

Negotiable Commercial Paper

(Negotiable European Commercial Paper - NEU CP)¹

Trade name of the notes defined in article D.213-1 of the French monetary and financial code

Not guaranteed programme

INFORMATION MEMORANDUM	
Name of the programme	INTESA SANPAOLO S.p.A. London Branch, NEU CP (Programme ID 1735)
Name of the issuer	INTESA SANPAOLO S.p.A. London Branch
Type of programme	NEU CP
Writing language	English
Programme size	15 000 000 000 EURO
Guarantor(s)	Not applicable
Rating(s) of the programme	Rated by DBRS Ratings FITCH RATINGS MOODY'S STANDARD AND POOR'S INTERNATIONAL
Arranger(s)	Société Générale
Introduction advisor	Not applicable
Legal advisor	Not applicable
Issuing and paying agent(s) (IPA)	SOCIETE GENERALE
Dealer(s)	INTESA SANPAOLO S.p.A. London Branch BNP PARIBAS CREDIT AGRICOLE CIB HSBC FRANCE ING BANK NV INTESA SANPAOLO SPA SOCIETE GENERALE STANDARD CHARTERED BANK STANDARD CHARTERED BANK (HONG KONG) LIMITED
Date of the information memorandum (dd/mm/yyyy)	02/07/2021

Drawn up pursuant to articles L. 213-0-1 to L. 213-4-1 of the French monetary and financial code

A copy of the information memorandum is sent to:

BANQUE DE FRANCE
Direction générale de la stabilité financière et des opérations (DGSO)
Direction de la mise en œuvre de la politique monétaire (DMPM)
S2B-1134 Service des Titres de Créances Négociables (STCN)
39, rue Croix des Petits Champs
75049 PARIS CEDEX 01

Avertissement : cette documentation financière étant rédigée dans une langue usuelle en matière financière autre que le français, l'émetteur invite l'investisseur, le cas échéant, à recourir à une traduction en français de cette documentation.

The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities:

<https://www.banque-france.fr/politique-monetaire/surveillance-et-developpement-des-financements-de-marche-marche-neu-cp-neu-mtn/le-marche-des-titres-negociables-court-et-moyen-terme-neu-cp-neu-mtn>

Information marked « Optional » may not be provided by the issuer because French regulations do not require it

1. DESCRIPTION OF THE ISSUANCE PROGRAMME

Articles D. 213-9, 1° and D 213-11 of the French monetary and financial code and Article 6 of the Order of 30 May 2016 and subsequent amendments

1.1	Name of the programme	INTESA SANPAOLO S.p.A. London Branch, NEU CP (Programme ID 1735)
1.2	Type of programme	NEU CP
1.3	Name of the issuer	INTESA SANPAOLO S.p.A. London Branch acting through London branch
1.4	Type of issuer	Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code
1.5	Purpose of the programme	General funding purposes.
1.6	Programme size (maximum outstanding amount)	15 000 000 000 EURO Fifteen Billion EURO or any other currency authorized by applicable laws and regulations in force in France at the time of the issue
1.7	Form of the notes	The NEU CP are short-term negotiable debt Securities, issued in bearer form and recorded in the books of authorised intermediaries (book entry system) in accordance with French laws and regulations.
1.8	Yield basis	<p>Compensation type(s) : Unrestricted</p> <p>Compensation rules(s) :</p> <p>The remuneration of the NEU CP is unrestricted.</p> <p>The Issuer shall only issue NEU CP with remuneration linked to usual money market indexes, such as Euribor, EONIA, €STR or at fixed rate or with a structured remuneration.</p> <p>The issuer may not issue NEU CP with potentially variable principal payments. In no circumstances the NEU CP will be redeemed below par.</p> <p>In the case of an issue of NEU CP embedding an option of early redemption, extension or repurchase, as mentioned in paragraph 1.10 below, the conditions of remuneration of such NEU CP will be set at when the said NEU CP will be initially issued and shall not be further modified, including when such an embedded option of early redemption, extension or repurchase will be exercised.</p>
1.9	Currencies of issue	Euro or any other currency authorized by applicable laws and regulations in force in France at the time of the issue

