aim is to guarantee supplementary pension treatment in addition to AGO cheques to former Cariplo employees already retired on 30 June 1998;
- a defined benefit plan at the New York branch: the fund was established in 1977 by the branch of Banca Commerciale Italiana and guarantees a pension treatment to all the employees resident in the United States who have been in service at the Bank for at least 5 years. The benefit is considered to be matured even if the employment relationship ceases in advance. The benefit is calculated on the basis of the highest average wage considering three consecutive years out of the last 10 years of service, or, if the employment relationship ceases before, on the basis of the average wage in the last three years of service. The fund is no longer managed by the New York branch, but has been fully transferred to the Prudential Fund (a defined benefit plan that manages the positions of members).

With regard to the investment and integrated risk management policies, the Funds verify the level of coverage and the possible outcomes under various scenarios. For this purpose, various investment configurations and portfolio mixes and allocations are defined, in order to satisfy the pension and profitability objectives as adequately as possible.

2. Changes in the year of net liabilities (assets) with defined benefits and redemption rights

(millions of euro)

Pension plan liabilities defined benefit obligations	31.12.2013			31.12.2012		
	Employee termination indemnities	Internal plans	External plans	Employee termination indemnities	Internal plans	External plans
Initial amount	**552**	**186**	**2,799**	**604**	**161**	**2,525**
Current service costs	1	2	20	2	2	18
Recognised past service costs	-	-	-	-	-	-
Interest expense	16	6	84	23	7	113
Actuarial losses due to changes in financial assumptions	17	1	24	53	20	435
Actuarial losses due to changes in demographic assumptions	-	1	49	-	1	5
Actuarial losses based on past experience	-	-	162	6	2	18
Positive exchange differences	-	-	-	-	2	-
Increases - business combinations	-	-	-	10	-	-
Participants' contributions	X	-	-	X	-	1
Actuarial profits due to changes in financial assumptions	-	-1	-142	-	-	-
Actuarial profits due to changes in demographic assumptions	-7	-	-	-15	-	-61
Actuarial profits based on past experience	-	-5	-1	-3	-	-75
Negative exchange differences	-	-2	-1	-	-	-
Benefits paid	-37	-8	-183	-89	-9	-191
Decreases - business combinations	-	-	-	-	-	-
Curtailments of the fund	X	-	-	X	-	-
Settlements of the fund	X	-	-	X	-	-
Other increases	10	-	2	15	-	11
Other decreases	**-6**	**-**	**-**	**-54**	**-**	**-**
Final amount	**546**	**180**	**2,813**	**552**	**186**	**2,799**

Liabilities of the defined benefit obligations pension plan	**31.12.2013**			**31.12.2012**		
	Employee termination indemnities	**Internal plans**	**External plans**	**Employee termination indemnities**	**Internal plans**	**External plans**
Unfunded plans	546	45	-	552	47	-
Partly funded plans	-	-	-	-	-	-
Wholly funded plans	-	135	2,813	-	139	2,799

On the basis of actuarial calculations, the present value of the defined benefit obligations, excluding Employee termination indemnities, was as follows.

Internal plans:
- 27 million euro referred to the Supplementary pension fund for tax-collection personnel formerly employed by Cariplo, entirely contributed by Intesa Sanpaolo S.p.A.;
- 30 million euro referred to the Supplementary pension fund for top management of Banca Commerciale Italiana, entirely contributed by Intesa Sanpaolo S.p.A.;
- 15 million euro referred to the Supplementary pension fund for employees of Mediocredito Lombardo, entirely contributed by Intesa Sanpaolo S.p.A.;
- 108 million euro referred to defined benefit plans at the London branch, entirely contributed by Intesa Sanpaolo S.p.A..

External plans:
- 1,400 million euro referred to the Pension fund "Cassa di Previdenza" for employees of Istituto Bancario San Paolo di Torino (1,175 million euro pertaining to Intesa Sanpaolo S.p.A.);
- 567 million euro referred to the Complementary Pension Fund for the Employees of Banco di Napoli (394 million euro pertaining to Intesa Sanpaolo S.p.A.);
- 34 million euro referred to the Pension fund for employees of former Crediop hired before 30 September 1989; entirely contributed by Intesa Sanpaolo S.p.A.;
- 794 million euro referred to the Pension fund for employees of Cariplo, entirely contributed by Intesa Sanpaolo S.p.A.;
- 18 million euro referred to defined benefit plans at the New York branch, entirely contributed by Intesa Sanpaolo S.p.A..

3. Information on the fair value of plan assets

(millions of euro)

Plan assets	**31.12.2013**		**31.12.2012**	
	Internal plans	**External plans**	**Internal plans**	**External plans**
Initial amount	**95**	**2,305**	**87**	**2,212**
Return on assets net of interest	11	30	-	148
Interest income	4	67	4	99
Positive exchange differences	-	-	2	-
Increases - business combinations	-	-	-	-
Employer contributions	3	-	6	-
Participants' contributions	-	-	-	1
Negative exchange differences	-2	-1	-	-
Decreases - business combinations	-	-	-	-
Benefits paid	-4	-183	-4	-190
Curtailments of the fund	-	-	-	-
Settlements of the fund	-	-	-	-
Other changes	-	1	-	35
Final amount	**107**	**2,219**	**95**	**2,305**

The final amount of internal plans was broken down as follows:
- 18 million euro referred to Supplementary pension fund for tax-collection personnel formerly employed by Cariplo;
- 89 million euro referred to defined benefit plans at the London branch;

The final amount of external plans was broken down as follows:
- 917 million euro referred to the Pension Fund (Cassa di Previdenza) for employees of the Istituto Bancario San Paolo di Torino;
- 488 million euro referred to the Complementary Pension Fund for the employees of Banco di Napoli – Section A;
- 32 million euro referred to the Pension fund for employees of former Crediop hired before 30/09/1989;
- 766 million euro referred to the Pension fund for employees of Cariplo;
- 16 million euro referred to defined benefit plans at the New York branch.

(millions of euro)

	31.12.2013				31.12.2012			
	Internal plans	%	External plans	%	Internal plans	%	External plans	%
Equities	**49**	**45.8**	**311**	**14.0**	**39**	**41.1**	**280**	**12.1**
- of which level-1 fair value	49		311		-		-	
Mutual funds	**15**	**14.0**	**130**	**5.9**	**13**	**13.7**	**189**	**8.2**
- of which level-1 fair value	15		130		-		-	
Debt securities	**25**	**23.4**	**1,294**	**58.3**	**24**	**25.3**	**1,274**	**55.3**
- of which level-1 fair value	25		1,294		-		-	
Real estate assets and investments in real estate companies	**5**	**4.7**	**415**	**18.7**	**5**	**5.3**	**437**	**19.0**
- of which level-1 fair value	-		-		-		-	
Insurance business	**2**	**1.9**	**-**	**-**	**2**	**2.1**	**-**	**-**
- of which level-1 fair value	2		-		-		-	
Other assets	**11**	**10.2**	**69**	**3.1**	**12**	**12.5**	**125**	**5.4**
- of which level-1 fair value	-		-		-		-	
TOTAL	**107**	**100.0**	**2,219**	**100.0**	**95**	**100.0**	**2,305**	**100.0**

(millions of euro)

	31.12.2013				31.12.2013			
	Internal plans	%	External plans	%	Internal plans	%	External plans	%
Equities	**49**	**45.8**	**311**	**14.0**	**39**	**41.1**	**280**	**12.1**
- of which financial companies	49		58		39		40	
- of which non financial companies	-		253		-		240	
Mutual funds	**15**	**14.0**	**130**	**5.9**	**13**	**13.7**	**189**	**8.2**
Debt securities	**25**	**23.4**	**1,294**	**58.3**	**24**	**25.3**	**1,274**	**55.3**
Government bonds	-		1,062		-		563	
- of which investment grade	-		*1,055*		-		*563*	
- of which speculative grade	-		*7*		-		-	
Financial companies	16		137		16		655	
- of which investment grade	*16*		*125*		*16*		*649*	
- of which speculative grade	-		*12*		-		*6*	
Non Financial companies	9		95		8		56	
- of which investment grade	*9*		*76*		*8*		*53*	
- of which speculative grade	-		*19*		-		*3*	
Real estate assets and investments in real estate	**5**	**4.7**	**415**	**18.7**	**5**	**5.3**	**437**	**19.0**
Insurance business	**2**	**1.9**	**-**	**-**	**2**	**2.1**	**-**	**-**
Other assets	**11**	**10.2**	**69**	**3.1**	**12**	**12.5**	**125**	**5.4**
TOTAL ASSETS	**107**	**100.0**	**2,219**	**100.0**	**95**	**100.0**	**2,305**	**100.0**

The difference between net defined benefit liabilities (Table 12.3.2) and the plan assets (Table 12.3.3) is recognised in the post employment plans.

4. Description of the main actuarial assumptions

Actuarial assumptions	31.12.2013				31.12.2012			
	Discount rate	Expected yield rates	Expected increase in salaries (a)	Annual inflation rate	Discount rate	Expected yield rates	Expected increase in salaries	Annual inflation rate
EMPLOYEE TERMINATION INDEMNITIES	2.7%	X	2.5%	2.0%	3.0%	X	3.5%	2.0%
INTERNAL PLANS	2.8%	2.9%	3.5%	2.1%	2.4%	2.1%	1.3%	2.0%
EXTERNAL PLANS	3.2%	3.1%	2.4%	2.0%	3.0%	4.6%	2.0%	2.0%

(a) Net of career developments.

Starting from 2013, Intesa Sanpaolo primarily uses as its discounting rate the Eur Composite AA rate curve, weighted on the basis of the ratio of payments and advances referring to each maturity, on the one hand, and the total amount of payments and advances to be made for the final fulfilment of the entire obligation, on the other. In the case of defined-benefit plans in particular, the rate used corresponds to the average rate that reflects the market parameters to which the plan refers. The Eur Composite AA curve is obtained daily from Bloomberg's information provider and refers to a basket of securities issued by investment-grade corporate issuers included in the AA rating class, residing in the Eurozone and belonging to various sectors.

5. Information on amount, timing and uncertainty of cash flows

Sensitivity analysis	31.12.2013					
	Employee Termination Indemnities		Internal Plans		External Plans	
	+100 bps	-100 bps	+100 bps	-100 bps	+100 bps	-100 bps
Discount rate	493	604	172	188	2,482	3,184
Rate of wage rises	545	545	-	-	2,161	1,783
Inflation rate	583	510	185	175	3,028	2,540

The sensitivity analysis is not conducted on the expected rate of return as it has no effect on the calculation of the liabilities.

The sensitivity analysis was carried out on the net defined benefit liabilities pursuant to Table 12.3.2. The absolute values of the data presented indicate the possible amount of net defined benefit liabilities in the event of a change in rate of +/- 100 bps.
The average duration of the defined benefit obligation is 13.95 years for pension funds and 10 years for employee termination indemnities.
Any outflows to be carried out over the next year (settlement of the technical imbalance envisaged by the Articles of Association of the former Banco di Napoli and former Crediop Funds) shall be determined upon preparation of the financial statements of said Funds, which will take place in the upcoming months of May/June.

6. Plans regarding more than one employer

Intesa Sanpaolo has a defined benefit plan regarding more than one employer. It is the Pension Fund for employees of former Crediop hired before 30 September 1989.
The commitments of Dexia – Crediop and the former Sanpaolo IMI (now Intesa Sanpaolo) with regard to the Fund are governed by the agreement stipulated between the parties on 28/05/1999.
Based on the subject agreement, in the event of an imbalance from an actuarial valuation, as well as in the case of an annual effective yield of the assets used lower than the official discounting rate, Dexia-Crediop and Intesa Sanpaolo will have to pay the capital necessary to cover the imbalance and, in the presence of an insufficient yield, integrate the fund in an amount commensurate with the difference between the actual return obtained and the official discounting rate.
These payments must be made in proportion to the weight of mathematical reserves of the amounts recognised by each company over the total Fund assets.

7. Defined benefit plans that share risks among entities under joint control

The Supplementary Pension Fund for Employees of Instituto Bancario San Paolo di Torino and the Complementary Pension Fund for Employees of the former Banco di Napoli – Section A are defined benefit plans that share the risks among the various Group Companies. These Companies issue a joint guarantee for their registered employees and pensioners with respect to the subject pension entities.
The liabilities of each jointly responsible Company are determined by an Independent Actuary through the "projected unit credit method" and are recorded in the financial statements net of the plan assets. Similarly, the current service cost, which represents the average present value as at the measurement date of the benefits accrued by workers in service during the year is calculated for each Company by said Actuary.
Each jointly responsible company reports in this section, for each table, the total liabilities/assets of the Funds for which it is jointly responsible, highlighting at the bottom of said tables the liability/asset amount under their responsibility.

12.4 Allowances for risks and charges – Other allowances

(millions of euro)

	31.12.2013	31.12.2012
2. Other allowances		
2.1 legal disputes	406	430
2.2 personnel charges	157	551
incentive-driven exit plans	*40*	*359*
employee seniority bonuses	*62*	*71*
other personnel expenses	*55*	*121*
2.3 other risks and charges	346	345
TOTAL	**909**	**1,326**

Other allowances refers to:

– Legal disputes: the allowance was set up mainly to cover expected outlay for litigation and other revocatory action;
– Personnel charges: the allowance includes charges for employee seniority bonuses, calculated on the basis of actuarial assumptions, provisions for annual bonuses and VAP premiums, charges for voluntary incentive-driven exit plans and other charges;

– Other risks and charges: these refer to provisions to cover tax litigations, frauds and other litigation charges.

Other allowances include provisions for the intervention by the National Interbank Deposit Guarantee Fund in the case of Banca Tercas.

SECTION 13 – REDEEMABLE SHARES – CAPTION 140

Caption not applicable to Intesa Sanpaolo.

SECTION 14 – PARENT COMPANY'S SHAREHOLDERS' EQUITY – CAPTIONS 130, 150, 160, 170, 180, 190 AND 200

14.1 Share capital and Treasury shares: breakdown

For information of this section, see point 14.3 below.

14.2 Share capital – Parent Company's number of shares: annual changes

(millions of euro)

	Ordinary	Other
A. Initial number of shares	**15,501,512,155**	**932,490,561**
- fully paid-in	15,501,512,155	932,490,561
- not fully paid-in	-	-
A.1 Treasury shares (-)	**-6,471,971**	**-**
A.2 Shares outstanding: initial number	**15,495,040,184**	**932,490,561**
B. Increases	**109,992**	**-**
B.1 New issues	109,992	-
- for consideration	109,992	-
business combinations	*109,992*	-
conversion of bonds	-	-
exercise of warrants	-	-
other	-	-
- for free	-	-
in favour of employees	-	-
in favour of directors	-	-
other	-	-
B.2 Sale of treasury shares	-	-
B.3 Other	-	-
C. Decreases	**-3,642,455**	**-**
C.1 Annulment	-	-
C.2 Purchase of treasury shares	-3,642,455	-
C.3 Disposal of companies	-	-
C.4 Other	-	-
D. Shares outstanding: final number	**15,491,507,721**	**932,490,561**
D.1 Treasury shares (+)	10,114,426	-
D.2 Final number of shares	15,501,622,147	932,490,561
- fully paid-in	15,501,622,147	932,490,561
- not paid-in	-	-

14.3 Share capital: other information

The share capital of the Bank as at 31 December 2013 amounted to 8,546 million euro, divided into 15,501,622,147 ordinary shares and 932,490,561 non-convertible savings shares, with a nominal value of 0.52 euro each. Each ordinary share gives the right to one vote in the Shareholders' Meeting.

Savings shares, which may be in bearer form, entitle the holder to attend and vote at the Special Meeting of savings shareholders.

Savings shares must be attributed a preferred dividend up to 5% of the nominal value of the share. If in one year the dividend is less than 5% of the nominal value of the non-convertible savings shares, the difference will be added to the

preferred dividend paid in the following two accounting periods. Furthermore, retained earnings made available for distribution by the Shareholders' Meeting, net of the above dividend, will be allocated to all shares so that the dividend per non-convertible savings share will be 2% of nominal value higher than for ordinary shares.
In case of distribution of reserves the savings shares have the same rights as other shares. In the case of liquidation of the Company, savings shares shall have pre-emptive rights with regard to the reimbursement of the entire nominal value of the shares.
At the date of this document the share capital was fully paid-in and liberated.

Entries made in accordance with IFRS 3 regarding the merger between Banca Intesa and SANPAOLO IMI generated a reserve of 31,093 million euro, equal to the difference between the acquisition cost of the Sanpaolo IMI Group and the nominal value of the shares issued to service the exchange.
In the 2007 financial statements it was reported under share premium reserve, based on the opinions expressed by legal experts.
This reserve will be reported differently should the Law or Supervisory Authorities indicate a different solution.

14.4 Reserves from retained earnings: other information

Reserves amounted to 4,044 million euro and included: legal reserve, extraordinary reserve, concentration reserves (Law 218 of 30 July 1990, Art. 7, par. 3, and Law 218 of 30 July 1990, Art. 7) and other reserves.
The legal reserve, set up as provided for by law, must be at least one fifth of share capital; in the past it was set up by allocating each year at least one twentieth of net income for the year. Should the reserve decrease, it must be reintegrated by allocating at least one twentieth of net income for the year.
Concentration reserves ex Law 218 of 30 July 1990 were set up at the time of reorganisations or concentrations carried out pursuant to the aforementioned law.
Other reserves included reserves pertaining to branches abroad and other reserves set up in the past following specific legal provisions.
Valuation reserves amounted to 6 million euro and included valuation reserves of financial assets available for sale, cash flow hedge derivatives, and revaluations of net defined benefit liabilities (assets), as well as legally-required revaluations.

(millions of euro)

	Amount as at 31.12.2013	Principal	Portion of net income	Portion of net income subject to a suspended tax regime (a)	Portion available (b)	Uses in the past three years
Shareholders' equity						
– Share capital	8,546	6,221	1,334	991	-	
– Share premium reserve (c)	31,093	12,996	17,585	512	A, B, C	4,829
– Legal reserve	1,709	465	1,244	-	A(1), B	
– Extraordinary reserve	1,519	38	1,481	-	A, B, C	3,672
– Concentration reserve (Law 218 of 30/7/1990, art. 7, par. 3)	232	-	-	232	A, B(2), C(3)	
– Concentration reserve (Law 218 of 30/7/1990, art. 7)	302	-	-	302	A, B(2), C(3)	
– Legal Reserve Branches abroad	14	-	14	-	A, B, C	
– Reserve for stock option plans	13	-	13	-	A	
– Oper. reserve under common control	60	-	60	-	A, B, C	
– FTA tax rate revision reserve on property	25	-	25	-	A, B, C	
– Other reserves	170	-	168	2	A, B, C	-
Valuation reserves						
– Realuation reserve (Law 576 of 2/12/1975)	3	-	-	3	A, B(2), C(3)	
– Revaluation reserve (Law 72 of 19/3/1983)	143	-	-	143	A, B(2), C(3)	
– Revaluation reserve (Law 408 of 29/12/1990)	7	-	-	7	A, B(2), C(3)	
– Revaluation reserve (Law 413 of 30/12/1991)	379	-	-	379	A, B(2), C(3)	
– Revaluation reserve (Law 342 of 22/11/2000)	455	-	-	455	A, B(2), C(3)	
– AFS valuation reserve	45	-	45	-	(4)	
– CFH valuation reserve	-779	-	-779	-	(4)	
– Defined benefit plans valuation reserve	-247	-	-247	-	(4)	
	-	-	-	-	-	
– Treasury shares	-13	-13	-	-	-	
Total Capital and Reserves	**43,676**	**19,707**	**20,943**	**3,026**	(5)	
Non-distributable portion (d)	8,628	-	-	-	-	-

(a) Restricted reserves for tax purposes pursuant to art. 109, par. 4 of the Combined Tax Regulations as amended by Legislative Decree no. 247/2005 amount to 10 million euro.

(b) A = capital increase; B = loss coverage; C = distribution to shareholders.

(c) The reserve fully derives from the merger between Banca Intesa and Sanpaolo IMI, as a result of the application of IFRS 3 relating to business combinations.
Pending the issue of legal measures concerning the qualitification of the reserve posted in application of said accounting standard, the reserve is considered unavailable up to the amount of goodwill and intangible assets recognised in the financial statements.

(d) In accordance with art. 16, par. 1 of Legislative Decree no. 87/92, the non-distributable portion refers to revaluation reserves, share premium reserve for 5,289 million euro (merger reserve) and valuation reserves, which can be decreased only in compliance with the provisions of art. 2445 of the Italian Civil Code, as well as a share of net income for 71 million euro corresponding to capital gains recognised in the income statement of the previous year, net of the related tax charge, arising from application of the fair value criterion, pursuant to art 6, par. 1, letter a) of Legislative Decree no. 38/2005 and to a share of reserves under letter (a).

(1) May be used to increase capital (A) for the portion exceeding one fifth of the share capital.

(2) In case of use of the reserve to cover losses, net income may not be distributed unless the reserve is integrated or correspondingly reduced.

(3) The reserve, if it is not recorded under shareholders' equity, may be reduced only in compliance with the provisions of par. 2 and 3 of art. 2445 of the Italian Civil Code. If it is distributed to shareholders, it is recorded in the Company's taxable income.

(4) The reserve is unavailable pursuant to art. 6 of Legislative Decree no. 38/2005.

(5) Pursuant to art. 47, par. 1 of the Combined Tax Regulations, the portion of net income includes retained earnings reserves for 4,208 million euro classified for tax purposes as capital reserves.

The valuation reserves have been included under retained earnings reserves given that these are either reserves destined to be reversed to the income statement at the time of sale or discharge of the corresponding assets or liabilities, i.e. reserves essentially similar to retained earnings reserves.

14.5 Equity instruments: breakdown and annual changes

Not applicable to Intesa Sanpaolo.

14.6 Other information

There is no other information to be provided in addition to that already contained in this Section.

OTHER INFORMATION

1. Guarantees and commitments

(millions of euro)

	31.12.2013	31.12.2012
1) Financial guarantees given	**32,278**	**33,539**
a) Banks	14,459	16,670
b) Customers	17,819	16,869
2) Commercial guarantees given	**26,480**	**28,090**
a) Banks	5,952	5,664
b) Customers	20,528	22,426
3) Irrevocable commitments to lend funds	**39,532**	**44,791**
a) Banks	6,308	12,746
- of certain use	*5,525*	*12,005*
- of uncertain use	*783*	*741*
b) Customers	33,224	32,045
- of certain use	*3,133*	*2,206*
- of uncertain use	*30,091*	*29,839*
4) Underlying commitments on credit derivatives: protection sales	**2,168**	**3,435**
5) Assets pledged as collateral of third party commitments	**30**	**15**
6) Other commitments	**314**	**-**
TOTAL	**100,802**	**109,870**

2. Assets pledged as collateral of liabilities and commitments

(millions of euro)

	31.12.2013	31.12.2012
1. Financial assets held for trading	2,607	2,546
2. Financial assets designated at fair value through profit and loss	37	243
3. Financial assets available for sale	9,122	9,501
4. Investments held to maturity	204	285
5. Due from banks	4,344	2,064
6. Loans to customers	50,735	46,872
7. Property and equipment	-	-
TOTAL	**67,049**	**61,511**

Bonds issued by the Bank, held in portfolio, covered by a guarantee from the Italian government pursuant to art. 8 of Law Decree 201 of 6 December 2011, converted into Law 214 of 22 December 2011, have been pledged as collateral for loans received from the European Central Bank. Such bonds, which in accordance with IFRS are not recognised as either assets or liabilities on the balance sheet, come to 12 billion euro.

3. Information on operating leases

The costs recorded during the year for motor vehicles include potential lease payments of 2 million euro. Future minimum lease payments for motor vehicles totalled approximately 3 million euro.

4. Management and dealing on behalf of third parties

(millions of euro)

	31.12.2013	31.12.2012
1. Trading on behalf of customers		
a) Purchases	493	349
1. settled	*493*	*349*
2. to be settled	-	-
b) Sales	1,470	591
1. settled	*1,470*	*591*
2. to be settled	-	-
2. Portfolio management		
a) individual	-	-
b) collective	-	-
3. Custody and administration of securities		
a) third party securities held in deposit: related to depositary bank activities (excluding portfolio management)	-	-
1. securities issued by the reporting bank	-	-
2. other securities	-	-
b) third party securities held in deposit (excluding portfolio management): other	452,152	500,587
1. securities issued by the reporting bank	*70,989*	*83,195*
2. other securities	*381,163*	*417,392*
c) third party securities deposited with third parties	366,429	494,636
d) portfolio securities deposited with third parties	144,628	69,131
4. Other	**49,789**	**54,159**

Note regarding financial payables

For details, reference should be made to the relevant section of the Notes to the Consolidated Financial Statements.

5. Financial assets subject to offsetting in the financial statements or subject to netting framework arrangements or similar agreements

(millions of euro)

Types	Gross amount of financial assets (a)	Amount of financial liabilities offset in statement of financial position (b)	Net amount of financial assets presented in statement of financial position (c = a-b)	Amounts available to be offset but not offset in the statement of financial position		Net amount 31.12.2013 (f = c-d-e)	Net amount 31.12.2012
				Financial instruments (d)	Cash collateral (e)		
1. Derivatives	14,808	-	14,808	13,208	1,149	451	581
2. Repurchase agreements	5,066	-	5,066	5,032	-	34	84
3. Securities lending	-	-	-	-	-	-	-
4. Other	-	-	-	-	-	-	-
TOTAL 31.12.2013	**19,874**	**-**	**19,874**	**18,240**	**1,149**	**485**	**X**
TOTAL 31.12.2012	**31,934**	**-**	**31,934**	**28,736**	**2,533**	**X**	**665**

6. Financial liabilities subject to offsetting in the financial statements or subject to netting framework arrangements or similar agreements

(millions of euro)

Types	Gross amount of financial liabilities (a)	Amount of financial assets offset in statement of financial position (b)	Net amount of financial liabilities presented in statement of financial position (c = a-b)	Amounts available to be offset but not offset in the statement of financial position		Net amount 31.12.2013 (f = c-d-e)	Net amount 31.12.2012
				Financial instruments (d)	Cash deposits pledged as collateral (e)		
1. Derivatives	14,636	-	14,636	13,208	1,214	214	215
2. Repurchase agreements	6,730	-	6,730	6,636	-	94	4
3. Securities lending	-	-	-	-	-	-	-
4. Other	-	-	-	-	-	-	-
TOTAL 31.12.2013	**21,366**	**-**	**21,366**	**19,844**	**1,214**	**308**	**X**
TOTAL 31.12.2012	**28,957**	**-**	**28,957**	**27,283**	**1,450**	**X**	**219**

As described in part A.1, application of the amendments to IFRS 7 regarding the disclosure of netting arrangements became mandatory starting from 1 January 2013.
According to these amendments, IFRS 7 requires specific disclosure for financial instruments that have been offset in the Balance Sheet pursuant to IAS 32 or that may be potentially offset, upon occurrence of specific conditions, but are recognised in the Balance Sheet without any netting since they are regulated by "netting framework arrangements or similar" that do not respect all of the criteria set forth by IAS 32, paragraph 42.
In this respect, Intesa Sanpaolo does not have any netting arrangements that meet the requirements envisaged by IAS 32.42 for offsetting in the financial statements.
In terms of instruments that may be potentially offset upon occurrence of such events and to be presented in Tables 5 and 6, it is noted that Intesa Sanpaolo uses bilateral netting arrangements that allow, in the event of counterparty default, the netting of claims and obligations in relation to financial and credit derivatives, as well as securities financing transactions (SFTs). In particular, there are ISDA agreements (for transactions in derivatives) and GMRAs (for repurchase agreements).

With regard to securities lending transactions, only those transactions that require the payment of a cash guarantee fully available to the lender must be reported in tables 5 and 6, as this is the only type of transaction recognised in the Balance Sheet. Intesa Sanpaolo did not have any such transactions as at 31 December 2013.

For the purposes of preparing the tables and in line with the provisions of IFRS 7 and the new provisions that govern the financial statements of banks, the following are noted:
– the effects of the potential offsetting of the balance sheet values of financial assets and liabilities are indicated under column (d) "Financial instruments", together with the fair value of financial collateral consisting of securities;
– the effects of the potential offsetting of the exposure with the relative cash collateral are included under column (e) "Cash deposits received/provided as collateral";
– repurchase agreement transactions are recognised in the tables based on the amortised cost measurement criterion, while the relative collateral is measured at fair value.
– Derivatives transactions are recognised at fair value.

These effects are calculated for each individual counterparty included in a netting framework arrangement, to the extent of the exposure indicated in column (c).

Based on the preparation methods indicated above, the netting arrangements between financial instruments and the relative collateral permit a significant reduction in credit/debt exposure to the counterparty, as indicated under column (f) "Net amount".

7. Securities lending transactions

It is noted that Intesa Sanpaolo carried out a securities lending transaction with a major bank, in which the collateral consists of securities for approximately 2 billion euro, with the objective of increasing the portfolio available for refinancing transactions.

Part C – Information on the Parent Company's income statement

SECTION 1 – INTEREST – CAPTIONS 10 AND 20

1.1 Interest and similar income: breakdown

(millions of euro)

	Debt securities	Loans	Other transactions	2013	2012
1. Financial assets held for trading	105	-	-	105	115
2. Financial assets designated at fair value through profit and loss	5	-	-	5	4
3. Financial assets available for sale	697	1	-	698	687
4. Investments held to maturity	1	-	-	1	5
5. Due from banks	302	730	-	1,032	1,757
6. Loans to customers	300	5,052	3	5,355	6,057
7. Hedging derivatives	X	X	1,104	1,104	1,421
8. Other assets	X	X	18	18	19
TOTAL	**1,410**	**5,783**	**1,125**	**8,318**	**10,065**

Interest and similar income also includes interest income on securities relating to repurchase agreements.
Loans to customers include interest of 33 million euro on doubtful loans, of 228 million euro on substandard loans, of 46 million euro on restructured loans and of 35 million euro on past due loans.

1.2. Interest and similar income: differentials on hedging transactions

(millions of euro)

	2013	2012
A. Positive differentials on hedging transactions	2,279	3,180
B. Negative differentials on hedging transactions	-1,175	-1,759
BALANCE (A - B)	**1,104**	**1,421**

1.3 Interest and similar income: other information

1.3.1 Interest income on foreign currency financial assets

As at 31 December 2013, interest income on foreign currency financial assets amounted to 623 million euro.

1.3.2 Interest income on financial lease receivables

This caption is not present.

1.4 Interest and similar expense: breakdown

(millions of euro)

	Debts	Securities	Other transactions	2013	2012
1. Due to Central Banks	186	X	-	186	342
2. Due to banks	1,487	X	-	1,487	1,709
3. Due to customers	656	X	-	656	665
4. Securities issued	X	4,583	-	4,583	4,917
5. Financial liabilities held for trading	-	-	2	2	2
6. Financial liabilities designated at fair value through profit and loss	-	-	-	-	-
7. Other liabilities and allowances	X	X	1	1	6
8. Hedging derivatives	X	X	-	-	-
TOTAL	**2,329**	**4,583**	**3**	**6,915**	**7,641**

2. Due to banks and 3. Due to customers also include interest expense on repurchase agreements, even if the transaction referred to securities recorded under assets.

1.5 Interest and similar expense: differentials on hedging transactions

Information on differentials on hedging transactions is illustrated in table 1.2, since the balance is included under interest income.

1.6 Interest and similar expense: other information

1.6.1 Interest expense on foreign currency financial liabilities

Interest and similar expense as at 31 December 2013 included 479 million euro relative to financial liabilities in foreign currency.

1.6.2 Interest expense on financial lease payables

The amount of interest expense on financial lease payables as at 31 December 2013 was immaterial.

SECTION 2 – NET FEE AND COMMISSION INCOME - CAPTIONS 40 AND 50

2.1 Fee and commission income: breakdown

(millions of euro)

	2013	2012
A) Guarantees given	**295**	**319**
B) Credit derivatives	**85**	**80**
C) Management, dealing and consultancy services	**966**	**785**
1. trading in financial instruments	4	1
2. currency dealing	21	25
3. portfolio management	-	-
3.1. individual	-	-
3.2. collective	-	-
4. custody and administration of securities	48	55
5. depositary bank	4	4
6. placement of securities	423	300
7. reception and transmission of orders	85	98
8. consultancy services	2	2
8.1. on investments	-	1
8.2. on financial structure	2	1
9. distribution of third party services	379	300
9.1. portfolio management	*60*	*46*
9.1.1. individual	*59*	*45*
9.1.2. collective	*1*	*1*
9.2. insurance products	*276*	*214*
9.3. other products	*43*	*40*
D) Collection and payment services	**139**	**146**
E) Servicing related to securitisations	**-**	**2**
F) Services related to factoring	**-**	**-**
G) Tax collection services	**-**	**-**
H) Management of multilateral trading facilities	**-**	**-**
I) Management of current accounts	**482**	**447**
J) Other services	**639**	**615**
TOTAL	**2,606**	**2,394**

J) Other services recorded fees on credit and debit cards of 241 million euro, commissions on medium-/long-term loans of 218 million euro, commissions on short-term loans of 83 million euro and commissions on sundry services rendered to customers and banks of 97 million euro.

2.2 Fee and commission income: distribution channels of products and services

(millions of euro)

	2013	2012
A) Group branches	**802**	**600**
1. portfolio management	-	-
2. placement of securities	423	300
3. third party services and products	379	300
B) "Door-to-door" sales	**-**	**-**
1. portfolio management	-	-
2. placement of securities	-	-
3. third party services and products	-	-
C) Other distribution channels	**-**	**-**
1. portfolio management	-	-
2. placement of securities	-	-
3. third party services and products	-	-

2.3 Fee and commission expense: breakdown

(millions of euro)

	2013	2012
A) Guarantees received	**114**	**126**
B) Credit derivatives	**17**	**6**
C) Management, dealing and consultancy services	**36**	**43**
1. trading in financial instruments	2	2
2. currency dealing	2	2
3. portfolio management:	-	-
3.1 own portfolio	-	-
3.2 third party portfolio	-	-
4. custody and administration of securities	29	36
5. placement of financial instruments	3	3
6. "door-to-door" sale of financial instruments, products and services	-	-
D) Collection and payment services	**43**	**52**
E) Other services	**268**	**266**
TOTAL	**478**	**493**

E) Other services includes 179 million euro fees on credit and debit cards, 35 million euro securities lending operations, 8 million euro services rendered by banks, 41 million euro intermediation on other banking operations relating to Italian branches and 5 million euro relating to international branches.

SECTION 3 – DIVIDEND AND SIMILAR INCOME - CAPTION 70

3.1 Dividend and similar income: breakdown

(millions of euro)

	2013		2012	
	Dividends	Income from quotas of UCI	Dividends	Income from quotas of UCI
A. Financial assets held for trading	-	-	-	-
B. Financial assets available for sale	15	-	20	-
C. Financial assets designated at fair value through profit and loss	-	-	-	14
D. Equity investments	1,929	X	1,211	X
TOTAL	**1,944**	**-**	**1,231**	**14**

D – Equity investments includes the dividends distributed by:
- Banca IMI S.p.A. for 500 million euro;
- Intesa Sanpaolo Vita S.p.A. for 388 million euro;
- Intesa Sanpaolo Private Banking S.p.A. for 205 million euro;
- Setefi S.p.A. for 164 million euro;
- Banca Fideuram S.p.A. for 160 million euro;
- Banco di Napoli S.p.A. for 140 million euro;
- Eurizon Capital SGR S.p.A. for 105 million euro;
- Mediofactoring S.p.A. for 88 million euro;
- Bank of Alexandria S.A.E. for 40 million euro;
- Intesa Sanpaolo Bank Ireland Plc. for 35 million euro;
- Intesa Sanpaolo Personal Finance S.p.A. for 32 million euro;
- Banca Intesa ZAO for 10 million euro;
- SIA S.p.A. for 8 million euro;
- Banca Koper D.D. for 7 million euro;
- other equity investments for 47 million euro.

