INTESA SANPAOLO

2009 Results

19 March 2010

Foreword

- For comparison purposes, 2008 data and 2009 first three quarters data have been restated to take into account the recording of economic effects connected with the sale of securities services business under "Income (Loss) after tax from discontinued operations"

- The amendment to IAS 39 adopted by the European Union permitted the reclassification of Financial assets held for trading and/or available for sale into other categories. Following a clear change in the Company's intention taken as a result of unusual events, Intesa Sanpaolo reclassified €4,004m Financial assets held for trading into Loans & Receivables, €216m Financial assets held for trading into Financial assets available for sale and €6,425m Financial assets available for sale into Loans & Receivables. This reclassification reflected management intent to hold for the foreseeable future those assets for which the current and expected future market conditions no longer permit active management. Without this reclassification the 2009 income statement would have included €72m(1) as positive impact from fair value measurement (of which €8m(1) as negative impact in 4Q09), while the Shareholders' equity would have included €610m(1) as negative direct impact as at 31.12.09 (€67m(1) as negative impact in 4Q09)

(1) Before tax data

Agenda

1 Delivering sound performance

2 2009 Results

Delivering sound performance even at the bottom of the cycle

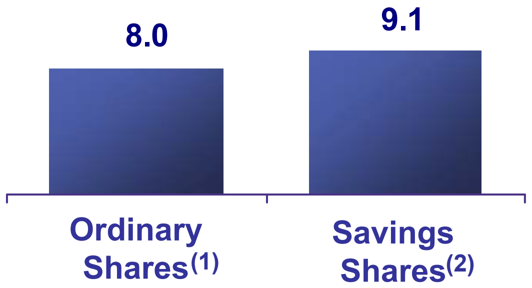
- **Steady profitability quarter after quarter in 2009**
- **4Q09 Net Income at €543m, €403m adjusted for main non-recurring items(1)**
- **2009 Net Income at €2.8bn, €2.6bn adjusted for main non-recurring items(2)**
- **€1bn proposed dividend payout for 2009**
- **7.1% Core Tier 1 ratio at 31.12.09 (7.6% pro-forma(3)) after proposed dividend payout**
- **2009 cost of credit at 99bps, in line with expectations**
- **2009 sound performance is the result of the continued focus on sustainable profitability, liquidity, solidity and low risk profile, which are and remain top priorities for the Group**

(1) See slide 51
(2) See slide 50
(3) Including an estimated benefit of Basel 2 Advanced (~25bps to be achieved mainly in 2010) and disposals/acquisitions underway (sale of securities services business, disposal of the remaining 25% of Findomestic based on the bottom end of the range set in the contract, purchase of 50% of Intesa Vita and purchase of 50 MPS branches)

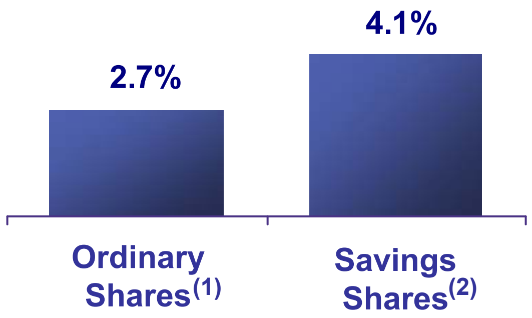
Sustainable dividend policy stemming from sustainable profitability

€1,033m proposed dividend payout for 2009

Dividends (euro cents)

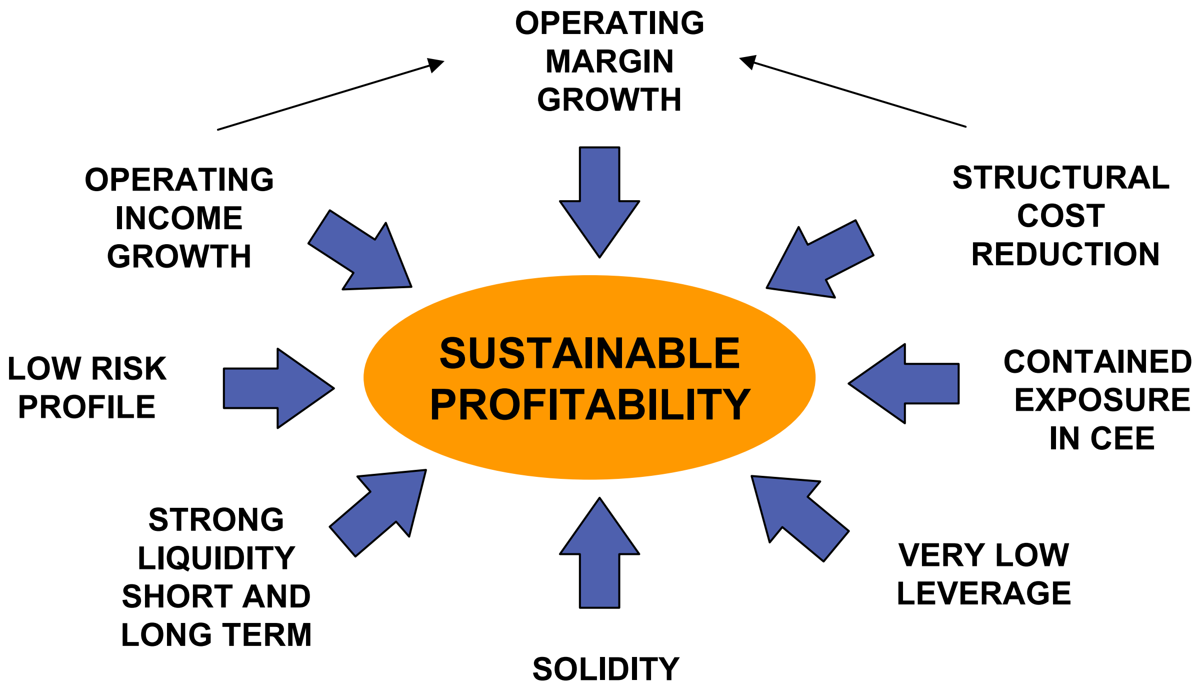


Yield(3)



(1) Number of ordinary shares: 11,849,332,367
(2) Number of savings shares: 932,490,561
(3) Based on 18 March 2010 market price

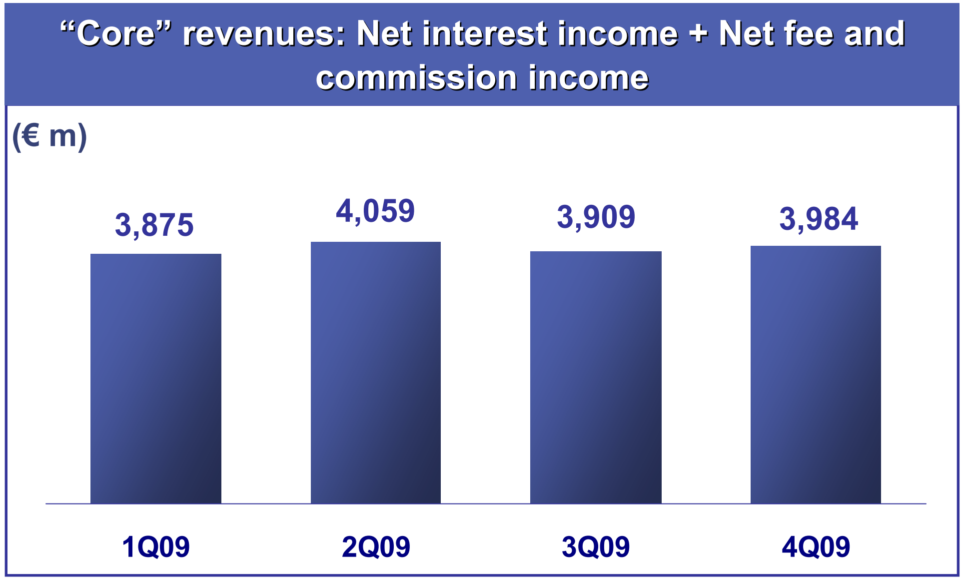
We are well positioned with a clear focus



- **The sustainability of our earnings stream is based on our business model focused on commercial banking**
- **One of the lowest CDS among the largest European banking Groups**
- **Group's rating affirmed by S&P (AA-) and Moody's (Aa2) in October 2009 and unchanged by Fitch (AA-)(1)**

(1) Affirmed in April 2009

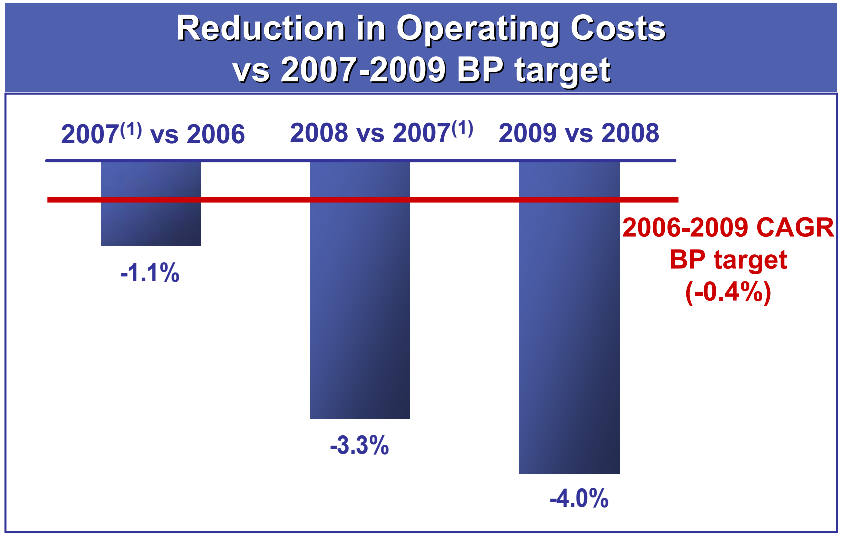
Sustainable profitability: "core" revenues steady throughout 2009

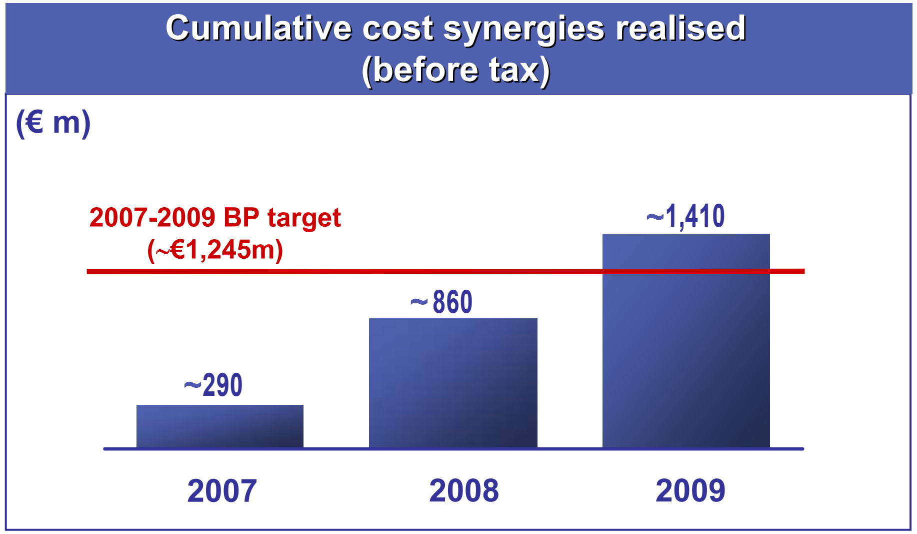


"Core" revenues steady throughout 2009

- **despite:**
  - **continued fall in market yields (all-time lows) and mark-down**
  - **elimination of overdraft charges**
- **alongside a management policy:**
  - **prioritising a stronger liquidity position**
  - **not relying upon the leverage effect**

Sustainable profitability: excellent structural cost reduction and €1.4bn synergies already realised





- **Operating costs reduced for three consecutive years**
- **~€1,410m synergies realised as at 31.12.09 (of which ~€290m in 2007, ~€570m in 2008 and ~€550m in 2009)**
- **~€50m of additional cost synergies to be realised in 1Q10**
- **Staff reduction of ~1,900 people in 4Q09, as agreed**
- **Only ~€55m of integration charges to be booked in 2010 (€214m in 2009)**
- **All IT system integrations completed in December 2009**