1.10	Maturity	<p>The term (maturity date) of the NEU CP shall be determined in accordance with laws and regulations applicable in France, which imply that, at the date hereof, such term shall not be less than one day and shall not be longer than one year (365 days or 366 days in a leap year), from the issue date.</p> <p>The NEU CP may be repaid before maturity in accordance with the laws and regulations applicable in France. The early repayment option, if any, shall be explicitly specified in the confirmation form of any relevant issuance of NEU CP.</p> <p>The NEU CP issued under the Programme may carry one or more embedded option(s) of extension of the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>The NEU CP issued under the Programme may also carry one or more embedded option(s) of repurchase before the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>An option of early redemption, extension or repurchase of NEU CP, if any, shall be explicitly specified in the confirmation form of any related issuance of NEU CP.</p> <p>In any case, the overall maturity of any NEU CP embedded with one or several of such clauses, shall always - all options of early redemption, extension or repurchase included – conform to laws and regulations in force in France at the time of the issue.</p>
1.11	Minimum issuance amount	200 000 EURO or any other amount above the stated value (or equivalent amount in the relevant foreign currency)
1.12	Minimum denomination of the notes	By virtue of regulation (Article D 213-11 of the French monetary and financial code), the legal minimum face value of the commercial paper within the framework of this program is 200 000 euros or the equivalent in the currencies selected at the time of issuance
1.13	Status of the notes	Senior Unsecured
1.14	Governing law that applies to the programme	French Law
1.15	Listing of the notes/Admission to trading on a regulated market	<p>Yes. All, or part only, of the NEU CP issued under this Programme may be admitted to trading on Euronext Paris and/or Bourse de Luxembourg pursuant to the Regulation EU 2017/1129 of the European Parliament and the Council dated 14 June 2017 and repealing Directive 2003/71/EC (the “Prospectus Regulation”).</p> <p>Whether an issue of NEU CP is admitted to trading can be verified (respectively):</p> <p>on Euronext Paris on the website of Euronext Paris at the following address: https://www.euronext.com/en</p> <p>and/or</p> <p>on Bourse de Luxembourg on the website of Bourse de Luxembourg at the following address:</p> <p>http://www.bourse.lu</p>
1.16	Settlement system	The NEU CP will be issued in Euroclear France.

1.17	Rating(s) of the programme	<p>STANDARD AND POOR'S INTERNATIONAL : disclosure.spglobal.com/ratings/en/regulatory/instrument-details/debtType/COMMPAPER/entityId/657137</p> <p>MOODY'S : moodys.com/credit-ratings/Intesa-Sanpaolo-SPA-London-Branch-credit-rating-824007566/ratings/view-by-debt</p> <p>FITCH RATINGS : fitchratings.com/entity/intesasanpaolo-spa-80360476#securities-andobligations</p> <p>DBRS Ratings : dbrs.com/issuers/23398/intesa-sanpaolo-spa-london-branch</p> <p>Ratings can be reviewed at any time by the rating agencies. Investors are invited to refer to the websites of the agencies concerned for the current rating</p>
1.18	Guarantor	Not applicable
1.19	Issuing and Paying Agent(s) (IPA) - exhaustive list -	SOCIETE GENERALE
1.20	Arranger	Société Générale
1.21	Placement method	<p>Direct placement</p> <p>Dealer(s) : BNP PARIBAS CREDIT AGRICOLE CIB HSBC FRANCE ING BANK NV INTESA SANPAOLO SPA SOCIETE GENERALE STANDARD CHARTERED BANK STANDARD CHARTERED BANK (HONG KONG) LIMITED</p> <p>The Issuer may subsequently elect to replace any dealer, insure the placement himself, or appoint other dealers; an updated list of such dealers shall be disclosed to investors upon request to the Issuer</p>
1.22	Selling restrictions	<p>General selling restrictions</p> <p>No action has been taken or will be taken by the Issuer, each Dealer, any initial subscriber and any further holder of the NEU CP issued under the Programme that would or is intended to permit a public offering of the NEU CP or the possession or distribution of the Information Memorandum or any other document relating to the NEU CP in any country or jurisdiction where action for that purpose is required.</p> <p>Each Dealer or any initial subscriber has undertaken and any further holder of the NEU CP will be required to undertake, to the extent possible, to the best of its knowledge, to comply with all applicable laws and regulations in force in any country or jurisdiction in which it purchases, offers or sells the NEU CP or possesses or distributes the Information Memorandum or any other document relating to the NEU CP and to obtain any consent, approval or permission required by it for the purchase, offer or sale of NEU CP under the laws and regulations in force in any jurisdiction to which it is subject or in which it will make such purchases offers or sales and neither the Issuer, nor any Dealer nor any initial subscriber nor any further holder shall have responsibility</p>