SECTION 4 – PROFITS (LOSSES) ON TRADING - CAPTION 80

4.1 Profits (Losses) on trading: breakdown

(millions of euro)

	Revaluations	Profits on trading	Write-downs	Losses on trading	Net result
1. Financial assets held for trading	**83**	**38**	**-44**	**-28**	**49**
1.1 Debt securities	12	29	-39	-27	-25
1.2 Equities	-	-	-	-	-
1.3 Quotas of UCI	71	9	-5	-1	74
1.4 Loans	-	-	-	-	-
1.5 Other	-	-	-	-	-
2. Financial liabilities held for trading	**1**	**-**	**-**	**-**	**1**
2.1 Debt securities	-	-	-	-	-
2.2 Payables	-	-	-	-	-
2.3 Other	1	-	-	-	1
3. Financial assets and liabilities: foreign exchange differences	**X**	**X**	**X**	**X**	**21**
4. Derivatives	**8,603**	**8,829**	**-8,800**	**-8,540**	**133**
4.1 Financial derivatives :	8,371	8,793	-8,638	-8,481	86
- on debt securities and interest rates	*7,421*	*6,235*	*-7,700*	*-5,913*	*43*
- on equities and stock indexes	*135*	*27*	*-129*	*-36*	*-3*
- on currencies and gold	*X*	*X*	*X*	*X*	*41*
- other	*815*	*2,531*	*-809*	*-2,532*	*5*
4.2 Credit derivatives	232	36	-162	-59	47
TOTAL	**8,687**	**8,867**	**-8,844**	**-8,568**	**204**

Net result includes profits, losses, revaluations and write-downs on currency and gold derivatives.

SECTION 5 – FAIR VALUE ADJUSTMENTS IN HEDGE ACCOUNTING - CAPTION 90

5.1 Fair value adjustments in hedge accounting: breakdown

(millions of euro)

	2013	2012
A. Income from:		
A.1 fair value hedge derivatives	2,071	5,312
A.2 financial assets hedged (fair value)	629	2,171
A.3 financial liabilities hedged (fair value)	3,772	940
A.4 cash flow hedge: derivatives	-	-
A.5 currency assets and liabilities	-	-
Total income from hedging (A)	**6,472**	**8,423**
B. Expenses for:		
B.1 fair value hedge derivatives	-3,355	-4,579
B.2 financial assets hedged (fair value)	-1,931	-1,037
B.3 financial liabilities hedged (fair value)	-1,197	-2,785
B.4 cash flow hedge: derivatives	-	-
B.5 currency assets and liabilities	-	-
Total expense from hedging (B)	**-6,483**	**-8,401**
C. Fair value adjustments in hedge accounting (A - B)	**-11**	**22**

SECTION 6 – PROFITS (LOSSES) ON DISPOSAL OR REPURCHASE - CAPTION 100

6.1 Profits (Losses) on disposal or repurchase: breakdown

(millions of euro)

	2013			2012		
	Profits	Losses	Net result	Profits	Losses	Net result
Financial assets						
1. Due from banks	1	-	1	1	-1	-
2. Loans to customers	38	-21	17	49	-50	-1
3. Financial assets available for sale	335	-1	334	272	-33	239
3.1 Debt securities	*131*	*-1*	*130*	*99*	*-23*	*76*
3.2 Equities	*204*	-	*204*	*172*	*-10*	*162*
3.3 Quotas of UCI	-	-	-	*1*	-	*1*
3.4 Loans	-	-	-	-	-	-
4. Investments held to maturity	-	-	-	-	-	-
Total assets	**374**	**-22**	**352**	**322**	**-84**	**238**
Financial liabilities						
1. Due to banks	-	-	-	10	-	10
2. Due to customers	-	-	-	269	-	269
3. Securities issued	204	-54	150	732	-15	717
Total liabilities	**204**	**-54**	**150**	**1,011**	**-15**	**996**

Profits on disposal of equities classified as financial assets available for sale include the results of the sale of:
- Assicurazioni Generali S.p.A. for 84 million euro;
- Prada S.p.A. for 74 million euro;
- Ariston Thermo S.p.A. for 15 million euro;
- Telefonica S.A. for 8 million euro;
- Euroclear PLC for 8 million euro;
- CAM Finanziaria S.p.A. for 6 million euro;
- other minority interests for 9 million euro.

SECTION 7 – PROFITS (LOSSES) ON FINANCIAL ASSETS AND LIABILITIES DESIGNATED AT FAIR VALUE – CAPTION 110

7.1 Profits (losses) on financial assets/liabilities designated at fair value: breakdown

(millions of euro)

	Revaluations	Profits on trading	Write-downs	Losses on trading	Net result
1. Financial assets	**1**	**-**	**-39**	**-1**	**-39**
1.1 Debt securities	1	-	-1	-1	-1
1.2 Equities	-	-	-	-	-
1.3 Quotas of UCI	-	-	-38	-	-38
1.4 Loans	-	-	-	-	-
2. Financial liabilities	**-**	**-**	**-**	**-**	**-**
2.1 Debt securities	-	-	-	-	-
2.2 Due to banks	-	-	-	-	-
2.3 Due to customers	-	-	-	-	-
3. Foreign currency financial assets and liabilities: foreign exchange differences	**X**	**X**	**X**	**X**	**-**
4. Credit and financial derivatives	**8**	**-**	**-**	**-**	**8**
TOTAL	**9**	**-**	**-39**	**-1**	**-31**

SECTION 8 – NET LOSSES/RECOVERIES ON IMPAIRMENT – CAPTION 130

8.1 Net impairment losses on loans: breakdown

(millions of euro)

	Impairment losses			Recoveries				2013	2012
	Individual		Collective	Individual		Collective			
	write-offs	other		of interest	other	of interest	other		
A. Due from banks	**-**	**-5**	**-7**	**-**	**-**	**-**	**1**	**-11**	**7**
- Loans	-	-5	-6	-	-	-	-	-11	7
- Debt securities	-	-	-1	-	-	-	1	-	-
B. Loans to customers	**-60**	**-2,606**	**-40**	**143**	**226**	**1**	**37**	**-2,299**	**-1,371**
Non-performing loans purchased	-3	-117	-	13	3	-	-	-104	-99
- Loans	*-3*	*-117*	*X*	*13*	*3*	*X*	*X*	*-104*	*-99*
- Debt securities	*-*	*-*	*X*	*-*	*-*	*X*	*X*	*-*	*-*
Other	-57	-2,489	-40	130	223	1	37	-2,195	-1,272
- Loans	*-57*	*-2,483*	*-6*	*130*	*223*	*1*	*20*	*-2,172*	*-1,249*
- Debt securities	*-*	*-6*	*-34*	*-*	*-*	*-*	*17*	*-23*	*-23*
C. Total	**-60**	**-2,611**	**-47**	**143**	**226**	**1**	**38**	**-2,310**	**-1,364**

The financial effects of uses of discounting of non-performing loans, recognised under "Recoveries - Individual – of interest", amount to a total of 143 million euro. Of this amount, 105 million euro relates to doubtful loans, 33 million euro to substandard loans and 5 million euro to restructured loans.

8.2 Net impairment losses on financial assets available for sale: breakdown

(millions of euro)

	Impairment losses		Recoveries		2013	2012
	Individual		Individual			
	write-offs	other	of interest	other		
A. Debt securities	-	-4	-	1	-3	-6
B. Equities	-	-182	X	X	-182	-36
C. Quotas of UCI	-	-7	X	-	-7	-1
D. Due from banks	-	-	-	-	-	-
E. Loans to customers	-	-	-	-	-	-
F. Total	**-**	**-193**	**-**	**1**	**-192**	**-43**

The valuation of equities classified under financial assets available for sale led to impairment losses in 2013 mostly referred to:
- Banca delle Marche S.p.A. for 72 million euro;
- Assicurazioni Generali S.p.A. for 58 million euro;
- Giochi Preziosi S.p.A. for 34 million euro;
- other minority interests for 18 million euro.

8.3 Net impairment losses on investments held to maturity: breakdown

As at 31 December 2013, Intesa Sanpaolo recorded net impairment losses on investments held to maturity of immaterial amounts.

8.4 Net impairment losses on other financial activities: breakdown

(millions of euro)

	Impairment losses			Recoveries				2013	2012
	Individual		Collective	Individual		Collective			
	write-offs	other		of interest	other	of interest	other		
A. Guarantees given	-	-39	-56	-	1	-	-	-94	-30
B. Credit derivatives	-	-	-	-	-	-	-	-	-
C. Commitments to lend funds	-	-	-	-	-	-	-	-	-2
D. Other operations	-	-	-	-	-	-	-	-	-
E. Total	**-**	**-39**	**-56**	**-**	**1**	**-**	**-**	**-94**	**-32**

SECTION 9 - ADMINISTRATIVE EXPENSES - CAPTION 150

9.1 Personnel expenses: breakdown

(millions of euro)

	2013	2012 (*)
1) Personnel employed	**1,814**	**2,138**
a) wages and salaries	1,218	1,410
b) social security charges	325	360
c) termination indemnities	18	21
d) supplementary benefits	-	-
e) provisions for termination indemnities	17	25
f) provisions for post employment benefits:	32	53
- defined contribution plans	-	-
- defined benefit plans	*32*	*53*
g) payments to external pension funds:	108	120
- defined contribution plans	*108*	*120*
- defined benefit plans	-	-
h) costs from share-based payments	-	-
i) other benefits in favour of employees	96	149
2) Other non-retired personnel	**-**	**2**
3) Directors and statutory auditors	**8**	**10**
4) Early retirement costs	**-**	**-**
5) Recovery of expenses for employees of the Bank seconded to other entities	**-46**	**-72**
6) Reimbursement of expenses for employees of other entities seconded to the Bank	**28**	**44**
TOTAL	**1,804**	**2,122**

(*) Following the changes to Circular 262/2005 the figures for 2012 included in sub-items c) and g) were restated

Provisions to employee termination indemnities determined on the basis of Art. 2120 of the Italian Civil Code amounted to 11 million euro.

9.2 Average number of employees by categories

	2013	2012
Personnel employed	**23,448**	**26,352**
a) managers	473	506
b) total officers	10,692	11,761
c) other employees	12,283	14,085
Other personnel	**17**	**22**
TOTAL	**23,465**	**26,374**

9.3 Post employment defined benefit plans: costs and revenues

(millions of euro)

	2013			2012		
	Employee Termination Indemnities	Internal plans	External plans	Employee Termination Indemnities	Internal plans	External plans
Current service cost	-1	-2	-20	-2	-2	-18
Interest expense	-16	-6	-84	-23	-7	-113
Interest income	-	4	67	-	4	99
Reimbursement from third parties	-	-	-	-	-	-
Past service cost	-	-	-	-	-	-
Curtailment of the fund	X	-	-	X	-	-
Settlement of the fund	X	-	-	X	-	-

9.4 Other benefits in favour of employees

The balance as at 31 December 2013 amounted to 96 million euro, of which 33 million euro referred to charges for incentive-driven exit plans. The residual 63 million euro essentially referred to contributions for health assistance, lunch vouchers and provisions for seniority bonuses.

9.5 Other administrative expenses: breakdown

(millions of euro)

	2013	2012
Expenses for maintenance of information technology and electronic equipment	17	23
Telephonic, teletransmission and transmission expenses	6	9
Information technology expenses	**23**	**32**
Rentals and service charges - real estate	129	137
Security services	17	20
Cleaning of premises	19	22
Expenses for maintenance of real estate assets, furniture and equipment	32	44
Energy costs	41	45
Property costs	9	4
Management of real estate assets	**247**	**272**
Printing, stationery and consumables expenses	15	19
Transport and related services expenses (including counting of valuables)	44	49
Information expenses	20	21
Postal and telegraphic expenses	41	34
Other rental charges	6	12
General structure costs	**126**	**135**
Expenses for consultancy fees	99	101
Legal and judiciary expenses	61	58
Insurance premiums - banks and customers	22	18
Professional and legal expenses	**182**	**177**
Advertising and promotional expenses	**75**	**62**
Services rendered by third parties	**53**	**55**
Indirect personnel costs	**25**	**53**
Costs reimbursed to Group companies	**795**	**795**
Other costs	**32**	**42**
Indirect taxes and duties	**318**	**291**
Recovery of other expenses	**-26**	**-21**
TOTAL	**1,850**	**1,893**

Administrative expenses for 2013, included in tables 9.1 "Personnel expenses: breakdown" and 9.5 "Other administrative expenses: breakdown", include charges for integration and exit incentives, gross of the tax effect detailed below, for 53 million euro.

Charges for integration and exit incentives: breakdown

(millions of euro)

	2013	2012
Personnel expenses	**33**	**86**
- expenses for incentive-driven exit plans	33	86
Other administrative expenses	**20**	**36**
- information technology expenses	14	19
- management of real estate assets	-	-
- professional and legal expenses	1	8
- advertising and promotional expenses	-	-
- indirect personnel costs	-	-
- other costs	5	9
TOTAL	**53**	**122**

SECTION 10 - NET PROVISIONS FOR RISKS AND CHARGES - CAPTION 160

10.1 Net provisions for risks and charges: breakdown

(millions of euro)

	Provisions	Uses	2013
Net provisions for legal disputes	-55	26	-29
Net provisions for other personnel charges	-	-	-
Net provisions for risks and charges	-82	2	-80
TOTAL	**-137**	**28**	**-109**

"Net provisions for risks and charges", which amounted to 109 million euro, recorded the provisions attributable to the year relating to:
- litigation, including revocatory actions and other disputes;
- guarantees issued for the sale of equity investments and other loan transactions.

The above provisions include the interest expense due to time value (2 million euro).

SECTION 11 – NET ADJUSTMENTS TO/RECOVERIES ON PROPERTY AND EQUIPMENT – CAPTION 170

11.1 Net adjustments to property and equipment: breakdown

(millions of euro)

	Depreciation	Impairment losses	Recoveries	Net result
A. Property and equipment				
A.1 Owned	-113	-5	-	-118
- used in operations	*-112*	*-5*	-	*-117*
- investment	*-1*	-	-	*-1*
A.2 Acquired under finance lease	-	-	-	-
- used in operations	-	-	-	-
- investment	-	-	-	-
TOTAL	**-113**	**-5**	**-**	**-118**

For the determination of impairment losses, see the illustration provided in Part A – Accounting policies.

SECTION 12 – NET ADJUSTMENTS TO/RECOVERIES ON INTANGIBLE ASSETS – CAPTION 180

12.1 Net adjustments to intangible assets: breakdown

(millions of euro)

	Amortisation	Impairment losses	Recoveries	Net result
A. Intangible assets				
A.1 Owned	-90	-1,091	-	-1,181
- internally generated	-	-	-	-
- other	*-90*	*-1,091*	-	*-1,181*
A.2 Acquired under finance lease	-	-	-	-
TOTAL	**-90**	**-1,091**	**-**	**-1,181**

Net impairment losses on other assets mainly referred to core deposits (589 million euro) and brand name (502 million euro).

SECTION 13 – OTHER OPERATING EXPENSES (INCOME) - CAPTION 190

13.1 Other operating expenses: breakdown

(millions of euro)

	2013	2012
Charges for litigations and provisions for customer restorations	2	4
Burglaries and robberies	3	3
Amortisation of leasehold improvements	16	19
Other non-recurring expenses	40	51
Other	3	7
TOTAL	**64**	**84**

13.2 Other operating income: breakdown

(millions of euro)

	2013	2012
Income on securitisations	-	-
Recovery of insurance costs	-	-
Recovery of other expenses	7	4
Recovery of taxes and interest of previous years	-	-
Cheques prescribed	-	-
Recovery of rents paid	72	44
Recovery of services rendered to Group companies	131	185
Recovery of services rendered to third parties	2	4
Recovery of taxes and duties	261	235
Other	183	39
Total	**656**	**511**

Other income includes 128 million euro relative to the positive performance of positions for disputes. For more detailed information, reference should be made to the section on legal risks of Part E of the Notes to the consolidated financial statements.

SECTION 14 – PROFITS (LOSSES) ON EQUITY INVESTMENTS – CAPTION 210

14.1 Profits (Losses) on disposal of equity investments: breakdown

(millions of euro)

	2013	2012
A. Revenues	1,762	28
1. Revaluations	*7*	-
2. Profits on disposal	*11*	*27*
3. Write-backs	-	*1*
4. Other	*1,744*	-
B. Charges	-3,635	-576
1. Write-downs	*-1*	-
2. Impairment losses	*-3,634*	*-576*
3. Losses on disposal	-	-
4. Other	-	-
Net result	**-1,873**	**-548**

Other revenues include the effect on the income statement (1,744 million euro) of the derecognition of the cancelled stakes in the Bank of Italy and of the fair value recognition of the new stakes obtained in exchange, in application of Law Decree no. 133 of 30 November 2013, converted into Law no. 5 of 29 January 2014 and following the amendments to the articles of association approved by the Bank of Italy's general meeting on 23 December 2013.

Profits on disposal refer to the earn out of 8 million euro on the disposal of Centrale dei Bilanci S.r.l. in 2008 and other minor sales for 3 million euro.

Impairment losses refer to: Cassa di Risparmio di Firenze S.p.A. for 855 million euro, Banco di Napoli S.p.A. for 584 million euro, CIB Bank LTD. for 511 million euro, Leasint S.p.A. for 292 million euro, Cassa di Risparmio del Veneto for 196 million euro, Mediocredito Italiano S.p.A. for 127 million euro, Telco S.p.A. for 109 million euro, Alitalia S.p.A. for 94 million euro, Pravex Bank Public Joint-Stock Company Commercial Bank for 78 million euro, Centro Leasing S.p.A. for 75 million euro, Intesa Sanpaolo Bank of Albania SH.A. for 67 million euro, Intesa Sanpaolo Romania S.A. Commercial Bank for 66 million euro, Banca Intesa A.D. Beograd for 62 million euro, Cassa di Risparmio del Friuli Venezia Giulia S.p.A. for 57 million euro, Banca Monte Parma S.p.A. for 54 million euro, Cassa dei Risparmi di Forlì e della Romagna S.p.A. for 43 million euro, Cassa di Risparmio di Venezia S.p.A. for 42 million euro, Banca di Trento e Bolzano S.p.A. for 42 million euro, NEOS Finance S.p.A. for 34 million euro, Imi Investimenti S.p.A. for 34 million euro, Equiter S.p.A. for 33 million euro, Intesa Sanpaolo Provis s.r.l. for 32 million euro, Rizzoli Corriere della Sera Mediagroup S.p.A. for 29 million euro, IN.FRA. - Investire nelle Infrastrutture S.p.A. for 28 million euro, Ottobre 2008 for 15 million euro, Cassa di Risparmio di Pistoia e della Lucchesia S.p.A. for 15 million euro, Casse di Risparmio dell'Umbria S.p.A. for 13 million euro, NH Italia S.p.A. for 10 million euro, and other minor interests for 37 million euro.

SECTION 15 - VALUATION DIFFERENCES ON PROPERTY, EQUIPMENT AND INTANGIBLE ASSETS MEASURED AT FAIR VALUE - CAPTION 220

Not applicable to Intesa Sanpaolo.

SECTION 16 – GOODWILL IMPAIRMENT - CAPTION 230

16.1 Goodwill impairment: breakdown

The results of impairment testing on goodwill recorded in the financial statements resulted in the recognition of impairment losses of 1,862 million euro.
For a description of the methods for the foregoing tests, reference should be made to Part B – Section 12 – Intangible Assets in these Notes to the Parent Company's financial statements.

SECTION 17 – PROFITS (LOSSES) ON DISPOSAL OF INVESTMENTS - CAPTION 240

17.1 Profits (Losses) on disposal of investments: breakdown

(millions of euro)

	2013	2012
A. Real estate assets	4	23
- profits on disposal	*4*	*23*
- losses on disposal	-	-
B. Other assets	-	-
- profits on disposal	-	-
- losses on disposal	-	-
Net result	**4**	**23**

SECTION 18 - TAXES ON INCOME FROM CONTINUING OPERATIONS - CAPTION 260

18.1 Taxes on income from continuing operations: breakdown

(millions of euro)

	2013	2012
1. Current taxes (-)	-165	-676
2. Changes in current taxes of previous years (+/-)	153	185
3. Reduction in current taxes of the year (+)	52	-
3bis. Reduction in current taxes of the year for tax credits pursuant to Law no. 214/2011 (+)	-	778
4. Changes in deferred tax assets (+/-)	568	-572
5. Changes in deferred tax liabilities (+/-)	137	131
6. Taxes on income for the year (-) (-1+/-2+3+3bis+/-4+/-5)	**745**	**-154**

Current taxes include the substitute tax of 273 million euro due on the revaluation of the stake in the Bank of Italy.

18.2 Reconciliation of theoretical tax charge to total income tax expense for the period

(millions of euro)

	2013	2012
Income before tax from continuing operations	-4,658	1,066
Income before tax from discontinued operations	-	-
Theoretical taxable income	**-4,658**	**1,066**

(millions of euro)

		%
Income taxes - theoretical tax charge	**-1,463**	**-31.4**
Increases of taxes	**1,842**	**39.6**
Greater base and actual IRAP rate	60	1.3
Non-deductible interest expense	75	1.6
Non-deductible costs (goodwill and equity investments impairment)	1,446	31.1
Other non-deductible costs (losses on equity investments, municipal property tax (IMU), personnel expenses, etc.)	246	5.3
Other	15	0.3
Decreases of taxes	**-1,124**	**-24.2**
Non-taxed capital gains on equity investments	-52	-1.1
Capital gains on equity investments subject to substitute tax	-274	-5.9
Tax-exempt portion of dividends	-563	-12.1
Other	-235	-5.1
Total change in taxes	**718**	**15.4**
Total income tax expense for the period	**-745**	**-16.0**
of which: - total income tax expense from continuing operations	**-745**	**-16.0**
- total income tax expense from discontinued operations	**-**	**-**

SECTION 19 – INCOME (LOSS) AFTER TAX FROM DISCONTINUED OPERATIONS - CAPTION 280

19.1 Income (Loss) after tax from discontinued operations: breakdown

As at 31 December 2013, there was no income (loss) after tax from discontinued operations.

19.2 Breakdown of taxes on discontinued operations

As at 31 December 2013, there were no taxes on discontinued operations.

SECTION 20 – OTHER INFORMATION

There is no information further to that already provided in the previous sections.

SECTION 21 – EARNINGS PER SHARE

Earnings per share

For details, reference should be made to the relevant section of the Notes to the consolidated financial statements.

Part D - Comprehensive income

DETAILED STATEMENT OF COMPREHENSIVE INCOME

(millions of euro)

		Gross amount	Income tax	Net amount
10.	**NET INCOME (LOSS)**	**X**	**X**	**-3,913**
	Other comprehensive income that may not be reclassified to the income statement:	**-77**	**21**	**-56**
20.	Property and equipment	-	-	-
30.	Intangible assets	-	-	-
40.	Defined benefit plans	-77	21	-56
50.	Non current assets held for sale	-	-	-
60.	Share of valuation reserves connected with investments carried at equity	-	-	-
	Other comprehensive income that may be reclassified to the income statement:	**654**	**-221**	**433**
70.	Hedges of foreign investments:	-	-	-
	a) fair value changes	-	-	-
	b) reclassification to the income statement	-	-	-
	c) other changes	-	-	-
80.	Foreign exchange differences:	-	-	-
	a) fair value changes	-	-	-
	b) reclassification to the income statement	-	-	-
	c) other changes	-	-	-
90.	Cash flow hedges:	557	-184	373
	a) fair value changes	875	-289	586
	b) reclassification to the income statement	-318	105	-213
	c) other changes	-	-	-
100.	Property and equipment	97	-37	-208
	a) fair value changes	343	-75	-
	b) reclassification to the income statement	-247	38	-209
	- impairment losses	*71*	*-7*	*64*
	- gains/losses from disposals	*-318*	*45*	*-273*
	c) other changes	1	-	1
110.	Non current assets held for sale	-	-	-
	a) fair value changes	-	-	-
	b) reclassification to the income statement	-	-	-
	c) other changes	-	-	-
120.	Share of valuation reserves connected with investments carried at equity:	-	-	-
	a) fair value changes	-	-	-
	b) reclassification to the income statement	-	-	-
	- impairment losses	-	-	-
	- gains/losses from disposals	-	-	-
	c) other changes	-	-	-
130.	**Total other comprehensive income**	**577**	**-200**	**377**
140.	**TOTAL COMPREHENSIVE INCOME (CAPTIONS 10 +130)**	**X**	**X**	**-3,536**

Part E – Information on risks and relative hedging policies

INTRODUCTION

This part of the Notes to the Parent Company's financial statements provides the quantitative information on risks relative to the Parent Company, Intesa Sanpaolo. For qualitative information regarding the methods whereby risks are managed and monitored, the organisation of the Bank's risk governance, the associated processes and key functions, the culture of risk-awareness at the Bank and the methods whereby it is ensured that this culture is spread, the main risks associated with the Bank's business model, the risk appetite and the methods whereby such risks are managed and the use of stress tests within risk governance strategies, refer to Part E of the Notes to the consolidated financial statements.

SECTION 1 – CREDIT RISK

QUALITATIVE INFORMATION

Qualitative information on Intesa Sanpaolo's credit quality is contained in Part E of the Notes to the consolidated financial statements.

QUANTITATIVE INFORMATION

A. CREDIT QUALITY

For the purposes of quantitative information about credit quality, the term "credit exposures" is understood to exclude equities and quotas of UCI, whereas "exposures" includes these items. The only exception is table A.2.1 related to credit exposures by external rating classes, which includes quotas of UCI.

A.1. Performing and non-performing credit exposures: amounts, adjustments, changes, economic and geographical breakdown

In the tables in this section, the information related to country risk is not presented separately in compliance with the methodological decision for collective measurement of performing loans based on parameters that include "country risk".

A.1.1. Breakdown of credit exposures by portfolio classification and credit quality (book values)

(millions of euro)

	Doubtful loans	Substandard loans	Restructured exposures	Non performing past due exposures	Performing past due exposures	Other Assets	Total
1. Financial assets held for trading	3	90	14	3	-	16,547	16,657
2. Financial assets available for sale	2	-	-	-	-	37,713	37,715
3. Investments held to maturity	-	-	-	-	-	300	300
4. Due from banks	20	19	-	-	-	83,940	83,979
5. Loans to customers	4,426	4,800	1,165	369	2,285	179,319	192,364
6. Financial assets designated at fair value through profit and loss	-	-	-	-	-	228	- 228
7. Financial assets under disposal	-	-	-	-	-	-	-
8. Hedging derivatives	-	-	-	-	-	6,313	6,313
Total 31.12.2013	**4,451**	**4,909**	**1,179**	**372**	**2,285**	**324,360**	**337,556**
Total 31.12.2012	**3,792**	**3,908**	**1,895**	**744**	**2,011**	**366,964**	**379,314**

A.1.2. Breakdown of credit exposures by portfolio classification and credit quality (gross and net values)

(millions of euro)

	Non-performing assets			Performing			Total (net exposure)
	Gross exposure	Individual adjustments	Net exposure	Gross exposure	Collective adjustments	Net exposure	
1. Financial assets held for trading	149	-39	110	X	X	16,547	16,657
2. Financial assets available for sale	2	-	2	37,713	-	37,713	37,715
3. Investments held to maturity	-	-	-	300	-	300	300
4. Due from banks	65	-26	39	83,958	-18	83,940	83,979
5. Loans to customers	19,842	-9,082	10,760	182,491	-887	181,604	192,364
6. Financial assets designated at fair value through profit and loss	-	-	-	X	X	228	228
7. Financial assets under disposal	-	-	-	-	-	-	-
8. Hedging derivatives	-	-	-	X	X	6,313	6,313
Total 31.12.2013	**20,058**	**-9,147**	**10,911**	**304,462**	**-905**	**326,645**	**337,556**
Total 31.12.2012	**17,640**	**-7,301**	**10,339**	**338,908**	**-936**	**368,975**	**379,314**

Partial derecognition of Loans to customers came to 479 million euro for Doubtful loans, 623 million euro for Substandard loans, 174 million euro for Restructured exposures and 1 million euro for Past due exposures.

In accordance with regulations, "Individual adjustments" include the impairment losses recognised to account for counterparty risk ("credit risk adjustment") on non-performing derivative contracts in the amount of 39 million euro (23 million euro as at 31 December 2012).

Within performing exposures, as at 31 December 2013, exposures renegotiated under collective agreements amounted to 1,070 million euro in gross terms and 1,062 million euro in net terms. Such renegotiations, agreed to in the cases of borrowers not classified amongst non-performing loans, entail, at least, the maintenance of the original rate of return and a maximum extension of contractual expiry of 48 months, and thus do not generate losses for the Bank. Other performing exposures thus came to 303,395 million euro in gross terms and 325,583 million euro in net terms, considering the positions at fair value.
Other performing exposures include 361 million euro in assets past due by up to three months, 68 million euro in assets past due by three to six months and 50 million euro in assets past due by more than six months. The share of the debt associated with those assets not yet past due came to 815 million euro, 248 million euro and 743 million euro, respectively.

A.1.3. On- and off-balance sheet credit exposures to banks: gross and net values

(millions of euro)

	Gross exposure	Individual adjustments	Collective adjustments	Net exposure
A. ON-BALANCE SHEET EXPOSURES				
a) Doubtful loans	40	-20	X	20
b) Substandard loans	25	-6	X	19
c) Restructured exposures	-	-	X	-
d) Non performing past due exposures	-	-	X	-
e) Other assets	86,662	X	-18	86,644
TOTAL A	**86,727**	**-26**	**-18**	**86,683**
B. OFF-BALANCE SHEET EXPOSURES				
a) Non-performing	-	-	X	-
b) Other	30,763	X	-59	30,704
TOTAL B	**30,763**	**-**	**-59**	**30,704**
TOTAL (A + B)	**117,490**	**-26**	**-77**	**117,387**

On-balance sheet exposures include all on-balance sheet financial assets claimed from banks, irrespective of their portfolio of allocation: trading, available for sale, held to maturity, loans and receivables, assets designated at fair value through profit and loss or assets under disposal.
Off-balance sheet exposures include all financial activities that are not on the balance sheet (guarantees given, commitments, derivatives, etc.) but entail the assumption of credit risk, regardless of the purpose of such activities (trading, hedging, etc.). Moreover, the above exposures include counterparty risk associated with securities lending.

A.1.4. On-balance sheet credit exposures to banks: changes in gross non-performing exposures

(millions of euro)

	Doubtful loans	Substandard loans	Restructured exposures	Past due exposures
A. Initial gross exposure	**41**	**-**	**-**	**4**
- of which exposures sold not derecognised	-	-	-	-
B. Increases	**-**	**28**	**-**	**-**
B.1 inflows from performing exposures	-	24	-	-
B.2 transfers from other non-performing exposure categories	-	3	-	-
B.3 other increases	-	1	-	-
B.4 business combinations	-	-	-	-
C. Decreases	**-1**	**-3**	**-**	**-4**
C.1 outflows to performing exposures	-	-	-	-
C.2 write-offs	-	-	-	-
C.3 repayments	-	-3	-	-1
C.4 credit disposals	-	-	-	-
C.4 bis losses from disposals	-	-	-	-
C.5 transfers to other non-performing exposure categories	-	-	-	-3
C.6 other decreases	-1	-	-	-
C.7 business combinations	-	-	-	-
D. Final gross exposure	**40**	**25**	**-**	**-**
- of which exposures sold not derecognised	-	-	-	-

A.1.5. On-balance sheet credit exposures to banks: changes in total adjustments

(millions of euro)

	Doubtful loans	Substandard loans	Restructured exposures	Past due exposures
A. Initial total adjustments	**20**	**-**	**-**	**1**
- of which exposures sold not derecognised	-	-	-	-
B. Increases	**-**	**6**	**-**	**-**
B.1 impairment losses	-	5	-	-
B.1bis losses on disposal	-	-	-	-
B.2 transfers from other non-performing exposure categories	-	1	-	-
B.3 other increases	-	-	-	-
B.4 business combinations	-	-	-	-
C. Decreases	**-**	**-**	**-**	**-1**
C.1 recoveries on impairment losses	-	-	-	-
C.2 recoveries on repayments	-	-	-	-
C.2bis profits on disposal	-	-	-	-
C.3 write-offs	-	-	-	-
C.4 transfers to other non-performing exposure categories	-	-	-	-1
C.5 other decreases	-	-	-	-
C.6 business combinations	-	-	-	-
D. Final total adjustments	**20**	**6**	**-**	**-**
- of which exposures sold not derecognised	-	-	-	-

A.1.6. On- and off-balance sheet credit exposures to customers: gross and net values

(millions of euro)

	Gross exposure	Individual adjustments	Collective adjustments	Net exposure
A. ON-BALANCE SHEET EXPOSURES				
a) Doubtful loans	11,862	-7,434	X	4,428
b) Substandard loans	6,241	-1,441	X	4,800
c) Restructured exposures	1,324	-159	X	1,165
d) Non performing past due exposures	417	-48	X	369
e) Other assets	223,699	X	-887	222,812
TOTAL A	**243,543**	**-9,082**	**-887**	**233,574**
B. OFF-BALANCE SHEET EXPOSURES				
a) Non-performing	1,056	-172	X	884
b) Other	75,652	X	-178	75,474
TOTAL B	**76,708**	**-172**	**-178**	**76,358**
TOTAL (A + B)	**320,251**	**-9,254**	**-1,065**	**309,932**

On-balance sheet exposures include all on-balance sheet financial assets claimed from customers, irrespective of their portfolio of allocation: trading, available for sale, held to maturity, loans and receivables, assets designated at fair value through profit and loss or assets under disposal.
Off-balance sheet exposures include all financial activities that are not on the balance sheet (guarantees given, commitments, derivatives, etc.) but entail the assumption of credit risk, regardless of the purpose of such activities (trading, hedging, etc.). Off-balance sheet exposures also include counterparty risk associated with SFTs (securities financing transactions) defined in prudential regulations.
Restructured exposures include 237 million euro associated with pool transactions (IBLOR structures) undertaken by the Bank as fronting bank, associated with cash collateral among deposits on the liabilities side.

A.1.7. On-balance sheet credit exposures to customers: changes in gross non-performing exposures

(millions of euro)

	Doubtful loans	Substandard loans	Restructured exposures	Past due exposures
A. Initial gross exposure	**9,382**	**4,876**	**2,444**	**800**
- of which exposures sold not derecognised	*16*	*23*	*-*	*13*
B. Increases	**3,064**	**5,877**	**669**	**2,339**
B.1 inflows from performing exposures	66	2,189	46	2,136
B.2 transfers from other non-performing exposure categories	2,630	3,281	532	24
B.3 other increases	368	407	91	179
B.4 business combinations	-	-	-	-
C. Decreases	**-584**	**-4,512**	**-1,789**	**-2,722**
C.1 outflows to performing exposures	-10	-475	-15	-784
C.2 write-offs	-202	-489	-17	-1
C.3 repayments	-328	-472	-57	-171
C.4 credit disposals	-2	-18	-	-
C.4 bis losses from disposals	-6	-7	-	-
C.5 transfers to other non-performing exposure categories	-21	-3,007	-1,675	-1,764
C.6 other decreases	-15	-44	-25	-2
C.7 business combinations	-	-	-	-
D. Final gross exposure	**11,862**	**6,241**	**1,324**	**417**
- of which exposures sold not derecognised	*19*	*24*	*-*	*8*

A.1.8. On-balance sheet credit exposures to customers: changes in total adjustments

(millions of euro)

	Doubtful loans	Substandard loans	Restructured exposures	Past due exposures
A. Initial total adjustments	**5,612**	**1,011**	**563**	**71**
- of which exposures sold not derecognised	*4*	*3*	*-*	*-*
B. Increases	**2,262**	**2,031**	**182**	**190**
B.1 impairment losses	1,148	1,298	43	177
B.1bis losses on disposal	6	7	-	-
B.2 transfers from other non-performing exposure categories	846	688	125	8
B.3 other increases	262	38	14	5
B.4 business combinations	-	-	-	-
C. Decreases	**-440**	**-1,601**	**-586**	**-213**
C.1 recoveries on impairment losses	-137	-119	-20	-16
C.2 recoveries on repayments	-56	-18	-1	-2
C.2bis profits on disposal	-1	-	-	-
C.3 write-offs	-202	-489	-17	-1
C.4 transfers to other non-performing exposure categories	-8	-944	-528	-187
C.5 other decreases	-36	-31	-20	-7
C.6 business combinations	-	-	-	-
D. Final total adjustments	**7,434**	**1,441**	**159**	**48**
- of which exposures sold not derecognised	*5*	*3*	*-*	*-*

The "other increases" mainly include the verification of interest due and the increases in the balances of the funds in foreign currency following the change in the exchange rate.