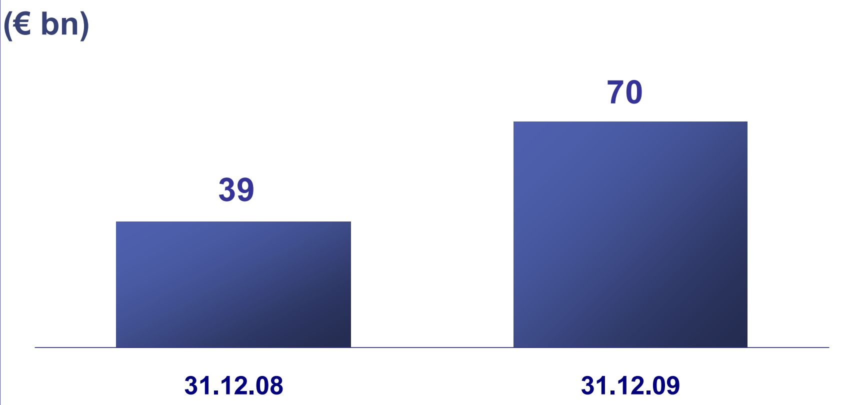
(1) Excluding non-recurring recoveries on the allowance for Employee Termination Indemnities (TFR) (€277m in 2Q07)

Liquidity remains a priority

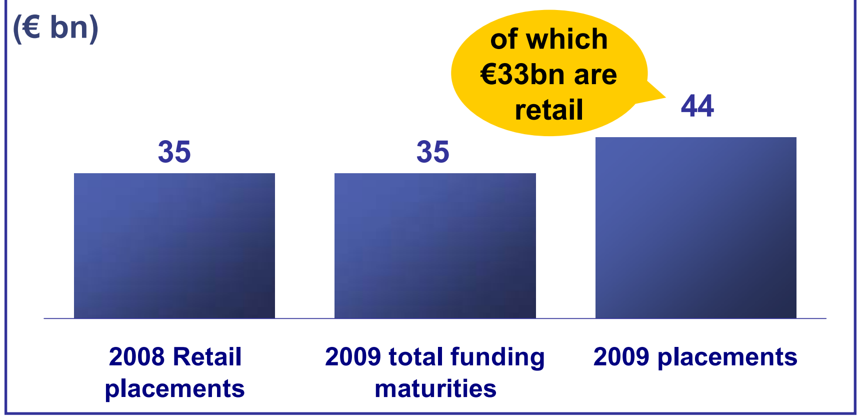
Direct Customer Deposits > Loans to Customers as at 31.12.09

- Group's strategy aimed at prioritising a stronger liquidity position in a continuing uncertain economic environment
- The retail branch network confirmed its role as a stable and reliable source of funding
- ~70% of Direct Customer Deposits from retail business
- Well-balanced Net interbank position
- Pre-funding activity in 2009: €44bn medium/long-term placements, €9bn more than maturities
- €6bn medium/long-term placements in the first 2M10

Eligible assets with Central Banks (net of haircut)



Medium/long-term funding capability



(1) Excluding €22.7bn financial liabilities from insurance business

Core Tier 1 ratio bolstered by ~80bps in 2009 with no recourse to the market or to Government support

	Capital ratios as at 31.12.09 Basel 2 (Foundation)	Estimated benefits Basel 2 Advanced(1) and disposals/acquisitions underway(2)	Pro-forma capital ratios	Estimated benefits from capital management actions in the short term	Estimated further benefits from capital management actions if needed	Total
Core Tier 1 ratio	7.1%	0.5%	7.6%	>0.5%	>1.0%	>9.1%
Tier 1 ratio	8.4%	0.5%	8.9%	>0.5%	>1.0%	>10.4%
Total Capital ratio	11.8%	0.5%	12.3%	>0.5%	>1.0%	>13.8%

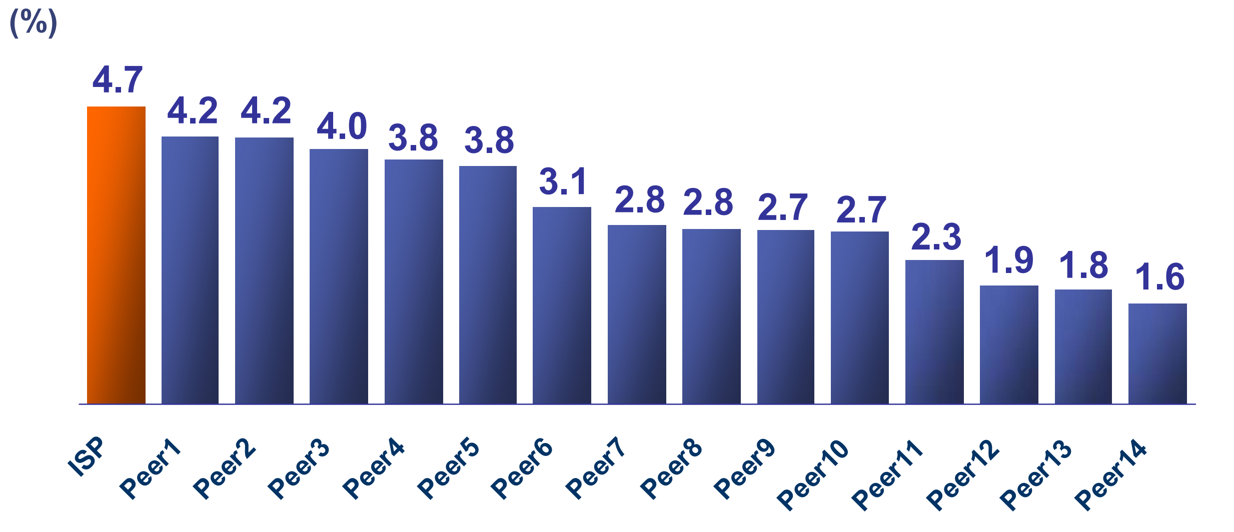
- **~80bps Core Tier 1 improvement in 2009 entirely due to structural operating performance, taking into account the effect of €1bn proposed dividend payment accounted for in 4Q09**
- **Pro-forma capital ratios do not take into account the benefit relating to the agreement for the 150-200 branch sale to Crédit Agricole at market price, with terms and conditions to be finalised by 30.06.10**
- **Further benefits from capital management actions on non-core assets: remaining total value of €10-12bn considering either the book value or a reasonable market value, of which €5bn affecting Core Tier 1 as goodwill and intangibles, and RWA of more than €11bn**

(1) Fully executing the internal model extension plan to the Advanced model - subject to the Bank of Italy approval - produces a benefit that, on the basis of the current economic situation, can be estimated at a further ~25bps on the Core Tier 1 ratio, to be achieved mainly in 2010

(2) Balance (equal to +27bps) arising from the sale of the remaining 25% of Findomestic (based on the bottom end of the range set in the contract), sale of securities services business, purchase of 50% of Intesa Vita and purchase of 50 MPS branches

Very low leverage remains a priority

Tangible Net Shareholders' equity(1)/
Tangible Total Assets as at 31.12.09(2)

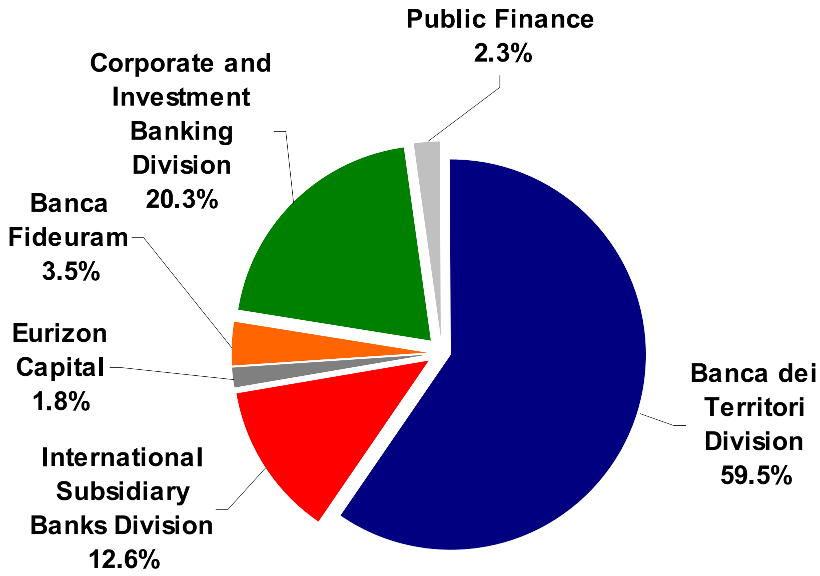


ISP has the best ratio of Tangible Net Shareholders' equity to Tangible Total Assets demonstrating its solid capital base

(1) Including Net income for the period not distributed
(2) Sample: Barclays, BBVA, BNP Paribas, Commerzbank, Crédit Agricole, Credit Suisse, Deutsche Bank, HSBC, ING, Nordea, Santander, Société Générale, UBS and UniCredit

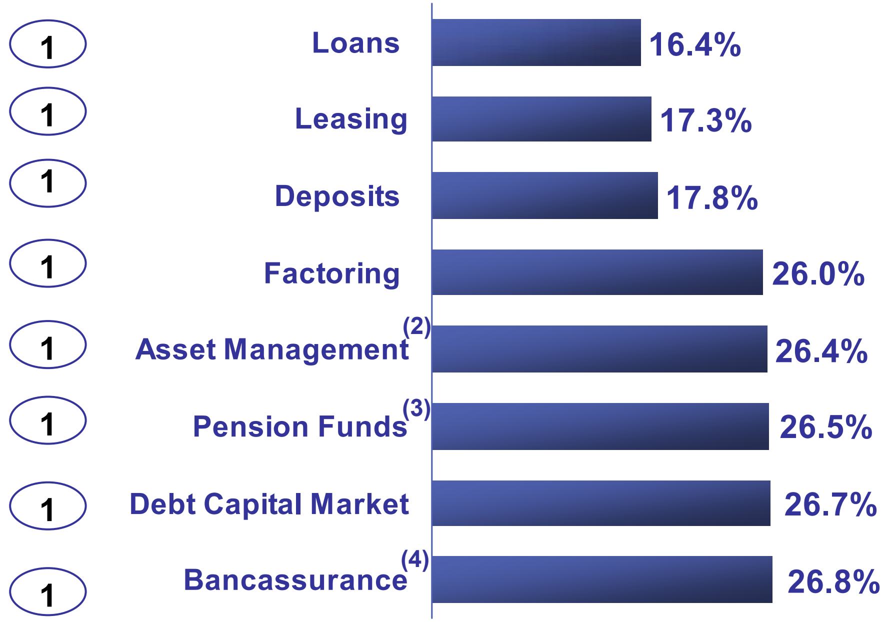
Low risk profile: focus on strength in the domestic market

2009 Operating Income Breakdown by business area(1)



Leadership in Italy
(data as at 31.12.09)