therefore.

None of any Dealer, any initial subscriber or any further holder of the NEU CP will either offer, sell or deliver, directly or indirectly, any NEU CP or distribute the Information Memorandum or any other document relating to the NEU CP in or from any country or jurisdiction except under circumstances that will result in the compliance with any applicable laws and regulations and which will not impose any obligations on the Issuer.

Prohibition of Sales to EEA Retail Investors

Each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any NEU CP which are the subject of the offering contemplated by the Information Memorandum as completed by the Contractual Terms in relation thereto to any retail investor in the European Economic Area (EEA). For the purposes of this provision:

(a) the expression “retail investor” means a person who is one (or more) of the following:

(i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); or

(ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the “Insurance Mediation Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II;

France

Each Dealer has represented, warranted and undertaken and each further Dealer appointed under the Programme will be required to represent, warrant and undertake, that it has not offered or sold, and will not offer or sell, directly or indirectly, any NEU CP to the public in the Republic of France and it has not distributed or caused to be distributed and will not distribute or cause to be distributed to the public in France, the Information Memorandum, the relevant Contractual Terms or any other offering material relating to the NEU CP and such offers, sales and distributions have been and will be made in France only to (a) persons providing investment services relating to portfolio management for the account of third parties, (*personnes fournissant le service d'investissement de gestion de portefeuille pour compte de tiers*), and/or (b) qualified investors (*investisseurs qualifiés*) acting for their own account, and as defined in, and in accordance with, Articles L.411-1, L.411-2 and D.411-1 of the French *Code monétaire et financier*.

Republic of Italy

The offering of the NEU CP has not been registered pursuant to Italian securities legislation and, accordingly no NEU CP may be offered, sold or delivered, nor may copies of this Information Memorandum or of any other document relating to the NEU CP be distributed in the Republic of Italy, except:

(a) to qualified investors (*investitori qualificati*) as defined pursuant to Article 2 of the Prospectus Regulation and any applicable provision of Legislative Decree No. 58 of 24 February 1998, as amended (the “**Financial Services Act**”) and/or Italian CONSOB regulations; or

(b) in any other circumstances which are exempted from the rules on public offerings pursuant to Article 1 of the Prospectus Regulation, and in accordance with any applicable Italian laws and regulations.

Any offer, sale or delivery of the NEU CP or distribution of copies of this Information Memorandum or any other document relating to the NEU CP in the Republic of Italy under (a) or (b) above must:

(i) be made by an investment firm, bank or financial intermediary permitted to conduct such activities in the Republic of Italy in accordance with the Financial Services Act, CONSOB Regulation No. 20307 of 15 February 2018 (as amended from time to time) and Legislative Decree No. 385 of 1 September 1993, as amended (the “**Banking Act**”); and

(ii) comply with any other applicable laws and regulations or requirement imposed by CONSOB, the Bank of Italy (including, the reporting requirements, where applicable, pursuant to Article 129 of the Banking Act and the implementing guidelines of the Bank of Italy, as amended from time to time) and/or any other Italian authority.