Conversion of loans into equity instruments

During the year, loans were converted into equity instruments as part of restructuring agreements for non-performing positions. The gross loans converted into equity instruments came to 467 million euro and were subject to adjustments, directly attributable to the conversion process, of 459 million euro. The equity instruments obtained were recognised at their fair value of approximately 8 million euro at the execution date and classified among assets available for sale. In addition, loans of 12 million euro were converted into shares and recognised at the execution date among Equity investments at their fair value of approximately 9 million euro.

A.2. Classification of exposures based on external and internal ratings

A.2.1. Breakdown of on- and off-balance sheet credit exposures by external rating classes

Intesa Sanpaolo uses the ratings supplied by the following external rating agencies for all portfolios subject to reporting: Standard & Poor's Ratings Services, Moody's Investors Service and Fitch Ratings.
Where two ratings are available for a single customer, the more conservative is adopted; where three ratings are available, the middle rating is adopted.
The Class 6 rating column includes non-performing loans.
For the mapping of the risk classes and agency ratings employed, see the corresponding section of the Notes to the consolidated financial statements.

(millions of euro)

	External rating classes						Unrated	Total
	Class 1	Class 2	Class 3	Class 4	Class 5	Class 6		
A. On-balance sheet exposures	**5,875**	**11,661**	**182,551**	**3,809**	**575**	**10,935**	**106,031**	**321,437**
B. Derivatives	**278**	**1,110**	**840**	**344**	**62**	**110**	**1,351**	**4,095**
B.1. Financial derivatives	278	1,103	840	283	62	110	1,326	4,002
B.2. Credit derivatives	-	7	-	61	-	-	25	93
C. Guarantees given	**4,152**	**6,279**	**18,638**	**2,350**	**222**	**451**	**26,666**	**58,758**
D. Commitments to lend funds	**1,432**	**11,314**	**13,398**	**1,729**	**107**	**352**	**13,368**	**41,700**
E. Other	**-**	**-**	**-**	**-**	**-**	**-**	**2,508**	**2,508**
Total	**11,737**	**30,364**	**215,427**	**8,232**	**966**	**11,848**	**149,924**	**428,498**

It should be noted that the exposures presented in the table also include quotas of UCI of 1,180 million euro.

A.2.2. Breakdown of on- and off-balance sheet exposures by internal rating classes

Breakdown of exposures by internal rating class is based on all ratings available in the credit risk management system. These ratings include credit ratings assigned by external agencies for counterparties in customer segments for which an internal model is not available. Unrated loans essentially refer to customer segments for which a rating model is not yet available (personal loans to individual customers).

(millions of euro)

	Internal rating classes							Unrated	Total
	Class 1	Class 2	Class 3	Class 4	Class 5	Class 6	Non-performing exposures		
A. On-balance sheet exposures	**7,098**	**22,457**	**220,392**	**33,343**	**13,682**	**1,187**	**10,801**	**11,297**	**320,257**
B. Derivatives	**726**	**827**	**1,186**	**941**	**165**	**7**	**105**	**138**	**4,095**
B.1. Financial derivatives	726	820	1,186	880	165	7	105	113	4,002
B.2. Credit derivatives	-	7	-	61	-	-	-	25	93
C. Guarantees given	**8,079**	**11,810**	**26,755**	**7,660**	**1,774**	**166**	**430**	**2,084**	**58,758**
D. Commitments to lend funds	**2,237**	**14,831**	**16,594**	**4,964**	**1,259**	**121**	**348**	**1,346**	**41,700**
E. Other	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2,508**	**2,508**
Total	**18,140**	**49,925**	**264,927**	**46,908**	**16,880**	**1,481**	**11,684**	**17,373**	**427,318**

A.3. Breakdown of guaranteed credit exposures by type of guarantee

A.3.1. Guaranteed credit exposures to banks

(millions of euro)

	GUARANTEED ON-BALANCE SHEET CREDIT EXPOSURES				GUARANTEED OFF-BALANCE SHEET CREDIT EXPOSURES				TOTAL
	Totally guaranteed		Partly guaranteed		Totally guaranteed		Partly guaranteed		
		of which non performing		*of which non performing*		*of which non performing*		*of which non performing*	
NET EXPOSURE	**10,034**	15	**143**	18	**5,377**	-	**679**	-	**16,233**
COLLATERAL[(1)]									
Real estate assets	-	-	-	-	-	-	-	-	-
Mortgages	-	-	-	-	-	-	-	-	-
Financial leases	-	-	-	-	-	-	-	-	-
Securities	9,860	-	-	-	-	-	-	-	9,860
Other	-	-	-	-	5,414	-	591	-	6,005
GUARANTEES [(1)]									
Credit derivatives									
Credit-linked notes	-	-	-	-	-	-	-	-	-
Other derivatives									
- Governments and Central Banks	-	-	-	-	-	-	-	-	-
- Other public entities	-	-	-	-	-	-	-	-	-
- Banks	-	-	-	-	-	-	-	-	-
- Other counterparties	-	-	-	-	-	-	-	-	-
Guarantees given									
Governments and Central Banks	*14*	*14*	-	-	-	-	-	-	*14*
Other public entities	-	-	-	-	-	-	-	-	-
Banks	*1*	-	*3*	-	*4*	-	*6*	-	*14*
Other counterparties	*1*	*1*	-	-	-	-	*14*	-	*15*
TOTAL	**9,876**	***15***	**3**	**-**	**5,418**	**-**	**611**	**-**	**15,908**

(1) Fair value of the guarantee or, if difficult to determine, contractual value, the latter stated - as required by the regulations - up to the net exposure value.

A.3.2. Guaranteed credit exposures to customers

(millions of euro)

	GUARANTEED ON-BALANCE SHEET CREDIT EXPOSURES				GUARANTEED OFF-BALANCE SHEET CREDIT EXPOSURES				TOTAL
	Totally guaranteed		Partly guaranteed		Totally guaranteed		Partly guaranteed		
		of which non performing		*of which non performing*		*of which non performing*		*of which non performing*	
NET EXPOSURE	**73,356**	6,373	**6,005**	1,466	**14,095**	272	**1,489**	49	**94,945**
COLLATERAL[(1)]									
Real estate assets	156,113	*16,169*	761	*230*	3,147	*173*	176	*5*	160,197
Mortgages	*156,113*	*16,169*	*761*	*230*	*3,147*	*173*	*176*	*5*	*160,197*
Financial leases	-	-	-	-	-	-	-	-	-
Securities	7,105	*187*	663	*340*	212	*40*	53	*3*	8,033
Other	518	*37*	386	*227*	2,673	*6*	36	*15*	3,613
GUARANTEES [(1)]									
Credit derivatives									
Credit-linked notes	-	-	-	-	-	-	-	-	-
Other derivatives									
- Governments and Central Banks	-	-	-	-	-	-	-	-	-
- Other public entities	-	-	-	-	-	-	-	-	-
- Banks	-	-	-	-	-	-	-	-	-
- Other counterparties	-	-	-	-	-	-	-	-	-
Guarantees given									
Governments and Central Banks	*559*	*18*	*67*	*-*	*160*	*-*	*1*	*-*	*787*
Other public entities	*101*	*6*	*223*	*9*	*4*	*-*	*4*	*-*	*332*
Banks	*431*	*13*	*160*	*3*	*151*	*4*	*38*	*-*	*780*
Other counterparties	*10,301*	*1,194*	*1,961*	*276*	*8,360*	*78*	*695*	*7*	*21,317*
TOTAL	**175,128**	***17,624***	**4,221**	***1,085***	**14,707**	***301***	**1,003**	***30***	**195,059**

[(1)] Fair value of the guarantee or, if difficult to determine, contractual value, the latter stated - as required by the regulations - up to the net exposure value.

B. BREAKDOWN AND CONCENTRATION OF CREDIT EXPOSURES

B.1. Breakdown of on- and off-balance sheet credit exposures to customers by sector (book value)

(millions of euro)

	ON-BALANCE SHEET EXPOSURES					Total on-balance sheet exposures	OFF-BALANCE SHEET EXPOSURES				Total off-balance sheet exposures	Total 31.12.2013	Total 31.12.2012
	Doubtful loans	Substandard loans	Restructured exposures	Past due exposures	Other exposures		Doubtful loans	Substandard loans	Other non-performing assets	Other exposures			
GOVERNMENTS													
Net exposure	1	-	-	-	49,497	49,498	-	-	-	903	903	50,401	50,826
Individual adjustments	-9	-	-	-	X	-9	-	-	-	X	-	-9	-13
Collective adjustments	X	X	X	X	-1	-1	X	X	X	-	-	-1	-4
OTHER PUBLIC ENTITIES													
Net exposure	173	58	-	-	14,408	14,639	-	10	-	1,650	1,660	16,299	18,443
Individual adjustments	-59	-8	-	-	X	-67	-	-1	-	X	-1	-68	-61
Collective adjustments	X	X	X	X	-34	-34	X	X	X	-3	-3	-37	-28
FINANCIAL INSTITUTIONS													
Net exposure	70	267	9	4	60,502	60,852	-	9	-	9,310	9,319	70,171	76,194
Individual adjustments	-218	-90	-1	-1	X	-310	-	-4	-	X	-4	-314	-213
Collective adjustments	X	X	X	X	-45	-45	X	X	X	-3	-3	-48	-51
INSURANCE COMPANIES													
Net exposure	-	-	-	-	958	958	-	-	-	947	947	1,905	2,302
Individual adjustments	-	-	-	-	X	-	-	-	-	X	-	-	-
Collective adjustments	X	X	X	X	-1	-1	X	X	X	-1	-1	-2	-6
NON-FINANCIAL COMPANIES													
Net exposure	3,347	3,862	1,153	307	64,639	73,308	136	438	288	62,423	63,285	136,593	150,923
Individual adjustments	-6,405	-1,234	-158	-41	X	-7,838	-57	-70	-39	X	-166	-8,004	-6,334
Collective adjustments	X	X	X	X	-747	-747	X	X	X	-171	-171	-918	-932
OTHER COUNTERPARTIES													
Net exposure	837	613	3	58	32,808	34,319	2	1	-	226	229	34,548	35,987
Individual adjustments	-743	-109	-	-6	X	-858	-1	-	-	X	-1	-859	-755
Collective adjustments	X	X	X	X	-59	-59	X	X	X	-	-	-59	-64

B.2. Breakdown of on- and off-balance sheet credit exposures to customers by geographical area (book value)

(millions of euro)

	ITALY		OTHER EUROPEAN COUNTRIES		AMERICA		ASIA		REST OF THE WORLD	
	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments
A. ON-BALANCE SHEET EXPOSURES										
A.1. Doubtful loans	4,413	-7,217	8	-186	3	-6	4	-24	-	-1
A.2. Substandard loans	4,541	-1,309	229	-122	17	-7	5	-2	8	-1
A.3. Restructured exposures	959	-143	63	-7	-	-	143	-9	-	-
A.4. Past due exposures	360	-45	4	-1	3	-1	2	-1	-	-
A.5. Other exposures	194,033	-704	19,417	-131	6,716	-28	2,187	-16	459	-8
Total A	**204,306**	**-9,418**	**19,721**	**-447**	**6,739**	**-42**	**2,341**	**-52**	**467**	**-10**
B. OFF-BALANCE SHEET EXPOSURES										
B.1. Doubtful loans	138	-50	1	-8	-	-	-	-	-	-
B.2. Substandard loans	430	-68	28	-8	-	-	-	-	-	-
B.3. Other non-performing assets	287	-38	-	-	-	-	-	-	-	-
B.4. Other exposures	41,950	-123	20,365	-35	12,071	-13	649	-3	425	-4
Total B	**42,805**	**-279**	**20,394**	**-51**	**12,071**	**-13**	**649**	**-3**	**425**	**-4**
TOTAL (A+B) 31.12.2013	**247,111**	**-9,697**	**40,115**	**-498**	**18,810**	**-55**	**2,990**	**-55**	**892**	**-14**
TOTAL 31.12.2012	**264,981**	**-7,923**	**44,460**	**-433**	**21,085**	**-50**	**3,103**	**-48**	**1,046**	**-7**

B.2 Bis Breakdown of relations with customers resident in Italy by geographical area (book value)

(millions of euro)

	NORTH-WEST		NORTH-EAST		CENTRE		SOUTH AND ISLANDS	
	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments
A. ON-BALANCE SHEET EXPOSURES								
A.1. Doubtful loans	2,788	-4,908	177	-217	638	-1,196	810	-896
A.2. Substandard loans	3,170	-969	162	-44	652	-152	557	-144
A.3. Restructured exposures	524	-100	289	-7	57	-13	89	-23
A.4. Past due exposures	224	-26	11	-2	83	-11	42	-6
A.5. Other exposures	101,207	-482	13,147	-40	70,281	-129	9,398	-53
Total A	**107,913**	**-6,485**	**13,786**	**-310**	**71,711**	**-1,501**	**10,896**	**-1,122**
B. OFF-BALANCE SHEET EXPOSURES								
B.1. Doubtful loans	72	-32	5	-5	52	-11	9	-2
B.2. Substandard loans	274	-35	12	-1	113	-27	31	-4
B.3. Other non-performing assets	281	-15	-	-22	3	-1	3	-1
B.4. Other exposures	21,192	-72	2,575	-8	16,880	-39	1,303	-4
Total B	**21,819**	**-154**	**2,592**	**-36**	**17,048**	**-78**	**1,346**	**-11**
TOTAL (A+B) 31.12.2013	**129,732**	**-6,639**	**16,378**	**-346**	**88,759**	**-1,579**	**12,242**	**-1,133**
TOTAL 31.12.2012	**138,560**	**-5,508**	**17,292**	**-276**	**95,650**	**-1,246**	**13,479**	**-893**

B.3. Breakdown of on- and off-balance sheet credit exposures to banks by geographical area (book value)

(millions of euro)

	ITALY		OTHER EUROPEAN COUNTRIES		AMERICA		ASIA		REST OF THE WORLD	
	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments
A. ON-BALANCE SHEET EXPOSURES										
A.1. Doubtful loans	18	-7	2	-11	-	-	-	-2	-	-
A.2. Substandard loans	-	-	-	-	-	-	19	-6	-	-
A.3. Restructured exposures	-	-	-	-	-	-	-	-	-	-
A.4. Past due exposures	-	-	-	-	-	-	-	-	-	-
A.5. Other exposures	72,230	-4	8,317	-8	1,395	-2	4,475	-4	227	-
Total A	**72,248**	**-11**	**8,319**	**-19**	**1,395**	**-2**	**4,494**	**-12**	**227**	**-**
B. OFF-BALANCE SHEET EXPOSURES										
B.1. Doubtful loans	-	-	-	-	-	-	-	-	-	-
B.2. Substandard loans	-	-	-	-	-	-	-	-	-	-
B.3. Other non-performing assets	-	-	-	-	-	-	-	-	-	-
B.4. Other exposures	2,697	-6	22,390	-27	368	-1	1,789	-15	966	-10
Total B	**2,697**	**-6**	**22,390**	**-27**	**368**	**-1**	**1,789**	**-15**	**966**	**-10**
TOTAL (A+B) 31.12.2013	**74,945**	**-17**	**30,709**	**-46**	**1,763**	**-3**	**6,283**	**-27**	**1,193**	**-10**
TOTAL 31.12.2012	**85,485**	**-10**	**45,254**	**-24**	**1,863**	**-6**	**3,081**	**-12**	**1,225**	**-2**

B.3. Bis Breakdown of relations with banks resident in Italy by geographical area (book value)

(millions of euro)

	NORTH-WEST		NORTH-EAST		CENTRE		SOUTH AND ISLANDS	
	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments	Net exposure	Total adjustments
A. ON-BALANCE SHEET EXPOSURES								
A.1. Doubtful loans	18	-7	-	-	-	-	-	-
A.2. Substandard loans	-	-	-	-	-	-	-	-
A.3. Restructured exposures	-	-	-	-	-	-	-	-
A.4. Past due exposures	-	-	-	-	-	-	-	-
A.5. Other exposures	54,244	-3	8,307	-	8,060	-1	1,619	-
Total A	**54,262**	**-10**	**8,307**	**-**	**8,060**	**-1**	**1,619**	**-**
B. OFF-BALANCE SHEET EXPOSURES								
B.1. Doubtful loans	-	-	-	-	-	-	-	-
B.2. Substandard loans	-	-	-	-	-	-	-	-
B.3. Other non-performing assets	-	-	-	-	-	-	-	-
B.4. Other exposures	416	-2	1,441	-4	709	-	131	-
Total B	**416**	**-2**	**1,441**	**-4**	**709**	**-**	**131**	**-**
TOTAL (A+B) 31.12.2013	**54,678**	**-12**	**9,748**	**-4**	**8,769**	**-1**	**1,750**	**-**
TOTAL 31.12.2012	**53,512**	**-8**	**14,051**	**-1**	**15,547**	**-1**	**2,375**	**-**

B.4. Large risks

Large risks	
a) Book value (millions of euro)	312,811
b) Weighted value (millions of euro)	4,323
b) Number	3

On the basis of regulatory provisions, the number of large risks presented in the table was determined by reference to unweighted "exposures", including those to the Group's counterparties, in excess of 10% of regulatory capital, where "exposures" are defined as the sum of on-balance sheet assets at risk and off-balance sheet transactions (excluding those deducted from regulatory capital) with a customer or a group of related customers, without applying weighting factors.
Such presentation criteria result in the inclusion in the financial statement table for large risks of entities that - even with a weighting of 0% - present an unweighted exposure in excess of 10% of capital valid for the purposes of large risks.
In addition, in light of regulatory clarification provided by the Supervisory Authority, exposures for transactions undertaken with central counterparties in OTC derivatives and SFTs, which under certain conditions may be set to zero when determining

counterparty risk, are also to be reduced to zero for the purposes of large risks, effective the 2012 financial statements. Accordingly, in the above table they have been excluded from both the unweighted book value and the corresponding weighted value.

C. SECURITISATIONS AND ASSET SALES

C.1. Securitisations

Qualitative information
The qualitative information is contained in Part E of the Notes to the consolidated financial statements.

Quantitative information

C.1.1. Breakdown of exposures deriving from securitisations by quality of underlying asset

On-balance sheet

(millions of euro)

	On-balance sheet exposures					
	Senior		Mezzanine		Junior	
	exposure		exposure		exposure	
	gross	net	gross	net	gross	net
A. Originated underlying assets	**-**	**-**	**1**	**1**	**62**	**62**
a) Non-performing	-	-	-	-	13	13
b) Other	-	-	1	1	49	49
B. Third party underlying assets	**3,140**	**3,131**	**224**	**208**	**19**	**18**
a) Non-performing	-	-	-	-	-	-
b) Other	3,140	3,131	224	208	19	18
TOTAL	**3,140**	**3,131**	**225**	**209**	**81**	**80**

Part of the positions shown in the table above has been included within the structured credit products: 789 million euro of gross exposures and 773 million euro net, in any case almost entirely attributable to exposures not included under the US subprime category. For further information on the relative economic and risk effects, see Part E of the Notes to the consolidated financial statements.

Off-balance sheet

(millions of euro)

	Guarantees given						Credit lines					
	Senior		Mezzanine		Junior		Senior		Mezzanine		Junior	
	exposure		exposure		exposure		exposure		exposure		exposure	
	gross	net	gross	net	gross	net	gross	net	gross	net	gross	net
A. Originated underlying assets	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
a) Non-performing	-	-	-	-	-	-	-	-	-	-	-	-
b) Other	-	-	-	-	-	-	-	-	-	-	-	-
B. Third party underlying assets	**-**	**-**	**-**	**-**	**-**	**-**	**2,102**	**2,102**	**-**	**-**	**-**	**-**
a) Non-performing	-	-	-	-	-	-	-	-	-	-	-	-
b) Other	-	-	-	-	-	-	2,102	2,102	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**2,102**	**2,102**	**-**	**-**	**-**	**-**

C.1.2. Breakdown of exposures deriving from the main "originated" securitisations by type of securitised asset and by type of exposure

On-balance sheet

(millions of euro)

	On-balance sheet exposures					
	Senior		Mezzanine		Junior	
	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries
A. Fully derecognised	**-**	**-**	**-**	**-**	**13**	**-5**
A.1 Intesa Sec (*)						
- performing mortgages	-	-	-	-	-	-
A.2 Intesa Sec Npl						
- doubtful mortgages	-	-	-	-	*13*	*-5*
B. Partly derecognised	**-**	**-**	**-**	**-**	**-**	**-**
C. Not derecognised	**-**	**-**	**1**	**1**	**49**	**-**
C.1 Intesa Sec 3						
- performing residential mortgages	-	-	-	-	*49*	-
C.2 Da Vinci						
- loans to the aircraft sector	-	-	*1*	*1*	-	-
TOTAL	**-**	**-**	**1**	**1**	**62**	**-5**

(*) Intesa Sec presents amounts for less than one million.

The securitisations in the above table include those for which the Group availed itself of the exemption from compliance to IAS/IFRS permitted on first-time adoption by IFRS 1. Based on this exemption, assets or liabilities sold and derecognised, based on previous accounting principles and deriving from securitisations prior to 1 January 2004, have not been recorded in the financial statements, even if derecognition does not meet the requirements of IAS 39.

Off-balance sheet

This type of exposure did not exist as at 31 December 2013.

C.1.3. Breakdown of exposures deriving from main "third party" securitisations by type of securitised asset and by type of exposure

On-balance sheet

(millions of euro)

	On-balance sheet exposures					
	Senior		Mezzanine		Junior	
	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries
A.1 Romulus (**)						
- Asset backed commercial papers	*2,118*	-	-	-	-	-
A.2 Posillipo Finance II						
- Loans to the Italian health system	*157*	-	-	-	-	-
A.3 TCWGP						
- Project Finance loans	*147*	-	-	-	-	-
A.4 D'Annunzio (**)						
- Loans to the Italian health system	*82*	-	-	-	-	-
A.5 Duchess (*)						
- CLOs	*54*	-	-	-	-	-
A.6 Fondo Immobili Pubblici						
- Financial credits deriving from rental of properties to the public sector	*51*	-	-	-	-	-
A.7 Vintage Finance						
- Electric company receivables from the public sector	*40*	-	-	-	-	-
A.8 Delta Spark (**)						
- Electric company receivables from the public sector	*34*	-	-	-	-	-
A.9 Zoo						
- Cash CDOs	*31*	-	-	-	-	-
A.10 UCI 17 FTA						
- Residential mortgages	*30*	-	-	-	-	-
A.11 Summer street (*)						
- Structured finance CDOs	*28*	*2*	-	-	-	-
A.12 Cartesio (**)						
- Loans to the Italian health system	*28*	-	-	-	-	-
A.13 D'Annunzio Finance (***)						
- Loans to the Italian health system	*27*	-	-	-	-	-
A.14 Granite Master Issue Plc						
- Residential mortgages	-	-	*30*	-	-	-
A.15 Residual portfolio divided in 183 securities	*304*	*-14*	*178*	*-10*	*18*	*-1*
TOTAL	**3,131**	**-12**	**208**	**-10**	**18**	**-1**

(*) Position included in packages, whose credit risk is entirely hedged by a specific credit default swap (CDS). The adjustment highlighted was, therefore, practically identical to the positive fair value of the derivative. For further information on the relevant economic and risk impacts, see the paragraph on structured credit products in Part E of the Notes to the consolidated financial statements.

(**) These are securitisation transactions not considered as such for regulatory purposes, as for these transactions, the vehicles in performed single-tranche issues, generally classified among Senior notes, in which ISP acquired minority interests.

(***) Based on specific instructions from the Bank of Italy, this is not considered a securitisation for supervisory reporting purposes.

The table below shows the breakdown of the residual portfolio divided into 183 securities by type of underlying asset.

(millions of euro)

	On-balance sheet exposures					
	Senior		Mezzanine		Junior	
	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries	Book value	Adjust./ recoveries
RMBS (*)	107	-	100	-5	-	-
Cash CDOs	76	-	-	-	-	-
CMBS	38	-3	62	-5	-	-
Loans to the Italian health system	16	-1	-	-	-	-
Other ABS (CLOs/CMOs/CFOs)	16	-	-	-	-	-
SME	12	-	9	-	-	-
TRUPS	10	-	-	-	-	-
WL Collateral CMO	8	-	-	-	-	-
CLOs	6	-	-	-	-	-
STUDENTS	6	-	-	-	-	-
Commercial and residential mortgages	2	-2	-	-	1	-1
HOME EQTY	2	-	-	-	-	-
PERSONAL LOANS	-	-	2	-	-	-
ABS Mezz CDOs	-	-7	-	-	-	-
RMBS/CMBS	-	-1	-	-	-	-
Rents	-	-	-	-	17	-
Loans deriving from lease contracts	-	-	2	-	-	-
Retail financing	-	-	3	-	-	-
Other Activities	5	-	-	-	-	-
TOTAL	**304**	**-14**	**178**	**-10**	**18**	**-1**

(*) Includes positions forming part of packages, whose credit risk is entirely hedged by a specific credit default swap (CDS). The adjustment highlighted was, therefore, practically identical to the positive fair value of the derivative. For further information on the relevant economic and risk impacts, see the paragraph on structured credit products in Part E of the Notes to the consolidated financial statements.

Off-balance sheet

(millions of euro)

	Guarantees given						Credit lines					
	Senior		Mezzanine		Junior		Senior		Mezzanine		Junior	
	Net exposure	Adjust./ recoveries	Net exposure	Adjust./ recoveries	Net exposure	Adjust./ recoveries	Net exposure	Adjust./ recoveries	Net exposure	Adjust./ recoveries	Net exposure	Adjust./ recoveries
A.1 Duomo												
- ABCP Conduit transactions	-	-	-	-	-	-	*2,102*	-	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**2,102**	**-**	**-**	**-**	**-**	**-**

C.1.4. Breakdown of exposures deriving from securitisations by portfolio and by type

(millions of euro)

	On-balance sheet exposures (*)			Off-balance sheet exposures		
	Senior	Mezzanine	Junior	Senior	Mezzanine	Junior
Financial assets held for trading	83	1	-	-	-	-
Financial assets - fair value option	-	-	-	-	-	-
Financial assets available for sale	2	-	10	-	-	-
Investments held to maturity	-	-	-	-	-	-
Loans (**)	3,046	207	21	2,102	-	-
Total 31.12.2013	**3,131**	**208**	**31**	**2,102**	**-**	**-**
Total 31.12.2012	**3,488**	**305**	**40**	**2,674**	**-**	**-**

(*) Excluding on- and off-balance sheet exposures deriving from originated securitisations in which assets sold have not been fully derecognised for a total of 50 million euro.

(**) This caption conventionally includes off-balance sheet exposures referred to "Guarantees given" and "Credit lines".

C.1.5. Total amount of securitised assets underlying junior securities or other forms of backing

(millions of euro)

	Traditional securitisations	Synthetic securitisations
A. Originated underlying assets	**432**	**-**
A.1 Fully derecognised	18	*X*
1. Doubtful loans	*18*	*X*
2. Substandard loans	*-*	*X*
3. Restructured exposures	*-*	*X*
4. Past due exposures	*-*	*X*
5. Other assets	*-*	*X*
A.2 Partly derecognised	-	*X*
1. Doubtful loans	*-*	*X*
2. Substandard loans	*-*	*X*
3. Restructured exposures	*-*	*X*
4. Past due exposures	*-*	*X*
5. Other assets	*-*	*X*
A.3 Not derecognised	414	-
1. Doubtful loans	*7*	-
2. Substandard loans	*11*	-
3. Restructured exposures	*-*	-
4. Past due exposures	*4*	-
5. Other assets	*392*	-
B. Third party underlying assets	**87**	**-**
B.1. Doubtful loans	-	-
B.2. Substandard loans	1	-
B.3. Restructured exposures	-	-
B.4. Past due exposures	-	-
B.5. Other assets	86	-

C.1.6. Stakes in special purpose vehicles

Name	Registered office	% Stake
Adriano Lease Sec S.r.l.	Conegliano	5.00%
Intesa SEC SA (*)	Luxembourg	100.00%
Intesa Sec S.p.A.	Milano	60.00%
Intesa Sec 3 S.r.l.	Milano	60.00%
Intesa Sec Npl S.p.A.	Milano	60.00%
Augusto S.r.l.	Milano	5.00%
Colombo S.r.l.	Milano	5.00%
Diocleziano S.r.l.	Milano	5.00%
ISP CB Ipotecario S.r.l. (**)	Milano	60.00%
ISP CB Pubblico S.r.l. (**)	Milano	60.00%
ISP OBG S.r.l. (ex ISP Sec 4 S.r.l.) (***)	Milano	60.00%
Adriano Finance 2 S.r.l. (****)	Milano	5.00%

(*) Self-securitisation vehicle described in paragraph 4, Section 3 - Liquidity risk of Part E of these Notes to the Parent Company's financial statements.

(**) ISP CB Ipotecario and ISP CB Pubblico are not traditional securitisation vehicles that issue securities, rather, they are involved in Covered Bond issues. For information, refer to Section C.3 of Part E of these Notes to the Parent Company's financial statements.

(***) ISP OBG is a vehicle involved in the issue of multioriginator covered bonds. For information, refer to Section C.3 of Part E of these Notes to the Parent Company's financial statements.

(****) The vehicle was no longer operational at 31 December 2013.

C.1.7. Servicer activities – collection of securitised loans and repayment of securities issued by special purpose vehicles

Special purpose vehicles	Securitised assets (period-end figure) (millions of euro)		Collections of loans in the year (millions of euro)		Percentage of reimbursed securities (period-end figure)					
					Senior		Mezzanine		Junior	
	Non-performing	Performing	Non-performing	Performing	Non-performing	Performing	Non-performing	Performing	Non-performing	Performing
Intesa Sec	1	-	-	-	-	100%	-	100%	-	81%
Intesa Sec 3	42	761	6	238	-	100%	-	67%	-	-
	43	**761**	**6**	**238**						

C.2. Sales

A. Financial assets sold not fully derecognised

Qualitative information

Operations mainly refer to the use of debt securities held for short and medium-term repurchase agreements and loans to customers assigned as part of the SEC 3 securitisation. Conversely, for operations in debt securities against medium-/long-term repurchase agreements, refer to the information in Part B of the Notes to the consolidated financial statements.

Quantitative information

C.2.1. Financial assets sold not derecognised: book value and full value

(millions of euro)

	Cash assets				Derivatives	31.12.2013		31.12.2012	
	Debt securities	Equities	UCI	Loans		Total	*of which non-performing assets*	Total	*of which non-performing assets*
FINANCIAL ASSETS HELD FOR TRADING	**886**	**-**	**-**	**-**	**-**	**886**	**-**	**377**	**-**
- Financial assets sold totally recognised (book value)	886	-	-	-	-	886	-	377	-
- Financial assets sold partly recognised (book value)	-	-	-	-	-	-	-	-	-
- Financial assets sold partly recognised (full value)	-	-	-	-	-	-	-	-	-
FINANCIAL ASSETS MEASURED AT FAIR VALUE	**-**	**-**	**-**	**-**	**X**	**-**	**-**	**149**	**-**
- Financial assets sold totally recognised (book value)	-	-	-	-	X	-	-	149	-
- Financial assets sold partly recognised (book value)	-	-	-	-	X	-	-	-	-
- Financial assets sold partly recognised (full value)	-	-	-	-	X	-	-	-	-
FINANCIAL ASSETS AVAILABLE FOR SALE	**5,052**	**-**	**-**	**-**	**X**	**5,052**	**-**	**7,039**	**-**
- Financial assets sold totally recognised (book value)	5,052	-	-	-	X	5,052	-	7,039	-
- Financial assets sold partly recognised (book value)	-	-	-	-	X	-	-	-	-
- Financial assets sold partly recognised (full value)	-	-	-	-	X	-	-	-	-
INVESTMENTS HELD TO MATURITY	**-**	**X**	**X**	**-**	**X**	**-**	**-**	**-**	**-**
- Financial assets sold totally recognised (book value)	-	X	X	-	X	-	-	-	-
- Financial assets sold partly recognised (book value)	-	X	X	-	X	-	-	-	-
- Financial assets sold partly recognised (full value)	-	X	X	-	X	-	-	-	-
DUE FROM BANKS	**230**	**X**	**X**	**-**	**X**	**230**	**-**	**3,236**	**-**
- Financial assets sold totally recognised (book value)	230	X	X	-	X	230	-	3,236	-
- Financial assets sold partly recognised (book value)	-	X	X	-	X	-	-	-	-
- Financial assets sold partly recognised (full value)	-	X	X	-	X	-	-	-	-
LOANS TO CUSTOMERS	**1,387**	**X**	**X**	**802**	**X**	**2,189**	***42***	**2,274**	***45***
- Financial assets sold totally recognised (book value)	1,387	X	X	802	X	2,189	*42*	2,274	*45*
- Financial assets sold partly recognised (book value)	-	X	X	-	X	-	-	-	-
- Financial assets sold partly recognised (full value)	-	X	X	-	X	-	-	-	-
Total 31.12.2013	**7,555**	**-**	**-**	**802**	**-**	**8,357**	***42***	**X**	***X***
Total 31.12.2012	**12,054**	**-**	**-**	**1,021**	**-**	**X**	**X**	**13,075**	**45**

Operations mainly refer to the use of securities held for short and medium-term repurchase agreements and to loans to customers assigned as part of the SEC 3 securitisation.

C.2.2. Financial liabilities corresponding to financial assets sold not derecognised: book value

(millions of euro)

	Due to customers		Due to banks		Total	Total
	Fully recognised	Partly recognised	Fully recognised	Partly recognised	31.12.2013	31.12.2012
Financial assets held for trading	77	-	750	-	827	373
Financial assets measured at fair value	-	-	-	-	-	66
Financial assets available for sale	3,009	-	2,007	-	5,016	6,996
Investments held to maturity	-	-	-	-	-	-
Due from banks	-	-	293	-	293	1,036
Loans to customers	822	-	1,321	-	2,143	2,085
TOTAL	**3,908**	**-**	**4,371**	**-**	**8,279**	**10,556**

The financial liabilities associated to financial assets sold and not derecognised relate to both securitisations and repurchase agreements for securities recorded under assets. They do not, however, include repurchase agreements relating to securities received under reverse repurchase agreements.

C.2.3. Sales with liabilities having recourse exclusively on the assets sold: fair value

(millions of euro)

	Financial assets held for trading		Financial assets designated at fair value through profit and loss		Financial assets available for sale		Investments held to maturity (fair value)		Due from banks (fair value)		Loans to customers (fair value)		31.12.2013 TOTAL	31.12.2012 TOTAL
	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised	Fin. Assets sold fully recognised	Fin. Assets sold partly recognised		
A. Cash assets	**886**	**-**	**-**	**-**	**5,052**	**-**	**-**	**-**	**218**	**-**	**2,076**	**-**	**8,232**	**12,819**
1. Debt securities	886	-	-	-	5,052	-	-	-	218	-	1,251	-	7,407	11,778
2. Equities	-	-	-	-	-	-	X	X	X	X	X	X	-	-
3. UCI	-	-	-	-	-	-	X	X	X	X	X	X	-	-
4. Loans	-	-	-	-	-	-	-	-	-	-	825	-	825	1,041
B. Derivatives	**-**	**-**	**X**	**X**	**X**	**X**	**X**	**X**	**X**	**X**	**X**	**X**	**-**	**-**
Total Assets	**886**	**-**	**-**	**-**	**5,052**	**-**	**-**	**-**	**218**	**-**	**2,076**	**-**	**8,232**	**12,819**
C. Associated liabilities	**827**	**-**	**-**	**-**	**5,016**	**-**	**-**	**-**	**297**	**-**	**2,097**	**-**	**X**	**X**
1. Due to customers	77	-	-	-	3,009	-	-	-	-	-	766	-	X	X
2. Due to banks	750	-	-	-	2,007	-	-	-	297	-	1,331	-	X	X
Total Liabilities	**827**	**-**	**-**	**-**	**5,016**	**-**	**-**	**-**	**297**	**-**	**2,097**	**-**	**8,237**	**10,490**
Net Value 2013	**59**	**-**	**-**	**-**	**36**	**-**	**-**	**-**	**-79**	**-**	**-21**	**-**	**-5**	**X**
Net Value 2012	**4**	**-**	**81**	**-**	**43**	**-**	**-**	**-**	**2,183**	**-**	**18**	**-**	**X**	**2,329**

B. Financial assets sold fully derecognised with recognition of ongoing involvement

This type of exposure did not exist as at 31 December 2013.