Ranking | Market share

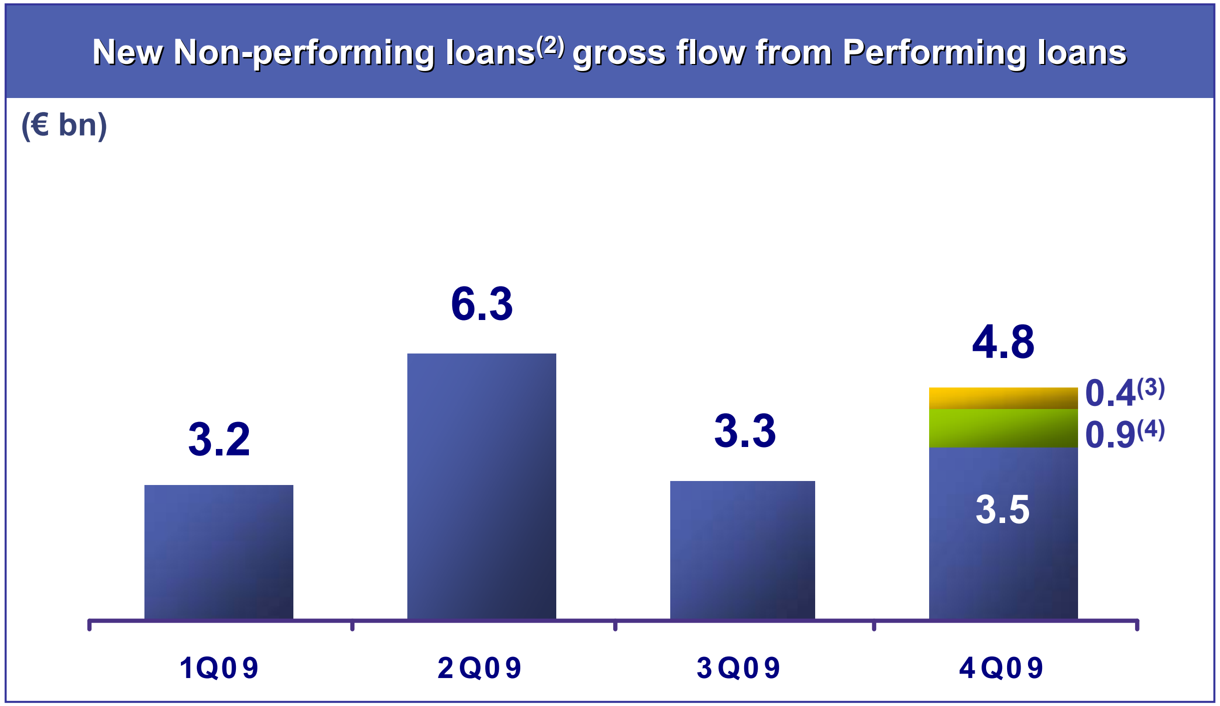


- **Domestic retail operations are momentarily suffering from historically low market yields but will remain a structural strength of the Group together with the other commercial banking operations**

(1) Excluding Corporate Centre
(2) Mutual funds
(3) Data as at 30.09.09
(4) New business

Low risk profile: 2009 cost of credit (99bps) in line with expectations and adequate coverage

- **Doubtful Loans[1] total coverage (including collateral and guarantees) at 124%**
- **Repayments from Doubtful Loans structurally higher than their Net Book Value**
- **Reserves on Performing Loans at €2,442m, stable vs 31.12.08 despite loan reduction**
- **Gross flow of new Non-performing loans[2] originating from Performing loans in 4Q09 significantly lower than 2Q09 peak**



(1) Sofferenze
(2) Non-performing loans: Doubtful ("sofferenze"), Substandard ("incagli"), Restructured and Past due
(3) Including a Substandard loan of €427m secured by €402m cash collateral from other banks taking part in the loan facility, with an actual risk for Intesa Sanpaolo of only €25m
(4) Past due loans affected by the impact from the regulatory change that led to the inclusion of gross €922m Past due by over 90 days

Low risk profile: only 7% of loans in CEE, very well-diversified over 10 Countries

(Figures as at 31.12.09)	Hungary	Slovakia	Slovenia	Croatia	Serbia	Bosnia	Albania	Romania	Russian F.	Ukraine	Total CEE	Egypt	Total
Oper. Income (€ m)	505	466	102	464	231	25	37	40	97	57	2,024	183	2,207
% of Group total	***2.9%***	***2.7%***	***0.6%***	***2.7%***	***1.3%***	***0.1%***	***0.2%***	***0.2%***	***0.6%***	***0.3%***	***11.6%***	***1.0%***	***12.6%***
Net Income (€ m)	17	142	23	129	65	2	12	0	(27)	(49)	313	60	374
% of Group total	***0.6%***	***5.1%***	***0.8%***	***4.6%***	***2.3%***	***0.1%***	***0.4%***	***0.0%***	***n.m.***	***n.m.***	***11.2%***	***2.1%***	***13.3%***
Customer Deposits (€ bn)	6.1	7.9	1.4	6.2	1.9	0.4	0.7	0.3	0.7	0.4	26.0	3.2	29.1
% of Group total	***1.5%***	***1.9%***	***0.3%***	***1.5%***	***0.5%***	***0.1%***	***0.2%***	***0.1%***	***0.2%***	***0.1%***	***6.2%***	***0.8%***	***6.9%***
Customer Loans (€ bn)	8.6	5.9	1.9	6.5	1.9	0.4	0.3	0.6	1.1	0.4	27.5	2.0	29.5
% of Group total	***2.3%***	***1.6%***	***0.5%***	***1.7%***	***0.5%***	***0.1%***	***0.1%***	***0.1%***	***0.3%***	***0.1%***	***7.4%***	***0.5%***	***7.9%***
Total Assets (€ bn)	10.2	9.9	2.4	9.8	3.2	0.6	0.8	0.7	1.5	0.6	39.7	4.1	43.8
% of Group total	***1.6%***	***1.6%***	***0.4%***	***1.6%***	***0.5%***	***0.1%***	***0.1%***	***0.1%***	***0.2%***	***0.1%***	***6.4%***	***0.7%***	***7.0%***
Shareholder's Equity (€ m)	981	954	251	1,119	479	57	72	128	137	101	4,280	314	4,594
% of Group total	***1.9%***	***1.8%***	***0.5%***	***2.1%***	***0.9%***	***0.1%***	***0.1%***	***0.2%***	***0.3%***	***0.2%***	***8.1%***	***0.6%***	***8.7%***
Book value (€ m)	1,001	1,111	302	1,208	795	85	183	130	172	101	5,088	1,312	6,400
- of which goodwill/intangibles	*56*	*233*	*61*	*114*	*318*	*29*	*125*	*5*	*72*	*1*	*1,014*	*1,000*	*2,014*

- **Marginal presence in Ukraine (0.1% of Group loans; €0.4bn)**
- **Well-balanced Direct Customer Deposits/Loans to Customers**

Figures may not add up exactly due to rounding differences

Low risk profile: adequate coverage of Non-Performing Loans in CEE

(Figures as at 31.12.09)	Hungary	Slovakia	Slovenia	Croatia	Serbia	Bosnia	Albania	Romania	Russian F.	Ukraine	Total CEE	Egypt	Total
Performing loans (€ bn)	7.7	5.7	1.9	6.2	1.9	0.4	0.3	0.5	1.0	0.3	**26.0**	2.0	**27.9**
of which:													
Retail local currency	5%	55%	42%	16%	7%	8%	2%	24%	5%	36%	**22%**	41%	**24%**
Retail foreign currency	26%	0%	1%	30%	19%	42%	20%	60%	1%	49%	**19%**	0%	**18%**
Corporate local currency	17%	42%	55%	14%	7%	49%	8%	7%	76%	11%	**26%**	35%	**27%**
Corporate foreign currency	53%	2%	2%	40%	67%	1%	70%	8%	19%	3%	**32%**	23%	**32%**
Doubtful loans(1) (€ m)	132	43	28	4	23	9	14	37	20	40	**350**	21	**371**
Substandard and Restructured(2) (€ m)	722	142	52	309	34	8	26	2	10	12	**1,317**	3	**1,320**
Performing loans coverage	0.5%	1.8%	2.8%	1.3%	3.0%	2.5%	3.3%	0.8%	0.2%	1.2%	**1.4%**	2.2%	**1.5%**
Doubtful loans(1) coverage	74%	73%	49%	97%	79%	50%	44%	27%	81%	72%	**73%**	91%	**76%**
Substandard and Restructured loans(2) coverage	11%	24%	17%	31%	31%	20%	13%	10%	44%	20%	**19%**	25%	**19%**
Cost of credit(3) (bps)	292	159	81	122	333	126	168	157	427	1,499	**227**	9	**212**

- **Cost of credit in line with expectations**
- **Foreign currency retail loans in CEE only account for 1.3% of Group loans**

(1) Sofferenze
(2) Including Past due
(3) Net Adjustments to loans/Net customer loans
Figures may not add up exactly due to rounding differences

Outlook 2010

- Some improvement in Operating Income, reflecting a recovery in Net fee and commission income and defence of Net interest income
- Decreasing Operating costs even after the faster-than-planned cost reduction in 4Q09
- Cost of credit slightly down compared to 2009
- Recurring profitability up
- Integration charges down markedly

Net Income for the year expected to exceed 2009, also supported by the capital gains from the capital management actions under finalisation

Agenda

1 Delivering sound performance

2 2009 Results

2009 positive performance

- **4Q09 Net Income at €543m**
- **Net fee and commission income up 12.8% 4Q09 vs 3Q09**
- **Excellent structural reduction in Operating Costs (-4.0% vs 2008)**
- **2009 Pre-tax income at more than €4.3bn (+28.9% vs 2008)**
- **2009 Net Income at more than €2.8bn (+9.9% vs 2008)**
- **Sound asset quality confirmed**
  - **2009 cost of credit in line with expectations (99bps)**
  - **Net Doubtful Loans/Loans to customers at 1.4%**
  - **Doubtful Loans coverage (including collateral and guarantees) at 124%**
  - **Reserves on Performing Loans at €2,442m, stable vs 31.12.08 despite loan reduction**

€8.3bn growth in Customer Financial Assets in 2009

(€ m)	31.12.08 Restated	31.12.09	Δ%
Loans to Customers	394,672	374,033	(5.2)
Customer Financial Assets[1]	804,696	813,041	1.0
of which Direct Customer Deposits	422,636	421,944	(0.2)
of which Indirect Customer Deposits	406,948	416,798	2.4
- Assets under Management	*213,786*	*225,839*	*5.6*
- Assets under Administration	*193,162*	*190,959*	*(1.1)*
RWA	383,072	361,648	(5.6)

+1.1% average volumes

+8.6% average volumes

- **Assets under Management up by €2.8bn vs 30.09.09**

(1) Net of duplications between Direct Customer Deposits and Indirect Customer Deposits
Note: 31.12.08 figures restated to reflect the scope of consolidation as at 31.12.09

2009 Net Income more than €2.8bn

(€ m)	2008 Restated	2009	Δ%
Net interest income	11,518	10,486	(9.0)
Dividends and P/L on investments carried at equity	138	46	(66.7)
Net fee and commission income	5,698	5,341	(6.3)
Profits (Losses) on trading	(53)	1,122	n.m.
Income from insurance business	400	437	9.3
Other operating income	140	48	(65.7)
Operating income	**17,841**	**17,480**	**(2.0)**
Personnel expenses	(5,713)	(5,587)	(2.2)
Other administrative expenses	(3,333)	(3,192)	(4.2)
Adjustments to property, equipment and intangible assets	(805)	(680)	(15.5)
Operating costs	**(9,851)**	**(9,459)**	**(4.0)**
Operating margin	**7,990**	**8,021**	**0.4**
Goodwill impairment	(1,065)	0	(100.0)
Net provisions for risks and charges	(318)	(297)	(6.6)
Net adjustments to loans	(2,566)	(3,706)	44.4
Net impairment losses on assets	(949)	(235)	(75.2)
Profits (Losses) on HTM and on other investments	266	545	104.9
Income before tax from continuing operations	**3,358**	**4,328**	**28.9**
Taxes on income from continuing operations	(108)	(960)	788.9
Merger and restructuring related charges (net of tax)	(657)	(214)	(67.4)
Effect of purchase cost allocation (net of tax)	(1,088)	(385)	(64.6)
Income (Loss) after tax from discontinued operations	1,195	169	(85.9)
Minority interests	(147)	(133)	(9.5)
Net income	**2,553**	**2,805**	**9.9**

Note: 2008 figures restated to reflect the scope of consolidation for 2009
Figures may not add up exactly due to rounding differences

4Q09 strong increase in Net fee and commission income and Income from insurance business

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	2,582	2,487	(3.7)
Dividends and P/L on investments carried at equity	18	(2)	n.m.
Net fee and commission income	1,327	1,497	12.8
Profits (Losses) on trading	447	129	(71.1)
Income from insurance business	116	133	14.7
Other operating income (expenses)	(7)	29	n.m.
Operating income	**4,483**	**4,273**	**(4.7)**
Personnel expenses	(1,390)	(1,456)	4.7
Other administrative expenses	(743)	(888)	19.5
Adjustments to property, equipment and intangible assets	(166)	(202)	21.7
Operating costs	**(2,299)**	**(2,546)**	**10.7**
Operating margin	**2,184**	**1,727**	**(20.9)**
Net provisions for risks and charges	(66)	(99)	50.0
Net adjustments to loans	(823)	(1,069)	29.9
Net impairment losses on other assets	4	(160)	n.m.
Profits (Losses) on HTM and on other investments	13	517	n.m.
Income before tax from continuing operations	**1,312**	**916**	**(30.2)**
Taxes on income from continuing operations	(498)	(169)	(66.1)
Merger and restructuring related charges (net of tax)	(44)	(84)	90.9
Effect of purchase cost allocation (net of tax)	(98)	(90)	(8.2)
Income (Loss) after tax from discontinued operations	21	27	28.6
Minority interests	(19)	(57)	200.0
Net income	**674**	**543**	**(19.4)**