United Kingdom

Each Dealer has represented and agreed (and each further Dealer appointed under the Programme will be required to further represent and agree) that:

(a) in relation to any Instrument which has a maturity of less than one year, (i) it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business and (ii) it has not offered or sold and will not offer or sell the Instruments other than to persons whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or as agent) for the purposes of their businesses or who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses

where the issue of the Instruments would otherwise constitute a contravention of Section 19 of the FSMA by the relevant Issuer;

(b) it has only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received by it in connection with the issue or sale of any NEU CP in circumstances in which section 21(1) of the FSMA does not, or, in the case of the Issuer would not, if it was not an authorised person, apply to the Issuer; and

(c) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to such any NEU CP in, from or otherwise involving the United Kingdom.

United States of America

Neither the NEU CP thereof have been nor will they be registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction of the United States and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons except in certain transactions exempt from the registration requirements of the Securities Act. Terms used in this paragraph have the meanings given to them by Regulation S.

This bearer Instruments are subject to U.S. tax law requirements and may not be offered, sold or delivered within the United States or its possessions or to a United States person, except in certain transactions permitted by U.S. tax regulations. Terms used in this paragraph have the meanings given to them by the United States Internal Revenue Code and regulations thereunder.

Each Dealer has agreed that it will not offer, sell or deliver NEU CP, (i) as part of their distribution at any time or (ii) otherwise until 40 days after the completion of the distribution of the NEU CP comprising the relevant tranche within the United States or to, or for the account or benefit of, U.S. persons, and such Dealer will have sent to each dealer to which it sells NEU CP during the distribution compliance period relating thereto a confirmation or other notice setting forth the restrictions on offers and sales of the NEU CP within the United States or to, or for the account or benefit of, U.S. persons.

In addition, until 40 days after the commencement of the offering of NEU CP comprising any tranche, any offer or sale of NEU CP within the United States by any dealer (whether or not participating in the offering) may violate the registration requirements of the Securities Act.

1.23	Taxation	<p>The Issuer is not bound to indemnify any holder of the NEU CP in case of taxes which are payable under French law or any other foreign law in respect of the principal of, or the interest on, the NEU CP, except for any stamp or registration taxes payable by the Issuer under French law.</p> <p>Holders of the NEU CP and beneficial interests therein must be resident for tax purposes in a country which the Italian government identifies as allowing for a satisfactory exchange of information with Italy (the "White List States") as listed in the Italian Ministerial Decree dated September 4, 1996, as amended from time to time, or, as from the tax year in which the Ministerial Decree to be issued under Article 11, paragraph 4, let. c) of Legislative Decree No. 239 of April 1, 1996 is effective, in a country therein included.</p>
1.24	Involvement of national authorities	Banque de France
1.25	Contact(s)	<p>Tel:+39.02.8540.9358 Tel:+39.335.7722217 fundinglegalsupport@intesasanpaolo.com</p>

1.26	<p>Additional information on the programme</p>	<p>The Issuer shall update in due time the Information Memorandum in accordance with the legal laws and regulations applicable for rated programmes of French negotiable debt securities.</p> <p>· Annual update</p> <p>The Issuer shall update each year its Information Memorandum within 45 days following the shareholders' annual general meeting, or the equivalent body, voting on the accounts for the last financial year.</p> <p>· Permanent update</p> <p>The Issuer shall immediately update its Information Memorandum following any change to the NEU CP under this Programme relating to:</p> <p>§ the maximum amount of its outstanding NEU CP issues;</p> <p>§ its rating;</p> <p>§ the Issuing and Paying Agent;</p> <p>§ any new circumstance which may have a significant effect on the NEU CP or on the outcome of the issue programme.</p> <p>1.26.2 Communication</p> <p>The Issuer shall, in accordance with applicable laws and regulations, immediately and free of charge, provide its Information Memorandum, and its updates to the entities involved in the implementation of its Programme such as:</p> <p>§ Issuing and Paying Agent (IPA);</p> <p>§ Intermediaries for the purchase and sale of the NEU CP and any person who requests them;</p> <p>§ The Issuer shall communicate immediately each update to the Banque de France.</p>
1.27	<p>Language of the information memorandum which prevails</p>	<p>English</p>