C.3. Covered bond transactions

Covered bond transactions where the selling Bank and the lending Bank are the same must be reported under this section. Intesa Sanpaolo uses covered bonds mainly as a type of funding through securities guaranteed by assets originated by Intesa Sanpaolo or by other companies of the Group.

Intesa Sanpaolo has arranged three programmes for the issue of Covered Bonds (CB).

The first programme, launched at the end of July 2009, had an amount of 20 billion euro (the original amount was 10 billion euro). The guarantor of the Covered Bonds is the vehicle ISP CB Pubblico, to which a portfolio of performing loans and securities to the public sector, originated by the former subsidiary Banca Infrastrutture Innovazione e Sviluppo, now Intesa Sanpaolo, was transferred. In detail, performing loans and securities to the public sector with a total nominal value of around 14.4 billion euro were sold, the last of which (amounting to around 1 billion euro) in April 2013.

Against these sales, Covered Bonds were issued for a total nominal value of 13.3 billion euro (of which 3 billion euro relating to a covered bond which matured in the fourth quarter of 2011, 6.8 billion euro relating to issues acquired from the former BIIS and cancelled by Intesa Sanpaolo following the merger, and 3.2 billion euro relating to an exchange offer to investors during 2012). During 2013:

- a new series of CB was issued for a nominal value of 2 billion euro. This is a floating-rate bond with maturity of less than two years, fully subscribed by Intesa Sanpaolo. The bond is listed on the Luxembourg Stock Exchange with Moody's A3 rating, and is eligible for Eurosystem transactions;
- a new series of CB was issued for a nominal value of 2.2 billion euro. This is a floating-rate bond with maturity of less than three years, fully subscribed by Intesa Sanpaolo. The bond is listed on the Luxembourg Stock Exchange with Moody's A3 rating, and is eligible for Eurosystem transactions.

As at 31 December 2013 a total nominal amount of 4,484 million euro of issues made as part of the Covered Bond Programme of the vehicle ISP CB Pubblico was outstanding.

In the second programme, amounting to a maximum of 20 billion euro, the guarantor of the Covered Bonds is the vehicle ISP CB Ipotecario S.r.l., to which Italian residential mortgage loans originated by Intesa Sanpaolo were transferred. In detail, these are sales of Italian residential mortgages with a nominal value of 12.7 billion euro, in addition to the sale, in April 2013, of a portfolio of Italian residential mortgages originated by Intesa Sanpaolo with a nominal value of 4.1 billion euro. In January 2013, an Italian government bond with a nominal value of 900 million euro reached maturity, resulting in the exit from the cover pool.

Over time, against the sale of these assets, Intesa Sanpaolo carried out issues of Covered Bonds with a total nominal value of approximately 17.7 billion euro (of which 8.2 billion euro subject to early redemption in 2012). During 2013:

- series 14 of CB was placed with institutional investors, in the form of a fixed-rate bond (3.375%) for a nominal value of 1 billion euro, with a 12-year maturity, listed on the Luxembourg Stock Exchange with Moody’s A2 rating. The bond is eligible for Eurosystem refinancing transactions;
- series 15 of CB was placed with institutional investors, in the form of a fixed-rate bond (2.25%) for a nominal value of 750 million euro, with a 5-year maturity, listed on the Luxembourg Stock Exchange with Moody’s A2 rating. The bond is eligible for Eurosystem refinancing transactions.

As at 31 December 2013 a total nominal amount of 11.3 billion euro of issues made as part of the Covered Bond Programme of the vehicle ISP CB Ipotecario was outstanding.

In 2012 the new multi-originator CB issue programme was launched, secured by mortgages totalling 30 billion euro. Aimed at retained issues, the programme provides for the issue of unrated securities which thus benefit from the rating of the issuer Intesa Sanpaolo. The portfolio used to collateralise the issues of Covered Bonds is composed of mortgages originated by Intesa Sanpaolo, Banco di Napoli, Cassa di Risparmio del Veneto, and, starting from the second half of 2013, Banca dell'Adriatico. In particular, Intesa Sanpaolo sold mortgages to the vehicle for a total nominal value of 13.4 billion euro, of which 1.3 billion euro sold in May 2013. The other Group Banks sold assets to the vehicle for a total nominal value of 10.5 billion euro, of which 2.2 billion euro sold in May 2013.

Over time, against the sale of these assets, Intesa Sanpaolo carried out issues of Covered Bonds for a total nominal value of approximately 19.1 billion euro. During 2013:

- the fifth series of CB was issued with a nominal value of 1.5 billion euro, 2-year maturity and a quarterly floating rate coupon;
- the sixth series of CB was issued with a nominal value of 800 million euro, 7-year maturity and a quarterly floating-rate coupon.

All securities issued as part of the multi-originator programme are listed on the Luxembourg Stock Exchange and, as noted above, benefit from the rating of the issuer Intesa Sanpaolo. The characteristics of the issues make them eligible for Eurosystem refinancing transactions.

The main features of the issues are shown in the table below:

(millions of euro)

COVERED BONDS						Vehicle data		Subordinated financing [1]	Covered Bonds issued			
Vehicle	Name	Type of underlying asset	Issue	Maturity	Rating	Total assets	Cumulated write-downs to the securitised portfolio	amount	nominal amount	book value	IAS classification	Valuation
ISP CB PUBBLICO						13,600	-	13,062	284	317		
	Intesa Sanpaolo 10/17 - 3,25%	Bonds and loans to the public sector	28/04/2010	28/04/2017	A3				137	148 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 11/21 - 5,0%	Bonds and loans to the public sector	27/01/2011	27/01/2021	A3				147	169 [3]	Securities issued	Amortised cost
ISP CB IPOTECARIO						17,601	35	16,344	11,326	11,931		
	Intesa Sanpaolo 10/15 - 3%	MBSs and Mortgages	04/11/2010	04/11/2015	A2				1,000	1,030 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 11/16 - 4,375%	MBSs and Mortgages	16/02/2011	16/08/2016	A2				2,500	2,684 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 11/26 - 5,25%	MBSs and Mortgages	17/02/2011	17/02/2026	A2				100	117 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 11/31 - 5,375%	MBSs and Mortgages	17/02/2011	17/02/2031	A2				300	353 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 11/27 - 5.25%	MBSs and Mortgages	16/09/2011	16/09/2027	A2				210	219 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 12/17 - 3.25%	MBSs and Mortgages	16/07/2012 26/09/2012	28/04/2017	A2				1,863	2,015 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 12/21 - 5 %	MBSs and Mortgages	16/07/2012 26/09/2012	27/01/2021	A2				1,353	1,550 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 12/19 - 3.75%	MBSs and Mortgages	25/09/2012	25/09/2019	A2				1,000	1,001 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 12/22 - 3.625%	MBSs and Mortgages	03/12/2012	05/12/2022	A2				1,250	1,212 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 13/25 - 3.375%	MBSs and Mortgages	24/01/2013	24/01/2025	A2				1,000	991 [3]	Securities issued	Amortised cost
	Intesa Sanpaolo 13/18 - 2,25%	MBSs and Mortgages	24/09/2013	24/09/2018	A2				750	759 [3]	Securities issued	Amortised cost
ISP OBG					0	24,027 [4]	58 [5]	13,359				

(1) This caption includes the subordinated loan granted by ISP SpA to ISP CB Ipotecario for the purchase of the portfolio lodged as collateral for the CB. This loan is derecognised in the IAS-compliant separate financial statements. The amount of the loan refers to the issue already executed as part of an issue programme with a higher maximum amount.

(2) The nominal amount and the book value shown in the table are to be considered net of securities repurchased.

(3) The covered bonds (CB) issued by Intesa Sanpaolo were placed on the market with professional investors and international financial intermediaries.

(4) The assets of the vehicle of Isp Spa amount to 13,473 million euro; the remaining 6,849 million euro is comprised of securitised assets of Banco Napoli, 2,594 million euro is comprised of securitised assets of CR Veneto and 1.111 million euro is comprised of securities assets of Banca dell'Adriatico

(5) The write-downs to the securitised portfolio of Isp Spa amount to 39 million euro; the remaining 15 million euro relate to securitised assets of Banco Napoli, 4 million euro relate to securitised assets of CR Veneto and 1 million euro relate to securities assets of Banca dell'Adriatico.

D. MODELS FOR THE MEASUREMENT OF CREDIT RISK

At year-end, the expected loss amounted to 0.58% of disbursed loans, increasing by 0.13% on the end of 2012. This increase was mainly the result of the deterioration of credit quality.

The internal rating and LGD models are subject to internal validation process and a level three control by the Internal Auditing Department. The control functions produce a report for the Bank of Italy on the compliance of the model with the supervisory regulations, which also verifies deviations of the ex ante estimates and the effective ex post values. This report, approved by the Management Board and the Supervisory Board of Intesa Sanpaolo, confirms the requirements of compliance.

SECTION 2 – MARKET RISKS

2.1. INTEREST RATE RISK AND PRICE RISK – REGULATORY TRADING BOOK

QUALITATIVE INFORMATION
Qualitative information about measurement criteria of financial risks of Intesa Sanpaolo's regulatory trading book is contained in Part E of the Notes to the consolidated financial statements.

QUANTITATIVE INFORMATION
Operational quantitative information on Intesa Sanpaolo's market risks is contained in Part E of the Notes to the consolidated financial statements.

2.2 INTEREST RATE RISK AND PRICE RISK - BANKING BOOK

QUALITATIVE INFORMATION
Qualitative information on the measurement of financial risks in Intesa Sanpaolo's banking book is contained in Part E of the Notes to the consolidated financial statements.
With regard to the hedging of foreign investments, hedges have been executed during the year to cover the foreign exchange risk related to earnings in foreign currency generated by the Parent Company's branches abroad.

QUANTITATIVE INFORMATION

Banking book: internal models and other sensitivity analysis methodologies
Interest margin sensitivity – assuming a 100 basis point change in interest rates and a twelve-month holding period – amounted to 42 million euro at the end of 2013.
The above potential impact would be reflected, in the case of invariance of the other income components, also in the Bank's year-end profit and loss net of tax.
Interest rate risk, generated by Intesa Sanpaolo's banking book, measured through shift sensitivity analysis (sensitivity of portfolio value to a parallel and uniform shift in the yield curve of ±100 basis points), recorded an average of 43 million euro during 2013 and amounted to 125 million euro at year-end.
Interest rate risk, measured in terms of VaR (99% confidence level, 10-day holding period), amounted to an average of 26 million euro during 2013, with a minimum value of 12 million euro and a maximum value of 56 million euro. At year end it came to 24 million euro.
Price risk generated by minority stakes in quoted companies, mostly held in the AFS (Available for Sale) category and measured in terms of VaR, recorded an average level during 2013 of 63 million euro (77 million euro at the end of 2012), with minimum and maximum values of 26 million euro and 76 million euro respectively. The VaR at the end of 2013 amounted to 26 million euro.
The table below shows a sensitivity analysis of the banking book to price risk, measuring the impact on Shareholders' Equity of a price shock for the abovementioned quoted assets recorded in the AFS portfolio.

Price risk: impact on Shareholders' Equity

		Impact on shareholders' equity (millions of euro)
Price shock	-10%	-7
Price shock	10%	7

2.3. FOREIGN EXCHANGE RISK

QUALITATIVE INFORMATION

Qualitative information, including hedging activities of foreign exchange risk, is contained in Part E of the Notes to the consolidated financial statements.

QUANTITATIVE INFORMATION

1. Breakdown by currency of assets and liabilities and of derivatives

(millions of euro)

	Currencies				
	US dollar	GB pound	Swiss franc	Yen	Other currencies
A. FINANCIAL ASSETS	**19,418**	**1,463**	**375**	**493**	**2,196**
A.1 Debt securities	3,278	822	-	113	841
A.2 Equities	613	-	5	-	32
A.3 Loans to banks	6,685	307	187	75	671
A.4 Loans to customers	8,842	334	183	305	652
A.5 Other financial assets	-	-	-	-	-
B. OTHER ASSETS	**2,551**	**118**	**17**	**70**	**118**
C. FINANCIAL LIABILITIES	**16,914**	**1,420**	**311**	**385**	**1,106**
C.1 Due to banks	6,683	812	232	206	508
C.2 Due to customers	3,713	236	30	27	268
C.3 Debt securities	6,518	372	49	152	330
C.4 Other financial liabilities	-	-	-	-	-
D. OTHER LIABILITIES	**233**	**19**	**-**	**10**	**91**
E. FINANCIAL DERIVATIVES					
- Options					
long positions	*996*	*20*	*4*	*44*	*51*
short positions	*948*	*24*	*38*	*76*	*44*
- Other derivatives					
long positions	*36,736*	*4,076*	*2,794*	*1,164*	*6,879*
short positions	*41,521*	*4,042*	*2,912*	*1,331*	*7,788*
TOTAL ASSETS	**59,701**	**5,677**	**3,190**	**1,771**	**9,244**
TOTAL LIABILITIES	**59,616**	**5,505**	**3,261**	**1,802**	**9,029**
DIFFERENCE (+/-)	**85**	**172**	**-71**	**-31**	**215**

2. Internal models and other sensitivity analysis methodologies

Management of foreign exchange risk relative to trading activities is included within the operating procedures and the estimation methodologies of the internal model based on VaR calculations, as described in Part E of the Notes to the consolidated financial statements.

Foreign exchange risk expressed by equity investments in foreign currency (banking book), including Group companies, originated a VaR (99% confidence level, 10-day holding period) amounting to 29 million euro as at 31 December 2013. This potential impact would only affect Shareholders' Equity, until disposal.

2.4. DERIVATIVES

A. FINANCIAL DERIVATIVES

A.1. Regulatory trading book: period-end and average notional amounts

(millions of euro)

	31.12.2013		31.12.2012	
	Over the counter	Central counterparties	Over the counter	Central counterparties
1. Debt securities and interest rates	**235,925**	**-**	**304,985**	**-**
a) Options	9,210	-	9,605	-
b) Swaps	223,804	-	290,588	-
c) Forwards	-	-	1,070	-
d) Futures	2,911	-	3,722	-
e) Others	-	-	-	-
2. Equities and stock indices	**1,012**	**77**	**1,672**	**103**
a) Options	1,012	77	1,505	103
b) Swaps	-	-	167	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
3. Foreign exchange rates and gold	**93,988**	**-**	**92,282**	**-**
a) Options	4,851	-	6,757	-
b) Swaps	18,438	-	14,410	-
c) Forwards	68,323	-	70,642	-
d) Futures	-	-	-	-
e) Others	2,376	-	473	-
4. Commodities	**12,512**	**-**	**12,749**	**-**
5. Other underlying assets	**-**	**-**	**-**	**-**
TOTAL	**343,437**	**77**	**411,688**	**103**
AVERAGE VALUES	**379,372**	**90**	**424,710**	**96**

The Bank has traded on organised futures markets through direct participants mainly belonging to the Group Investment Bank.

A.2. Banking book: period-end and average notional amounts

A.2.1.Hedging

(millions of euro)

	31.12.2013		31.12.2012	
	Over the counter	Central counterparties	Over the counter	Central counterparties
1. Debt securities and interest rates	**176,741**	**-**	**211,265**	**-**
a) Options	2,706	-	2,837	-
b) Swaps	174,035	-	208,428	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
2. Equities and stock indices	**-**	**-**	**-**	**-**
a) Options	-	-	-	-
b) Swaps	-	-	-	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
3. Foreign exchange rates and gold	**2,989**	**-**	**3,626**	**-**
a) Options	-	-	-	-
b) Swaps	2,989	-	3,626	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
4. Commodities	**-**	**-**	**-**	**-**
5. Other underlying assets	**-**	**-**	**-**	**-**
TOTAL	**179,730**	**-**	**214,891**	**-**
AVERAGE VALUES	**197,306**	**-**	**187,924**	**-**

A.2.2.Other derivatives

(millions of euro)

	31.12.2013		31.12.2012	
	Over the counter	Central counterparties	Over the counter	Central counterparties
1. Debt securities and interest rates	**14,246**	**-**	**20,697**	**-**
a) Options	9,679	-	15,496	-
b) Swaps	4,567	-	5,201	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
2. Equities and stock indices	**1,926**	**-**	**2,039**	**-**
a) Options	1,926	-	2,039	-
b) Swaps	-	-	-	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
3. Foreign exchange rates and gold	**1,442**	**-**	**1,590**	**-**
a) Options	-	-	-	-
b) Swaps	1,442	-	1,590	-
c) Forwards	-	-	-	-
d) Futures	-	-	-	-
e) Others	-	-	-	-
4. Commodities	**-**	**-**	**1**	**-**
5. Other underlying assets	**-**	**-**	**-**	**-**
TOTAL	**17,614**	**-**	**24,327**	**-**
AVERAGE VALUES	**20,971**	**-**	**24,906**	**-**

The table above shows the financial derivatives recognised in the financial statements in the trading book, but not forming part of the regulatory trading book. In particular, the table shows the derivatives recorded separately from the combined financial instruments, the derivatives used to hedge debt securities measured at fair value through profit and loss, operational foreign exchange risk hedging derivatives correlated to specific foreign-currency funding and the put and call options relating to commitments on equity investments.

A.3. Financial derivatives gross positive fair value – breakdown by product

(millions of euro)

	Positive fair value			
	31.12.2013		31.12.2012	
	Over the counter	Central counterparties	Over the counter	Central counterparties
A. Regulatory trading book	**10,334**	**5**	**13,802**	**4**
a) Options	347	5	355	4
b) Interest rate swaps	7,883	-	10,914	-
c) Cross currency swaps	1,153	-	1,362	-
d) Equity swaps	-	-	8	-
e) Forwards	674	-	846	-
f) Futures	-	-	-	-
g) Others	277	-	317	-
B. Banking book - hedging	**6,313**	**-**	**9,639**	**-**
a) Options	155	-	124	-
b) Interest rate swaps	5,948	-	8,930	-
c) Cross currency swaps	210	-	585	-
d) Equity swaps	-	-	-	-
e) Forwards	-	-	-	-
f) Futures	-	-	-	-
g) Others	-	-	-	-
C. Banking book - other derivatives	**482**	**-**	**687**	**-**
a) Options	295	-	339	-
b) Interest rate swaps	184	-	309	-
c) Cross currency swaps	3	-	39	-
d) Equity swaps	-	-	-	-
e) Forwards	-	-	-	-
f) Futures	-	-	-	-
g) Others	-	-	-	-
TOTAL	**17,129**	**5**	**24,128**	**4**

A.4. Financial derivatives gross negative fair value – breakdown by product

(millions of euro)

	Negative fair value			
	31.12.2013		31.12.2012	
	Over the counter	Central counterparties	Over the counter	Central counterparties
A. Regulatory trading book	**10,486**	**-**	**13,883**	**-**
a) Options	332	-	377	-
b) Interest rate swaps	8,175	-	11,126	-
c) Cross currency swaps	1,121	-	1,386	-
d) Equity swaps	-	-	8	-
e) Forwards	587	-	683	-
f) Futures	-	-	-	-
g) Others	271	-	303	-
B. Banking book - hedging	**5,378**	**-**	**7,278**	**-**
a) Options	-	-	-	-
b) Interest rate swaps	5,177	-	7,044	-
c) Cross currency swaps	201	-	234	-
d) Equity swaps	-	-	-	-
e) Forwards	-	-	-	-
f) Futures	-	-	-	-
g) Others	-	-	-	-
C. Banking book - other derivatives	**643**	**-**	**854**	**-**
a) Options	413	-	499	-
b) Interest rate swaps	198	-	353	-
c) Cross currency swaps	32	-	2	-
d) Equity swaps	-	-	-	-
e) Forwards	-	-	-	-
f) Futures	-	-	-	-
g) Others	-	-	-	-
TOTAL	**16,507**	**-**	**22,015**	**-**

A.5. Over the counter financial derivatives: regulatory trading book – notional amounts, gross positive and negative fair values by counterparty – contracts not included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
1. Debt securities and interest rates							
- notional amount	-	2,829	14,443	3,969	-	20,374	169
- positive fair value	-	446	371	92	-	884	9
- negative fair value	-	-12	-652	-6	-	-35	-
- future exposure	-	19	123	14	-	119	1
2. Equities and stock indices							
- notional amount	-	-	-	34	324	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-2	-4	-	-
- future exposure	-	-	-	-	-	-	-
3. Foreign exchange rates and gold							
- notional amount	-	150	6,364	6,152	189	11,493	17
- positive fair value	-	-	69	80	-	338	-
- negative fair value	-	-17	-376	-100	-2	-103	-
- future exposure	-	11	90	149	2	189	-
4. Other values							
- notional amount	-	-	-	23	-	3,345	-
- positive fair value	-	-	-	1	-	45	-
- negative fair value	-	-	-	-	-	-48	-
- future exposure	-	-	-	2	-	371	-

A.6. Over the counter financial derivatives: regulatory trading book – notional amounts, gross positive and negative fair values by counterparty – contracts included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
1. Debt securities and interest rates							
- notional amount	-	-	187,074	5,223	20	1,824	-
- positive fair value	-	-	5,947	311	-	97	-
- negative fair value	-	-	-7,381	-221	-8	-119	-
2. Equities and stock indices							
- notional amount	-	-	616	-	38	-	-
- positive fair value	-	-	8	-	-	-	-
- negative fair value	-	-	-2	-	-	-	-
3. Foreign exchange rates and gold							
- notional amount	-	-	60,620	4,751	-	4,252	-
- positive fair value	-	-	1,026	33	-	383	-
- negative fair value	-	-	-1,111	-48	-	-47	-
4. Other values							
- notional amount	-	-	6,263	-	-	2,881	-
- positive fair value	-	-	132	-	-	62	-
- negative fair value	-	-	-108	-	-	-84	-

A.7. Over the counter financial derivatives: banking book – notional amounts, gross positive and negative fair values by counterparty – contracts not included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
1. Debt securities and interest rates							
- notional amount	-	442	1,743	301	-	156	5,275
- positive fair value	-	9	1	-	-	5	3
- negative fair value	-	-	-127	-1	-	-	-269
- future exposure	-	7	5	2	-	-	2
2. Equities and stock indices							
- notional amount	-	-	514	34	-	619	510
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-9	-	-	-96	-57
- future exposure	-	-	29	-	-	-	-
3. Foreign exchange rates and gold							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-
- future exposure	-	-	-	-	-	-	-
4. Other values							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-
- future exposure	-	-	-	-	-	-	-

A.8. Over the counter financial derivatives: banking book – notional amounts, gross positive and negative fair values by counterparty – contracts included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
1. Debt securities and interest rates							
- notional amount	-	-	178,544	4,526	-	-	-
- positive fair value	-	-	6,314	185	-	-	-
- negative fair value	-	-	-4,807	-422	-	-	-
2. Equities and stock indices							
- notional amount	-	-	230	19	-	-	-
- positive fair value	-	-	57	9	-	-	-
- negative fair value	-	-	-	-	-	-	-
3. Foreign exchange rates and gold							
- notional amount	-	-	4,202	229	-	-	-
- positive fair value	-	-	212	-	-	-	-
- negative fair value	-	-	-165	-68	-	-	-
4. Other values							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-

A.9. Residual maturity of over the counter financial derivatives: notional amounts

(millions of euro)

	Up to 1 year	Between 1 and 5 years	Over 5 years	Total
A. Regulatory trading book	**168,924**	**106,216**	**68,297**	**343,437**
A.1 Financial derivatives on debt securities and interest rates	88,022	85,671	62,232	235,925
A.2 Financial derivatives on equities and stock indices	127	416	469	1,012
A.3 Financial derivatives on foreign exchange rates and gold	76,010	12,382	5,596	93,988
A.4 Financial derivatives - other	4,765	7,747	-	12,512
B. Banking book	**59,599**	**89,171**	**48,574**	**197,344**
B.1 Financial derivatives on debt securities and interest rates	57,806	86,942	46,239	190,987
B.2 Financial derivatives on equities and stock indices	271	1,143	512	1,926
B.3 Financial derivatives on foreign exchange rates and gold	1,522	1,086	1,823	4,431
B.4 Financial derivatives - other	-	-	-	-
Total 31.12.2013	**228,523**	**195,387**	**116,871**	**540,781**
Total 31.12.2012	**325,970**	**207,104**	**117,832**	**650,906**

A.10. Over the counter financial derivatives: counterparty risk/financial risk – internal models

As the Bank does not use EPE internal models for calculating counterparty risk, it has not prepared this table, rather, it has prepared tables from A.3 to A.8 above.

B. CREDIT DERIVATIVES

B.1. Credit derivatives: period-end and average notional amounts

(millions of euro)

	Regulatory trading book		Banking book	
	single counterparty	more counterparties (*basket*)	single counterparty	more counterparties (*basket*)
1. Protection purchases				
- Credit default products	1,173	1,070	-	-
- Credit spread products	-	-	-	-
- Total rate of return swap	-	-	-	-
- Others	-	-	-	-
Total 31.12.2013	**1,173**	**1,070**	**-**	**-**
Average values	**1,435**	**1,423**	**-**	**-**
Total 31.12.2012	**1,666**	**1,786**	**-**	**-**
2. Protection sales				
- Credit default products	1,043	1,126	-	-
- Credit spread products	-	-	-	-
- Total rate of return swap	-	-	-	-
- Others	-	-	-	-
Total 31.12.2013	**1,043**	**1,126**	**-**	**-**
Average values	**1,322**	**1,571**	**-**	**-**
Total 31.12.2012	**1,406**	**2,028**	**-**	**-**

Part of the contracts in force as at 31 December 2013, shown in the table above, has been included within the structured credit products, namely: 229 million euro of protection purchases and 160 million euro of protection sales, in any case almost entirely attributable to exposures not included in US subprime exposures.
For further information on the relative economic and risk effects, see the chapter on market risks in the Notes to the consolidated financial statements.

B.2. Over the counter credit derivatives: gross positive fair value – breakdown by product

(millions of euro)

	Positive fair value	
	31.12.2013	31.12.2012
A. Regulatory trading book	**130**	**190**
a) Credit default products	130	190
b) Credit spread products	-	-
c) Total rate of return swap	-	-
d) Others	-	-
B. Banking book	**-**	**-**
a) Credit default products	-	-
b) Credit spread products	-	-
c) Total rate of return swap	-	-
d) Others	-	-
TOTAL	**130**	**190**

Part of the positive fair values, recognised as at 31 December 2013, and shown in the table above, has been included within the structured credit products, namely: 51 million attributable to short positions taken on creditworthiness indexes and protection purchases as part of structured packages.
For further information on the relative economic and risk effects, see the chapter on market risks in the Notes to the consolidated financial statements.

B.3. Over the counter credit derivatives: gross negative fair value – breakdown by product

(millions of euro)

	Negative fair value	
	31.12.2013	31.12.2012
A. Regulatory trading book	**143**	**277**
a) Credit default products	143	277
b) Credit spread products	-	-
c) Total rate of return swap	-	-
d) Others	-	-
B. Banking book	**-**	**-**
a) Credit default products	-	-
b) Credit spread products	-	-
c) Total rate of return swap	-	-
d) Others	-	-
TOTAL	**143**	**277**

Part of the negative fair values, recognised as at 31 December 2013, and shown in the table above, has been included within the structured credit products, namely: 49 million attributable to long positions on creditworthiness indexes and protection sales not included under the US subprime category.
For further information on the relative economic and risk effects, see the chapter on market risks in the Notes to the consolidated financial statements.

B.4. Over the counter credit derivatives: gross (positive and negative) fair values by counterparty – contracts not included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
REGULATORY TRADING BOOK							
1. Protection purchases							
- notional amount	-	88	290	567	-	-	-
- positive fair value	-	62	-	26	-	-	-
- negative fair value	-	-	-2	-3	-	-	-
- future exposure	-	4	21	37	-	-	-
2. Protection sales							
- notional amount	-	-	505	507	-	-	-
- positive fair value	-	-	3	3	-	-	-
- negative fair value	-	-	-72	-18	-	-	-
- future exposure	-	-	7	8	-	-	-
BANKING BOOK							
1. Protection purchases							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-
2. Protection sales							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-

B.5. Over the counter credit derivatives: gross (positive and negative) fair values by counterparty – contracts included under netting arrangements

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
REGULATORY TRADING BOOK							
1. Protection purchases							
- notional amount	-	-	1,101	197	-	-	-
- positive fair value	-	-	22	4	-	-	-
- negative fair value	-	-	-10	-2	-	-	-
2. Protection sales							
- notional amount	-	-	1,002	155	-	-	-
- positive fair value	-	-	9	1	-	-	-
- negative fair value	-	-	-36	-	-	-	-
BANKING BOOK							
1. Protection purchases							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-
2. Protection sales							
- notional amount	-	-	-	-	-	-	-
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-

B.6. Residual maturity of credit derivatives: notional amounts

(millions of euro)

	Up to 1 year	Between 1 and 5 years	Over 5 years	Total
A. Regulatory trading book	**1,022**	**2,956**	**434**	**4,412**
A.1 Credit derivatives with "qualified reference obligation"	458	2,410	293	3,161
A.2 Credit derivatives with "unqualified reference obligation"	564	546	141	1,251
B. Banking book	**-**	**-**	**-**	**-**
B.1 Credit derivatives with "qualified reference obligation"	-	-	-	-
B.2 Credit derivatives with "unqualified reference obligation"	-	-	-	-
Total 31.12.2013	**1,022**	**2,956**	**434**	**4,412**
Total 31.12.2012	**2,052**	**4,218**	**616**	**6,886**

B.7. Credit derivatives: counterparty risk/financial risk – internal models

As at 31 December 2013, the Group was not authorised to use EPE-type internal models for supervisory purposes.

C. CREDIT AND FINANCIAL DERIVATIVES

C.1. Over the counter credit and financial derivatives: net fair values and future exposure by counterparty

(millions of euro)

	Governments and Central Banks	Public entities	Banks	Financial institutions	Insurance companies	Non-financial companies	Other counterparties
1. Financial derivatives - bilateral agreements	**-**	**-**	**2,484**	**113**	**-8**	**1,192**	**-**
- positive fair value	-	-	653	96	-	346	-
- negative fair value	-	-	-757	-42	-8	-54	-
- future exposure	-	-	1,282	27	-	278	-
- net counterparty risk	-	-	1,306	32	-	622	-
2. Credit derivatives - bilateral agreements	**-**	**-**	**-**	**-**	**-**	**-**	**-**
- positive fair value	-	-	-	-	-	-	-
- negative fair value	-	-	-	-	-	-	-
- future exposure	-	-	-	-	-	-	-
- net counterparty risk	-	-	-	-	-	-	-
3. "Cross product" agreements	**-**	**-**	**1,133**	**-189**	**-**	**-**	**-**
- positive fair value	-	-	421	85	-	-	-
- negative fair value	-	-	-213	-354	-	-	-
- future exposure	-	-	445	42	-	-	-
- net counterparty risk	-	-	480	38	-	-	-
Total 31.12.2013	**-**	**-**	**3,617**	**-76**	**-8**	**1,192**	**-**

SECTION 3 - LIQUIDITY RISK

QUALITATIVE INFORMATION

The qualitative information is contained in Part E of the Notes to the consolidated financial statements.

QUANTITATIVE INFORMATION

1. Breakdown by contractual residual maturity of financial assets and liabilities

The breakdown by maturity of assets and liabilities is shown in the tables below according to the rules set forth in financial statement regulations (Bank of Italy circular 262 and related clarifications issued by the Supervisory Authority), using accounting information organised by contractual residual maturity.
Therefore, no operational data was used that would require, for example, the modelling of demand liabilities and the representation of cash items according to their level of liquidability.

