

NOTICE

in relation to the Final Terms of

MAX LONG CERTIFICATES on MSCI Emerging Markets 9% Risk Control 2% Decrement Net (EUR) Index due 20.09.2027

commercial name: Equity Protection su Indice Emerging Markets - DE724871 Index

(ISIN code XS2211672287)

(the "Certificates")

to be issued by Intesa Sanpaolo S.p.A. (the "Issuer") under the Warrants and Certificates Programme IMI CIB, approved on 12 June 2020 by the *Commission de Surveillance du Secteur Financier* ("CSSF") in its capacity as competent authority of Luxembourg (the "Base Prospectus")

Intesa Sanpaolo S.p.A., in its capacity as issuer of the Certificates, hereby informs that the first supplement to the Base Prospectus (the "**First Supplement**") has been approved by the CSSF and published by the Issuer on 11 August 2020.

The purpose of the First Supplement is to (i) incorporate by reference in the Base Prospectus (A) the press release dated 3 August 2020 entitled "Final Results of the voluntary public purchase and exchange offer for all the ordinary shares of Unione di Banche Italiane S.p.A. launched by Intesa Sanpaolo S.p.A."; and (B) the press release dated 4 August 2020 relating to the "Intesa Sanpaolo: Consolidated Results as at 30 June 2020"; (ii) update the section of the Base Prospectus entitled "DESCRIPTION OF THE ISSUER" and (iii) update the section of the Base Prospectus entitled "GENERAL INFORMATION".

In accordance with Article 23, paragraph 2, of Regulation (EU) 2017/1129 (the Prospectus Regulation), investors who have already subscribed for the Certificates before the First Supplement is published have the right, exercisable within two working days after the publication of the First Supplement, to withdraw their acceptances by contacting the relevant Manager specified in the Final Terms. This right to withdraw shall expire by close of business on 13 August 2020.

The Base Prospectus and the First Supplement are available on the official website of the Issuer at www.intesasanpaolo.prodottiequotazioni.com and on the official website of the Luxembourg Stock Exchange at www.bourse.lu.

Milan, 11 August 2020