2 DESCRIPTION OF THE ISSUER

Article D. 213-9, 2° of the French monetary and financial code and Article 7, 3° of the Order of 30 May 2016 and subsequent amendments

2.1	Legal name	INTESA SANPAOLO S.p.A. London Branch
2.2	Legal form/status, governing law of the issuer and competent courts	<p>Legal form/status : Joint stock company under Italian law</p> <p>Governing law of the issuer : Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code</p> <p>Competent courts : Italy</p>
2.3	Date of incorporation	10/10/1925
2.4	Registered office or equivalent (legal address) and main administrative office	<p>Registered office : Piazza San Carlo, 156 10121 TURIN ITALY</p> <p>Branch : 90, Queen Street EC4N 1SA London UNITED KINGDOM</p>
2.5	Registration number, place of registration and LEI	<p>Registration number : 00799960158</p> <p>LEI : 2W8N8UU78PMDQKZENC08</p>
2.6	Issuer's mission summary	<p>The purpose of Intesa Sanpaolo S.p.A. is the deposit-taking and the carrying-on of all forms of lending activities through its subsidiaries. To this end Intesa Sanpaolo S.p.A. may, in compliance with laws and regulations applicable from time to time and subject to being granted the required authorisations, directly and also through its subsidiaries, provide all banking and financial services, including the establishment and management of open-end and close-end pension schemes as well as carry out any other transactions that are instrumental for, or related to, the achievement of its corporate purpose.</p>
2.7	Brief description of current activities	<p>The Intesa Sanpaolo Group is the leading banking group in Italy, with 13.5 million customers and approximately 4,700 branches. The Intesa Sanpaolo Group is the <u>leading provider of financial products and services to both households and enterprises in Italy</u>.</p> <p>The Group has a strategic international presence, with approximately 1,000 branches and 7.1 million customers. It is among the top players in several countries in Central Eastern Europe and in the Middle East and North Africa, through its local subsidiary banks: the Intesa Sanpaolo Group ranks first in Serbia, second in Croatia and Slovakia, fourth in Albania, fifth in Bosnia and Herzegovina, Egypt and Slovenia, sixth in Moldova and Hungary.</p> <p>The Group operates through six divisions:</p> <ul style="list-style-type: none"> • The Banca dei Territori Division: focuses on the market

and centrality of the territory for stronger relations with individuals, small and medium-sized enterprises and non-profit entities. The division includes the the activities in industrial credit, leasing and factoring as well as instant banking through the partnership between the subsidiary Banca 5 and SisalPay.