+9.7% vs 4Q08

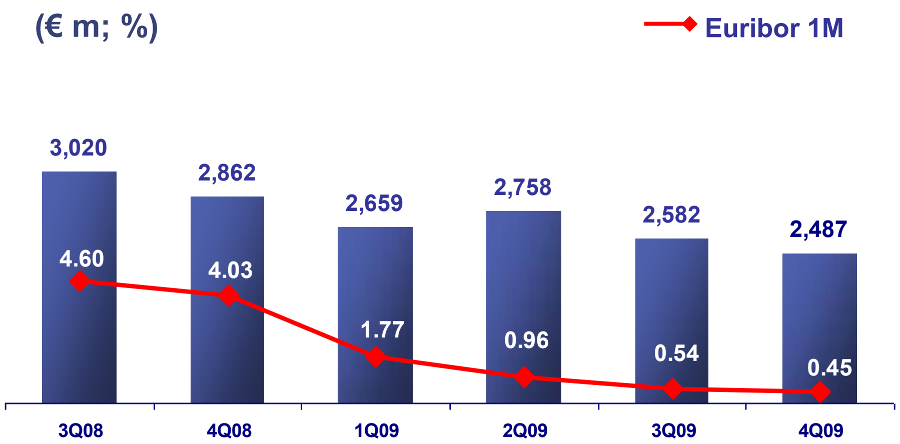
-4.7% vs 4Q08

+41.2% vs 4Q08

Figures may not add up exactly due to rounding differences

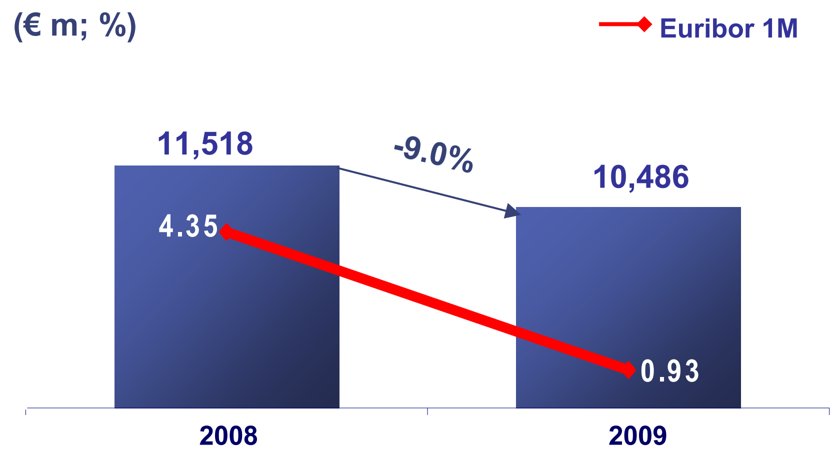
Net Interest Income not inflated by the leverage effect

Quarterly Analysis



- Decrease in 4Q09 vs 3Q09 mainly driven by:
  - decline in mark-down due to the further drop in market yields
  - decrease in average Loan to Customers (-2.5%)
- Increase in 4Q09 vs 3Q09 in average Direct Customer Deposits (+1.7%)

Yearly Analysis



- Decrease due to mark-down reduction and, to a lesser extent, elimination of overdraft charges
- Growth in average intermediated volumes with customers (Loans +1.1% and Direct Customer Deposits +8.6%)

Loans to Customers - Average volumes

	Δ%	Δ €bn
Retail Italy	(1.7)	(2.0)
SMEs Italy	(2.2)	(1.5)
Mid-Corporate Italy	+0.5	+0.1
Large Corporate	+5.9	+2.2
Public Finance	(0.8)(1)	(0.3)
International Subsidiary Banks Division	+8.3	+2.2

(1) Including securities subscription

Yearly decrease in Net Interest Income largely due to the mark-down

Δ 4Q09 vs 3Q09 (€ m)		
3Q09 Net Interest Income		2,582
+ Operating impact		(118)
of which:		
- Volumes	(35)	
- Spread	(83)	
+ Hedging [1] [2]		45
+ Other		(22)
4Q09 Net Interest Income		2,487

Δ 2009 vs 2008 (€ m)		
2008 Net Interest Income		11,518
+ Operating impact		(2,281)
of which:		
- Volumes	175	
- Spread	(2,456)	
+ Hedging [2]		1,435
+ Overdraft charges		(190)
+ Other		4
2009 Net Interest Income		10,486

(1) ~€430m benefit from hedging registered in 4Q09
(2) Core deposits

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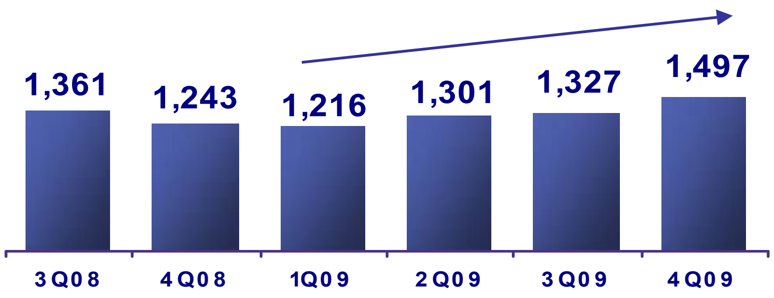
In 4Q09 rapid acceleration of the positive trend in Net Fee and Commission Income

Quarterly Analysis

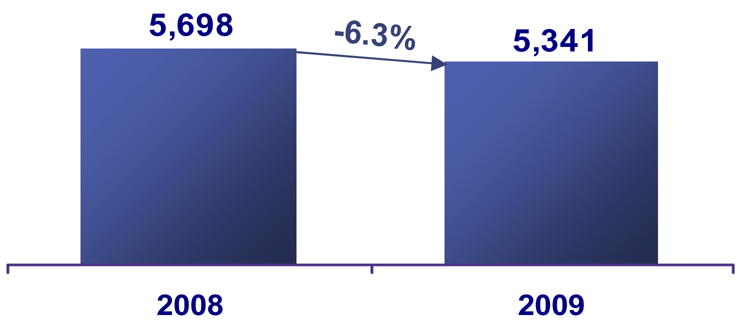
(€ m)



- 4Q09, the best quarter since 3Q08
- +12.8% 4Q09 vs 3Q09
- 3% (+€16m) increase in commissions from commercial banking activities in 4Q09 vs 3Q09
- Excellent growth (+29.9%; +€171m) in 4Q09 vs 3Q09 in commissions from Management, dealing and consultancy activities due to the good performance of all components (portfolio management, insurance products, placement of securities)

Yearly Analysis

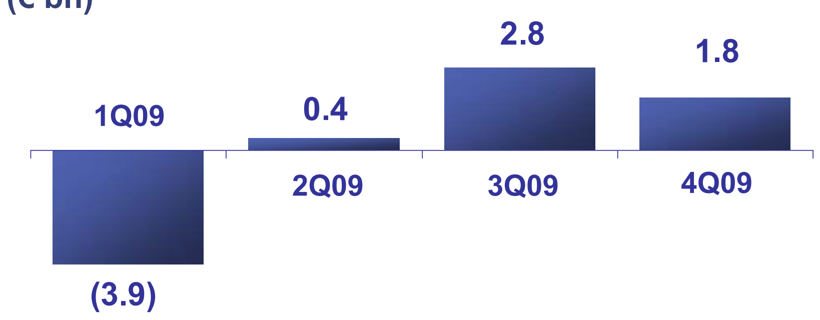
(€ m)



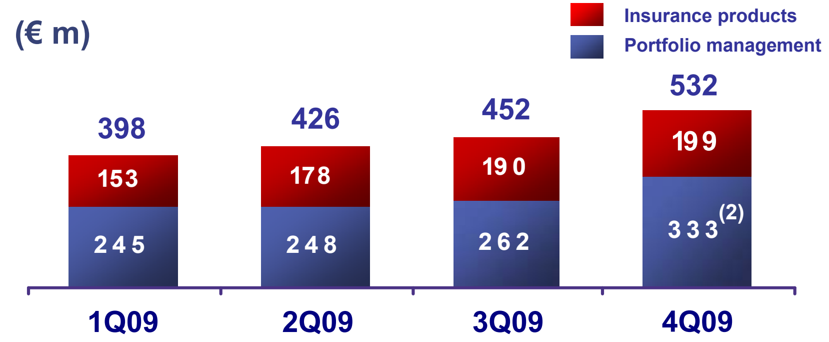
- Decrease mainly driven by Management, dealing and consultancy activities (portfolio management, insurance products, placement of securities), down €306m (-11.2%) due to adverse market trends, customer risk aversion and the lower placement of products with up-front fees
- Commissions from commercial banking activities stable also due to the introduction of the commitment fee (~€70m benefit vs 2008)
- 2009 commercial policy, especially in the first half-year, focused on placement of Intesa Sanpaolo bonds (€32bn bond placement to retail customers)

Strong surge in Assets under Management

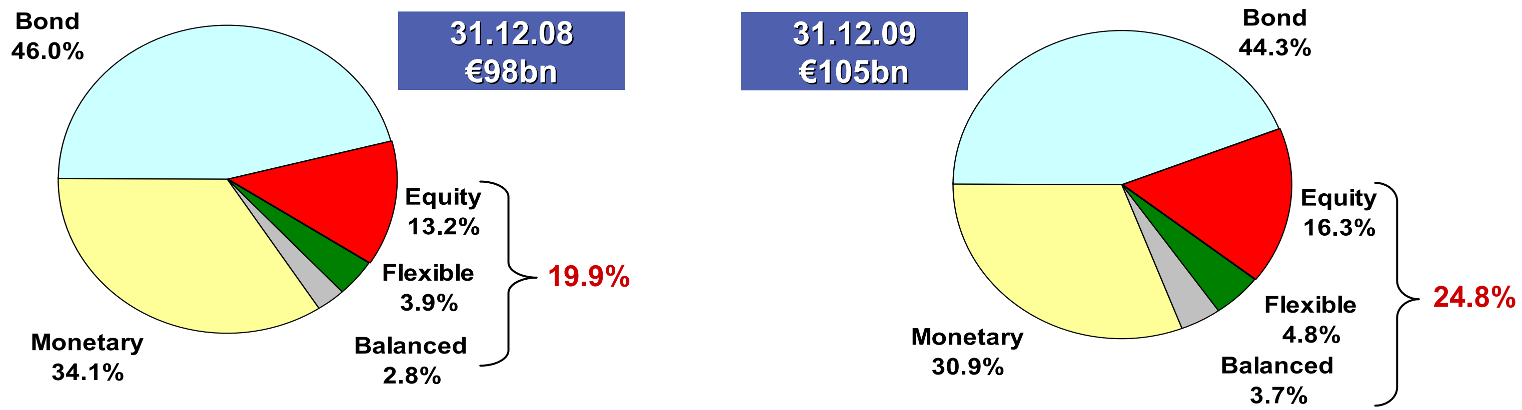
2009 quarterly net flows of Assets under Management in Italy[(1)]



2009 quarterly Net Fee and Commission Income from Assets under Management



Improved Mutual Funds Asset Mix

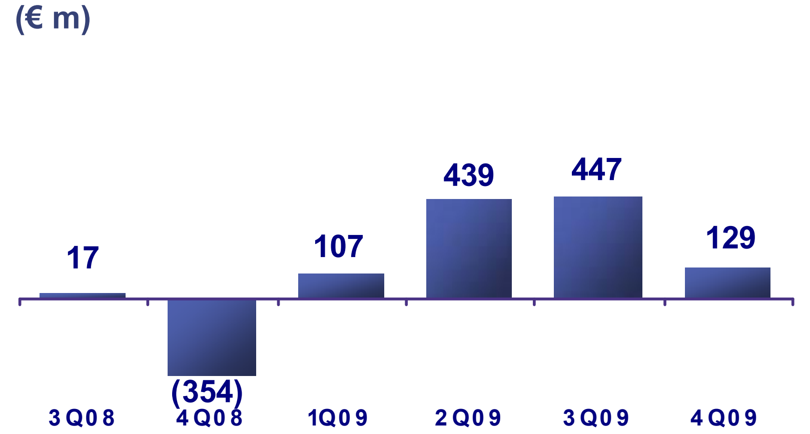


- **€12bn growth in Assets under Management in 2009 (+5.6%)**
- **The switch back of Assets under Administration (€191bn) into Assets under Management provides potential for growth in commissions with retail customers**