Currency of denomination: Euro

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**27,905**	**11,255**	**8,605**	**18,788**	**33,178**	**26,302**	**37,204**	**73,234**	**60,720**	**1,729**
A.1 Government bonds	10	-	2,100	2,182	3,947	8,858	11,058	8,638	2,294	-
A.2 Other debt securities	116	1	501	1,236	354	1,744	2,465	6,183	6,382	1
A.3 Quotas of UCI	568	-	-	-	-	-	-	-	-	-
A.4 Loans	27,211	11,254	6,004	15,370	28,877	15,700	23,681	58,413	52,044	1,728
- Banks	*6,190*	*4,422*	*996*	*9,749*	*17,374*	*7,865*	*5,547*	*12,311*	*3,685*	*1,718*
- Customers	*21,021*	*6,832*	*5,008*	*5,621*	*11,503*	*7,835*	*18,134*	*46,102*	*48,359*	*10*
Cash liabilities	**85,098**	**5,808**	**11,920**	**7,446**	**23,664**	**21,422**	**31,747**	**88,251**	**30,919**	**2,171**
B.1 Deposits and current accounts	82,262	1,390	2,273	3,680	7,687	13,876	20,054	25,780	4,364	-
- Banks	*13,450*	*230*	*1,208*	*1,374*	*3,090*	*9,426*	*15,466*	*23,492*	*4,364*	-
- Customers	*68,812*	*1,160*	*1,065*	*2,306*	*4,597*	*4,450*	*4,588*	*2,288*	-	-
B.2 Debt securities	14	58	87	1,870	7,040	6,372	11,039	58,190	22,787	2,171
B.3 Other liabilities	2,822	4,360	9,560	1,896	8,937	1,174	654	4,281	3,768	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	*53*	*8,155*	*4,918*	*7,484*	*8,219*	*4,561*	*5,160*	*6,541*	*3,302*	-
- Short positions	*53*	*5,364*	*4,329*	*4,068*	*10,699*	*3,830*	*4,403*	*5,729*	*3,893*	-
C.2 Financial derivatives without exchange of capital										
- Long positions	*7,656*	*7*	*56*	*260*	*740*	*814*	*2,009*	-	-	-
- Short positions	*7,918*	*67*	*53*	*136*	*441*	*676*	*1,576*	-	-	-
C.3 Deposits and loans to be settled										
- Long positions	*10,250*	*2*	-	-	-	-	-	-	-	-
- Short positions	-	*10,058*	-	-	*2*	-	-	*90*	*101*	-
C.4 Irrevocable commitments to lend funds										
- Long positions	-	*12,018*	*4*	-	*403*	*703*	*365*	*8,521*	*101*	-
- Short positions	*22,065*	*49*	-	-	-	-	-	-	-	-
C.5 Financial guarantees given	86	-	-	7	1	-	2	27	10	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	-	-	*103*	-	-
- Short positions	-	-	-	-	-	-	-	*103*	-	-
C.8 Credit derivatives without exchange of capital										
- Long positions	*74*	-	-	-	-	-	-	-	-	-
- Short positions	*85*	-	-	-	-	-	-	-	-	-

Currency of denomination: US dollar

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**2,512**	**1,036**	**1,218**	**2,862**	**2,571**	**1,817**	**958**	**5,182**	**1,618**	**5**
A.1 Government bonds	1	-	-	-	1	4	16	580	68	-
A.2 Other debt securities	8	360	-	113	15	51	54	1,766	495	1
A.3 Quotas of UCI	613	-	-	-	-	-	-	-	-	-
A.4 Loans	1,890	676	1,218	2,749	2,555	1,762	888	2,836	1,055	4
- Banks	*1,485*	*184*	*340*	*1,290*	*1,364*	*1,571*	*256*	*124*	*86*	-
- Customers	*405*	*492*	*878*	*1,459*	*1,191*	*191*	*632*	*2,712*	*969*	*4*
Cash liabilities	**3,092**	**1,580**	**1,113**	**1,570**	**3,388**	**948**	**107**	**3,403**	**1,722**	**-**
B.1 Deposits and current accounts	3,051	1,179	991	816	348	76	55	23	91	-
- Banks	*1,388*	*779*	*360*	*593*	*102*	*33*	*43*	*23*	-	-
- Customers	*1,663*	*400*	*631*	*223*	*246*	*43*	*12*	-	*91*	-
B.2 Debt securities	-	-	93	33	1,442	-	52	3,270	1,631	-
B.3 Other liabilities	41	401	29	721	1,598	872	-	110	-	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	*75*	*5,960*	*4,295*	*3,855*	*7,775*	*3,140*	*3,335*	*4,013*	*2,276*	-
- Short positions	*43*	*7,021*	*4,365*	*6,509*	*6,157*	*4,015*	*4,347*	*5,177*	*1,807*	-
C.2 Financial derivatives without exchange of capital										
- Long positions	*624*	-	*30*	*21*	-	-	*61*	-	-	-
- Short positions	*627*	-	*16*	*9*	-	*26*	*53*	-	-	-
C.3 Deposits and loans to be settled										
- Long positions	*115*	-	-	-	-	-	-	-	-	-
- Short positions	-	*3*	*25*	*87*	-	-	-	-	-	-
C.4 Irrevocable commitments to lend funds										
- Long positions	-	*2*	-	-	*116*	*147*	*583*	*5,950*	*414*	-
- Short positions	*7,148*	*63*	-	-	-	-	-	-	-	-
C.5 Financial guarantees given	-	-	-	-	-	-	-	-	-	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	*20*	*20*	*20*	*34*	-
- Short positions	-	-	-	-	-	*20*	*20*	*20*	*34*	-
C.8 Credit derivatives without exchange of capital										
- Long positions	*54*	-	-	-	-	-	-	-	-	-
- Short positions	*38*	-	-	-	-	-	-	-	-	-

Currency of denomination: Pound sterling

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**193**	**8**	**20**	**75**	**15**	**102**	**77**	**481**	**381**	**-**
A.1 Government bonds	-	-	-	-	-	-	3	310	42	-
A.2 Other debt securities	1	-	-	-	2	-	2	64	281	-
A.3 Quotas of UCI	-	-	-	-	-	-	-	-	-	-
A.4 Loans	192	8	20	75	13	102	72	107	58	-
- Banks	*164*	-	-	*11*	-	*94*	*17*	*22*	-	-
- Customers	*28*	*8*	*20*	*64*	*13*	*8*	*55*	*85*	*58*	-
Cash liabilities	**231**	**97**	**244**	**49**	**372**	**7**	**62**	**40**	**295**	**-**
B.1 Deposits and current accounts	222	97	16	38	7	6	32	-	-	-
- Banks	*92*	*60*	*9*	*21*	*5*	*2*	*1*	-	-	-
- Customers	*130*	*37*	*7*	*17*	*2*	*4*	*31*	-	-	-
B.2 Debt securities	-	-	-	11	4	-	30	6	295	-
B.3 Other liabilities	9	-	228	-	361	1	-	34	-	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	-	*554*	*438*	*418*	*533*	*179*	*309*	*240*	*1,516*	-
- Short positions	-	*581*	*268*	*631*	*546*	*173*	*258*	*232*	*1,454*	-
C.2 Financial derivatives without exchange of capital										
- Long positions	*96*	-	-	-	*11*	-	*1*	-	-	-
- Short positions	*99*	-	-	-	*10*	*1*	*1*	-	-	-
C.3 Deposits and loans to be settled										
- Long positions	-	*36*	-	-	-	-	-	-	-	-
- Short positions	-	*36*	-	-	-	-	-	-	-	-
C.4 Irrevocable commitments to lend funds										
- Long positions	-	-	-	-	-	*1*	-	*196*	-	-
- Short positions	*196*	-	-	-	-	-	-	-	-	-
C.5 Financial guarantees given	-	-	-	-	-	-	-	-	-	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.8 Credit derivatives without exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-

Currency of denomination: Yen

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**83**	**38**	**26**	**49**	**97**	**12**	**16**	**84**	**77**	**-**
A.1 Government bonds	-	-	-	-	21	-	-	38	15	-
A.2 Other debt securities	-	-	-	-	-	-	-	-	28	-
A.3 Quotas of UCI	-	-	-	-	-	-	-	-	-	-
A.4 Loans	83	38	26	49	76	12	16	46	34	-
- Banks	*34*	*10*	*1*	*6*	*2*	-	*2*	*12*	*10*	-
- Customers	*49*	*28*	*25*	*43*	*74*	*12*	*14*	*34*	*24*	-
Cash liabilities	**89**	**-**	**-**	**24**	**1**	**72**	**1**	**69**	**117**	**-**
B.1 Deposits and current accounts	89	-	-	23	-	72	-	7	-	-
- Banks	*63*	-	-	*23*	-	*72*	-	*7*	-	-
- Customers	*26*	-	-	-	-	-	-	-	-	-
B.2 Debt securities	-	-	-	1	1	-	1	21	117	-
B.3 Other liabilities	-	-	-	-	-	-	-	41	-	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	-	*40*	*445*	*67*	*175*	*122*	*143*	*107*	*117*	-
- Short positions	-	*314*	*486*	*95*	*179*	*55*	*122*	*117*	*44*	-
C.2 Financial derivatives without exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	*1*	-	-	-	-	-	*1*	-	-	-
C.3 Deposits and loans to be settled										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.4 Irrevocable commitments to lend funds										
- Long positions	-	-	*2*	-	-	-	-	-	-	-
- Short positions	*3*	-	-	-	-	-	-	-	-	-
C.5 Financial guarantees given	-	-	-	-	-	-	-	-	-	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.8 Credit derivatives without exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-

Currency of denomination: Swiss franc

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**62**	**30**	**12**	**40**	**27**	**8**	**12**	**68**	**115**	**-**
A.1 Government bonds	-	-	-	-	-	-	-	-	-	-
A.2 Other debt securities	-	-	-	-	-	-	-	-	-	-
A.3 Quotas of UCI	-	-	-	-	-	-	-	-	-	-
A.4 Loans	62	30	12	40	27	8	12	68	115	-
- Banks	*59*	*7*	*11*	*20*	*8*	*4*	*7*	*46*	*25*	-
- Customers	*3*	*23*	*1*	*20*	*19*	*4*	*5*	*22*	*90*	-
Cash liabilities	**43**	**13**	**24**	**2**	**121**	**104**	**4**	**-**	**-**	**-**
B.1 Deposits and current accounts	41	13	24	2	72	104	4	-	-	-
- Banks	*13*	*13*	*24*	*2*	*72*	*104*	*4*	-	-	-
- Customers	*28*	-	-	-	-	-	-	-	-	-
B.2 Debt securities	-	-	-	-	49	-	-	-	-	-
B.3 Other liabilities	2	-	-	-	-	-	-	-	-	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	-	*171*	*195*	*222*	*1,124*	*227*	*253*	*493*	*147*	-
- Short positions	-	*159*	*211*	*358*	*1,053*	*235*	*247*	*484*	*236*	-
C.2 Financial derivatives without exchange of capital										
- Long positions	*13*	-	-	-	-	-	-	-	-	-
- Short positions	*11*	-	-	-	-	-	-	-	-	-
C.3 Deposits and loans to be settled										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.4 Irrevocable commitments to lend funds										
- Long positions	-	-	-	-	-	-	-	*18*	-	-
- Short positions	*18*	-	-	-	-	-	-	-	-	-
C.5 Financial guarantees given	-	-	-	-	-	-	-	-	-	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.8 Credit derivatives without exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-

Currency of denomination: Other currencies

(millions of euro)

	On demand	Between 1 and 7 days	Between 7 and 15 days	Between 15 days and 1 month	Between 1 and 3 months	Between 3 and 6 months	Between 6 months and 1 year	Between 1 and 5 years	Over 5 years	Unspecified maturity
Cash assets	**256**	**270**	**77**	**111**	**239**	**109**	**96**	**112**	**77**	**-**
A.1 Government bonds	-	9	10	19	14	-	-	-	-	-
A.2 Other debt securities	1	-	-	-	10	29	-	18	1	-
A.3 Quotas of UCI	-	-	-	-	-	-	-	-	-	-
A.4 Loans	255	261	67	92	215	80	96	94	76	-
- Banks	*226*	*150*	*22*	*26*	*178*	*3*	*-*	*10*	*-*	*-*
- Customers	*29*	*111*	*45*	*66*	*37*	*77*	*96*	*84*	*76*	*-*
Cash liabilities	**304**	**211**	**67**	**77**	**46**	**26**	**12**	**286**	**19**	**-**
B.1 Deposits and current accounts	289	211	48	77	21	15	4	37	-	-
- Banks	*172*	*190*	*27*	*34*	*6*	*-*	*2*	*37*	*-*	*-*
- Customers	*117*	*21*	*21*	*43*	*15*	*15*	*2*	*-*	*-*	*-*
B.2 Debt securities	5	-	-	-	25	11	8	249	19	-
B.3 Other liabilities	10	-	19	-	-	-	-	-	-	-
Off-balance sheet transactions										
C.1 Financial derivatives with exchange of capital										
- Long positions	*-*	*826*	*54*	*640*	*1,328*	*900*	*1,343*	*1,606*	*60*	*-*
- Short positions	*-*	*897*	*208*	*786*	*1,762*	*707*	*1,074*	*1,373*	*78*	*-*
C.2 Financial derivatives without exchange of capital										
- Long positions	*90*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*
- Short positions	*96*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*
C.3 Deposits and loans to be settled										
- Long positions	*16*	*48*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*
- Short positions	*-*	*55*	*-*	*9*	*-*	*-*	*-*	*-*	*-*	*-*
C.4 Irrevocable commitments to lend funds										
- Long positions	*-*	*2*	*1*	*-*	*-*	*-*	*-*	*17*	*3*	*-*
- Short positions	*23*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*	*-*
C.5 Financial guarantees given	-	-	-	-	-	-	-	-	-	-
C.6 Financial guarantees received	-	-	-	-	-	-	-	-	-	-
C.7 Credit derivatives with exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-
C.8 Credit derivatives without exchange of capital										
- Long positions	-	-	-	-	-	-	-	-	-	-
- Short positions	-	-	-	-	-	-	-	-	-	-

2. Disclosure on encumbered assets recognised in the financial statements

(millions of euro)

Types	Encumbered		Unencumbered		31.12.2013
	Book value	Fair value	Book value	Fair value	
1. Cash and cash equivalents	-	X	3,997	X	3,997
2. Debt securities	15,688	14,258	48,533	47,481	64,221
3. Equities	25	25	3,050	3,050	3,075
4. Loans	43,897	X	212,139	X	256,036
5. Other financial assets	-	X	18,479	X	18,479
6. Non-financial assets	89	X	47,261	X	47,350
TOTAL 31.12.2013	**59,699**	**14,283**	**333,459**	**50,531**	**393,158**

3. Disclosure on encumbered owned assets not recognised in the financial statements

(millions of euro)

Types	Encumbered	Unencumbered	31.12.2013
1. Other financial assets	4,468	29,871	34,339
- Securities	*4,468*	*29,871*	*34,339*
- Other	*-*	*-*	*-*
2. Non-financial assets	-	-	-
TOTAL 31.12.2013	**4,468**	**29,871**	**34,339**

Intesa Sanpaolo carried out a securities lending transaction with a major bank, in which the collateral consists of securities for approximately 2 billion euro, with the objective of increasing the portfolio available for refinancing transactions.
The guarantees provided in connection with the refinancing operations at the European Central Bank amount to 16 billion euro for the owned assets recorded and to 2.3 billion euro for the assets not recognised in the financial statements.

4. Self-securitisations carried out by Intesa Sanpaolo S.p.A.

The securitisations originated by Intesa Sanpaolo S.p.A. in which it underwrote all the securities issued by the related vehicle (self-securitisations) need not be shown in the tables of Part E, section C "Securitisation and asset sales" of the Notes to the financial statements.

Intesa Sanpaolo SEC S.A.

The securitisation of loans issued to large international corporate customers by some international branches of Intesa Sanpaolo (Frankfurt, Hong Kong, Madrid and New York) was finalised in August 2013. The securitisation was conducted through the Luxemburg-based vehicle company Intesa Sanpaolo SEC. SA., which is wholly owned and is part of the Group.
The securities issued, totalling about 318 million euro, were subscribed by Intesa Sanpaolo and used for about 302 million euro (corresponding to the most senior class of notes issued, representing the principal of the securitised loans) as collateral of a loan received by a primary European bank.

(millions of euro)

Vehicle		Type of security issued	Type of asset securitised	External rating	Principal as at 31.12.2013
INTESA SANPAOLO SEC SA					
of wich issued in euro					**291**
	SECURED PRINCIPAL NOTES	Senior	Loans to large corporate foreign customers	no rating	276
	SECURED INCOME NOTES	Junior	Loans to large corporate foreign customers	no rating	15
of wich issued in usd					**27**
	SECURED PRINCIPAL NOTES	Senior	Loans to large corporate foreign customers	no rating	26
	SECURED INCOME NOTES	Junior	Loans to large corporate foreign customers	no rating	1
TOTAL					**318**

SECTION 4 – OPERATIONAL RISK

QUALITATIVE INFORMATION
The qualitative information is contained in Part E of the Notes to the consolidated financial statements.

QUANTITATIVE INFORMATION
From 31 December 2010, Intesa Sanpaolo uses the full AMA Method to determine its capital requirements and the resulting capital absorption amounted to 680 million euro.

Part F – Information on capital

SECTION 1 – PARENT COMPANY'S SHAREHOLDERS' EQUITY

A. Qualitative information

Qualitative information on capital and capital management policies is contained in Part F of the Notes to the consolidated financial statements.
For individual banks, the minimum capital requirement, that is the ratio between regulatory capital and risk-weighted assets, must be at least equal to 8%. This capital requirement may be reduced by 25% provided that the amount of the consolidated regulatory capital, including Tier 3 capital, is equal to or higher than total consolidated capital requirements.

In order to reflect the amendments to European Directives 2009/27/EC, 2009/83/EC and 2009/111/EC ("CRD II") and 2010/76/EC ("CRD III") governing capital requirements for Banks, adjustments were made to the national provisions issued by Bank of Italy in Circular 263 of 27 December 2006 "New regulations for the prudential supervision of banks" and Circular 155 of 1991 "Instructions for preparing reports on regulatory capital and prudential ratios".

The changes, introduced in 2011, which aim to reinforce banks' capital quality, affected innovative and non-innovative capital instruments in terms of flexibility of payments, ability to absorb losses and the associated limits on calculability, which rise according to the capital instruments' capital quality.
The new rules also redefine the notion of capital, limiting it to ordinary shares, and thus excluding the calculability of instruments that attribute privileges in the absorption of losses to their holders. The application of the new criteria thus resulted in the exclusion of savings shares, which enjoy preferential remuneration mechanisms, from core capital. Such shares have thus been included among the non-core components of Tier 1 capital under the 30-year transitional provisions (known as "grandfathering") that call for a gradual reduction of the eligibility of instruments issued prior to 31 December 2010 that do not meet the new eligibility criteria.

B. Quantitative information

B.1. Parent Company's shareholders' equity: breakdown

(millions of euro)

	31.12.2013	31.12.2012
1. Share capital	**8,546**	**8,546**
Ordinary shares	8,061	8,061
Savings shares	485	485
2. Share premium reserve	**31,093**	**31,093**
3. Reserves	**4,044**	**3,925**
retained earnings:	3,945	3,826
a) legal reserve	*1,709*	*1,709*
b) statutory reserve	-	-
c) treasury shares	*13*	*6*
d) other	*2,223*	*2,111*
other	99	99
4. Equity instruments	**-**	**-**
5. (Treasury shares)	**-13**	**-6**
6. Valuation reserves:	**6**	**-371**
Financial assets available for sale	45	-14
Property and equipment	-	-
Intangible assets	-	-
Hedges of foreign investments	-	-
Cash flow hedges	-779	-1,152
Foreign exchange differences	-	-
Non current assets held for sale	-	-
Actuarial gains (losses) on defined benefit plans	-247	-192
Share of valuation reserves connected with investments carried at equity	-	-
Legally-required revaluations	987	987
7. Net income (loss)	**-3,913**	**912**
Total	**39,763**	**44,099**

Trading on treasury shares

By virtue of special authorisation from the Shareholders' Meeting, 3,642,455 treasury shares were purchased during the year.

B.2. Valuation reserves of financial assets available for sale: breakdown

(millions of euro)

	Total as at 31.12.2013		Total as at 31.12.2012	
	Positive reserve	Negative reserve	Positive reserve	Negative reserve
1. Debt securities	97	-181	273	-437
2. Equities	152	-17	203	-50
3. Quotas of UCI	8	-12	8	-7
4. Loans	15	-17	13	-17
Total	**272**	**-227**	**497**	**-511**

B.3. Valuation reserves of financial assets available for sale: annual changes

(millions of euro)

	Debt securities	Equities	Quotas of UCI	Loans
1. Initial amount	**-164**	**153**	**1**	**-4**
2. Positive fair value differences	**411**	**225**	**16**	**2**
2.1 Fair value increases	397	169	11	1
2.2 Reversal to the income statement of negative reserves	14	55	5	-
- impairment	*2*	*55*	*5*	-
- disposal	*12*	-	-	-
2.3 Other changes	-	1	-	1
3. Negative fair value differences	**-331**	**-243**	**-21**	**-**
3.1 Fair value decreases	-244	-44	-21	-
3.2 Impairment losses	-	-	-	-
3.3 Reversal to the income statement of positive reserves:disposal	*-87*	*-198*	-	-
3.4 Other changes	-	-1	-	-
4. Closing amount	**-84**	**135**	**-4**	**-2**

B.4. Valuation reserves relating to the defined benefit plans: annual changes

During the year the reserves in question recorded a negative change of 56 million euro (49 million euro of which referring to pension funds and 7 million euro to employee termination indemnities). As at 31 December 2013 there is an overall negative reserve equal to 247 million euro for defined benefit plans.

SECTION 2 – REGULATORY CAPITAL AND CAPITAL RATIOS

2.1. Regulatory capital

A. Qualitative information

As at 31 December 2013 Regulatory capital has been calculated on the basis of instructions included in Circular 155/91 of the Bank of Italy (Instructions for preparing reports on regulatory capital and prudential ratios) as modified by the 15th update of 19 March 2013.

In 2013 Intesa Sanpaolo undertook a transaction involving the exchange of its own subordinated notes, for which a specific offer was launched. Further details on the aforementioned transaction and additional qualitative information on regulatory capital and capital ratios are contained in Part F of the Notes to the consolidated financial statements.

1. Tier 1 capital

Characteristics of subordinated instruments	Interest rate	Step-up	Issue date	Expiry date	Early redemption	Currency	Original amount in currency (millions)	Contribution to regulatory capital (millions of euro)
Subordinated bonds (*)	up to 24/9/2018 (excluded): 8.698%; thereafter 3-month Euribor + 5.05%	YES	24-Sep-2008	perpetual	24-Sep-2018	Euro	250	250
Subordinated bonds (*)	up to 20/6/2018 (excluded): 8.047%; thereafter 3-month Euribor + 4.10%	YES	20-Jun-2008	perpetual	20-Jun-2018	Euro	1,250	580
Subordinated bonds (*)	up to14/10/2019: 8.375%; thereafter 3-month Euribor + 6.87%	YES	14-Oct-2009	perpetual	14-Oct-2019	Euro	1,500	742
Subordinated bonds	9.5% fixed rate	NO	01-Oct-2010	perpetual	1-giu-2016	Euro	1,000	478
Total innovative and non-innovative equity instruments (Tier I)								**2,050**

(*) Securities subject to grandfathering, calculated in Tier I capital in application of the transitional arrangements envisaged by Title I, Chapter 2, Section II, paragraph 1.4.1 of Circular No. 263 of 27 December 2006 – 11th update of 31 January 2012, "New regulations for the prudential supervision of banks".

2. Tier 2 capital

Characteristics of subordinated instruments	Interest rate	Step-up	Issue date	Expiry date	Early redemption	Currency	Original amount in currency (millions)	Contribution to regulatory capital (millions of euro)
Subordinated bonds	6.625% fixed rate	NO	08-May-2008	08-May-2018	NO	Euro	1,250	838
Subordinated bonds	6.16% fixed rate	NO	27-Jun-2008	27-Jun-2018	NO	Euro	120	120
Total hybrid instruments (Upper Tier 2)								**958**
Subordinated bonds	8% 1st coupon, 5% 2nd coupon, 4% 3rd coupon, thereafter 70% of 10-year swap rate	NO	09-Mar-1999	09-Mar-2014	NO	Lit	480,000	42
Subordinated bonds	8% 1st coupon, 5.5% 2nd coupon, 4% 3rd coupon, thereafter 65% of 10-year swap rate with minimum 4%	NO	15-Jul-1999	15-Jul-2014	NO	Euro	250	44
Subordinated bonds	6.11% fixed rate; as of 23/2/05 97% of 30-year Euro Swap mid rate	NO	23-Feb-2000	23-Feb-2015	NO	Euro	65	26
Subordinated bonds	92% of 30-year Euro Swap mid rate: never less than that of previous coupon	NO	12-Mar-2001	23-Feb-2015	NO	Euro	50	20
Subordinated bonds	6.375% fixed rate; from 12/11/2012 3-month Sterling LIBOR	YES	12-Oct-2007	12-Nov-2017	NO	Gbp	250	5
Subordinated bonds	4.8%	NO	28-Mar-2008	28-Mar-2015	NO	Euro	800	318
Subordinated bonds	5.75% fixed rate; from 28/5/2013 3-month Euribor + 1.98%	YES	28-May-2008	28-May-2018	NO	Euro	1,000	251
Subordinated bonds	4.00%	NO	30-Sep-2008	30-Sep-2015	NO	Euro	1,097	431
Subordinated bonds	6.16% fixed rate	NO	29-Oct-2008	29-Oct-2015	NO	Euro	382	153
Subordinated bonds	6.25% fixed rate	NO	12-Nov-2008	12-Nov-2015	NO	Euro	545	214
Subordinated bonds	5.87% fixed rate	NO	26-Nov-2008	26-Nov-2015	NO	Euro	415	166
Subordinated bonds	quarterly interests according to the formula: (3-month Euribor + 4%)/4	NO	24-Feb-2009	24-Feb-2016	NO	Euro	635	378
Subordinated bonds	quarterly interests according to the formula: (3-month Euribor + 4%)/4	NO	12-Mar-2009	12-Mar-2016	NO	Euro	165	97
Subordinated bonds	5% fixed rate	NO	23-Sep-2009	23-Sep-2019	NO	Euro	1,500	1,046
Subordinated bonds	5.15% fixed rate	NO	16-Jul-2010	16-Jul-2020	NO	Euro	1,250	920
Subordinated bonds	quarterly interests according to the formula: (3-month Euribor + 1.6%)/4	NO	30-Sep-2010	30-Sep-2017	NO	Euro	805	634
Subordinated bonds	quarterly interests according to the formula: (3-month Euribor + 1.60%)/4	NO	10-Nov-2010	10-Nov-2017	NO	Euro	479	379
Subordinated bonds	quarterly interests according to the formula (3-month Euribor + 2%)/4	NO	31-Mar-2011	31-Mar-2018	NO	Euro	373	372
Subordinated bonds	6,625% fixed rate	NO	13-Sep-2013	13-Sep-2023	NO	Euro	1,446	1,433
Subordinated bonds	5% fixed rate	NO	17-Oct-2013	17-Oct-2020	NO	Euro	1,576	1,576
Notes	up to 18/03/2019 (excluded): 5.625% p.a. thereafter: 3-month Sterling LIBOR + 1.125% p.a.	YES	18-Mar-2004	18-Mar-2024	18-Mar-2019	Gbp	165	14
Notes	up to 2/3/2015 (excluded): 3.75% p.a. thereafter: 3-month Euribor + 0.89% p.a.	YES	02-Mar-2005	02-Mar-2020	02-Mar-2015	Euro	500	269
Notes	up to 20/2/2013 (excluded): 3-month Euribor + 0.25% p.a. thereafter: 3-month Euribor + 0.85% p.a.	YES	20-Feb-2006	NO	20-Feb-2013	Euro	750	134
Notes	up to 26/6/2013 (excluded): 4.375% p.a. thereafter: 3-month Euribor + 1.00% p.a.	YES	26-Jun-2006	NO	26-Jun-2013	Euro	500	109
Total eligible subordinated liabilities (Lower Tier 2)								**9,031**
TOTAL								**12,039**

B. Quantitative information

(millions of euro)

	31.12.2013	31.12.2012
A. Tier 1 capital before the application of prudential filters	**38,749**	**40,533**
B. Tier 1 capital prudential filters	-1,688	-225
B.1 Positive IAS/IFRS prudential filters (+)	-	-
B.2 Negative IAS/IFRS prudential filters (-)	*-1,688*	*-225*
C. Tier 1 before items to be deducted (A+B)	**37,061**	**40,308**
D. Items to be deducted from Tier 1	**2,734**	**1,399**
E. Total Tier 1 capital (C-D)	**34,327**	**38,909**
F. Tier 2 capital before the application of prudential filters	**11,473**	**10,831**
G. Tier 2 capital prudential filters	**-48**	**-53**
G.1 Positive IAS/IFRS prudential filters (+)	-	-
G.2 Negative IAS/IFRS prudential filters (-)	*-48*	*-53*
H. Tier 2 before items to be deducted (F+G)	**11,425**	**10,778**
I. Items to be deducted from Tier 2	**2,734**	**1,399**
L. Total Tier 2 capital (H-I)	**8,691**	**9,379**
M. Items to be deducted from total Tier 1 and Tier 2 capital	**-**	**3,048**
N. Regulatory capital (E+L-M)	**43,018**	**45,240**
O. Tier 3 capital	**-**	**-**
P. Regulatory capital including Tier 3 (N+O)	**43,018**	**45,240**

2.2. Capital adequacy

A. Qualitative information

The "New regulations for the prudential supervision of Banks" (Bank of Italy Circular 263 of 27 December 2006), which adopt the provisions on the International convergence of capital measurement and capital standards (Basel 2), allow banks to adopt internal risk measurement systems for calculating capital requirements for credit risk.
Following authorisation from the Supervisory Authority, Intesa Sanpaolo began to calculate the capital requirements for credit risk and counterparty risk, respectively, according to the IRB approach for the Retail SME (Small Medium Enterprise) segment effective 31 December 2012, the IRB approach for the Retail Mortgages segment (Residential mortgages for private individuals) effective 30 June 2010 and the Advanced Internal Rating Based approach (AIRB) for the regulatory portfolio "Exposures to corporates" effective 31 December 2010. The latter approach is based on the use of internal estimates of both PD - probability of default and LGD - loss given default.

Under the above mentioned Supervisory instructions, the bank must hold total capital equivalent to at least 8% of the total risk-weighted assets (total capital ratio) in relation to the typical risks associated with banking and financial activities (credit and counterparty risks, market risks and operational risks), weighted on the basis of regulatory segmentation of borrowing counterparties and taking into account credit risk mitigation techniques. This capital requirement may be reduced by 25% provided that the amount of the consolidated regulatory capital, including Tier 3 capital, is equal to or higher than total consolidated capital requirements.
Furthermore, banks must comply with capital requirements on market risks calculated on the whole trading portfolio separately for the various types of risk: position risk on debt securities and equities, settlement risk, and concentration risk. Moreover, with reference to the entire financial statements, foreign exchange risk, settlement risk and position risk on commodities must be calculated.
The use of internal models to determine the capital requirement for market risks is permitted; in particular, Intesa Sanpaolo applies the internal model to calculate generic and specific position risk (price oscillation risk) and specific risk (issuer risk) for equities and generic position risk for debt securities. In addition, effective December 2011, Intesa Sanpaolo has adopted stressed VaR to calculate the requirement for market risk, while standard methodologies are used for other risks. Counterparty risk is calculated independently of the portfolio of allocation.
Moreover, a specific capital requirement pertaining to operational risk has been established, in order to address the increased exposure of banks to this type of risk and upgrade the units for the management and control of intermediaries.
In 2010, following the obtainment of authorisation from the supervisory authority, Intesa Sanpaolo began to use the advanced AMA approach to calculate capital requirements for operating risks.
For the assessment of capital soundness, more rigorous ratios are also used: the Tier 1 capital ratio, represented by the ratio between Tier 1 capital and risk-weighted assets, and the Core Tier 1 capital ratio, represented by the ratio between Tier 1 capital (net of preference shares and savings shares) and risk-weighted assets.

As indicated in the table on the composition of regulatory capital and capital ratios, as at 31 December 2013, Intesa Sanpaolo had a Tier 1 ratio (Tier 1 capital/risk-weighted assets) equal to 26.1% and a Total capital ratio (regulatory capital/risk-weighted assets) equal to 32.7%.

B. Quantitative information

(millions of euro)

	Unweighted amounts		Weighted amounts/requirements	
	31.12.2013	31.12.2012	31.12.2013	31.12.2012
A. RISK ASSETS				
A.1 Credit and counterparty risk	**437,398**	**467,302**	**159,401**	**177,715**
1. Standard methodology	278,518	295,615	74,290	81,938
2. Methodology based on internal ratings	154,862	167,650	79,761	89,767
2.1 Base	*4,093*	*5,721*	*14,940*	*20,495*
2.2 Advanced	*150,769*	*161,929*	*64,821*	*69,272*
3. Securitisations	4,018	4,037	5,350	6,010
B. CAPITAL REQUIREMENTS				
B.1 Credit and counterparty risks			**12,752**	**14,217**
B.2 Market risk			**611**	**681**
1. Standard methodology			273	335
2. Internal models			338	346
3. Concentration risk			-	-
B.3 Operational risk			**680**	**801**
1. Base methodology			-	-
2. Standard methodology			-	-
3. Advanced methodology			680	801
B.4 Other capital requirements			**-**	**-**
B.5 Other calculation elements			**-3,511**	**-3,925**
B.6 Total capital requirements			**10,532**	**11,774**
C. RISK-WEIGHTED ASSETS AND CAPITAL RATIOS				
C.1 Risk-weighted assets			**131,650**	**147,175**
C.2 Tier 1 capital / Risk-weighted assets (Tier 1 capital ratio)			**26.1%**	**26.4%**
C.3 Total capital / Risk-weighted assets (Total capital ratio)			**32.7%**	**30.7%**

Part G – Business combinations

SECTION 1 – TRANSACTIONS CARRIED OUT IN THE YEAR

During the year no business combinations were undertaken pursuant to IFRS 3.

Several extraordinary intragroup transactions were carried out, which are not included in the scope of application of IFRS 3 and had no effects on the Consolidated financial statements. They consisted in transfers of business lines or legal entities between Intesa Sanpaolo Group companies or business combinations (under common control). Since the transfers were carried out for reorganisation purposes only, in accordance with the Group's accounting policy, these transactions were simply recorded line by line in the individual statements of the companies involved, without recognition of any economic effect.

The main intragroup transactions completed during the year concerned:
- the transfer of an interest in Centro Factoring by CR Pistoia e della Lucchesia to Intesa Sanpaolo;
- the partial demerger of Neos Finance to ISP Personal Finance (formerly Moneta);
- the merger by incorporation of Banca dell'Adriatico into CR di Ascoli Piceno (renamed Banca dell'Adriatico);
- the contribution of 1 branch from CR Pistoia e Lucchesia to ISP Private Banking and the subsequent purchase of the resulting shares by Intesa Sanpaolo;
- the contribution of 1 branch from CR Umbria to ISP Private Banking and the subsequent purchase of the resulting shares by Intesa Sanpaolo;
- the merger by incorporation of Sudameris into Intesa Sanpaolo;
- the merger by incorporation of Centrofactoring into Mediofactoring;
- the transfer of a minority interest in ISP Previdenza by CR Firenze to Intesa Sanpaolo;
- the transfer of an interest held in Centro Leasing by Leasint to Intesa Sanpaolo;
- the merger by incorporation of Intesa Sec. 2 into Intesa Sanpaolo;
- the merger by incorporation of Adriano Finance into Intesa Sanpaolo.

Annual changes in goodwill

(millions of euro)

	31.12.2013
Initial goodwill	**2,638**
Increases	**-**
- Goodwill recorded in the year	-
- Intragroup transactions	-
- Other changes	-
Decreases	**-1,862**
- Impairment recorded in the year	-1,862
- Disinvestments	-
- Intragroup transactions	-
- Other changes	-
Final goodwill	**776**

SECTION 2 – TRANSACTIONS CARRIED OUT AFTER THE CLOSE OF THE YEAR

No business combinations governed by IFRS 3 have been undertaken since the end of 2013.

Part H – Information on compensation and transactions with related parties

INFORMATION ON COMPENSATION AND TRANSACTIONS WITH RELATED PARTIES

Procedural features

As of 31 December 2012, the Group has applied the "Regulations on the management of transactions with Related Parties of Intesa Sanpaolo S.p.A. and Associated Entities of the Group", approved in June 2012 by the Management Board and Supervisory Board, upon favourable opinion by the Control Committee.
These Regulations take into account both the rules issued by Consob, pursuant to Article 2391-bis of the Italian Civil Code, as well as the supervisory provisions introduced by the Bank of Italy on 12 December 2011 in terms of risk and conflicts of interest by banks and banking groups with respect to "Associated Entities", issued in accordance with Article 53, paragraphs 4 et seq. of the Consolidated Law on Banking and CICR (Interdepartmental Committee for Credit and Savings) Resolution 277 of 29 July 2008.

The Regulations apply to the entire Intesa Sanpaolo Group and govern the dealings with Related Parties of Intesa Sanpaolo and Associated Entities of the Intesa Sanpaolo Group with respect to the following aspects:
- the criteria for identifying Related Parties and Associated Entities;
- the process of analysis, decision-making and information for corporate bodies in connection with transactions with Related Parties and Associated Entities;
- market disclosure for transactions with Related Parties;
- the prudential limits and obligations for periodic reporting to the Bank of Italy for activities at risk in relation to Associated Entities;
- the rules governing organisational controls and safeguards;
- the general rules for disclosure and abstention for the management of the personal interests of officers, employees and company staff, including other than Associated Entities.

Pursuant to the mentioned Regulations, the following are considered Related Parties of Intesa Sanpaolo: parties that exercise significant control or influence, subsidiaries and associates, joint ventures, pension funds of the Group, Officers and Key Managers of Intesa Sanpaolo and their close family members and significant shareholdings.

The set of Associated Entities of the Group consists of the Associated Entities of each bank of the Group (including the Parent Company) and each significant intermediary monitored with regulatory capital greater than 2% of the consolidated shareholders' equity. The following are considered to be Associated Entities for each significant bank or intermediary monitored by the Group: i) shareholders that exercise control, significant influence or that are required to request authorisation pursuant to Article 19 of the Consolidated Law on Banking or that may appoint a member of the management or strategic supervisory body and the relative corporate groups; ii) subsidiaries, joint ventures and associates, as well as the companies controlled by the latter, also jointly with others; iii) company officers and their relative close family members up to the second degree and significant shareholdings.
As a form of self-regulation, the Bank has extended the regulations in terms of transactions with related parties, as well as those on activities involving risk and conflicts of interest with respect to Associated Entities, to shareholders of Intesa Sanpaolo and to the relative corporate groups with an equity investment in the Bank's voting capital of over 2%, calculated only based on shares owned or under management. This approach allows closer monitoring of transactions with the main shareholders - by subjecting them to the same requirements for assessment, approval and subsequent disclosure to the Corporate bodies and the market as for transactions with related parties and Associated Entities - and by keeping the risk activities carried out by the Group with said parties within the prudential limits set by the Bank of Italy.