- The **Corporate & Investment Banking Division**: a global partner which supports, taking a medium-long term view, the balanced and sustainable development of corporates and financial institutions, both nationally and internationally. Its main activities include capital markets and investment banking. The division is present in 25 countries where it facilitates the cross-border activities of its customers through a specialist network made up of branches, representative offices, and subsidiary banks focused on corporate banking.
- The **International Subsidiary Banks Division**: the division includes the following commercial banking subsidiaries: Intesa Sanpaolo Bank Albania in Albania, Intesa Sanpaolo Banka Bosna i Hercegovina in Bosnia and Herzegovina, Privedna Banka Zagreb in Croatia, the Prague branch of VUB Banka in the Czech Republic, Bank of Alexandria in Egypt, Eximbank in Moldova, CIB Bank in Hungary, Intesa Sanpaolo Bank Romania in Romania, Banca Intesa Beograd in Serbia, VUB Banka in Slovakia, Intesa Sanpaolo Bank in Slovenia and Pravex Bank in Ukraine.
- The **Private Banking Division**: serves the customer segment consisting of Private clients and High Net Worth Individuals with the offering of products and services tailored for this segment. The division includes Fideuram - Intesa Sanpaolo Private Banking, with 5,743 private bankers.
- The **Asset Management Division**: asset management solutions targeted at the Intesa Sanpaolo Group's customers, commercial networks outside the Group, and the institutional clientele. The division includes Eurizon, with 278 billion euro of assets under management.
- The **Insurance Division**: insurance and pension products tailored for the Intesa Sanpaolo Group's clients. The division includes Intesa Sanpaolo Vita, Intesa Sanpaolo Life, Fidueram Vita, Intesa Sanpaolo Assicura and Intesa Sanpaolo RBM Salute with direct deposits and technical reserves of 176 billion euro.

2.8	Capital	10,084,445,147.92 EURO Decomposition of the capital : 19,430,463,305 ordinary shares without nominal value
2.8.1	Amount of capital subscribed and fully paid	10,084,445,147.92 EURO

2.8.2	Amount of capital subscribed and not fully paid	Not applicable
2.9	List of main shareholders	References to the relevant pages of the annual report or reference document : https://group.intesasanpaolo.com/en/governance/shareholder-base Shareholders : Compagnia di San Paolo (6.12 %) BlackRock Inc. (5.01 %)
2.10	Regulated markets on which the shares or debt securities of the issuer are listed	Regulated markets on which the shares are listed : The shares of Intesa Sanpaolo S.p.A. are listed on the Italian Stock Exchange. http://www.borsaitaliana.it/
2.11	Composition of governing bodies and supervisory bodies	References to the relevant pages of the annual report where the composition of governing bodies and supervisory bodies is provided : Page 11 of the Intesa Sanpaolo Group's 2020 Annual Report Gian Maria Gros-Pietro, Chairman Paolo Andrea Colombo, Deputy Chairperson Carlo Messina , Managing Director and Chief Executive Officer Franco Ceruti , Director Roberto Franchini, Director Anna Gatti, Director Rossella Locatelli, Director Maria Mazzearella, Director Fabrizio Mosca, Director Milena Teresa Motta, Director Luciano Nebbia, Director Bruno Picca, Director Alberto Maria Pisani, Director Livia Pomodoro, Director Andrea Sironi, Director Maria Alessandra Stefanelli, Director Guglielmo Weber, Director Daniele Zamboni, Director Maria Cristina Zoppo, Director Fabrizio Dabbene , Manager Responsible for Preparing the Company's financial reports
2.12	Accounting method for consolidated accounts (or failing that, for the annual accounts)	Accounting method for consolidated accounts : IFRS Accounting method for annual accounts : IAS/IFRS
2.13	Accounting year	Starting on 01/01 ending on 31/12

2.13.1	Date of the last general annual meeting of shareholders (or equivalent thereof) which has ruled on the last financial year accounts	28/04/2021
2.14	Fiscal year	Starting on 01/01 ending on 31/12
2.15	Auditors of the issuer, who have audited the issuer's annual accounts	
2.15.1	Auditors	Holder(s) : KPMG S.p.A. Via Vittor Pisani, 25 20124 Milan
2.15.2	Auditors report on the accuracy of the accounting and financial information	The Auditor's opinions appear on: Page 537 to 545 of the 2019 Annual Report of Intesa Sanpaolo Group. Page 809 to 816 of the 2019 Annual Report of the Parent Company. Page 587 to 598 of the 2020 Annual Report of Intesa Sanpaolo Group. Page 867 to 876 of the 2020 Annual Report of the Parent Company
2.16	Other equivalent programmes of the issuer	Intesa Sanpaolo S.p.A. acts as an issuer or guarantor for the following short-term paper programmes: · Euro 30,000,000,000 Euro Commercial Paper and Certificate of Deposit and Commercial Paper (<i>Cambiali Finanziarie</i>) Programme (Intesa Sanpaolo Bank Ireland plc and Intesa Sanpaolo Bank Luxembourg Sa as Issuer, fully guaranteed by Intesa Sanpaolo S.p.A. and Intesa Sanpaolo S.p.A. as Issuer of <i>Cambiali Finanziarie</i> only) · US Dollars 40,000,000,000 US Commercial Paper Programme (Intesa Funding LLC as the Issuer, fully guaranteed by Intesa Sanpaolo S.p.A.) · Hong Kong Dollars 15,000,000,000 Certificate of Deposit Programme (Intesa Sanpaolo S.p.A. Hong Kong Branch as the Issuer)