(1) Banca dei Territori Division + Banca Fideuram
(2) Including €57m of performance fees

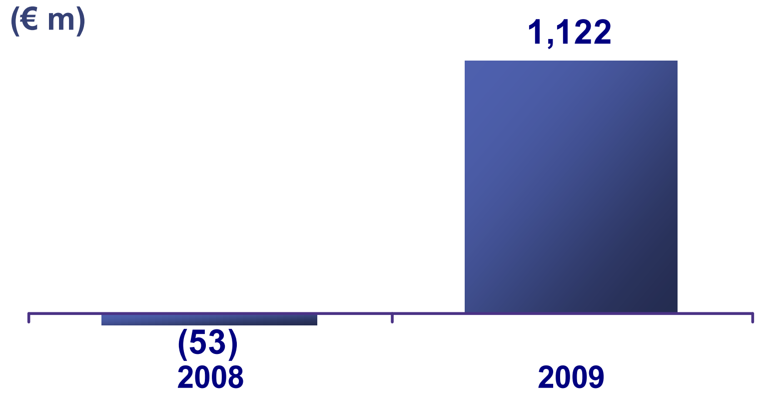
2009 trading profits of more than €1.1bn while maintaining low risk profile

Quarterly Analysis



- Another positive quarter after two strong quarters, further lowering the risk profile
- 4Q09 average VAR down 12.4% vs 3Q09 at €32m
- 4Q09 affected by the reduced activity at year-end and lower market volatility
- €114m benefit from Natixis and Banca Generali disposals in 3Q09

Yearly Analysis



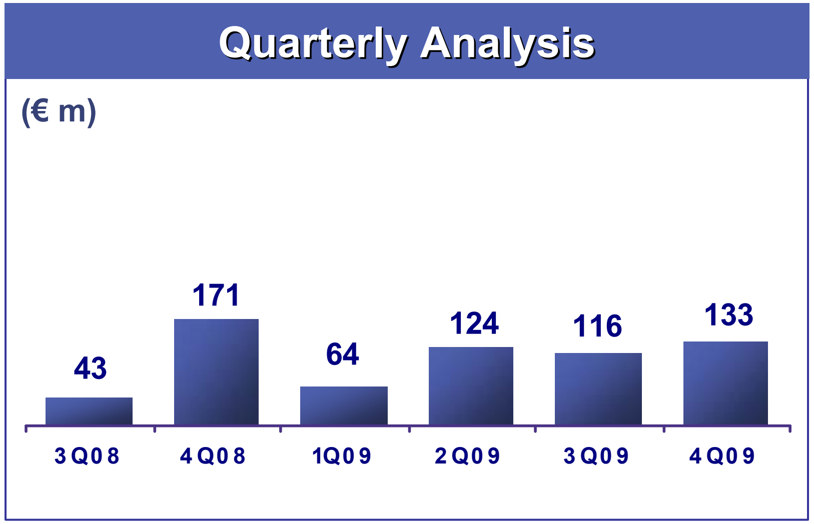
- 2009 results at more than €1.1bn, the best since 2007, while maintaining low risk profile
- 2009 average VAR down 15.1% vs 2008 at €41m
- Increase mainly due to higher profits from capital markets and financial assets available for sale, return to profitability of proprietary trading and treasury and a sizeable reduction in losses on structured credit products
- 2009 profits from proprietary trading and treasury and structured credit products less than 1% of Operating income
- 2009 results include €39m of dividends from financial assets available for sale (€121m in 2008)

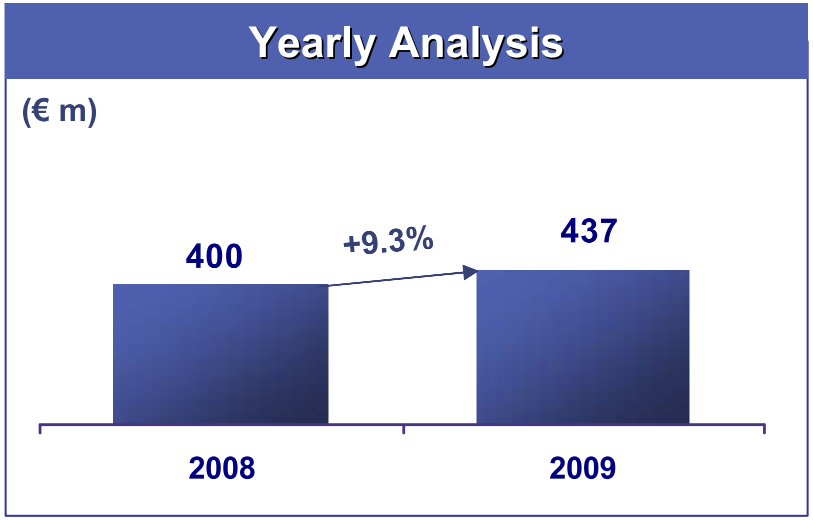
Trading profits: 4Q09 affected by the reduced activity at year-end and low market volatility

(€ m)	3Q08[(1)]	4Q08[(1)]	1Q09[(1)]	2Q09[(1)]	3Q09[(1)]	4Q09[(1)]
Total	17	(354)	107	439	447	129
of which:						
Customers	101	88	104	157	113	87
Capital markets & Financial assets AFS	16	14	101	167	205	30
Proprietary Trading and Treasury (excluding structured credit products)	(67)	(80)	(19)	111	90	2
Structured credit products (see appendix)	(33)	(376)	(79)	4	39	10

(1) Without IAS reclassification the income statement would have included €141m of negative impact (of which €107m on Structured credit products) in 3Q08, €318m of negative impact (of which €191m on Structured credit Products) in 4Q08, €81m of negative impact (of which €83m on Structured credit products) in 1Q09, €13m of positive impact (of which -€28m on Structured credit products) in 2Q09, €148m of positive impact (of which €104m on Structured credit products) in 3Q09 and €8m of negative impact (of which €0m on Structured credit products) in 4Q09

Positive performance of insurance business





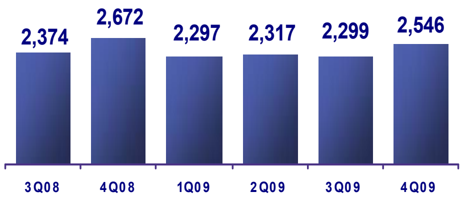
- 4Q09 up 14.7% vs 3Q09
- Strong increase in 2009 vs 2008 (+9.3%)
- Following the unwinding of the joint ventures with Generali and Cardif, Intesa Sanpaolo will acquire full control of the current four companies (Intesa Vita, EurizonVita, Centrovita and Sud Polo Vita)
- The rationalisation project underway is based on a logic of specialisation by distribution network. This will lead to the setting up of a single life company serving the Group's banking networks and a life company at the service of Banca Fideuram. Main benefits:
  - significant efficiency improvement, with cost synergies (unification of systems and processes)
  - substantial improvement in commercial effectiveness (alignment to internal best practice, reviewing and unifying both product range and investment policies and leveraging on advertising campaign)
  - the re-launch of the insurance business of Banca Fideuram thanks to a dedicated structure

Operating costs down 4.0% in 2009 after the 3.3% reduction in 2008 and 1.1% reduction[1] in 2007

Quarterly Analysis

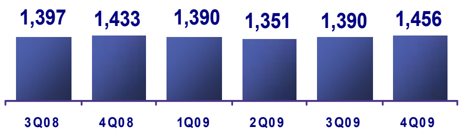
Operating Costs

(€ m)



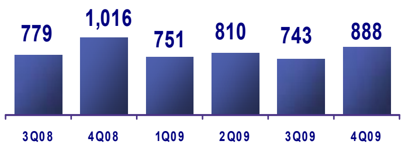
Personnel Expenses

(€ m)



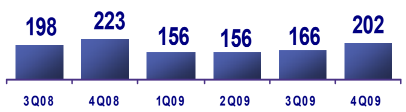
Other Administrative Expenses

(€ m)



Adjustments

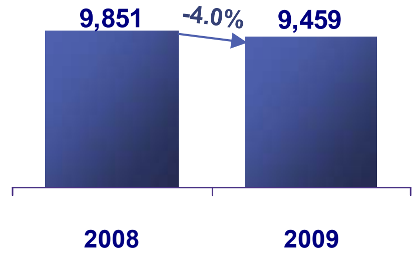
(€ m)



Yearly Analysis

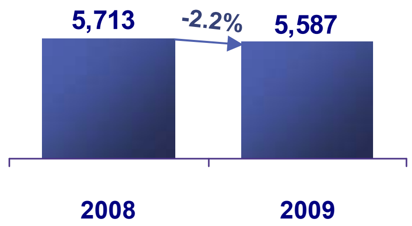
Operating Costs

(€ m)



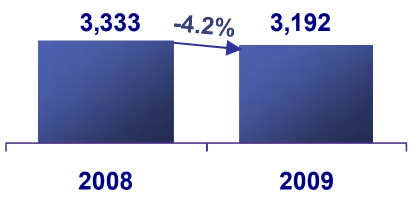
Personnel Expenses

(€ m)



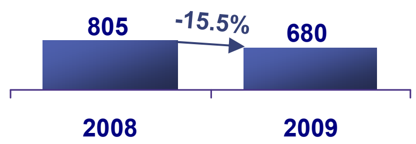
Other Administrative Expenses

(€ m)



Adjustments

(€ m)



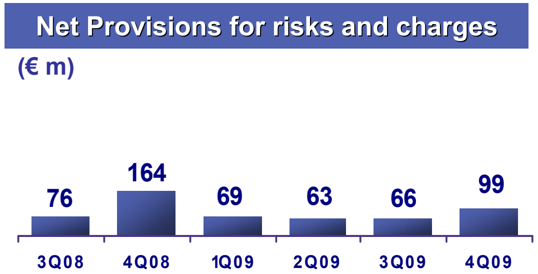
- 4Q09 Operating costs down 4.7% vs 4Q08
- Operating costs increase in 4Q09 vs 3Q09, due to seasonal year-end effect, particularly in Other Administrative Expenses
- Staff reduction of ~1,900 people in 4Q09, as agreed

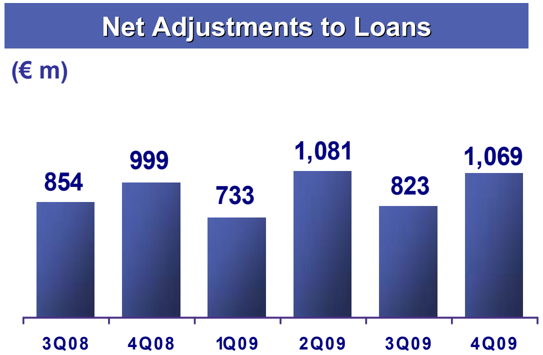
- Excellent cost reduction confirmed despite the introduction of the intra-group VAT and ongoing growth-related investments
- 6.2% reduction in Other Administrative Expenses excluding intra-group VAT
- 2009 Cost/Income down to 54.1% from 55.2% in 2008

(1) Excluding non-recurring recoveries on the allowance for Employee Termination Indemnities (TFR) (€277m in 2Q07)