The Regulations set forth the assessment procedures that must be followed by the Parent Company and subsidiary companies when carrying out transactions with Related Parties of Intesa Sanpaolo and Associated Entities of the Group, to ensure appropriateness of the transactions. The Regulations also require detailed examination of the reasons and interests behind the transactions and their effects on the Bank’s financials.

In line with the regulations implemented by Consob and by the Bank of Italy, a regime of full and partial exemptions from the application of the regulations is also envisaged.
With regard to decision-making, the procedure distinguishes between:
- transactions involving smaller amounts: with a value of less than or equal to 250,000 euro for individuals and 1 million euro for entities (excluded from application of the regulations);
- less significant transactions: with a value higher than the small-amount thresholds (250,000 euro for individuals and 1 million euro for entities) but lower or equal to the most significant thresholds indicated below;
- more significant transactions: with a value higher than the threshold of 5% of the indicators defined by Consob and by the Bank of Italy (approximately 2 billion euro for Intesa Sanpaolo);
- strategic transactions pursuant to the Articles of Association;
- transactions attributed to the shareholders' meeting, in accordance with the law or with the Articles of Association.

In the process of approval of transactions with Related Parties of Intesa Sanpaolo and Associated Entities of the Group, an important role is reserved for the Related Party Transactions Committee, which has been established within the Supervisory Board

and is composed of 3 effective members and one alternate, who meet the independence requirements laid down in the Corporate Governance Code of Listed Companies. The Related Party Transactions Committee can make use of independent experts, where considered appropriate, according to the degree of importance of the transaction, its specific economic or structural characteristics and the nature of the related party or associated entity.
For more significant or strategic transactions, the Committee must be promptly involved in the analysis and negotiation phases, receiving a complete and timely flow of information, with the right of the Committee to request additional information and make observations.
All transactions – that are not exempt based on the Regulations – undertaken by the Parent Company with one of its Related Parties or Associated Entities are subject to approval by the Management Board upon recommendation by the Related Party Transactions Committee, and, for strategic transactions, authorisation of the Supervisory Board is also required.
The Regulations envisage specific controls in cases where the Management Board approves a more or less significant transaction and the Supervisory Board authorises a strategic transaction, despite the negative opinion of the independent Committee.

Transactions undertaken by subsidiaries with Related Parties of Intesa Sanpaolo and Associated Entities of the Group must be approved by the Board of Directors of the subsidiaries concerned, subject to prior authorisation from the Parent Company released in accordance with the procedure described above.

The Regulations also define the general criteria for the information to be provided, at least quarterly – also pursuant to Article 150 of the Consolidated Law on Finance – to the Management Board and by the latter to the Supervisory Board regarding transactions with Related Parties and Associated Entities completed in the reference period by the Parent Company or by its subsidiaries. All of the above is aimed at providing a complete overview of the transactions of greater importance, as well as the volumes and the main features of all those delegated. Reports must include all transactions, even if exempt from the decision-making procedure, for amounts greater than the small-amount thresholds. Bank funding transactions carried out at market or standard conditions and intragroup loans and bank funding are excluded from this requirement (provided they do not regard a subsidiary with significant interests of another Related Party or Associated Entity and do not present market or standard conditions). For ordinary intragroup transactions at market conditions, reporting is on an aggregate annual basis.

Lastly, each Italian subsidiary bank, as direct recipient of the Bank of Italy's supervisory regulations, in addition to having adopted the "Group regulations on the management of transactions with Related Parties of Intesa Sanpaolo S.p.A. and Associated Entities of the Group", has adopted an additional set of specific rules and procedures.
Transactions undertaken by Italian subsidiary banks with Associated Entities of the Group that have not been considered exempt must, subject to authorisation by the Parent Company, be approved by the relative Board of Directors, upon obtaining the opinion of a Committee of independent directors set up within the Board of Directors of the bank itself. Furthermore, specific reporting rules apply to transactions by the Bank's Bodies.

For the sake of completeness, note that the Italian banks of the Intesa Sanpaolo Group are required to apply Article 136 of the Consolidated Law on Banking, that requires the adoption of a more thorough decision-making procedure (unanimous decision by the management body and favourable vote of members of the control body) in order to allow the bank officers to contract obligations, directly or indirectly, with the bank of which they act as officers.
In Intesa Sanpaolo, the special decision-making procedure set forth in Article 136 of the aforementioned law – even regarding Related Parties or Associated Entities – requires a prior resolution adopted unanimously by the Management Board, with the unanimous approval of the members of the Supervisory Board. Without the approval of all the members of the control body, it is strictly prohibited for the transaction in question to go ahead.

Furthermore, the requirements envisaged by the Italian Civil Code regarding the personal interests of Directors are confirmed, insofar as Article 2391 requires each Board Member to report every instance of interest possessed, on his/her own name or through third parties, that may be significant in carrying out his/her function, with reference to a specific transaction. In accordance with the abovementioned provision, the Management Board has jurisdiction over decisions regarding transactions – including those with Related Parties – in which the Managing Director possesses an interest on his/her own account or through a third party and must therefore abstain from the decision, entrusting the board as per Article 2391 of the Italian Civil Code.

1. Information regarding compensation of Supervisory and Management Board Members and Managers with strategic responsibilities

Pursuant to IAS 24, "key managers" are considered to be the members of the Management Board and Supervisory Board, the General Managers, the Manager responsible for preparing the Company's financial reports, the Heads of Business Units and the Heads of Head Office Departments that report directly to the Managing Director/CEO or to the Chairman of the Management Board, as well as the Head of the General Secretariat of the Supervisory Board, the Chief Operating Officer, the Chief Financial Officer, the Chief Risk Officer, the Chief Lending Officer, the Chief Governance Officer and the Head of Strategic Operations and Special Projects.
The following table shows the amounts of the main benefits paid in 2013 to Supervisory and Management Board Members, as well as to other Key Managers who fall within the notion of "related party". This also includes the maximum amounts of the variable portion of remuneration which shall be paid in cash and/or shares of the Parent Company, based on the Group's remuneration and incentive policy, subject to the verification of achievement of the assigned targets and the decisions of the competent bodies of the Parent Company.

(millions of euro)

	Supervisory Board [1]		Management Board [2]		Other Managers [3]		TOTAL as at 31.12.2013	
	Amount due	Amount paid	Amount due	Amount paid	Amount due	Amount paid	Amount due	Amount paid
Short-term benefits [4]	5	5	3	3	14	14	22	22
Post-employement benefits [5]	-	-	-	-	1	1	1	1
Other long-term benefits [6]	-	-	-	-	-	-	-	-
Termination benefits [7]	-	-	-	-	6	2	6	2
Share-based payments [8]	-	-	-	-	-	-	-	-
Total	**5**	**5**	**3**	**3**	**21**	**17**	**29**	**25**

(1) Includes 19 members

(2) Includes 10 members

(3) Includes 14 members

(4) Includes fixed and variable remuneration of Directors that may be treated as equivalent to labour cost and social security charges paid by the company for its employees

(5) Includes company contribution to pension funds and provision for employee termination indemnities pursuant to law and company regulations

(6) Includes an estimate of provisions for employee seniority bonuses

(7) Includes benefits due under the employment contract for termination of employment

(8) The cost refers to the variable portion of remuneration to be paid in Intesa Sanpaolo shares

As already noted in Part H of the Notes to the consolidated financial statements, for detailed information on remuneration policies, pursuant to Art. 123 ter of the Consolidated Law on Finance, refer to the separate document "Report on Corporate Governance and Ownership Structures – Report on Remuneration" which sets forth data previously reported in the financial statements, specifically:

– a detailed indication of the compensation paid to Supervisory and Management Board Members and General Managers and, in aggregate, Key Managers, as well as the stock option plans reserved for Management Board Members, General Managers and Key Managers;
– the details and changes in the stock option plans for Key Managers, the Parent Company's and subsidiary companies' shares held by Supervisory and Management Board Members, General Managers, Key Managers and other associated entities.

2. Information on transactions with related parties

More significant transactions

During the year the Parent Company did not carry out any transactions that qualified as non-ordinary "more significant transactions" at non-market or non-standard conditions that would have resulted – in accordance with the Intesa Sanpaolo Group Regulations on the management of transactions with related parties – in an obligation to publish a market disclosure document.

More significant intragroup transactions

With regard to more significant intragroup transactions – exempt, pursuant to the aforementioned internal Regulations, from the special decision-making procedure and from the obligation to publish a market disclosure document, unless other related parties hold significant interests in the subsidiary – several securitisation transactions took place during the year, as well as transactions aimed at the issue of Covered Bonds. These transactions are described in the Notes to the consolidated financial statements – Part E – Information on risks and relative hedging policies, to which reference is made. For the sake of completeness, the credit lines granted to Banca Cr Firenze, a subsidiary with significant interests of other related parties, were granted through the special decision-making procedure and were subject to notification to Consob. These credit lines (equivalent to those granted to other subsidiaries) are part of normal funding activities for the company's core business operations.

Transactions of ordinary or recurrent nature

Ordinary or recurring transactions entered into with related parties fall within the scope of Intesa Sanpaolo's ordinary activities and are usually performed at market or standard conditions, based on valuations of mutual economic convenience, in line with the internal procedures mentioned above.
Receivable and payable balances with related parties as at 31 December 2013 – other than those intragroup – amount to a total that is insignificant compared to the size of the Bank's capital base. Likewise, the weight of income and charges with related parties on the Parent Company's operating margin is insignificant.
Note that, with effect from 1 January 2011, in accordance with IAS 24, the scope of related parties considered for the tables in this section also includes the subsidiaries of associates and joint ventures of the Intesa Sanpaolo Group.

	31.12.2013	
	Amount (millions of euro)	**Impact** (%)
Total financial assets	124,460	37.1
Total other assets	5,299	55.4
Total financial liabilities	79,339	23.3
Total other liabilities	4,285	39.5

	31.12.2013 Amount (millions of euro)	Impact (%)
Total interest income	3,662	44.0
Total interest expense	-2,300	33.3
Total fee and commission income	1,005	38.6
Total fee and commission expense	-201	42.1
Total operating costs	-896	24.5

During the year, there were no provisions for non-performing loans related to balances with related parties and no losses were registered in the year in connection with uncollectible or non-performing loans due from related parties, with the exception of 29 million euro related to associates and joint ventures. Moreover, adjustments of 289 million euro were made on other investments in associates/joint ventures (Alitalia, Telco, RCS, Ottobre 2008, Nh Italia, Nh Hoteles, Euromilano, Leonardo Technology, Noverca Italia, Manucor, Autostrada Pedemontana Lombarda, SMIA, Italfondiario and other minor investments). Please refer to Part C – Income Statement – Section 14 of the Parent Company's Financial Statements for more information on the income (loss) of investments.

For Pension Funds in which Intesa Sanpaolo is co-obliged by virtue of guarantees given, during the period provisions were made for the settlement of the technical imbalance of said Funds, as indicated in the Notes to the Parent company's financial statements – Part B – Information on the balance sheet – Liabilities, Point 12.3 Post employment defined-benefit plans, to which reference is made. Allowances for risks and charges include the provisions made against any outstanding or probable disputes.

The table below sets out the main terms of reference of transactions with each category of related party, as identified by IAS 24. Please see the previous paragraph for information on compensation to Supervisory and Management Board Members, as well as information on Shareholders and their corporate groups (controlled entities, controlling entities, or those under joint control) that hold a stake in the Bank's voting share capital greater than 2% (calculated considering only shares owned) and on parties that are not related pursuant to IAS 24, but are nevertheless included as a form of self-regulation. With regard to Equity investments, please see the tables in the Notes to the Parent Company's financial statements – Part B – Information on the Parent Company's balance sheet – Assets – Section 10.

The table does not show the impact of related party transactions on the Group's cash flows, as this was not significant.

(millions of euro)

	Financial assets held for trading	Financial assets available for sale	Investments held to maturity	Due from banks	Loans to customers	Other financial assets	Due to banks	Due to customers	Financial liabilities held for trading	Other financial liabilities	Guarantees given/ received and commitments
Subsidiaries	3,786	-	-	70,268	48,009	5,285	69,917	3,267	5,373	4,270	16,413
- 100%-owned subsidiaries belonging to the banking group	*3,764*	-	-	*63,699*	*30,621*	*5,107*	*67,617*	*1,047*	*5,351*	*3,795*	*13,083*
- subsidiaries not 100%-owned and belonging to the banking group	*17*	-	-	*6,569*	*14,264*	*171*	*2,300*	*13*	*17*	*118*	*1,171*
- subsidiaries not belonging to the banking group	*5*	-	-	-	*3,124*	*7*	-	*2,207*	*5*	*357*	*2,159*
Joint ventures and their subsidiaries	7	4	-	-	40	-	2	47	-	-	190
Associates and their subsidiaries	249	120	-	-	1,840	74	9	296	197	13	2,934
Officers, Key Managers and related parties	-	-	-	-	4	-	-	11	-	-	9
Pension funds	-	-	-	-	-	2	-	71	-	2	-
Total	**4,042**	**124**	**-**	**70,268**	**49,893**	**5,361**	**69,928**	**3,692**	**5,570**	**4,285**	**19,546**
Shareholders (*)	-	-	-	51	12	9	13	138	-	1	103

(*) Shareholders and their groups that hold a stake in the Bank's voting share capital exceeding 2% (calculated considering only shares owned).

Relations between the Intesa Sanpaolo Group and company officers refer to the Group's normal business activities and are defined applying, where conditions recur, the terms reserved to all employees, in full respect and transparency of terms applied, or, in relation to independent professionals with which a term contract exists, applying the terms reserved to professionals of similar standing, in full compliance with relevant regulations.
Concerning the intragroup transactions carried out in 2013, please note that these are normal internal business activities of a multifunctional banking group. They are usually regulated at the conditions at which the Parent Company accesses the reference markets, which are not necessarily the same conditions that would be applicable if the counterparties operated independently. These conditions are, in any case, applied in compliance with criteria of substantial correctness and with the aim of creating value for the Group.

Intragroup transactions concerned mainly:
– the support given by Parent Company to the financial needs of the other Group companies by providing risk capital and loans and by subscribing securities issued by the subsidiaries;
– the channelling of foreign funding by specialist Group companies in favour of the Parent Company and, in part, of other subsidiaries;
– the Parent Company's investment of subsidiaries' liquidity;

- structured finance transactions within the Group carried out through Banca IMI;
- outsourcing arrangements, which govern services of an auxiliary nature rendered by the Parent Company and Intesa Sanpaolo Group Services ScpA, primarily to banks of the Banca dei Territori Division and the Parent Company;
- the agreements with Group companies on distribution of products and/or services (certain agreements are extended to some associates/joint ventures) or, more generally, intragroup support and consultancy;
- financial settlements provided for by agreements entered into with Group companies taking part in national fiscal consolidation.

The Group's most significant associates – and the companies controlled by them – in accordance with the version of IAS 24 in effect since 1 January 2011 are Autostrade Lombarde S.p.A., Bank of Qingdao Co. Ltd, Nh Italia S.p.A., Lauro Sessantuno S.p.A., GCL Holdings LP S.a.r.l., Cassa di Risparmio di Fermo S.p.A., Risanamento S.p.A., Pirelli & C. S.p.A., Nh Hoteles S.a. and Prelios Sgr S.p.A.
The joint ventures include Allfunds Bank SA. Discontinued investments include SIA S.p.A.
A detailed list of subsidiaries and companies subject to significant influence as at 31 December 2013 is provided in the Notes to the consolidated financial statements (Part B – Assets – Section 10).
For information on the transactions entered into by the Group, see the corresponding chapter in the Notes to the consolidated financial statements.

Less significant transactions
The following is an account of some less significant transactions finalised in 2013 by the Parent Company or its subsidiaries with related parties, mostly within the Group, as part of the Group's rationalisation plan, performed maintaining consistency of book values and, as a rule, with the support of independent appraisals.
Transactions during the year undertaken with company officers, their close family members and entities controlled by them, were attributable to the Intesa Sanpaolo Group's normal operations and were fully compliant with applicable legislation.
The operations of the entities in which the Group holds most of the risks and rewards and that are consolidated in accordance with SIC 12, in addition to that reported in relation to More significant transactions, are illustrated in the Notes to the Parent Company's financial statements - Part E – Information on risks and the relative hedging policies, to which reference should be made.
In the year, the Group granted credit facilities to the Group's Shareholders and Pension Funds, at market conditions, in order to support ordinary operations.

Specific transactions
During 2013 the activities aimed at implementing the strategic options set out in the Business Plan and at rationalising Group structure continued.

More specifically, as part of the territorial reorganisation of the centre of Italy, on 3 April the deed relating to the merger of Banca dell'Adriatico S.p.A. into Cassa di Risparmio di Ascoli Piceno S.p.A. was entered into: the legal effects of the merger started on 15 April, while the accounting and tax effects from 1 January 2013. As a result of the merger, the surviving company took on the name Banca dell'Adriatico S.p.A.
Also as part of the rationalisation of the group's private banking network, on 23 September Cassa di Risparmio di Pistoia e della Lucchesia and Cassa di Risparmio dell'Umbria carried out the contribution of their private banking business lines to Intesa Sanpaolo Private Banking: the value of business lines contributed amounted to 8.1 million euro and 3.5 million euro, respectively. The shares of Intesa Sanpaolo Private Banking received in exchange for the contribution were transferred to the Parent Company on 27 November.

As part of the restructuring of the Group's consumer credit segment, Neos Finance S.p.A. carried out the partial demerger to Intesa Sanpaolo Personal Finance S.p.A. of the business line operating in the granting of loans in the form of consumer credit, assignment of one-fifth of salary/pension and other loans different from financial leases. The deed of demerger was signed on 22 March 2013 and the demerger took effect from 1 April 2013.

In execution of the plan to create the specialised leasing hub, on 28 November the Parent Company acquired the equity interest held by Leasint in Centro Leasing (88%) for 74.5 million euro.
The acquisition of the interest was followed by the transactions below, effective from 1 January (thus having no impacts on the financial statements as at 31 December 2013):
- merger by incorporation of Neos Finance S.p.A. into Centro Leasing S.p.A.;
- merger of Centro Leasing S.p.A. into Intesa Sanpaolo S.p.A.;
- contribution by the Parent Company to Leasint of the leasing business line received from Centro Leasing (valued at 180 million euro).

On 17 December 2013, the Management Board also decided:
- to keep the subordinated loan of 30 million euro placed by Centro Leasing on the Luxembourg market in 2007 in the liabilities of Intesa Sanpaolo (which is taking over as the issuer), and to replace this loan, in the leasing line, with a new subordinated loan to be disbursed by Intesa Sanpaolo;
- to transfer to the Parent Company the non-subordinated liabilities of Centro Leasing due to the subsidiaries CR Firenze and Intesa Sanpaolo Bank Ireland and to replace said liabilities in the leasing line with new non-subordinated loans to be disbursed by Intesa Sanpaolo.

Lastly, as part of the project to promote Mediocredito Italiano S.p.A. as a business finance hub, the merger by incorporation of Leasint S.p.A. into Mediocredito Italiano was carried out with effect from 1 January 2014. This project also included the purchase by Mediocredito of 100% of Agriventure, which was 80%-held by the Parent Company (for 3.8 million euro) and 20%-held by Banca CR Firenze (1 million euro) in December 2013.

As part of the restructuring of the factoring segment, after concentrating the shareholdings in the Parent Company, on 31 December the merger by incorporation of Centro Factoring into Mediofactoring was carried out, with retroactive accounting and tax effects from 1 January 2013.

As part of the reorganisation of supplementary pension funds, on 28 June Banca CR Firenze contributed the business line composed of Fondo Aperto CRF Previdenza to Intesa Sanpaolo Previdenza Sim S.p.A. The value of the business line contributed, amounting to 4.2 million euro, was paid in shares. Subsequently, on 4 November, Intesa Sanpaolo purchased from Banca Cr Firenze the residual shares held in Intesa Sanpaolo Previdenza, for the same amount, thus becoming the sole shareholder.

As part of the refinancing of the financial debt of ReConsult and CIF, in August 2013 INFRA Investire nelle Infrastrutture S.p.A., 2 G Investimenti S.p.A., Astaldi S.p.A. and Astaldi Concessioni S.r.l. entered into an agreement governing several corporate transactions for the purpose of reorganising the shareholding structure of A4 Holding in order to concentrate all the investments directly and/or indirectly held in A4 Holding within a single company (ReConsult).
The agreement, signed by the shareholders ReConsult, Iniziative Logistiche and CIF on 30 September, involved:
- a share capital increase of Re.Consult Infrastrutture S.p.A. to be subscribed in kind by the controlling shareholder Compagnia Italiana Finanziaria S.r.l. (CIF) through the contribution of a business line composed of the equity comprising the assets and liabilities which pertain to the business activity managing and enhancing the value of the investment held by CIF in A4 Holding S.p.A. and, in any event, including:
  - the investment directly held in A4 Holding amounting to 5.4% of share capital
  - the debt incurred by CIF to acquire said investment, as refinanced in August 2013.

The share capital increase amounted to a total of 34.6 million euro (of which 24.5 million euro in share capital and 10.1 million euro in share premium reserve). Subject to said contribution, A.I.2 S.r.l., which already held 15% of A4 Holding, will be merged by incorporation into Re Consult, which already directly held 29.41% of A4 Holding and will thus be the owner of an investment of 44.85% in the capital of A4 Holding following the Contribution. The merger shall take effect from 1 January 2014.

With a view to simplifying the equity investment portfolio, the following transactions were carried out:
- the incorporation of the subsidiary Immobiliare Nuova Sede into Banca CR Firenze, with the resulting corporate simplification and cost savings. The transaction took legal effect on 1 January 2013;
- the merger by incorporation of Zaccherini Alvisi S.r.l. into Immit-Immobili Italiani S.r.l.. The transaction took legal effect on 7 August 2013;
- the merger by incorporation of Intesa Sec. 2 S.r.l. into Intesa Sanpaolo S.p.A. and the merger by incorporation of Adriano Finance S.r.l. into Intesa Sanpaolo S.p.A. The transactions took effect on 8 October 2013. The securitisation transactions implemented by the vehicles were subject to early redemption during 2012 due to the revision of the Group's structured finance strategy;
- in response to the need to concentrate the set of insurance activities relating to the non-life business into a single company, Bentos Assicurazioni S.p.A. was merged by incorporation into Intesa Sanpaolo Assicura S.p.A. The statutory effects of the transaction are valid from 31 December 2013, while the accounting and tax effects are valid from 1 January 2013;
- the cross-border merger by incorporation of Sudameris into the Parent Company, effective from 9 December;
- on 3 December, the Management Board authorised the transfer of Recovery AS to VUB Factoring and the subsequent merger by incorporation of Recovery into VUB Factoring.

As regards the reorganisation of the Group's structure, in order to consolidate and strengthen group asset management operations, a new Eastern European Hub was created, as a result of the strategic partnership of Eurizon Capital S.a. with the International Subsidiary Banks Division. The Hub derives from a project to rationalise the existing investments, whereby the Slovak company VUB Asset Management takes on the role of sub-holding, overseeing the Hungarian CIB Investment Fund Management and the Croatian PBZ Invest. In this view:
- in January, Eurizon Capital S.a. acquired CIB Investment Fund Management Ltd (previously held by CIB Bank Ltd and Recovery Property Utilisation and Services Zrt) for 2.3 million euro;
- on 16 April, PBZ and Eurizon Capital S.a. subscribed the share capital increase of VUB Asset Management for 2.4 million euro: PBZ participated by contributing 100% of the investment held in PBZ Invest (with a value of 21 million euro) while Eurizon Capital participated by contributing the investment it held in CIB Investment Fund Management Ltd (with a value of approximately 20 million euro);
- in April, PBZ sold 21.7% of VUB Asset Management to Eurizon Capital for 15 million euro, retaining 9.32% in its portfolio.

On conclusion of those transactions, at the end of 2013, VUB Asset Management (which in 2012 was 100%-owned by Vseobecna Uverova Banka AS) was 50.12%-held by Eurizon Capital Sa, 9.33%-held by PBZ and 40.55%-held by VUB.

In order to establish a line of funds to use over time to grant loans at conditions adjusted to the lower cost of funding to entities operating in the non-profit sector, on request by Banca Prossima, Intesa Sanpaolo approved the issue of Intesa Sanpaolo domestic senior "Serie Speciale Banca Prossima" bonds at rates lower than market rates. The funds deriving from placement - amounting to 40 million euro and already obtained in 2013 - were transferred to Banca Prossima.

As for the Group's most significant dealings with associates and companies controlled by them, during the year loans were granted to the Euromilano group, the Iren group, the Autostrade Lombarde group and the subsidiary Società di Progetto Autostrada Diretta Brescia Milano, Autostrada Pedemontana Lombarda, the Telco group, the RCN Finanziaria group, the Prelios S.p.A. group, the Tronchetti Provera group (and the subsidiary Lauro Sessantuno S.p.A.), Manucor S.p.A., Alitalia Compagnia Aerea Italiana S.p.A., Immobiliare Novoli S.p.A., Tangenziale Esterna S.p.A. and other minor companies, as well as to several joint ventures. All transactions were carried out at market interest rates.
Share capital increases were subscribed or payments were made for future capital increases in favour of Lauro Sessantuno S.p.A., Alitalia Compagnia Aerea Italiana S.p.A., Autostrade Lombarde S.p.A., A4 Holding S.p.A., Fenice S.r.l., Tangenziali Esterne di

Milano S.p.A., Tangenziale Esterna S.p.A., Euromilano S.p.A., Intesa Sanpaolo Brasil Consultoria, Ottobre 2008 S.r.l. and other minor associates.
Additional information on the Intesa Sanpaolo Group's reorganisation operations is provided in Part G of the Notes to the consolidated financial statements and of the Notes to the Parent Company's financial statements. For more information on investments in associates, reference should be made to Part H of the Consolidated Financial Statements, while for details on the changes in the Parent Company's equity investment portfolio, reference should be made to Section 10 of the Notes to the Parent Company's financial statements – Part B – Information on the Parent Company's balance sheet – Assets.

Part I – Share-based payments

A. QUALITATIVE INFORMATION

1. Description of share-based payments

1.1. Incentive Plan based on financial instruments

The Provisions regarding remuneration and incentive policies and practices in banks and in banking groups issued on 30 March 2011 required, inter alia, that a portion of incentives paid (50%) to Management staff and the so-called "Risk Takers" be granted through the assignment of financial instruments.
As a result:

– with regard to the results for 2011, and in implementation of the Shareholders' Meeting resolution of 28 May 2012, on 26 June 2012 the Intesa Sanpaolo Group totally purchased - through Banca IMI, in charge of the programme execution - 12,894,692 Intesa Sanpaolo ordinary shares (representing approximately 0.08% of the ordinary share capital) at an average purchase price of 0.97969 euro per share, for a total value of 12,632,743 euro. The Parent Company alone purchased 6,547,562 shares at an average purchase price of 0.97991 euro per share for a total of 6,416,021 euro;
– With regard to the results for 2012, and in implementation of the Shareholders' Meeting of 22 April 2013, on 8 October 2013 the Intesa Sanpaolo Group totally purchased - through Banca IMI, in charge of the programme execution - 8,920,413 Intesa Sanpaolo ordinary shares (representing approximately 0.06% of the ordinary share capital) at an average purchase price of 1.72775 euro per share, for a total value of 15,412,287 euro. The Parent Company alone purchased 3,642,455 shares at an average purchase price of 1.72759 euro per share for a total of 6,292,676 euro.

The above Shareholders' Meetings also authorised the sale on the regulated market of any shares exceeding requirements, or their retention for any future incentive plans.
The above shares shall be assigned to the beneficiaries in compliance with the implementing regulations set forth in the above incentive system. Generally, according to these regulations, the beneficiaries must remain in service up to the time the shares are actually delivered to them, and the deferred portion (either in cash or in financial instruments) of the incentive is subject to an ex-post correction mechanism – the "malus condition" – according to which the relative amount paid and the number of shares assigned, if any, may be reduced by the level of achievement, in the year to which the deferred portion refers, of specific income statement-balance sheet targets which measure the sustainability of the results achieved over time.

B. QUANTITATIVE INFORMATION

1. *Share-based incentive plan in 2013*

	Number of shares	Average strike price (euro)	Residual life
Financial instruments outstanding as at 31 December 2012	6,282,265	-	March 2014 / June 2016
Financial instruments granted during the year	4,625,685	-	March 2015 / June 2017
Financial instruments vested during the year and assigned	-	-	-
Financial instruments no longer assignable [a]	793,524	-	March 2014 / June 2017
Other changes [b]	-	-	-
Financial instruments outstanding as at 31 December 2013	10,114,426	-	March 2014 / June 2017
of which: vested and assigned as at 31 December 2013	-	-	-

[a] Shares no longer deliverable to beneficiaries due to termination of employment.

[b] Shares granted to beneficiaries by Intesa Sanpaolo and later "transferred" to other Group companies (and viceversa) due to corporate transactions.

Breakdown by residual life

Residual life	Number of shares
March-June 2014	2,383,297
March-June 2015	4,886,568
March-June 2016	2,168,173

Part L – Segment reporting

Segment reporting is provided in the Notes to the consolidated financial statements.

Certification of the Parent Company's financial statements pursuant to Art. 154 bis of Legislative Decree 58/1998

1. The undersigned Carlo Messina (as Managing Director and CEO) and Ernesto Riva (as Manager responsible for preparing the Company's financial reports) of Intesa Sanpaolo, taking into account the provisions of Article 154-bis, par. 3 and 4 of Legislative Decree 58 of 24 February 1998, do hereby certify to:
   – the adequacy in relation to the Company's features and
   – the actual application

   of the administrative and accounting procedures employed to draw up the Parent Company's financial statements during 2013.

2. Verification of the appropriateness and effective application of the administrative and accounting procedures employed to draw up the Parent Company's financial statements as at 31 December 2013 was based on methods defined by Intesa Sanpaolo consistently with the COSO and – as to the IT component – COBIT models, which are internationally accepted frameworks for internal control systems.[8]

3. The undersigned also certify that:

   3.1 The Parent Company's financial statements as at 31 December 2013:
   – have been prepared in compliance with applicable international accounting standards recognised by the European Community pursuant to European Parliament and Council Regulation 1606/2002 of 19 July 2002;
   – correspond to the results of the books and accounts;
   – give a true and fair presentation of the assets, liabilities, profit or loss and financial position of the issuer.

   3.2 The report on operations includes a fair review of the development and operating margin, as well as of the position of the issuer, together with a description of the main risks and uncertainties.

27 March 2014

Carlo Messina
Managing Director and CEO

Ernesto Riva
Manager responsible for preparing
the Company's financial reports

[8] The COSO Framework was prepared by the Committee of Sponsoring Organizations of the Treadway Commission, the U.S. organisation dedicated to improving the quality of financial reporting through ethical standards and an effective system for corporate governance and organisation. The COBIT Framework - Control OBjectives for IT and related technology is a set of rules prepared by the IT Governance Institute, the U.S. organisation whose aim is to define and improve the standards of corporate IT.

Independent Auditors' Report on the Parent Company's financial statements

KPMG

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(Translation from the Italian original which remains the definitive version)

Report of the auditors in accordance with articles 14 and 16 of Legislative decree no. 39 of 27 January 2010

To the shareholders of
Intesa Sanpaolo S.p.A.

1 We have audited the separate financial statements of Intesa Sanpaolo S.p.A. as at and for the year ended 31 December 2013, comprising the statement of financial position, income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes thereto. The bank's management board is responsible for the preparation of these financial statements in accordance with the International Financial Reporting Standards endorsed by the European Union and the Italian regulations implementing article 9 of Legislative decree no. 38/05. Our responsibility is to express an opinion on these financial statements based on our audit.

2 We conducted our audit in accordance with the auditing standards recommended by Consob, the Italian Commission for Listed Companies and the Stock Exchange. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the separate financial statements are free of material misstatement and are, as a whole, reliable. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management board. We believe that our audit provides a reasonable basis for our opinion.

The separate financial statements present the prior year corresponding figures for comparative purposes. As disclosed in the notes, the bank's management board restated some of the corresponding figures included in the prior year separate financial statements. We audited such separate financial statements and issued our report thereon on 20 March 2013. We have examined the methods used to restate the prior year corresponding figures and related disclosures for the purposes of expressing an opinion on the separate financial statements at 31 December 2013.

3 In our opinion, the separate financial statements of Intesa Sanpaolo S.p.A. as at and for the year ended 31 December 2013 comply with the International Financial Reporting Standards endorsed by the European Union and the Italian regulations implementing article 9 of Legislative decree no. 38/05. Therefore, they are clearly stated and give a true and fair view of the financial position of Intesa Sanpaolo S.p.A. as at 31 December 2013, the results of its operations and its cash flows for the year then ended.

4 The management board of Intesa Sanpaolo S.p.A. is responsible for the preparation of a directors' report on the financial statements and a report on the corporate governance and shareholding structure in accordance with the applicable laws and regulations. Our responsibility is to express an opinion on the consistency of the directors' report and the information required by article 123-bis.1.c/d/f/l/m and article 123-bis.2.b of Legislative decree no. 58/98 disclosed in the report on the corporate governance and shareholding structure with the financial statements to which they refer, as required by the law. For this purpose, we have performed the procedures required by the Italian Standard on Auditing 001 issued by the Italian Accounting Profession and recommended by Consob. In our opinion, the directors' report and the information required by article 123-bis.1.c/d/f/l/m and article 123-bis.2.b of Legislative decree no. 58/98 disclosed in the report on the corporate governance and shareholding structure are consistent with the separate financial statements of Intesa Sanpaolo S.p.A. as at and for the year ended 31 December 2013.

Milan, 3 April 2014

KPMG S.p.A.

(signed on the original)

Domenico Fumagalli
Director

Attachments to the Parent Company's financial statements

Intesa Sanpaolo reconciliation statements

Reconciliation between published Intesa Sanpaolo financial statements and adjusted Intesa Sanpaolo financial statements

Reconciliation between published Intesa Sanpaolo balance sheet as at 31 December 2012 and adjusted Intesa Sanpaolo balance sheet as at 31 December 2012

Reconciliation between published Intesa Sanpaolo income statement for 2012 and adjusted Intesa Sanpaolo income statement for 2012

Reconciliation between adjusted Intesa Sanpaolo financial statements and restated Intesa Sanpaolo financial statements

Reconciliation between adjusted Intesa Sanpaolo balance sheet as at 31 December 2012 and restated Intesa Sanpaolo balance sheet as at 31 December 2012

Reconciliation between adjusted Intesa Sanpaolo income statement for 2012 and restated Intesa Sanpaolo income statement for 2012

Restated Intesa Sanpaolo financial statements

Restated Intesa Sanpaolo financial statements

Restated Intesa Sanpaolo balance sheet

Restated Intesa Sanpaolo income statement

Reconciliation between restated Intesa Sanpaolo financial statements and reclassified Intesa Sanpaolo financial statements

Reconciliation between restated Intesa Sanpaolo balance sheet and reclassified Intesa Sanpaolo balance sheet

Reconciliation between Intesa Sanpaolo income statement and reclassified Intesa Sanpaolo income statement

Other Attachments

Statement of Intesa Sanpaolo property, equipment and financial assets subject to revaluation

Statement of Intesa Sanpaolo pension funds

Fees for auditing and services other than auditing pursuant to article 149-duodecies of Consob Regulation 11971

Reconciliation between published Intesa Sanpaolo financial statements and adjusted Intesa Sanpaolo financial statements

Reconciliation between published Intesa Sanpaolo balance sheet as at 31 December 2012 and adjusted Intesa Sanpaolo balance sheet as at 31 December 2012

(millions of euro)

Assets		31.12.2012 Published (*)	Effects of new IAS 19 (a)	31.12.2012 Adjusted
10.	Cash and cash equivalents	2,817	-	2,817
20.	Financial assets held for trading	21,752	-	21,752
30.	Financial assets designated at fair value through profit and loss	522	-	522
40.	Financial assets available for sale	35,982	-	35,982
50.	Investments held to maturity	300	-	300
60.	Due from banks	96,147	-	96,147
70.	Loans to customers	217,406	-	217,406
80.	Hedging derivatives	9,639	-	9,639
90.	Fair value change of financial assets in hedged portfolios (+/-)	71	-	71
100.	Equity investments	32,809	-	32,809
110.	Property and equipment	2,484	-	2,484
120.	Intangible assets	5,379	-	5,379
	of which			
	- goodwill	*2,638*	-	*2,638*
130.	Tax assets	8,979	73	9,052
	a) current	*2,130*	-	*2,130*
	b) deferred	*6,849*	*73*	*6,922*
	- of which convertible into tax credit (Law no. 214/2011)	*4,894*	-	*4,894*
140.	Non-current assets held for sale and discontinued operations	-	-	-
150.	Other assets	3,939	-	3,939
Total Assets		**438,226**	**73**	**438,299**

(*) Historic data originally published in the 2012 Annual Report in euro.