2.17	Rating of the issuer	<p>FITCH RATINGS : fitchratings.com/entity/intesa-sanpaolo-spa-80360476#securities-and-obligations</p> <p>MOODY'S : moody's.com/credit-ratings/Intesa-Sanpaolo-SpA-London-Branch-credit-rating-824007566</p> <p>STANDARD AND POOR'S INTERNATIONAL : standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/COMMPPER/entityId/657137</p> <p>DBRS Ratings : dbrs.com/issuers/23398/intesa-sanpaolo-spa-london-branch</p>
2.18	Additional information on the issuer	<p>Additional information about the Issuer can be obtained on the Issuer's website:</p> <p>www.group.intesasanpaolo.com</p>

3. CERTIFICATION OF INFORMATION

Articles D. 213-5 et D. 213-9, 4° of the French monetary and financial code and subsequent amendments

Certification of information of the issuer INTESA SANPAOLO S.p.A. London Branch

3.1	Person(s) responsible for the information memorandum concerning the programme of NEU CP for the issuer	Mr - Fabio Francesco - Ferrari - Head of Funding and Counterbalancing Capacity - Intesa Sanpaolo S.p.A.
3.2	Declaration of the person(s) responsible for the information memorandum concerning the programme of NEU CP for the issuer	To the best of my knowledge, the information provided by the issuer in the financial documentation, including the French summary (if relevant) is accurate, precise and does not contain any omissions likely to affect its scope or any false or misleading information
3.3	Date (DD/MM/YYYY), place of signature, signature	02/07/2021

4. INFORMATION CONCERNING THE ISSUER'S REQUEST OF THE STEP LABEL

An application for a STEP label for this Programme will be made to the STEP Secretariat in relation to the Notes eligible under the STEP Market Convention. Information as to whether the STEP label has been granted for this Programme in relation to such Notes may be made available on the STEP market website (initially www.stepmarket.org). This website is not sponsored by the Issuer and the Issuer is not responsible for its content or availability. Unless otherwise specified in this Information Memorandum, the expressions "STEP", "STEP Market Convention", "STEP label", "STEP Secretariat", and "STEP market website" shall have the meaning assigned to them in the Market Convention on Short-Term European Paper dated 19 May 2015 and adopted by the European Money Markets Institute and Euribor-ACI (as amended from time to time).

APPENDICES

Further to articles D.213-9 of the French monetary and financial code and L.232-23 of the French commercial code, financial information mentioned in Article D213-9 of the French monetary and financial code should be made available to any person upon request

Appendice 1	Documents available to the shareholders annual general meeting or the equivalent²	<u>Annual general meeting 2021</u> Annual report for the financial year ended 31/12/2020 <u>Annual general meeting 2020</u> Annual report for the financial year ended 31/12/2019
Appendice 2	Annual report Year 2021	https://eucpmtn.banque-france.fr/neusgate/api/public/document/6028
Appendice 3	Annual report Year 2020	https://eucpmtn.banque-france.fr/neusgate/api/public/document/1955