Cost of credit at 99bps, in line with expectations

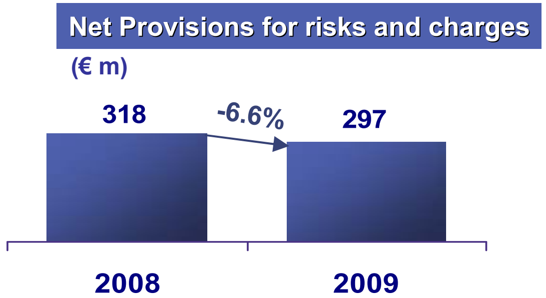
Quarterly Analysis

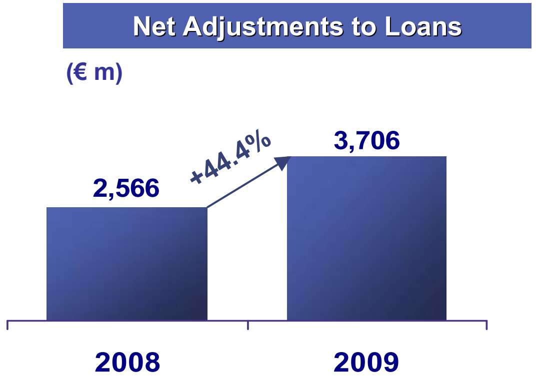




- 4Q09 conservative Net provisions for risks and charges
- 4Q09 Net Adjustments to Loans lower than 2Q09, as expected
- 4Q09 increase in Net Adjustments to Loans vs 3Q09 partially due to seasonal year-end effect
- 4Q09 Net Adjustment to Loans include €35m impact due to regulatory changes

Yearly Analysis

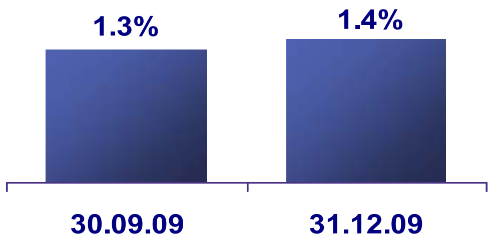




- Net provisions for risks and charges down slightly in 2009, after the high level of provisions made in 2008
- 2009 Net Adjustments to Loans/Loans at 99bps, in line with expectations
- €2,442m reserves on Performing Loans, stable vs 31.12.08 despite loan reduction

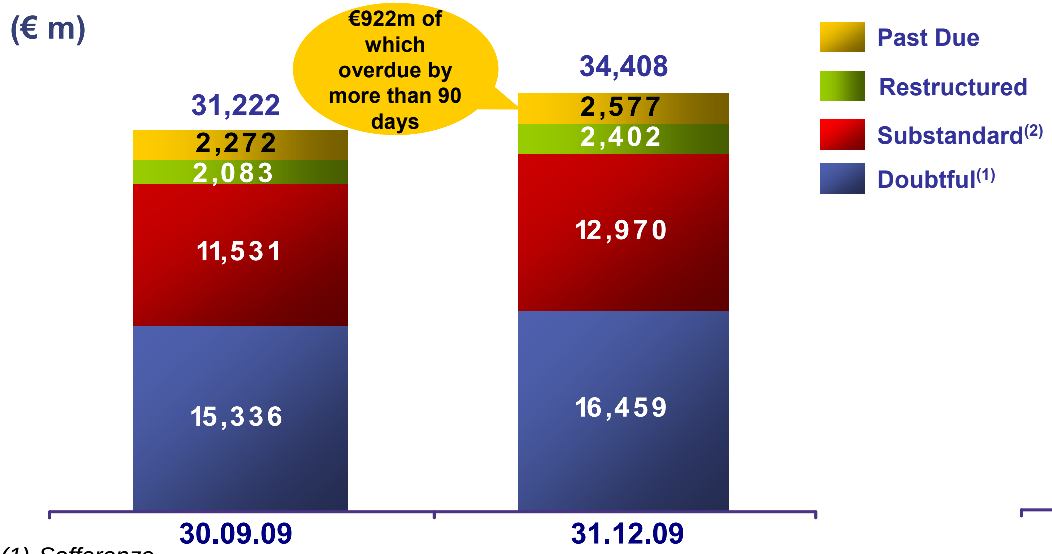
Net Doubtful Loans(1)/Net Loans at 1.4%

Net Doubtful Loans(1)/Net Loans

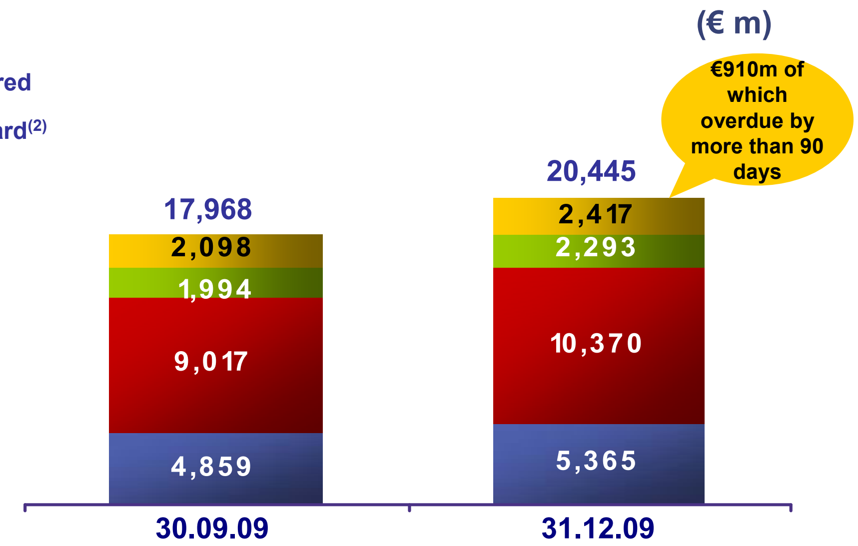


- A loan of €427m included in 4Q09 Substandard Loans, secured by €402m cash collateral from other banks taking part in the loan facility, with an actual ISP risk of only €25m
- Stock of Restructured Loans mostly owing to a single loan which did not require provisioning
- In 4Q09 strong decrease in Past due excluding the impact from the regulatory change that led to the inclusion of gross €922m Past due by over 90 days

Gross Non-Performing Loans



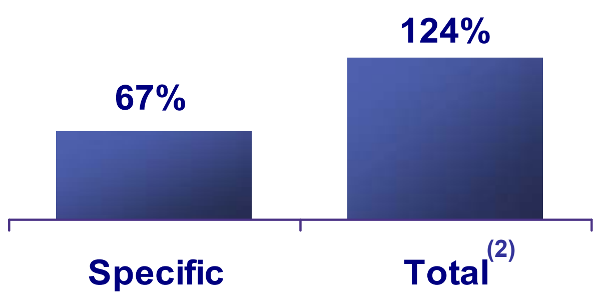
Net Non-Performing Loans



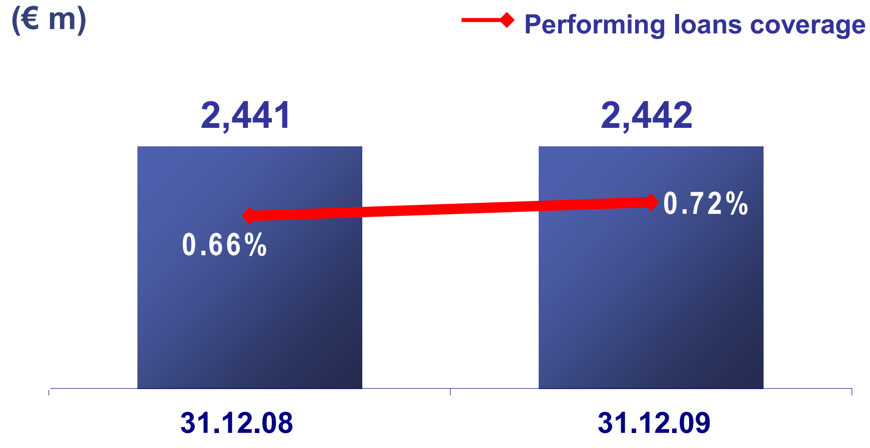
(1) Sofferenze
(2) Incagli

Doubtful Loans[1] coverage more than adequate

Doubtful Loans[1] coverage as at 31.12.09



Reserves on Performing Loans

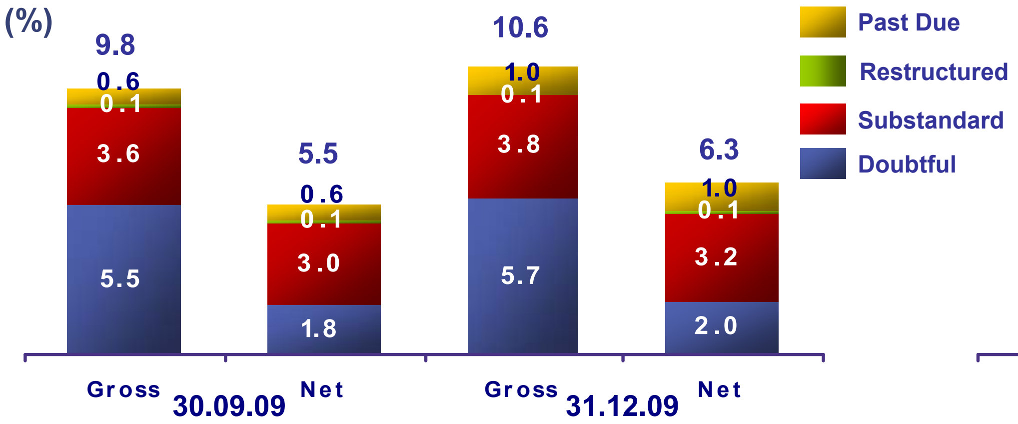


- **Doubtful Loans total coverage (including collateral and guarantees) at 124.4%. Specific coverage at 67.4%**
- **Repayments from Doubtful Loans structurally higher than their Net Book Value (147% in 2009)**
- **€2,442m reserves on Performing Loans, stable vs 31.12.08 despite loan reduction**

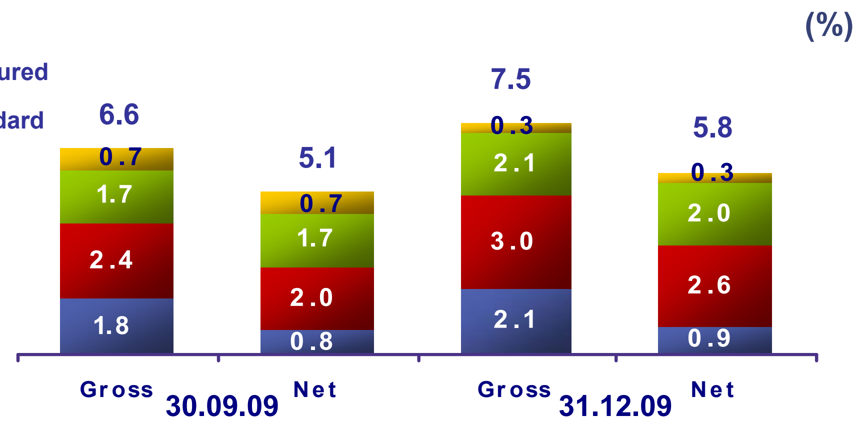
(1) Sofferenze
(2) Including collateral and guarantees

Non-Performing Loans/Loans per Business Unit

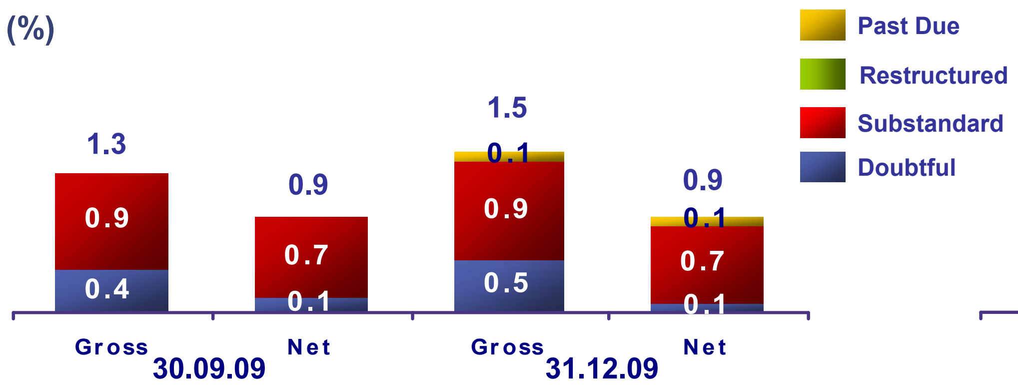
Banca dei Territori Division



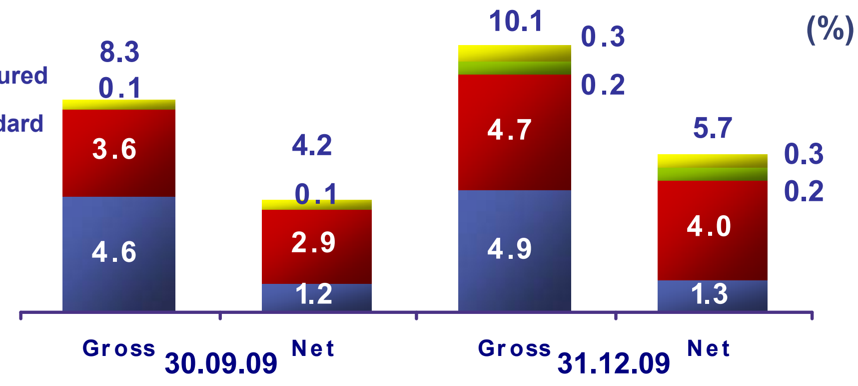
Corporate and Investment Banking Division