(a) Balances amended on the basis of IAS 19 revised.

(millions of euro)

Liabilities and Shareholders' Equity		31.12.2012 Published (*)	Effects of new IAS 19 (a)	31.12.2012 Adjusted
10.	Due to banks	120,428	-	120,428
20.	Due to customers	107,320	-	107,320
30.	Securities issued	133,145	-	133,145
40.	Financial liabilities held for trading	15,547	-	15,547
50.	Financial liabilities designated at fair value through profit and loss	-	-	-
60.	Hedging derivatives	7,278	-	7,278
70.	Fair value change of financial liabilities in hedged portfolios (+/-)	1,146	-	1,146
80.	Tax liabilities	1,557	-	1,557
	a) current	*1,062*	-	*1,062*
	b) deferred	*495*	-	*495*
90.	Liabilities associated with non-current assets held for sale and discontinued operations	-	-	-
100.	Other liabilities	5,373	-	5,373
110.	Employee termination indemnities	497	55	552
120.	Allowances for risks and charges	1,644	210	1,854
	a) post employment benefits	*318*	*210*	*528*
	b) other allowances	*1,326*	-	*1,326*
130.	Valuation reserves	-179	-192	-371
140.	Redeemable shares	-	-	-
150.	Equity instruments	-	-	-
160.	Reserves	3,925	-	3,925
170.	Share premium reserve	31,093	-	31,093
180.	Share capital	8,546	-	8,546
190.	Treasury shares (-)	-6	-	-6
200.	Net income (loss)	912	-	912
Total Liabilities and Shareholders' Equity		**438,226**	**73**	**438,299**

(*) Historic data originally published in the 2012 Annual Report in euro.

(a) Balances amended on the basis of IAS 19 revised.

Reconciliation between published Intesa Sanpaolo income statement for 2012 and adjusted Intesa Sanpaolo income statement for 2012

Please see the financial statements for the income statement for 2012.

Reconciliation between adjusted Intesa Sanpaolo financial statements and restated Intesa Sanpaolo financial statements

Reconciliation between adjusted Intesa Sanpaolo balance sheet as at 31 December 2012 and restated Intesa Sanpaolo balance sheet as at 31 December 2012

(millions of euro)

Assets		31.12.2012 Adjusted	Discontinued operarations (a)	31.12.2012 Restated
10.	Cash and cash equivalents	2,817	-	2,817
20.	Financial assets held for trading	21,752	-	21,752
30.	Financial assets designated at fair value through profit and loss	522	-	522
40.	Financial assets available for sale	35,982	-	35,982
50.	Investments held to maturity	300	-	300
60.	Due from banks	96,147	-	96,147
70.	Loans to customers	217,406	-	217,406
80.	Hedging derivatives	9,639	-	9,639
90.	Fair value change of financial assets in hedged portfolios (+/-)	71	-	71
100.	Equity investments	32,809	-71	32,738
110.	Property and equipment	2,484	-	2,484
120.	Intangible assets	5,379	-	5,379
	of which			
	- goodwill	*2,638*	-	*2,638*
130.	Tax assets	9,052	-	9,052
	a) current	*2,130*	-	*2,130*
	b) deferred	*6,922*	-	*6,922*
	- of which convertible into tax credit (Law no. 214/2011)	*4,894*	-	*4,894*
140.	Non-current assets held for sale and discontinued operations	-	71	71
150.	Other assets	3,939	-	3,939
Total Assets		**438,299**	**-**	**438,299**

[a] The restatement of discontinued operations refers to the sale of the associate SIA S.p.A. to be finalised during 2014.

(millions of euro)

Liabilities and Shareholders' Equity		31.12.2012 Adjusted	Discontinued operarations (a)	31.12.2012 Restated
10.	Due to banks	120,428	-	120,428
20.	Due to customers	107,320	-	107,320
30.	Securities issued	133,145	-	133,145
40.	Financial liabilities held for trading	15,547	-	15,547
50.	Financial liabilities designated at fair value through profit and loss	-	-	-
60.	Hedging derivatives	7,278	-	7,278
70.	Fair value change of financial liabilities in hedged portfolios (+/-)	1,146	-	1,146
80.	Tax liabilities	1,557	-	1,557
	a) current	*1,062*	-	*1,062*
	b) deferred	*495*	-	*495*
90.	Liabilities associated with non-current assets held for sale and discontinued operations	-	-	-
100.	Other liabilities	5,373	-	5,373
110.	Employee termination indemnities	552	-	552
120.	Allowances for risks and charges	1,854	-	1,854
	a) post employment benefits	*528*	-	*528*
	b) other allowances	*1,326*	-	*1,326*
130.	Valuation reserves	-371	-	-371
140.	Redeemable shares	-	-	-
150.	Equity instruments	-	-	-
160.	Reserves	3,925	-	3,925
170.	Share premium reserve	31,093	-	31,093
180.	Share capital	8,546	-	8,546
190.	Treasury shares (-)	-6	-	-6
200.	Net income (loss)	912	-	912
Total Liabilities and Shareholders' Equity		**438,299**	**-**	**438,299**

[a] The restatement of discontinued operations refers to the sale of the associate SIA S.p.A. to be finalised during 2014.

Reconciliation between adjusted Intesa Sanpaolo income statement for 2012 and restated Intesa Sanpaolo income statement for 2012

The income statement for 2012 did not require restatement.

Restated Intesa Sanpaolo financial statements

Restated Intesa Sanpaolo balance sheet

(millions of euro)

Assets		31.12.2013	31.12.2012 restated	Changes amount	Changes %
10.	Cash and cash equivalents	3,997	2,817	1,180	41.9
20.	Financial assets held for trading	17,402	21,752	-4,350	-20.0
30.	Financial assets designated at fair value through profit and loss	334	522	-188	-36.0
40.	Financial assets available for sale	41,119	35,982	5,137	14.3
50.	Investments held to maturity	300	300	-	-
60.	Due from banks	83,979	96,147	-12,168	-12.7
70.	Loans to customers	192,364	217,406	-25,042	-11.5
80.	Hedging derivatives	6,313	9,639	-3,326	-34.5
90.	Fair value change of financial assets in hedged portfolios (+/-)	67	71	-4	-5.6
100.	Equity investments	29,092	32,738	-3,646	-11.1
110.	Property and equipment	2,510	2,484	26	1.0
120.	Intangible assets	2,336	5,379	-3,043	-56.6
	of which				
	- goodwill	*777*	*2,638*	*-1,861*	*-70.5*
130.	Tax assets	10,027	9,052	975	10.8
	a) current	*2,791*	*2,130*	*661*	*31.0*
	b) deferred	*7,236*	*6,922*	*314*	*4.5*
	- of which convertible into tax credit (Law no. 214/2011)	*6,403*	*4,894*	*1,509*	*30.8*
140.	Non-current assets held for sale and discontinued operations	71	71	-	-
150.	Other assets	3,247	3,939	-692	-17.6
Total Assets		**393,158**	**438,299**	**-45,141**	**-10.3**

(millions of euro)

Liabilities and Shareholders' Equity		31.12.2013	31.12.2012	Changes	
			restated	amount	%
10.	Due to banks	107,099	120,428	-13,329	-11.1
20.	Due to customers	103,349	107,320	-3,971	-3.7
30.	Securities issued	117,487	133,145	-15,658	-11.8
40.	Financial liabilities held for trading	11,378	15,547	-4,169	-26.8
50.	Financial liabilities designated at fair value through profit and loss	-	-	-	
60.	Hedging derivatives	5,378	7,278	-1,900	-26.1
70.	Fair value change of financial liabilities in hedged portfolios (+/-)	681	1,146	-465	-40.6
80.	Tax liabilities	496	1,557	-1,061	-68.1
	a) current	*121*	*1,062*	*-941*	*-88.6*
	b) deferred	*375*	*495*	*-120*	*-24.2*
90.	Liabilities associated with non-current assets held for sale and discontinued operations	-	-	-	
100.	Other liabilities	5,474	5,373	101	1.9
110.	Employee termination indemnities	546	552	-6	-1.1
120.	Allowances for risks and charges	1,507	1,854	-347	-18.7
	a) post employment benefits	*598*	*528*	*70*	*13.3*
	b) other allowances	*909*	*1,326*	*-417*	*-31.4*
130.	Valuation reserves	6	-371	377	
140.	Redeemable shares	-	-	-	
150.	Equity instruments	-	-	-	
160.	Reserves	4,044	3,925	119	3.0
170.	Share premium reserve	31,093	31,093	-	-
180.	Share capital	8,546	8,546	-	-
190.	Treasury shares (-)	-13	-6	7	
200.	Net income (loss)	-3,913	912	-4,825	
Total Liabilities and Shareholders' Equity		**393,158**	**438,299**	**-45,141**	**-10.3**

Restated Intesa Sanpaolo income statement

Since no restatements have been made, please see the financial statements.

Reconciliation between restated Intesa Sanpaolo financial statements and reclassified Intesa Sanpaolo financial statements

Reconciliation between restated Intesa Sanpaolo balance sheet and reclassified Intesa Sanpaolo balance sheet

(millions of euro)

Captions of the reclassified balance sheet - Assets	Captions of the restated balance sheet - Assets	31.12.2013	31.12.2012 restated
Financial assets held for trading		17,402	21,752
	Caption 20 - Financial assets held for trading	*17,402*	*21,752*
Financial assets designated at fair value through profit and loss		334	522
	Caption 30 - Financial assets designated at fair value through profit and loss	*334*	*522*
Financial assets available for sale		41,119	35,982
	Caption 40 - Financial assets available for sale	*41,119*	*35,982*
Investments held to maturity		300	300
	Caption 50 - Investments held to maturity	*300*	*300*
Due from banks		83,979	96,147
	Caption 60 - Due from banks	*83,979*	*96,147*
Loans to customers		192,364	217,406
	Caption 70 - Loans to customers	*192,364*	*217,406*
Equity investments		29,092	32,738
	Caption 100 - Equity investments	*29,092*	*32,738*
Property, equipment and intangible assets		4,846	7,863
	Caption 110 - Property and equipment	*2,510*	*2,484*
	+ Caption 120 - Intangible assets	*2,336*	*5,379*
Tax assets		10,027	9,052
	Caption 130 - Tax assets	*10,027*	*9,052*
Non-current assets held for sale and discontinued operations		71	71
	Caption 140 - Non-current assets held for sale and discontinued operations	*71*	*71*
Other assets		13,624	16,466
	Caption 10 - Cash and cash equivalents	*3,997*	*2,817*
	+ Caption 150 - Other assets	*3,247*	*3,939*
	+ Caption 80 - Hedging derivatives	*6,313*	*9,639*
	+ Caption 90 - Fair value change of financial assets in hedged portfolios	*67*	*71*
Total Assets	**Total Assets**	**393,158**	**438,299**

Captions of the reclassified balance sheet - Liabilities and Shareholders' Equity	Captions of the restated balance sheet - Liabilities and Shareholders' Equity	31.12.2013	31.12.2012 restated
Due to banks		107,099	120,428
	Caption 10 - Due to banks	*107,099*	*120,428*
Due to customers and securities issued		220,836	240,465
	Caption 20 - Due to customers	*103,349*	*107,320*
	+ Caption 30 - Securities issued	*117,487*	*133,145*
Financial liabilities held for trading		11,378	15,547
	Caption 40 - Financial liabilities held for trading	*11,378*	*15,547*
Financial liabilities designated at fair value through profit and loss		-	-
	Caption 50 - Financial liabilities designated at fair value through profit and loss	*-*	*-*
Tax liabilities		496	1,557
	Caption 80 - Tax liabilities	*496*	*1,557*
Liabilities associated with non-current assets held for sale and discontinued operations		-	-
	Caption 90 - Liabilities associated with non-current assets held for sale and discontinued operations	*-*	*-*
Other liabilities		11,533	13,797
	Caption 100 - Other liabilities	*5,474*	*5,373*
	+ Caption 60 - Hedging derivatives	*5,378*	*7,278*
	+ Caption 70 - Fair value change of financial liabilities in hedged portfolios	*681*	*1,146*
Allowances for specific purpose		2,053	2,406
	Caption 110 - Employee termination indemnities	*546*	*552*
	Caption 120 - Allowances for risks and charges	*1,507*	*1,854*
Share capital		8,546	8,546
	Caption 180 - Share capital	*8,546*	*8,546*
Reserves (net of treasury shares)		35,124	35,012
	Caption 160 - Reserves	*4,044*	*3,925*
	Caption 170 - Share premium reserve	*31,093*	*31,093*
	– Caption 190 - Treasury shares	*-13*	*-6*
Valuation reserves		6	-371
	Caption 130 - Valuation reserves	*6*	*-371*
Net income (loss)		-3,913	912
	Caption 200 - Net income (loss)	*-3,913*	*912*
Total Liabilities and Shareholders' Equity	**Total Liabilities and Shareholders' Equity**	**393,158**	**438,299**

Reconciliation between Intesa Sanpaolo income statement and reclassified Intesa Sanpaolo income statement

(millions of euro)

Captions of the reclassified income statement	Captions of the restated income statement	2013	2012
Net interest income		1,522	2,475
	Caption 30 - Interest margin	*1,403*	*2,379*
	- Caption 30 (partial) - Interest margin (Effect of purchase price allocation)	*11*	*10*
	+ Caption 130 a) (partial) - Net losses/recoveries on impairment of loans (Time value loans)	*144*	*130*
	+ Caption 150 a) (partial) - Personnel expenses (Time value employee termination indemnities and other)	*-34*	*-43*
	- Caption 20 (partial) - Interest expense (Fiscal settlement)	*-*	*6*
	+ Caption 160 (partial) - Net provisions for risks and charges (Time value allowances for risks and charges)	*-2*	*-7*
Dividends		1,929	1,211
	Caption 70 - Dividend and similar income	*1,944*	*1,245*
	- Caption 70 (partial) - Dividend and similar income on shares available for sale and held for trading	*-15*	*-34*
Net fee and commission income		2,118	1,865
	Caption 60 - Net fee and commission income	*2,128*	*1,870*
	- Caption 150 b) (partial) - Other administrative expenses (Recovery of expenses on mortgage documentation)	*-10*	*-5*
Profits (losses) on trading		661	1,359
	Caption 80 - Profits (Losses) on trading	*204*	*53*
	+ Caption 90 - Fair value adjustments in hedge accounting	*-11*	*22*
	+ Caption 100 b) - Profits (Losses) on disposal or repurchase of financial assets available for sale	*334*	*239*
	+ Caption 100 d) - Profits (Losses) on disposal or repurchase of financial liabilities	*150*	*996*
	+ Caption 110 - Profits (Losses) on financial assets and liabilities designated at fair value	*-31*	*15*
	+ Caption 70 (partial) - Dividend and similar income on shares available for sale and held for trading	*15*	*34*
Other operating income (expenses)		259	96
	Caption 190 - Other operating income (expenses)	*592*	*374*
	- Caption 190 (partial) - Other operating income (expenses) (Recovery of charges for integration)	*-*	*-1*
	- Caption 190 (partial) - Other operating income (expenses) (Fiscal settlement)	*-*	*-*
	- Caption 190 (partial) - Other operating income (expenses) (Recovery of expenses and taxes and duties)	*-333*	*-277*
Operating income		**6,489**	**7,006**
Personnel expenses		-1,737	-1,912
	Caption 150 a) - Personnel expenses	*-1,804*	*-2,041*
	- Caption 150 a) (partial) - Personnel expenses (Charges for integration and exit incentives)	*33*	*86*
	- Caption 150 a) (partial) - Personnel expenses (Time value employee termination indemnities and other)	*34*	*43*
Other administrative expenses		-1,487	-1,555
	Caption 150 b) - Other administrative expenses	*-1,850*	*-1,873*
	- Caption 150 b) (partial) - Other administrative expenses (Charges for integration)	*20*	*36*
	+ Caption 150 b) (partial) - Other administrative expenses (Recovery of other expenses)	*10*	*5*
	+ Caption 190 (partial) - Other operating income (expenses) (Recovery of expenses and taxes and duties)	*333*	*277*
Adjustments to property, equipment and intangible assets		-128	-129
	Caption 170 - Net adjustments to/recoveries on property and equipment	*-118*	*-128*
	- Caption 170 (partial) - Net adjustments to property and equipment (Effect of purchase price allocation)	*-14*	*-14*
	+ Caption 180 - Net adjustments to/recoveries on intangible assets	*-1,181*	*-91*
	- Caption 180 (partial) - Net adjustments to intangible assets (Effect of purchase price allocation)	*89*	*91*
	- Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Other Intangible assets)	*1,091*	*-*
	- Caption 170 (partial) - Net adjustments to/recoveries on property and equipment (Impairment)	*5*	*13*
	- Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Impairment)	*-*	*-*
	- Caption 170 (partial) - Net adjustments to/recoveries on property and equipment (Charges for integration)	*-*	*-*
	- Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Charges for integration)	*-*	*-*
Operating costs		**-3,352**	**-3,596**
Operating margin		**3,137**	**3,410**

(millions of euro)

Captions of the reclassified income statement	Captions of the restated income statement	2013	2012
Operating margin		**3,137**	**3,410**
Net provisions for risks and charges		-107	-52
	Caption 160 - Net provisions for risks and charges	*-109*	*-59*
	- Caption 160 (partial) - Net provisions for risks and charges (Time value allowances for risks and charges)	*2*	*7*
Net adjustments to loans		-2,530	-1,463
	Caption 100 a) - Profits (Losses) on disposal or repurchase of loans	*18*	*-1*
	- Caption 100 a) (partial) - Profits (Losses) on disposal or repurchase of loans (Effect of purchase price allocation)	*-*	*-*
	+ Caption 130 a) - Net losses/recoveries on impairment of loans	*-2,310*	*-1,327*
	- Caption 130 a) - Net losses/recoveries on impairment of loans (Time value loans)	*-144*	*-130*
	- Caption 130 a) (partial) - Net losses/recoveries on impairment of loans	*-*	*27*
	+ Caption 130 d) - Net losses/recoveries on impairment of other financial activities	*-94*	*-32*
Net impairment losses on other assets		-196	-83
	Caption 130 b) - Net losses/recoveries on impairment of financial assets available for sale	*-191*	*-43*
	+ Caption 130 c) - Net losses/recoveries on impairment of investments held to maturity	*-*	*-*
	+ Caption 130 a) - Net losses/recoveries on impairment of loans	*-*	*-27*
	+ Caption 170 (partial) - Net adjustments to/recoveries on property and equipment (Impairment)	*-5*	*-13*
	+ Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Impairment)	*-*	*-*
Profits (Losses) on investments held to maturity and on other investments		1,492	-164
	Caption 100 c) - Profits (Losses) on disposal or repurchase of investments held to maturity	*-*	*-*
	+ Caption 240 - Profits (Losses) on disposal of investments	*4*	*14*
	+ Caption 210 - Profits (Losses) on equity investments	*-1,873*	*-548*
	- Caption 210 - (partial) - Profits (Losses) on equity investments	*3,361*	*370*
	+ Caption 220 - Valuation differences on property, equipment and intangible assets measured at fair value	*-*	*-*
Income (Loss) before tax from continuing operations		**1,796**	**1,648**
Taxes on income from continuing operations		280	-221
	Caption 260 - Taxes on income from continuing operations	*744*	*-152*
	- Caption 260 (partial) - Taxes on income from continuing operations (Charges for integration)	*-15*	*-35*
	+ Caption 20 (partial) - Interest expense (Fiscal settlement)	*-*	*-6*
	+ Caption 190 (partial) - Other operating income (expenses) (Fiscal settlement)	*-*	*-*
	- Caption 260 (partial) - Taxes on income from continuing operations (Goodwill and controlling interests impairment)	*-421*	*-*
	- Caption 260 (partial) - Taxes on income from continuing operations (Effect of purchase price allocation)	*-28*	*-28*
Charges (net of taxes) for integration and exit incentives		-38	-86
	+ Caption 150 a) (partial) - Personnel expenses (Charges for integration and exit incentives)	*-33*	*-86*
	+ Caption 150 b) (partial) - Other administrative expenses (Charges for integration)	*-20*	*-36*
	+ Caption 260 (partial) - Taxes on income from continuing operations (Charges for integration)	*15*	*35*
	+ Caption 190 (partial) - Other operating income (expenses) (Recovery of charges for integration)	*-*	*1*
	+ Caption 170 (partial) - Net adjustments to/recoveries on property and equipment (Charges for integration)	*-*	*-*
	+ Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Charges for integration)	*-*	*-*
Effect of purchase price allocation (net of tax)		-58	-59
	+ Caption 30 (partial) - Interest margin (Effect of purchase price allocation)	*-11*	*-10*
	+ Caption 100 a) (partial) - Profits (Losses) on disposal or repurchase of loans (Effect of purchase price allocation)	*-*	*-*
	+ Caption 170 (partial) - Net adjustments to property and equipment (Effect of purchase price allocation)	*14*	*14*
	+ Caption 180 (partial) - Net adjustments to intangible assets (Effect of purchase price allocation)	*-89*	*-91*
	+ Caption 260 (partial) - Taxes on income from continuing operations (Effect of purchase price allocation)	*28*	*28*
Impairment (net of tax) of goodwill, other intangible assets and controlling interests		-5,893	-370
	Caption 230 - Goodwill and controlling interests impairment	*-1,862*	*-*
	+ Caption 210 (partial) - Profits (Losses) on equity investments	-3,361	-370
	+ Caption 180 (partial) - Net adjustments to/recoveries on intangible assets (Other Intangible assets)	-1,091	-
	+ Caption 260 (partial) - Taxes on income from continuing operations (Goodwill and controlling interests impairment)	421	-
Income (Loss) after tax from discontinued operations		-	-
	Caption 280 - Income (Loss) after tax from discontinued operations	-	-
	- Caption 210 (partial) - Profits (Losses) on equity investments	-	-
Net income (loss)	**Caption 290 - Net income (loss)**	**-3,913**	**912**

Other attachments

Statement of Intesa Sanpaolo property, equipment and financial assets subject to revaluation

(millions of euro)

	Revaluations						Total
	Royal Law Decree 1729 of 19.10.1937	Law 823 of 19.12.1973	Law 576 of 02.12.1975	Law 72 of 19.03.1983	Law 413 of 30.12.1991	Law 218 of 30.07.1990	
Real estate assets	**-**	**21**	**15**	**56**	**179**	**198**	**469**
Equity investments	**-**	**-**	**-**	**-**	**-**	**43**	**43**
a) Subsidiaries	-	-	-	-	-	43	43
b) Other	-	-	-	-	-	-	-
Total	**-**	**21**	**15**	**56**	**179**	**241**	**512**

Statement of Intesa Sanpaolo pension funds

Statement of the supplementary pension fund in favour of tax-collection personnel formerly employed by Cariplo - For the supplementary pension fund in favour of tax-collection personnel formerly employed by Cariplo – established in implementation of collective agreements to guarantee the payment of integrations for personnel formerly in service at Cariplo and transferred to Esatri Esazioni Tributi S.p.A. - accounting records for the related transactions are segregated in accordance with corporate agreements requiring that gains on its own investments are provisioned, and with regulations contained in Italian Legislative Decree no. 124 of 21 April 1993, reviewed by Law no. 335 of 8 August 1995.
Based on the corporate agreements and special authorisation of the Bank of Italy, in 2002 procedures were completed for transformation of treatment from defined benefit to defined contribution. Following individual requests from all the personnel in service, the related individual positions were transferred to other external pension funds. As a result of these transactions the fund once again began to operate as a defined benefit plan for personnel already retired as at 31 December 2000.
As at 31 December 2012 the balance of the fund was 20 million euro. Following utilisation, deposits and provisioning, as at 31 December 2013 the fund recorded a balance of 27 million euro, with an increase of 7 million euro.
The actuarial assumption is performed on a half yearly basis.

Financial position of the fund

(millions of euro)

Bonds	10
Accrued income on bonds	-
Cash equivalents	7
Total	**17**

Fund cash inflows

(millions of euro)

Return on investments	-
Provisions in the year	10
Total cash inflows	**10**

Fund cash outflows

(millions of euro)

Past benefits paid	3
Administrative expenses and other	-
Total cash outflows	**3**

Supplementary pension fund in favour of employees of Mediocredito Lombardo "Trattamento integrativo delle pensioni di legge a favore dei dipendenti del Mediocredito Lombardo", final regulation approved on 8 March 1996

The fund's resources for personnel formerly employed by Mediocredito Lombardo are used as part of the Bank's securities. The following changes were recorded during the year:

(millions of euro)

Balance as at 31 December 2012	13
Benefits paid in the year	-1
Provisions allocated in 2013	3
Termination section assets	-
Balance as at 31 December 2013	**15**

Annual actuarial tests to confirm the Fund's adequacy to meet its commitments have proved a technical and financial balance.
As from 24 April 1993, on entry into force of the Italian Law on Pension Funds (Legislative Decree no. 124 of 21 April 1993), new recruits to Mediocredito Lombardo were no longer registered to the supplementary pension envisaged from this fund.
An agreement was signed with Trade Unions in 2006 that set out the transformation of the regime for beneficiaries in service from "defined benefit" to "defined contribution". For employees in service and so-called "deferred beneficiaries" (who ceased service but have a right to future supplementary benefits) a lump sum has been identified which, based on the options exercised by the beneficiaries, was transferred to supplementary pension funds or collected by beneficiaries. After this transaction, the "employee in service" section was extinguished. The agreement with Trade Unions also provides for a process – still to be activated – destined to propose to pensioners, as an extraordinary measure, one-off payments to liquidate their pension position. As at 31 December 2013 the only section of the Fund with a recorded value is that for retired employees.

Supplementary pension fund for top management of Banca Commerciale Italiana "Trattamento pensionistico complementare per i membri della Direzione Centrale della Banca Commerciale Italiana"

The fund refers to integrative provisions allocated up to a certain date on the basis of specific bilateral agreements in favour of top management of Banca Commerciale Italiana.
The related provisions – which do not represent segregated funds – are invested without distinction (in a non-specific manner) as an assets component.
The pension fund fully covers technical needs as at the reference date, updated on an annual basis.
In 2006, following the start of liquidation of the pension fund for Banca Commerciale Italiana personnel, on behalf of fund beneficiaries applying for such treatment the Bank took over the charge corresponding to the difference between the value of the benefit borne by AGO and the higher value of the contractual commitment. The increased value of the mathematical reserve as at 31 December 2006 was offset by disposal to the company in settlement of the entire amount due to the Comit Fund.
The following changes were recorded during the year:-

s

Balance as at 31 December 2012	27
Benefits paid in the year	-4
Provisions allocated	6
Transfer from "Fondo pensioni per il personale della Banca Commerciale Italiana"	-
Balance as at 31 December 2013	**29**

Fees for auditing and services other than auditing pursuant to article 149-duodecies of Consob Regulation 11971

(millions of euro)

Type of service	Intesa Sanpaolo		Group Companies (*)	
	KPMG	KPMG Network	KPMG	KPMG Network
Independent audit (**)	3.71	-	11.74	-
Release of attestations (***)	1.38	-	0.43	-
Tax consulting services	-	-	-	-
Other services:				
agreed audit procedures	*0.05*	-	*0.46*	-
social report audit	*0.05*	-	*0.04*	-
other	-	-	*0.02*	-
TOTAL	**5.19**	**-**	**12.69**	**-**

(*) Group companies and other consolidated subsidiaries.

(**) Including costs for audit of Parent Company international branches for local purposes, of the Corporate Governance Report and other (National Guarantee Fund, mandatory fiscal obligations); costs for audit of non-consolidated funds (carried by the funds) for about 2,9 million euro are not included

(***) Including assignments granted to implement the EMTN programme authorised by the Management Board as part of the credit limit resolved on 13 November 2012 (Comfort Letter), audit costs, on a voluntary basis, for the "Pillar 3" disclosure, and assignments granted under the law (merger transactions).

Amounts net of VAT and reimbursed expenses and Consob contribution

Glossary

GLOSSARY

The definition of certain technical terms is provided below, in the meaning adopted in the "Annual Report" and with exclusion of the terms today widely used in the Italian language or which are used in a context that already clarifies their meaning

ABS – Asset-Backed Securities
Financial securities whose yield and redemption are guaranteed by a pool of assets (collateral) of the issuer (usually a Special Purpose Vehicle – SPV), exclusively intended to ensure satisfaction of the rights attached to said financial securities.
Examples of assets pledged as collateral include mortgages, credit card receivables, short-term trade receivables and auto loans.

ABS (receivables)
ABS whose collateral is made up of receivables.

Acquisition finance
Leveraged buy-out financing.

Additional return
Type of remuneration of the junior securities arising from securitisation transactions. In addition to a fixed dividend, such securities accrue periodic earnings (quarterly, semi-annual, etc.), whose amount is linked to the profit generated by the transaction (which in turn reflects the performance of the securitised assets).

Advisor
Financial broker assisting government authorities or companies involved in privatisation or other corporate finance transactions, whose tasks range from arranging appraisals to drawing up documents and providing general professional advice about specific transactions.

AIRB (Advanced Internal Ratings-Based) Approach
Approach to using internal ratings within the framework of the New Basel Accord, which provides for either the Foundation or the Advanced Approach. The Advanced Approach may be used only by institutions meeting more stringent requirements compared to the Foundation Approach. With the Advanced Approach, banks use their own internal estimates for all inputs (PD, LGD, EAD and Maturity) used for credit risk assessment, whereas for Foundation IRB they only estimate PD.

ALM – Asset & Liability Management
Integrated management of assets and liabilities designed to allocate the resources with a view to optimising the risk/yield ratio.

ALT- A - Alternative A Loan
Residential mortgages generally of "prime" category, but which, due to various factors such as LTV ratio, documentation provided, borrower's income/employment situation, type of property etc., cannot be classified as standard contracts usable in subscription programmes.
Incomplete documentation is the main reason for a loan being classified as "Alt-A".

ALT-A Agency
Securities whose collateral consists of Alt-A mortgages, guaranteed by specialised Government Agencies.

Alternative investment
Alternative investments comprise a wide range of investment products, including *private equity* and *hedge funds* (see definitions below).

Amortised cost
Differs from "cost" in that it provides for the progressive amortisation of the differential between the book value and nominal value of an asset or liability on the basis of the effective rate of return.

AP – Attachment Point
Level above which a protection seller will cover the losses of a protection buyer. It is typically used in synthetic CDOs.

Arrangement fee
A fee paid for professional advice and assistance provided in the loan structuring and arranging stage.

Arranger
In the structured finance sector, the arranger is the entity that – albeit in different forms and with different titles (*mandated lead arranger, joint lead arranger, sole arranger etc.*) – coordinates the organisational aspects of the transaction.

Asset allocation
The distribution of assets in an investment portfolio among different markets, geographical areas, sectors and products.

Asset management
The various activities relating to the management and administration of different customer assets.

Audit
In listed companies, it indicates the various examinations of the business activities and bookkeeping of a company, performed by both in-house staff (*internal audit*) and independent audit firms (*external audit*).

β
The beta coefficient of an issuer or a group of comparable issuers, an expression of the relationship between an equity's actual return and the total return of the market in question.

Back office
The unit of a bank or financial company that processes all the transactions performed by the operational units (*front office*).

Backtesting
Retrospective analyses performed to verify the reliability of the measurement of risk sources associated with different asset portfolios.

Banking book
Usually referred to securities or financial instruments in general, it identifies the portion of a portfolio dedicated to "proprietary" trading.

Basis swap
Contract providing for the exchange between two parties, of two floating-rate payments linked to a different index.

Best practice
It generally identifies conduct in line with state-of-the-art skills and techniques in a given technical/professional area.

Bid-ask spread
The difference between the buying and selling price of a given financial instrument or set of financial instruments.

Bookrunner
See *Lead manager* and *Joint lead manager*.

Brand name
IFRS 3 considers the "brand name" a potential, marketing related intangible asset, which may be recorded in the purchase price allocation process. The term "brand" is used in accounting principles with an extensive meaning and not as a synonym of trademark (the logo and the name). It is considered a general marketing term which defines a set of complementary intangible assets (in addition to the name and the logo, also the competencies, consumer trust, service quality, etc.) which concur to form brand equity.

Budget
Forecast of cost and revenue performance of a company over a period of time.

Business combinations
In accordance with international accounting standard IFRS 3, a transaction or other event in which an acquirer obtains control of one or more company assets.

CAGR (Compound Annual Growth Rate)
Compound annual growth rate of an investment over a specified period of time. If n is the number of years, CAGR is calculated as follows: (Ending value/Starting value)^(1/n) -1.

Capital Asset Pricing Model (CAPM)
An economic model for determining the "opportunity cost" i.e. the amount of income for the period necessary to remunerate the cost of capital.

Capital structure
It is the entire set of the various classes of bonds (tranches) issued by a special purpose vehicle (SPV), and backed by its asset portfolio, which have different risk and return characteristics, to meet the requirements of different categories of investors. Subordination relationships between the various tranches are regulated by a set of rules on the allocation of losses generated by the collateral:
Equity Tranche (B): The riskiest portion of the portfolio, it is also known as "first loss" and is subordinated to all other tranches; hence, it is the first to bear the losses which might occur in the recovery of the underlying assets.
Mezzanine Tranche (B): The tranche with intermediate subordination level between equity and senior tranches. The mezzanine tranche is normally divided into 2-4 tranches with different risk levels, subordinated to one another. They are usually rated in the range between BBB and AAA.
Senior/Super-senior Tranche (B): The tranche with the highest credit enhancement, i.e. having the highest priority claim on remuneration and reimbursement. It is normally also called super-senior tranche and, if rated, it has a rating higher than AAA since it is senior with respect to the AAA mezzanine tranche.

Captive
Term generically referring to "networks" or companies that operate in the exclusive interest of their parent company or group.

Carry trade
The carry trade is a financial transaction in which funds are procured in a country with a low cost of money and then invested in a country with high interest rates to take advantage of the difference in returns.

Cash flow hedge
Coverage against exposure to variability in cash flows associated with a particular risk.

Cash management
A banking service that in addition to informing companies on the status of their relations with the bank, is an operational tool enabling companies to transfer funds, thus leading to more efficient treasury management.

Cash-generating Unit (CGU)
The smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Categories of financial instruments provided for by IAS 39
Financial assets "held-for-trading", which includes the following: any asset acquired for the purpose of selling it in the near term or part of portfolios of instruments managed jointly for the purpose of short-term profit-taking, and assets that the entity decides in any case to measure at fair value, with fair value changes recognized in profit and loss; *financial assets "held-to-maturity",* non-derivative assets with fixed term and fixed or determinable payments, that an entity intends and is able to hold to maturity; "*Loans and receivables",* non-derivative financial assets with fixed or determinable payments not quoted in an active market; *financial assets "available-for-sale",* specifically designated as such, or, to a lesser extent, others not falling under the previous categories.

CDO – Collateralised Debt Obligation
Financial instruments issued within the framework of securitisation transactions, backed by a pool of loans, bonds and other financial assets (including securitisation tranches). In the case of synthetic CDOs the risk is backed by credit derivatives instead of the sale of assets (cash CDOs).

CDSs on ABX
An Asset-backed security index (ABX) is an index with asset-backed securities as an underlying. Each ABX refers to a basket of 20 reference obligations belonging to a specific ABS sector. Each ABX (there are five in total) reproduces a rating class (AAA, AA, A, BBB, and BBB-).

