

PRESS RELEASE

INTESA SANPAOLO APPROVES PROCEDURES FOR TRANSACTIONS INVOLVING RELATED PARTIES

Torino, Milano, 26 November 2010 – At meetings held today, the Intesa Sanpaolo Management Board chaired by Andrea Beltratti and the Supervisory Board chaired by Giovanni Bazoli unanimously approved - each within the scope of its competences - the procedures for transactions with related parties adopted in pursuance of Consob resolution no. 17221 issued on 12 March 2010 as subsequently amended. Previously the Control Committee, established within the Supervisory Board and composed solely of members who meet the independence requirements pursuant to both the Corporate Governance Code and article 148 paragraph 3 of the Consolidated Law on Finance (TUF), had unanimously expressed a favourable opinion on such procedures.

The Supervisory Board, within this framework, has by unanimous resolution set up an internal Committee for transactions with related parties. The Committee has been established with the task, among other things, of expressing its opinion in the approval process of transactions involving related parties. The Committee is made up of 3 members, as detailed below.

Related party transactions Committee	Enrolment with the Register of Auditors and practice in the legal auditing of accounts	Independence requirements as set forth by article 148 paragraph 3 of TUF and the Corporate Governance Code
Franco Dalla Sega (Chairman)	Yes	Yes
Rosalba Casiraghi	Yes	Yes
Marco Mangiagalli	No	Yes
<i>Fabio Pasquini (alternate member)</i>	Yes	Yes

The procedures, which are available on the company website group.intesasanpaolo.com in the “Governance” section, shall be applied to the entire Intesa Sanpaolo Group as of 1 January 2011 save for provisions on the publication of the information document on single most significant transactions, which shall be effective as of 1 December 2010.

Investor Relations
 +39.02.87943180
investor.relations@intesasanpaolo.com

Media Relations
 +39.02.87963531
stampa@intesasanpaolo.com

group.intesasanpaolo.com