Public Finance



International Subsidiary Banks Division



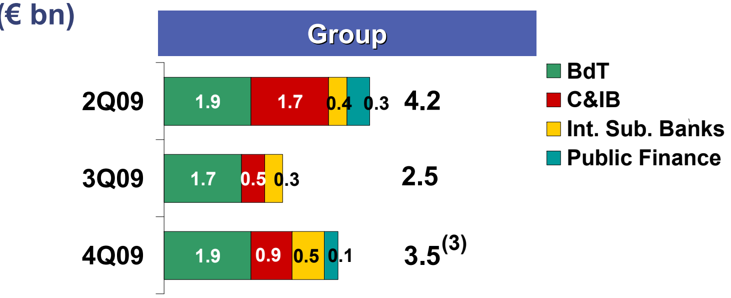
- Increase in Past due loans/Loans in Banca dei Territori Division due to the regulatory change that led to the inclusion of gross €922m Past due by over 90 days
- Increase in Substandard Loans/Loans in Corporate and Investment Banking Division due to a loan of €427m secured by €402m cash collateral from other banks taking part in the loan facility, with an actual ISP risk of only €25m

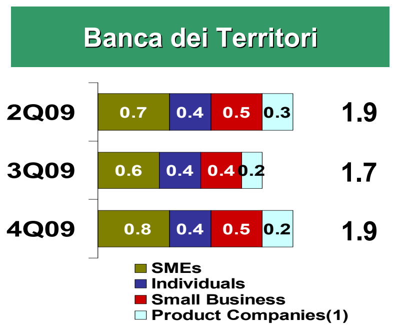
Figures may not add up exactly due to rounding differences

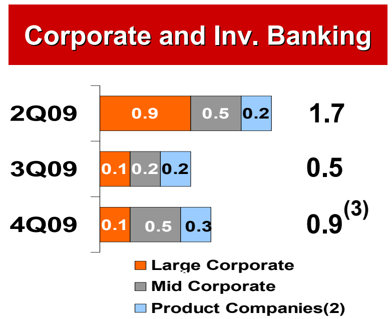
4Q09 new Substandard Loans flow lower than 2Q09 peak

New Substandard Loan Gross Flow

(€ bn)

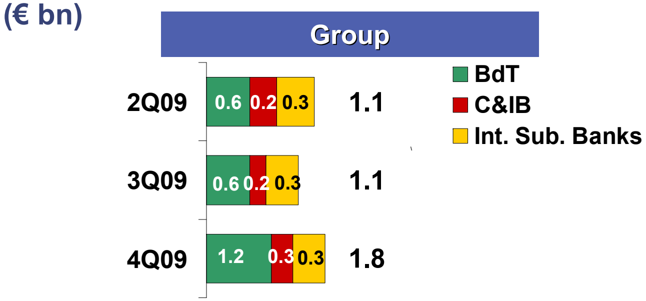


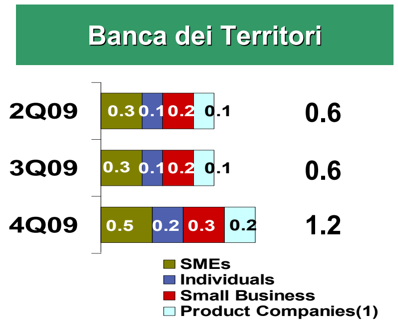


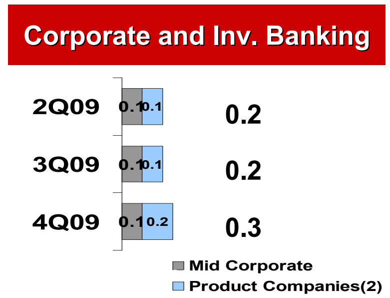


New Doubtful Loan Gross Flow

(€ bn)





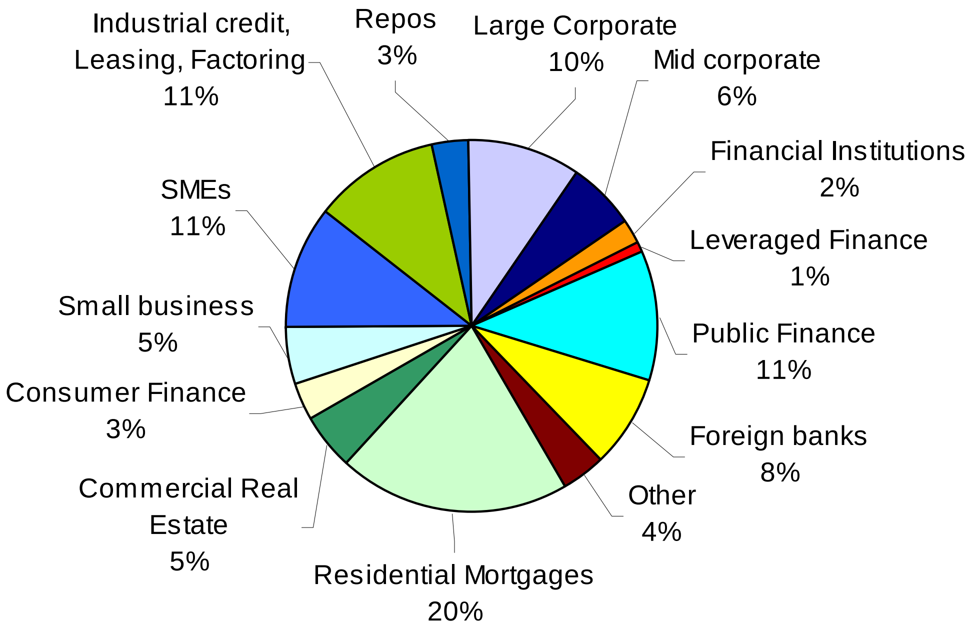


- In 4Q09 new Doubtful Loan flow higher than in the previous quarters of 2009 due to transfers from Substandard Loans, while transfers from Performing Loans were in line
- In 4Q09 new Substandard Loan flow higher than in 3Q09 but lower than 2Q09 peak and including a Mid Corporate position of €0.4bn with an actual risk which is almost nil(3)
- New domestic Doubtful Loan and Substandard Loan flow still mainly from sectors particularly exposed to the economic cycle representing overall only 31% of the Group's loans in 4Q09

(1) Industrial credit
(2) Leasing and Factoring
(3) Exposure of €427m secured by €402m cash collateral from other banks taking part in the loan facility, with an actual risk for Intesa Sanpaolo of only €25m
Figures may not add up exactly due to rounding differences

Well-diversified portfolio of Loans to Customers

Breakdown by business area (Data as at 31.12.09)



- **Low risk profile of residential mortgage portfolio**
  - **Instalment/available income ratio at 38%**
  - **Average Loan-to-Value equal to 47%**
  - **Original average maturity equal to ~20 years**
  - **Residual average life equal to ~12 years**

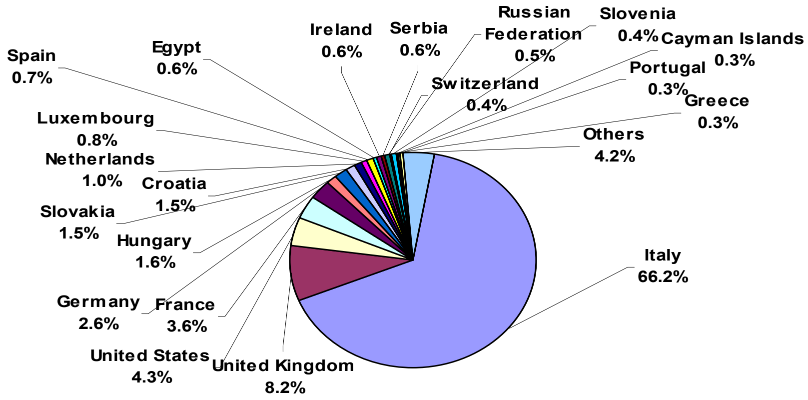
Breakdown by economic business sectors

	30.09.09	31.12.09
Loans of the Italian banks and companies of the Group		
Households	**23.2%**	**23.5%**
Public Administration	**4.9%**	**5.0%**
Financial companies	**4.9%**	**5.2%**
Non-financial companies	**49.6%**	**48.7%**
of which:		
HOLDING AND OTHER	9.7%	9.3%
CONSTRUCTION AND MATERIALS FOR CONSTR.	7.1%	7.1%
DISTRIBUTION	6.2%	6.1%
SERVICES	5.3%	5.3%
UTILITIES	3.2%	2.6%
METALS AND METAL PRODUCTS	2.5%	2.5%
TRANSPORT	2.3%	2.4%
TRANSPORTATION MEANS	1.5%	1.8%
FOOD AND DRINK	1.6%	1.7%
MECHANICAL	1.7%	1.6%
INTERMEDIATE INDUSTRIAL PRODUCTS	1.4%	1.4%
AGRICULTURE	1.4%	1.4%
FASHION	1.4%	1.4%
ELECTROTECHNICAL AND ELECTRONIC	1.1%	1.1%
ENERGY AND EXTRACTION	0.8%	0.9%
PUBLISHING AND PRINTING	0.6%	0.6%
BASE AND INTERMEDIATE CHEMICALS	0.5%	0.5%
FURNITURE	0.4%	0.4%
OTHER CONSUMPTION GOODS	0.3%	0.3%
PHARMACEUTICAL	0.3%	0.3%
MASS CONSUMPTION GOODS	0.1%	0.1%
WHITE GOODS	0.2%	0.1%
Rest of the world	**7.4%**	**7.4%**
Loans of the foreign banks and companies of the Group	**8.7%**	**8.8%**
Doubtful Loans	**1.3%**	**1.4%**
TOTAL	**100.0%**	**100.0%**

Figures may not add up exactly due to rounding differences

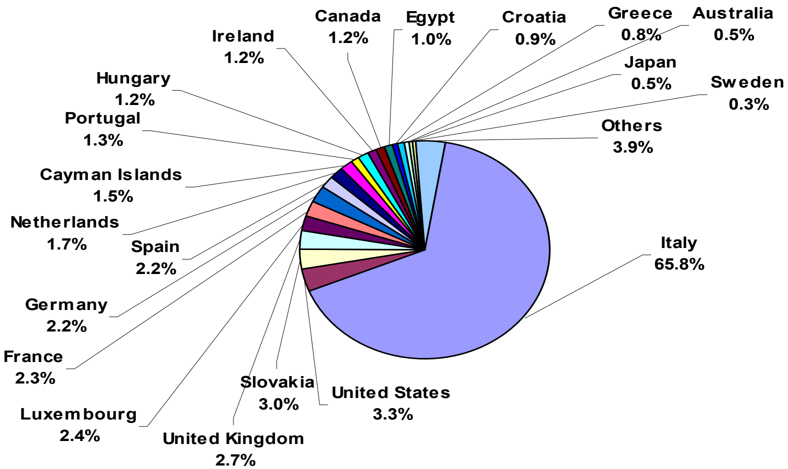
Country Exposure mostly to G7

Total exposure(*)