In particular, the ABX.HE index, launched on 19 January 2006 (Annex Date), is made up of reference obligations of the home equity segment of ABS (Residential Mortgage-Backed Security – RMBS). The CDS on an ABX.HE therefore hedges the credit risk of underlying RMBSs or the risk relative to the 20 reference obligations which make up the index.
For ABX, the market does not provide credit curves but directly price valuation. The settlement admitted for contracts on ABX indices, as described in ISDA 2005 documentation, is PAUG (Pay As You Go): the protection seller pays the protection buyer the losses incurred as these emerge, without leading to termination of the contract.
Please note that the coverage achieved via the purchase of ABX indices, even if it is structured so as to match as closely as possible the characteristics of the hedged portfolio, remains in any case exposed to basis risks. In other words, since it is not a specific hedge of individual exposures, it may generate volatility in the income statement whenever there is imperfect correlation between index prices and market value of the hedged positions.

CLO - Collateralised Loan Obligation
CDOs backed by a portfolio of corporate loans.

CMBS - Commercial Mortgage-Backed Securities
Debt instruments backed by mortgages on commercial real estate.

CMBX index
The same as the ABX index, the only difference being that the reference entities are CMBSs.

CMO - Collateralised Mortgage Obligation
Securities backed by mortgages in which the total amount of the issue is divided into tranches with different maturities and return. The tranches are repaid according to an order specified in the issue.

Collective assessment of performing loans
With reference to a homogeneous group of regularly performing financial assets, collective assessment defines the degree of credit risk potentially associated with them, though it is not yet possible to tie risk to a specific position.

Commercial paper
Short-term notes issued in order to collect funds from third party underwriters as an alternative to other forms of indebtedness.

Consumer ABS
ABS whose collateral is made up of consumer credits.

Core Business
Main area of business on which company’s strategies and policies are focused.

Core deposits
“Core deposits” are “customer-related intangibles”, generally recorded in business combinations between banks. The intangible value of core deposits stems from the future benefits for the acquirer deriving from the lower funding cost compared to market parameters. Basically, the acquirer may use funding for its lending and investment activities which it pays less than the market interest rate.

Core Tier 1 ratio
The ratio of *Tier 1 capital*, net of excluded instruments (*preference shares and savings shares*), to total risk-weighted assets. *Preferred shares* are innovative capital instruments, usually issued by foreign subsidiaries, and included in the tier 1 capital if their characteristics ensure the banks’ asset stability. The Tier 1 ratio is the same ratio inclusive of the preferred shares in the numerator.

Corporate
Customer segment consisting of medium- and large-sized companies (*mid-corporate, large corporate*).

Cost/income ratio
Economic indicator consisting of the ratio of operating costs to net operating income.

Covenant
A covenant is a clause, expressly agreed upon during the contractual phase, under which a lender is entitled to renegotiate and revoke a loan upon the occurrence of the events set out in the clause, linking the debtor’s financial performance to events that trigger termination/amendment of contractual conditions (maturity, rates, etc.).

Covered bond
Special bank bond that, in addition to the guarantee of the issuing bank, is also backed by a portfolio of mortgage loans or other high-quality loans sold to a special purpose vehicle.

CPPI (Constant Proportion Insurance Portfolio)
A technique consisting of forming a portfolio of two assets, one without risk that offers a certain rate of return (risk-free) and one with risk that offers a generally higher return. The purpose of the re-balancing procedure is to prevent the value of the portfolio from falling below a predetermined level (floor), which rises at the risk-free rate over time and coincides with the capital to be guaranteed at maturity.

CR01
Referred to a credit portfolio, it indicates the change in portfolio value that would occur for a 1-basis-point increase in credit spreads.

Credit default swap/option
Contract under which one party transfers to another - in exchange for payment of a premium - the credit risk of a loan or security contingent on occurrence of a default event (in the case of an option the right must be exercised by the purchaser).

Credit derivatives
Derivative contracts for the transfer of credit risks. These products allow investors to perform arbitrage and/or hedging on the credit market, mainly by means of instruments other than cash, to acquire credit exposures of varying maturities and intensities, to modify the risk profile of a portfolio and to separate credit risks from other market risks.

Credit enhancement
Techniques and instruments used by issuers to improve the credit rating of their issues (providing sureties, cash credit lines, etc.).

Credit risk
The risk that an unexpected change in a counterparty's creditworthiness, in the value of the collateral provided, or in the margins used in case of default might generate an unexpected variation in the value of the bank's exposure.

Credit Risk Adjustment (CRA)
A technique that aims to draw attention to the penalty resulting from the counterparty's creditworthiness used in determining the fair value of unlisted derivative financial instruments.

Credit spread option
Contract under which the protection buyer reserves the right, against payment of a premium, to collect from the protection seller a sum depending on the positive difference between the market spread and that fixed in the contract, applied to the notional value of the bond.

Credit/emerging markets (Funds)
Funds that invest in securities with credit risk exposure, since they are issued by financial or corporate entities, which may be located in emerging countries.

Credit-linked notes
Similar to bonds issued by a protection buyer or a special purpose vehicle whose holders (protection sellers) – in exchange for a yield equal to the yield of a bond with the same maturity plus the premium received for credit risk hedging – take the risk of losing (in whole or in part) the maturing capital and the related flow of interest, upon occurrence of a default event.

CreditVaR
Value that indicates an unexpected loss with respect to a credit portfolio at a specified confidence interval and a specified time horizon. CreditVaR is estimated through loss distribution and represents the difference between the average value of the distribution and the value corresponding to a certain percentile (usually 99.9%), which reflects the Bank's risk propensity.

Cross selling
Activity designed to increase customer loyalty through the sale of integrated products and services.

CRP (Country Risk Premium)
Expresses the component of the cost of capital aimed specifically at providing compensation for the risk implicit in a given country (namely the risk associated with financial, political and monetary instability).

Cumulative loss
Cumulative loss incurred, at a certain date, on the collateral of a specific structured product.

Default
Declared inability to honour one's debts and/or make the relevant interest payments.

Deferred tax (tax liabilities or assets)
Deferred tax liabilities are the amounts of income tax that will be payable in future periods and arising from taxable temporary differences.
Deferred tax assets are the amounts of income taxes claimable in future periods and arising from:
(a) deductible temporary differences;
(b) the carry forward of unused tax losses; and
(c) the carry forward of unused tax credits.
Temporary difference is the difference between the carrying amount of an asset or liability and its tax base.
There are two types of temporary difference:
(d) taxable temporary difference, i.e. a temporary difference that, when determining the taxable income (tax loss) of future periods, will result in taxable amounts in the future when the carrying amount of the asset is recovered or the liability is settled; or
(e) deductible temporary difference: a temporary difference that, when determining the taxable income (tax loss) of future periods, will result in amounts that are tax deductible in the future when the carrying amount of the asset is recovered or the liability is settled.

Delinquency
Failure to make loan payments at a certain date, normally provided at 30, 60 and 90 days.

Delta
Value that expresses the sensitivity of the price of the underlying asset for an option. Delta is positive for call options because the price of the option rises along with the price of the underlying asset. Delta is negative for put options because a rise in the price of the underlying asset yields a decrease in the price of the option.

Delta-Gamma-Vega (DGV VaR)
Parametric model for calculation of the VaR, able to assess both linear and non-linear risk factors.

Desk
It usually designates an operating unit dedicated to a particular activity.

Directional (Funds)
Funds that invest in financial instruments that profit from directional market movements, also through macroeconomic forecasting.

Domestic Currency Swap
Contract settled in euro, whose economic effect is equal to that of a time purchase or sale of a foreign currency in exchange for domestic currency. On expiry, the difference between the forward and the spot exchange rates is settled in euro.

Duration
An indicator of the interest rate risk of a bond or bond portfolio. In its most frequent form, it is calculated as a weighted average of the due dates of interest and principal payments associated with a bond.

Dynamics of funding
Sum of deposits in a current account (free current accounts and bank drafts), returnable deposits upon prior notice (free savings deposits), time deposits (time current accounts and time deposits, certificates of deposit), repo agreements and bonds (including subordinated loans). All contract types, with the exception of bonds, refer to Italian customers, excluding the Central Administration, in euro and foreign currency. Bonds refer to the total amount issued, irrespective of residence and sector of the holder.

EAD – Exposure At Default
Relating to positions on or off balance sheet, it is defined as the estimated future value of an exposure upon default of a debtor. Only banks meeting the requirements for using the AIRB approach are entitled to estimate EAD. The others are required to make reference to statutory estimates.

EDF – Expected Default Frequency
Frequency of default, normally based on a sample internal or external to the bank, which represents the average risk level associable with a counterparty.

Effective interest rate
The effective interest rate is the rate that exactly discounts estimated future cash payments of the loan, for principal and interest, to the amount disbursed inclusive of the costs/revenues attributable to the loan. This measurement method uses a financial approach and allows distribution of the economic effect of the costs/revenues through the expected residual maturity of the loan.

Embedded derivatives
Embedded derivatives are clauses (contractual terms) included in a financial instrument that generate the same effects as an independent derivative.

Embedded value
A measure of the underlying value of a life insurance company. It is the sum of the company's adjusted net asset value and the present value of the future income margins from the policies already in force over the period of their residual life.

Eonia (Euro overnight index average)
Weighted average of the overnight rates transmitted to the ECB by a sample of banks operating in the euro area.

Equity hedge / long-short (Funds)
Funds that predominantly invest in stocks with the possibility of creating hedging strategies by means of short sales of the same stocks or strategies in derivatives contracts involving securities or market indices.

Equity origination
Increase of a company's risk capital achieved by floating a new issue of stock.

ERP (equity risk premium)
Risk premium demanded by investors in the market in question. ISP uses the risk premium calculated according to the historical approach (geometric average of the difference between equity and risk-free returns for the period 1928-2009) by New York University - Stern School of Business.

EVA (Economic Value Added)
An indicator that provides a snapshot of the amount of value created (if positive) or destroyed (if negative) by enterprises. In contrast to other parameters that measure business performance, EVA is calculated net of the cost of equity capital, that is to say the investment made by shareholders.

Event-driven (Funds)
Funds that invest in opportunities arising out of significant events regarding the corporate sphere, such as mergers, acquisitions, defaults and reorganisations.

EVT – Extreme Value Theory
Statistical methodologies that deal with extreme hypothetical deviations from median of probability distributions of specific events.

Exotics (derivatives)
Non-standard instruments unlisted on the regular markets, whose price is based on mathematical models.

Expected loss
Amount of losses on loans or receivables that an entity could sustain over a holding period of one year. Given a portfolio of loans and receivables, the expected loss represents the average value of the distribution of losses.

Facility (fee)
Fee calculated with reference to the disbursed amount of a loan.

Factoring
Sale of trade receivables to factoring companies, for credit management and collection, normally associated with the granting of a loan to the seller.

Fair value
The amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

Fair value hedge
Hedging against the risk of change in the fair value of a financial statement item, attributable to a particular risk.

Fair Value Option (FVO)
The Fair Value Option is one option for classifying a financial instrument.
When the option is exercised, even a non-derivative financial instrument not held for trading may be measured at fair value through profit or loss.

Fairness/Legal opinion
An opinion provided on request by experts of recognised professionalism and competence, on the adequacy of the economic terms and/or lawfulness and/or technical aspects of a given transaction.

FICO Score
In the US, a credit score is a number (usually between 300 and 850) based on the statistical analysis of an individual's credit report. The FICO score is an indicator of the borrower's creditworthiness. A mortgage lender will use the "score" to assess borrower default risk and to correctly price risk.

Financial instruments listed in an active market
A financial instrument is regarded as listed in an active market if listed prices are promptly and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

Forward Rate Agreement
See "*Forwards*".

Forwards
Forward contracts on interest rates, exchange rates or stock indices, generally negotiated in over-the-counter markets and whose conditions are established at the time when the contract is entered into, but which will be executed at a specified future date, by means of the receipt or payment of differentials calculated with reference to parameters that vary according to the object of the contract.

Front office
The divisions of a company designed to deal directly with customers.

Fundamental Valuation
Stock price analysis performed by estimating the fair value of stocks and comparing it with their market value.

Funding
The raising of capital, in various forms, to finance the company business or particular financial transactions.

Futures
Standardised forward contracts under which the parties agree to exchange securities or commodities at a specified price on a specified future date. Futures are normally traded on organised markets, where their execution is guaranteed. In practice, futures on securities often do not involve the physical exchange of the underlying.

"G" factor ("g" growth rate)
It is the factor used for perpetuity projection of cash flows in order to calculate "Terminal value".

Global custody
An integrated package of services including, in addition to the custody of securities, the performance of administrative activities relating to the settlement of securities, collections and payments, acting as depositary bank and cash management, as well as various forms of portfolio performance reporting.

Goodwill
The value attached to intangible assets as part of the purchase price of a shareholding in a going concern.

Governance
The set of instruments, rules and standards regulating the life of the company, particularly as regards the transparency of documents and company records, and the completeness of information made available to the market.

Greeks
Greeks are the quantities that identify the greater or lesser sensitivity of a derivative contract, typically an option, to changes in the value of the underlying asset or other parameters (e.g. intrinsic volatility, interest rates, stock prices, dividends and correlations).

Harmonised mutual funds
Mutual funds within the scope of Directive 85/611/EEC of 20 December 1985, as amended, characterised by their open form, the possibility of offering quotas to the public and certain investment limits. Investment limits include the obligation to invest primarily in quoted financial instruments.

Hedge accounting
Rules pertaining to the accounting of hedging transactions.

Hedge fund
Mutual fund that employs hedging instruments in order to achieve a better result in terms of risk/return ratio.

HELs – Home Equity Loans
Loans granted up to the current market value of the real estate property used as collateral (therefore with a loan-to-value ratio higher than the ordinary thresholds), by means of first or second lien mortgages. Standard & Poor's considers Subprime and Home Equity Loan largely synonymous when the home equity loan borrowers have low credit score (FICO<659).

HY CBO – High-Yield Collateralised Bond Obligation
CDOs with collateral represented by High-Yield securities.

Hybrid instruments included in Tier 1 capital
Financial instruments that may be included in Tier 1 capital up to specific limits when the funding raised is available on an ongoing basis and there is an ability to absorb losses that fully guarantees the bank's capital stability. Such instruments may be classified as innovative or non-innovative depending on whether there are incentives for early redemption by the issuer (e.g., step-up clauses).

IAS/IFRS
The IAS (International Accounting Standards) are issued by the International Accounting Standards Board (IASB). The standards issued after July 2002 are called IFRS (International Financial Reporting Standards).

IASB (International Accounting Standard Board)
The IASB (previously known as the IASC) is the entity responsible for issuing international accounting standards (IAS/IFRS).

ICAAP (Internal Capital Adequacy Assessment Process)
Process adopted to determine the amount of capital needed to cover all risks, including risks different from those covered by the total capital requirement ("First Pillar"), when assessing current and potential future exposure, taking into account business strategies and developments in the economic and business environment.

IFRIC (International Financial Reporting Interpretations Committee)
A committee within the IASB that establishes official interpretations of international accounting standards (IAS/IFRS).

Impairment
When referred to a financial asset, a situation of impairment is identified when the book value of an asset exceeds its estimated recoverable amount.

Impairment test
The impairment test is an estimate of the recoverable amount (the higher of an asset's fair value less costs to sell and its value in use) of an asset or group of assets. Pursuant to IAS 36, the following assets should be tested for impairment annually:
- intangible assets with indefinite useful life
- goodwill acquired in a business combination
- any asset, if there is any indication of impairment losses.

Incurred loss
Loss already inherent in a portfolio, but not yet identifiable at the level of an individual loan or receivable, also known as an "incurred but not reported loss." It represents the risk level inherent in the portfolio of performing loans and constitutes the basic indicator for determining the size of the stock of collective adjustments to be set aside in the financial statements.

Index-linked
Policies whose performance at maturity depends on the performance of a reference parameter, which may be a stock index, a basket of securities or some other indicator.

Index-linked life insurance policies
Life insurance policies the benefits of which are based on indexes, normally drawn from equity markets. Policies may guarantee capital or offer a minimum return.

Indirect customer deposits
The holding of third parties' securities and similar valuables not issued by the bank, at nominal value, excluding certificates of deposit and bank bonds.

Intangible asset
An identifiable, non-monetary asset lacking physical substance.

Internal dealing
Transactions between different operating units of the same company. These transactions are recognised in the accounts and contribute to determining the position (trading or hedging) of the individual units involved.

Intraday
Used to refer to an investment/disinvestment transaction performed in the course of a single day involving the negotiation of a security. It is also used with reference to prices quoted during any one day.

Investment grade
Term used with reference to high-quality bonds that have received a medium/high rating (e.g., not less than BBB on Standard & Poor's index).

Investment property
Real estate owned for the purpose of obtaining income and/or benefiting from an increase in their value.

IRS – Interest Rate Swap
A binding agreement between two parties to exchange two flows calculated over a notional amount with fixed/floating or floating/floating rate.

Joint venture
Agreement between two or more firms for the performance of a given economic activity, generally through the incorporation of a joint-stock company.

Junior
In a securitisation transaction it is the lowest-ranking tranche of the securities issued, being the first to bear losses that may occur in the course of the recovery of the underlying assets.

Ke – g
Difference between the discounting rate for cash flows and the long-term growth rate. If cash flows remain equal, value in use increases as that difference decreases.

Ke (Cost of Equity)
Cost of equity, the minimum return demanded for investments of the same risk level.

Lambda (λ)
Coefficient that measures the assessed item's specific exposure to country risk. In the model used by Intesa Sanpaolo, it is estimated to be 1, in that it is presumed that it is necessary to vary the country's risk level.

LDA - Loss Distribution Approach
It is a model used to assess exposure to operational risk. It makes it possible to estimate the amount of expected and unexpected loss for any event/loss combination and any *business line*.

Lead manager - Bookrunner
The lead manager deals with the debtor and is responsible for choosing the co-lead managers and the other members of the underwriting syndicate in agreement with the debtor. It also determines the terms and conditions of issue and coordinates its execution (usually placing the largest share of the issue on the market) and keeps the books (bookrunner); in addition to reimbursement of expenses and usual fees, the lead manager receives a special commission for its services.

Leveraged & acquisition finance
See "*Acquisition finance*".

Liquidity risk
The risk that a company will be unable to meet its payment obligations due to its inability to liquidate assets or obtain adequate funding from the market (funding liquidity risk) or due to the difficulty/impossibility of rapidly converting financial assets into cash without negatively and significantly affecting their price due to inadequate market depth or temporary market disruptions (market liquidity risk).

Loss Given Default (LGD)
It indicates the estimated loss rate in the event of borrower default.

Lower Tier 2
It designates subordinated liabilities that meet the eligibility criteria for inclusion in supplementary (Tier 2) capital.

LTV – Loan-to-Value Ratio
The ratio between the loan and the value of the asset for which the loan was requested or the price paid by the borrower to buy the asset.
The LTV ratio measures the weight of the borrower's own funds used to buy the asset on the value of the asset used as guarantee of the loan. The higher the LTV ratio, the lower the borrower's own funds used to buy the asset, the lower the creditor's protection.

Macro-hedging
Hedging procedure involving a single derivative product for various positions.

Mark to Market
Process of determining the value of a portfolio of securities or other financial instruments by reference to the prices expressed by the market.

Mark-down
Difference between 1-month euribor and the rate applied to current accounts of households and businesses.

Market dislocation
Turbulence in financial markets characterised by a strong reduction in volumes traded on financial markets with difficulties in finding significant prices on specialised information providers.

Market making
Financial activity carried out by brokerage houses that ensure market liquidity and depth, both through their ongoing presence and by means of their role as competitive guides in determining prices.

Market neutral
Operating strategies involving securities designed to minimise the relevant portfolios' exposure to market volatility.

Market risk
Risk deriving from the fluctuation in the value of quoted financial instruments (shares, bonds, derivatives, securities denominated in foreign currency) and of financial instruments whose value is linked to market variables (loans to customers as concerns the interest rate component, deposits in euro and in foreign currency, etc.).

Mark-up
Difference between the overall interest rate applied to households and businesses on loans with a duration of less than one year and 1-month euribor.

Merchant banking
A range of activities including the underwriting of securities – both equities and bonds – issued by corporate clients for subsequent offering on the market, the acquisition of equity investments for longer periods but always with the aim of selling them later, and the provision of advisory services on mergers, acquisitions and reorganisations.

Mezzanine
In a securitisation transaction it is the tranche ranking between junior and senior tranche.

M–Maturity
The remaining time of an exposure, calculated according to the prudence principle. For banks authorised to use internal ratings, it is explicitly considered if the advanced approach is adopted, while it is fixed at 2.5 years if the foundation approach is used.

Monoline
Insurance companies which, in exchange for a commission, guarantee the reimbursement of certain bond issues. Formed in the 1970s to guarantee municipal bond issues from default, their services were subsequently particularly appreciated for issues of complex financial products: the structure and the assets underlying such issues are often highly complex; the debt positions guaranteed by monoline insurers become easier to value and more appealing for risk-averse investors, since default risk is borne by the insurer.

Multistrategy / Funds of funds (Funds)
Funds that do not invest in a single strategy but in a portfolio reflecting different strategies, i.e. in a portfolio of investment funds managed by third parties.

NAV - Net Asset Value
The market value of one share of the fund's managed assets.

Non-performing
Term generally referring to loans for which payments are overdue.

Operational risk
The risk of incurring losses due to inadequacy or failures of processes, human resources or internal systems, or as a result of external events. Operational risk includes legal risk, that is the risk of losses deriving from breach of laws or regulations, contractual or non-contractual liability or other disputes; it does not include strategic risk (losses due to wrong management strategies) or reputational risk (loss of market shares as a consequence of negative publicity regarding the bank).

Option
Against payment of a premium, the buyer acquires the right, but not the obligation, to purchase (*call option*) or to sell (*put option*) a financial instrument at a set price (*strike price*) within (*American option*) or on (*European option*) a given future date.

Other related parties – close relatives
An individual's "close relatives" comprise those family members likely to influence or be influenced by such individual in their relations with the entity. They include the individual's non-separated spouse/domestic partner and the individual's children, his/her spouse's/domestic partner's children, and the individual's or his/her spouse's/domestic partner's dependents.

Outsourcing
The transfer of business processes to external providers.

Overnight Indexed Swap (OIS)
Contract involving the exchange of the net flow deriving from the difference between a fixed and floating interest rate applied to a notional principial

amount. The fixed rate is set at the inception of the contract, while the floating rate is determined at maturity as the average of the overnight rates surveyed during the term of the contract, with compound interest.

Over-The-Counter (OTC)
It designates transactions carried out directly between the parties outside organised markets.

Packages
Strategy made up of a funded asset whose credit risk is hedged by a specific credit default swap. If present, any interest rate and foreign exchange rate risks can be hedged with financial derivatives.

Past due loans
"Past due loans" are non-performing loans on which payments are past due and/or overdue on a continuing basis for over 90/180 days, in accordance with the definition set forth in current supervisory reporting rules.

Performing
Term generally referring to loans characterised by regular performance.

Plain vanilla (derivatives)
Products whose price depends on that of the underlying instrument, which is listed on the regulated markets.

Pool (transactions)
See "*Syndicated lending*".

Preferred shares
See "*Core Tier 1*".

Pricing
Broadly speaking, it generally refers to the methods used to determine yields and/or costs of products and services offered by the Bank.

Prime broker
The Prime Broker is an international financial intermediary that operates as agent in the settlement process, carrying out the financial transactions ordered by the hedge fund's manager with the utmost confidentiality. The Prime Broker also acts as the fund's lender, providing credit lines and securities lending for short selling, and directly obtaining guarantees in respect of the financing granted to the fund. The Prime Broker also provides risk management services, monitoring the hedge fund's risk exposure to ensure conditions of financial stability. Other services provided by the Prime Broker are holding and deposit of the fund's cash and securities, handling of the netting and settlement process, and recording of all market transactions.

Prime loan
Mortgage loan in which both the criteria used to grant the loan (loan-to-value, debt-to-income, etc.) and to assess the borrower's history (no past due reimbursements of loans, no bankruptcy, etc.) are sufficiently conservative to rank the loan as high-quality (as concerns the borrower) and low-risk.

Private banking
Business designed to provide preferred customers with asset management, professional advice and other personalised services.

Private equity
Activity aimed at the acquisition of equity investments and their subsequent sale to specific counterparties, without public offerings.

Probability of Default (PD)
The likelihood that a debtor will default within the space of 1 year.

Project finance
Technique for the financing of industrial projects based upon a forecast of the cash flow generated by the projects themselves. The analysis is based upon a series of evaluations differing from those generally made when assessing ordinary credit risk, and covering, in addition to cash flow analysis, technical examination of the project, the suitability of the sponsors engaged in its implementation and the markets where the product will be placed.

Prudential filters
In schemes for calculating regulatory capital, corrections made to line items with the aim of safeguarding the quality of regulatory capital and reducing its potential volatility as a result of the application of international accounting standards (IAS/IFRS).

PV01
Measures the price value change of a financial asset following a one basis point shift in the yield curve.

Ratings
An evaluation of the quality of a company or of its bond issues, based on the company's financial strength and outlook. Such evaluation is performed by specialised agencies or by the Bank based on internal models.

Real estate (finance)
Structured finance transactions in the real estate sector.

Real Estate Investment Trust (REITs)
REITs are entities that invest in different types of real estate or financial assets related to real estate, including malls, hotels, offices and mortgage loans.

Relative value/Arbitrage (Funds)
Funds that invest in market neutral strategies, profiting from the price differentials of particular securities or financial contracts, neutralising the underlying market risk.

Retail
Customer segment mainly including households, professionals, retailers and artisans.

Risk Management
Activity pertaining to the identification, measurement, evaluation and overall management of various types of risk and their hedging.

Risk Weighted Assets (RWA)
On- and off-balance sheet assets (derivatives and guarantees) that are classified and weighted by means of several risk ratios, in accordance with the rules issued by regulatory authorities on the calculation of capital ratios.

Risk-based lending
A methodology applied to a credit portfolio to identify the most suitable pricing conditions taking into account the risk factor of each credit.

RMBS - Residential Mortgage-Backed Securities
Asset-backed securities guaranteed by mortgages on residential real estate.

ROE (Return On Equity)
It expresses the return on equity in terms of net income. It is the indicator of greatest interest to shareholders in that it allows them to assess the return on their equity investment.

Sale with recourse
Transfer of a loan or receivable in which the transferor guarantees payment by the debtor. The transferor thus guarantees the transferee both that the transferred loan or receivable exists and that the debtor is solvent.

Sale without recourse
Transfer of a loan or receivable in which the transferor does not offer any guarantees in the event of default by the debtor. The transferor thus only guarantees the transferee that the transferred loan or receivable exists, but not that the debtor is solvent.

Scoring
System for the analysis of company customers, yielding an indicator obtained by examination of financial statements data and sector performance forecasts, analysed by means of statistical methods.

Securitisation
A transaction in which the risk associated with financial or real assets is transferred to a special-purpose vehicle by selling the underlying assets or using derivative contracts. In Italy the primary applicable statute is Law 130 of 30 April 1999.

Senior/Super senior tranche
In a securitisation transaction, this is the tranche that has first claim on interest and principal payments.

Sensitivity
It refers to the degree of sensitivity with which certain assets/liabilities react to changes in rates or other input variables.

Servicer
In securitisation transactions, it is the organisation that – on the basis of a specific servicing contract – continues to manage the securitised credits or assets after they have been transferred to the special purpose vehicle tasked with issuing the securities.

SGR (Società di gestione del risparmio)
Joint-stock companies reserved the possibility of providing both collective and individual asset management service jointly. In particular, they are authorised to set up mutual funds, manage their own or others' mutual funds and the assets of SICAVs and provide individual investment portfolio management service.

SPE/SPV
Special Purpose Entities or Special Purpose Vehicles are companies established by one or more entities to perform a specific transaction. Generally, SPEs/SPVs have no operating and managerial structures of their own and rely on those of the other parties involved in the transaction.

Speculative grade
Term used to identify issuers with a low credit rating (e.g., below BBB on Standard & Poor's index).

Spread
This term can indicate the difference between two interest rates, the difference between the bid and ask price of a security or the price an issuer of stocks and bonds pays above a benchmark rate.

SpreadVar
Value that indicates the maximum possible loss on a trading portfolio due to the market performance of CDS spreads or bond spreads, with a certain degree of probability and assuming a certain amount of time needed for the disposal of positions.

Stakeholders
Subjects who, acting in different capacities, interact with the firm's activity, sharing in its profits, influencing its performance/services, and evaluating its economic, social and environmental impact.

Stock options
Term used to indicate the right granted to company managers to purchase the company's shares at a certain price (*strike price*).

Stress tests
A simulation procedure designed to assess the impact of extreme market scenarios on a bank's overall exposure to risk.

Structured export finance
Structured finance transactions in the goods and services export sector.

Subprime
A universally agreed-upon definition of sub-prime loans does not exist. In short, this term refers to loans granted to borrowers with low creditworthiness, either because of bad credit history (non-payment, debt settlements or doubtful loans) or because their debt-to-income or loan-to-value ratio is high.

Swaps
Transactions normally consisting of an exchange of financial flows between operators under various contractual arrangements. In an interest-rate *swap*, the parties exchange flows which may or may not be benchmarked on interest rates, calculated on a notional principal amount (e.g., one party pays a fixed-rate flow while the other pays a floating-rate flow). In the case of a currency swap, the parties exchange specific amounts of two different currencies at the outset, repaying them over time according to

arrangements that may regard both the principal and the indexed interest flows.

Syndicated lending
Loans arranged and guaranteed by a pool of banks and other financial institutions.

Tax rate
The effective tax rate, determined by the ratio of income taxes to income before tax.

Terminal value
An enterprise's value at the end of an analytical cash-flow forecasting period, calculated by multiplying the analytical cash flow for the final period by (1 + g) and dividing that amount by (Ke-g).

Tier 1
Core capital (Tier 1) includes the paid-in capital, the share premium reserve, reserves from retained earnings (including IAS/IFRS first-time–adoption reserve other than those included under valuation reserves), and excludes treasury shares and intangible assets. Consolidated Tier 1 capital also includes minority interest.

Tier 2
Tier 2 capital includes valuation reserves, innovative and non-innovative capital instruments not included in Tier 1 capital, hybrid capital instruments, Tier 2 subordinated liabilities, unrealised capital gains on equity investments, excess value adjustments with respect to expected losses, and the other positive elements that constitute capital items of a secondary nature; the positive "prudential filters" of Tier 2 capital are also included. The total of these elements, less net unrealised capital losses on equity investments, negative items related to loans, other negative elements, and negative Tier 2 "prudential filters", makes up "Tier 2 capital before items to be deducted". Tier 2 capital is made up of the difference between "Tier 2 capital before items to be deducted" and 50 per cent of "items to be deducted".

Time value
Change in the financial value of an instrument with regard to the time frame in which certain monetary flows will become available or due.

Total capital ratio
Capital ratio referred to regulatory capital components (Tier 1 plus Tier 2).

Total return swap
A contract under which one party, usually the owner of a security or a debt instrument, agrees to make periodic payments to an investor (protection seller) of the capital gains and interest generated by the asset. On the other side, the investor agrees to make payments based on a floating rate, as well as any negative price changes of the asset from the date of the contract.

Trading book
The portion of a portfolio of securities or other financial instruments earmarked for trading activity.

Trustee (Real estate)
Real estate vehicles.

Trust-preferred Securities (TruPS)
Financial instruments similar to preferred shares, which are entitled to particular tax benefits.

Underwriting fee
Fee received in advance by the bank as compensation for assuming the underwriting risk associated with the granting of a loan.

Upper Tier 2
Hybrid capital instruments (e.g., perpetual loans) that make up the highest quality elements of Tier 2 capital.

Value in use
Value in use is the present value of estimated future cash flows expected to arise from an asset or from a cash-generating unit.

VaR - Value at Risk
The maximum value likely to be lost on a portfolio as a result of market trends, estimating probability and assuming that a certain amount of time is required to liquidate positions.

Vega
Coefficient that measures the sensitivity of an option's value in relation to a change in or underestimation of volatility.

Vega01
Referred to a portfolio, it indicates the change in value that it would undergo as a consequence of a one percent increase in the volatility of the underlying financial instruments.

Vintage
Date of generation of the collateral underlying the securitisation. It is an important factor in the assessment of the risk of the mortgage portfolios underlying securitisations.

Warrant
Negotiable instrument that entitles the holder to purchase from or sell to the issuer fixed-income securities or shares according to specific procedures.

Waterfall
Characteristic of a CDO's cash flow projection that is used in the CDO pricing process to model and allocate flows. It establishes the priority of payment of the various tranches in the event of failure of the tests on overcollateralisation and interest coverage ratios.

Wealth management
See "*Asset management*".

What-if
Form of analysis that attempts to predict the response of specific elements to changes in baseline parameters.

Wholesale banking
Banking activity mainly consisting of high-value transactions concluded with major counterparties.

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Financial calendar

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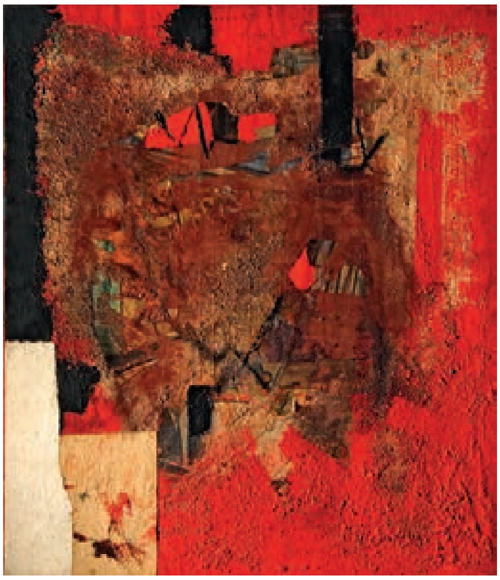
GALLERIE D'ITALIA.
THREE MUSEUMS, ONE CULTURAL NETWORK FOR ITALY.

Intesa Sanpaolo's Gallerie d'Italia project enables the bank to share its artistic and architectural heritage with the wider public. With 1,000 artworks on display in historic palazzos in three cities, its museum network is truly one of a kind.

The **Gallerie di Piazza Scala**, Milano: this prestigious architectural complex houses a selection of two hundred 19th-century masterpieces by painters from Lombardy, as well as an exhibition charting the leading figures and tendencies in Italian art from the latter half of the twentieth century.
The **Gallerie di Palazzo Leoni Montanari**, Vicenza: home to the most important collection of Russian icons in the West and examples of 18th-century painting from Veneto.
The **Gallerie di Palazzo Zevallos Stigliano**, Napoli: the galleries host the *Martyrdom of Saint Ursula*, one of Caravaggio's very last paintings, in addition to southern Italian landscapes dating from the 17th to the early 20th centuries.

On the cover



Alberto Burri
(Città di Castello 1915 – Nice 1995)
Red Black, 1953
oil, paint, canvas and ground pumice stone on canvas,
98.8 x 85.2 cm
Intesa Sanpaolo Collection
Gallerie d'Italia-Piazza Scala, Milano

Alberto Burri is one of Italy's most important post-Second World War artists. After graduating with a degree in medicine in 1940, he joined the army as a medical officer but was taken prisoner by the British in Tunisia in 1943. The following year he was transferred by the Americans to a prison camp in Texas, where he began experimenting with art. On his return to Italy, he gave up medicine to dedicate himself exclusively to painting.

The lack of faith in art and the languages of art after the War moved Burri, like his contemporaries, to seek out new means of expressing the creative angst which radiates from his work, making it the focus of his personal vision of the individual.

Red Black marks a significant hiatus in the "Art Informel" period of the early 1950s, the elegance of its forms contrasting sharply with the *brutality* of the materials. In this piece, it is as though Burri wanted to return to traditional techniques and evocative gestures as opposed to direct compositions. The painting enhances the continuity of the artist's language, as reflected in the close ties between colour and matter which transcend the complexity and variety of the media.

The choice of this work highlights the value of identity, the power of design and the courage to innovate.