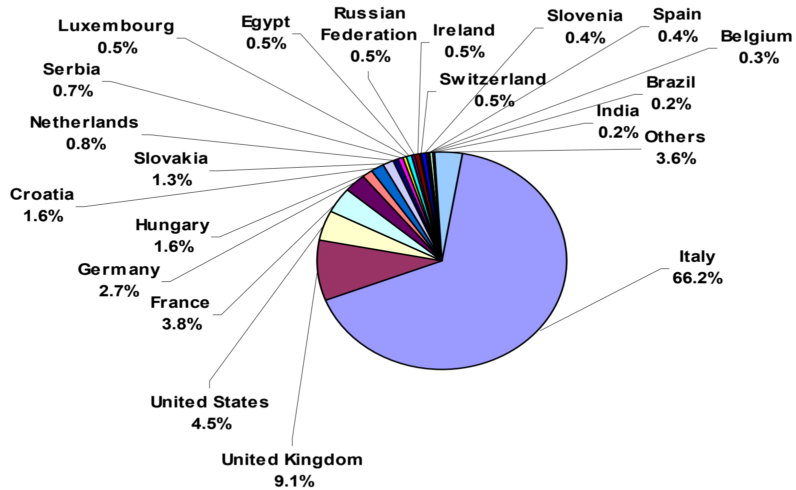


Rank	Total Exposure(*)		Securities and derivatives(*)		Loans guarantees given and commitments(*)	
1	Italy	66.2%	Italy	65.8%	Italy	66.2%
2	United Kingdom	8.2%	United States	3.3%	United Kingdom	9.1%
3	United States	4.3%	Slovakia	3.0%	United States	4.5%
4	France	3.6%	United Kingdom	2.7%	France	3.8%
5	Germany	2.6%	Luxembourg	2.4%	Germany	2.7%
6	Hungary	1.6%	France	2.3%	Hungary	1.6%
7	Slovakia	1.5%	Germany	2.2%	Croatia	1.6%
8	Croatia	1.5%	Spain	2.2%	Slovakia	1.3%
9	Netherlands	1.0%	Netherlands	1.7%	Netherlands	0.8%
10	Luxembourg	0.8%	Cayman Islands	1.5%	Serbia	0.7%
11	Spain	0.7%	Portugal	1.3%	Luxembourg	0.5%
12	Egypt	0.6%	Hungary	1.2%	Egypt	0.5%
13	Ireland	0.6%	Ireland	1.2%	Russian Federation	0.5%
14	Serbia	0.6%	Canada	1.2%	Ireland	0.5%
15	Russian Federation	0.5%	Egypt	1.0%	Switzerland	0.5%
16	Switzerland	0.4%	Croatia	0.9%	Slovenia	0.4%
17	Slovenia	0.4%	Greece	0.8%	Spain	0.4%
18	Cayman Islands	0.3%	Australia	0.5%	Belgium	0.3%
19	Portugal	0.3%	Japan	0.5%	Brazil	0.2%
20	Greece	0.3%	Sweden	0.3%	India	0.2%
	Others	4.2%	Others	3.9%	Others	3.6%

Securities and derivatives(*)



Loans, guarantees given and commitments(*)



(*) Country of the ultimate debtor/guarantor
Figures may not add up exactly due to rounding differences

Divisional Financial Highlights

(Figures as at 31.12.09)	Banca dei Territori	Eurizon Capital	Corporate & Investment Banking	Public Finance	International Subsidiary Banks	Banca Fideuram	Corporate Centre / Others	Total
Operating Income (€ m)	10,418	323	3,551	398	2,215	611	(36)	17,480
Operating Margin (€ m)	4,302	185	2,699	317	1,078	283	(843)	8,021
Net income (€ m)	1,212	95	1,273	116	364	93	(348)	2,805
Cost/Income (%)	58.7	42.7	24.0	20.4	51.3	53.7	n.m.	54.1
RWA (€ bn)	151.9	0.8	130.1	16.5	31.9	4.9	25.5	361.6
Allocated Capital[(1)] (€ bn)	10.1	0.1	7.8	1.0	1.9	0.3	1.5	22.7
Direct Customer Deposits (€ bn)	225.5	n.m.	93.2	6.2	27.6	7.5	61.9	421.9
Loans to Customers (€ bn)	184.6	0.2	101.5	40.9	29.5	2.0	15.4	374.0
EVA ® (€ m)	758	127	508	21	105	147	(1,424)	242

(1) Allocated capital = 6% RWA (Basel 2 Foundation) + insurance risk, allocated capital for Eurizon Capital and Banca Fideuram = 6% RWA + business risk
Figures may not add up exactly due to rounding differences

Banca dei Territori: sustained growth in Direct Customer Deposits and excellent cost reduction in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	7,633	6,466	(15.3)
Dividends and P/L on investments carried at equity	72	103	43.1
Net fee and commission income	3,737	3,254	(12.9)
Profits (Losses) on trading	106	105	(0.9)
Income from insurance business	395	439	11.1
Other operating income (expenses)	74	51	(31.1)
Operating income	**12,017**	**10,418**	**(13.3)**
Personnel expenses	(3,599)	(3,466)	(3.7)
Other administrative expenses	(2,719)	(2,587)	(4.9)
Adjustments to property, equipment and intangible assets	(64)	(63)	(1.6)
Operating costs	**(6,382)**	**(6,116)**	**(4.2)**
Operating margin	**5,635**	**4,302**	**(23.7)**
Goodwill impairment	(9)	(3)	(66.7)
Net provisions for risks and charges	(109)	(100)	(8.3)
Net adjustments to loans	(1,593)	(2,004)	25.8
Net impairment losses on other assets	(148)	(70)	(52.7)
Profits (Losses) on HTM and on other investments	0	421	n.m.
Income before tax from continuing operations	**3,776**	**2,546**	**(32.6)**
Taxes on income from continuing operations	(1,430)	(892)	(37.6)
Merger and restructuring related charges (net of tax)	(469)	(175)	(62.7)
Effect of purchase cost allocation (net of tax)	(507)	(257)	(49.3)
Income (Loss) after tax from discontinued operations	30	52	73.3
Minority interests	(41)	(62)	51.2
Net income	**1,359**	**1,212**	**(10.8)**

EVA ® (€ m)	**1,530**	**758**

- All IT system integrations completed:
  - CR Firenze completed in July (~560 branches migrated)
  - Casse del Centro completed in December (~290 branches migrated)
- NII down due to the elimination of overdraft charges and the reduction in mark-down affected by market yields. Benefits from the increase in mark-up, hedging and Direct Customers Deposits growth (+13.7%)
- Decline in commissions mainly due to lower contribution from AuM (performance effect and customer risk aversion) and to lower placement of products with up-front fees
- Strong growth in Net fee and commission income in 4Q09 (+10.1% vs 3Q09)
- 2009 commercial policy mainly focused on the placement of Intesa Sanpaolo bonds
- 4.2% reduction in Operating costs

Note: 2008 figures restated to reflect scope of consolidation for 2009. Data include CR Firenze Group
Figures may not add up exactly due to rounding differences

Eurizon Capital: market share growth and excellent cost reduction in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	10	2	(80.0)
Dividends and P/L on investments carried at equity	15	13	(13.3)
Net fee and commission income	321	297	(7.5)
Profits (Losses) on trading	11	4	(63.6)
Income from insurance business	0	0	n.m.
Other operating income (expenses)	3	7	133.3
Operating income	**360**	**323**	**(10.3)**
Personnel expenses	(53)	(58)	9.4
Other administrative expenses	(91)	(79)	(13.2)
Adjustments to property, equipment and intangible assets	(2)	(1)	(50.0)
Operating costs	**(146)**	**(138)**	**(5.5)**
Operating margin	**214**	**185**	**(13.6)**
Goodwill impairment	(95)	0	(100.0)
Net provisions for risks and charges	(2)	(4)	100.0
Net adjustments to loans	0	0	n.m.
Net impairment losses on other assets	0	0	n.m.
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**117**	**181**	**54.7**
Taxes on income from continuing operations	(52)	(47)	(9.6)
Merger and restructuring related charges (net of tax)	(9)	0	(100.0)
Effect of purchase cost allocation (net of tax)	(261)	(39)	(85.1)
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**(205)**	**95**	**n.m.**

	2008 Restated	2009
EVA® (€ m)	**149**	**127**

Note: 2008 figures restated to reflect scope of consolidation for 2009
Figures may not add up exactly due to rounding differences

- **Leading asset manager in Italy with €135.5bn of AuM (+4.9% vs 31.12.08)**
- **Mutual funds market share at 18.7% vs 18.3% as at 31.12.08**
- **Operating income down due to the decrease in average AuM**
- **0.3% increase in AuM in 4Q09 (+€0.4bn)**
- **Operating costs down 5.5%**
- **Growing synergies with the Banca dei Territori: "Eurizon Capital Specialists" initiative, 40 people supporting the network to relaunch asset management (market advisory, performance and asset allocation)**
- **Growth of products to be distributed by the Banca dei Territori (portfolio management, capital protected funds, corporate bond funds with specified time horizon and investment plans targeting young customers)**
- **2009 Net income at €95m**

Corporate and Investment Banking: strong increase in Revenues, Operating Margin and Net Income in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	1,474	2,010	36.4
Dividends and P/L on investments carried at equity	12	(52)	n.m.
Net fee and commission income	754	930	23.3
Profits (Losses) on trading	(147)	624	n.m.
Income from insurance business	0	0	n.m.
Other operating income (expenses)	45	39	(13.3)
Operating income	**2,138**	**3,551**	**66.1**
Personnel expenses	(345)	(373)	8.1
Other administrative expenses	(511)	(471)	(7.8)
Adjustments to property, equipment and intangible assets	(9)	(8)	(11.1)
Operating costs	**(865)**	**(852)**	**(1.5)**
Operating margin	**1,273**	**2,699**	**112.0**
Goodwill impairment	(2)	(2)	0.0
Net provisions for risks and charges	(11)	(6)	(45.5)
Net adjustments to loans	(446)	(932)	109.0
Net impairment losses on other assets	(47)	(61)	29.8
Profits (Losses) on HTM and on other investments	(241)	72	n.m.
Income before tax from continuing operations	**526**	**1,770**	**236.5**
Taxes on income from continuing operations	(282)	(485)	72.0
Merger and restructuring related charges (net of tax)	(39)	(12)	(69.2)
Effect of purchase cost allocation (net of tax)	3	0	(100.0)
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**208**	**1,273**	**512.0**

	2008	2009
EVA® (€ m)	**(505)**	**508**

- **Strong revenue increase (+66.1%) due to outstanding Net interest income growth, double-digit increase in commissions and excellent performance in Profits on trading**
- **Net interest income growth sustained by development in average Customers loans and increase in mark-up due to effective re-pricing actions**
- **1.5% decrease in Operating costs**
- **Cost/Income down to 24.0% from 40.5% in 2008**
- **Operating margin up 112.0% vs 2008**
- **2009 Net income at €1,273m more than sixfold vs 2008**

Note: 2008 figures restated to reflect scope of consolidation for 2009. Data include results of Proprietary trading
Figures may not add up exactly due to rounding differences

Public Finance: sustained increase in operating performance and profitability in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	308	368	19.5
Dividends and P/L on investments carried at equity	0	0	n.m.
Net fee and commission income	45	41	(8.9)
Profits (Losses) on trading	0	(14)	n.m.
Income from insurance business	0	0	n.m.
Other operating income (expenses)	0	3	n.m.
Operating income	**353**	**398**	**12.7**
Personnel expenses	(32)	(37)	15.6
Other administrative expenses	(48)	(44)	(8.3)
Adjustments to property, equipment and intangible assets	0	0	n.m.
Operating costs	**(80)**	**(81)**	**1.3**
Operating margin	**273**	**317**	**16.1**
Goodwill impairment	0	0	n.m.
Net provisions for risks and charges	0	(2)	n.m.
Net adjustments to loans	(131)	(125)	(4.6)
Net impairment losses on other assets	0	0	n.m.
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**142**	**190**	**33.8**
Taxes on income from continuing operations	(77)	(70)	(9.1)
Merger and restructuring related charges (net of tax)	(2)	0	(100.0)
Effect of purchase cost allocation (net of tax)	(4)	(4)	0.0
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**59**	**116**	**96.6**

	2008	2009
EVA ® (€ m)	**(34)**	**21**

- More than €4bn of new loans in 2009
- 12.7% revenue increase
- Strong growth in Net interest income mainly due to higher spreads
- Substantially flat Operating costs
- Cost/Income ratio down to 20.4% from 22.7% in 2008
- 16.1% increase in Operating margin
- 2009 Net adjustments to loans down vs 2008 and mostly due to a single loan
- 2009 Net income at €116m, almost doubled compared to 2008

Note: 2008 figures restated to reflect scope of consolidation for 2009
Figures may not add up exactly due to rounding differences

International Subsidiary Banks: increase in Operating Margin and strong growth in Net Income in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	1,478	1,433	(3.0)
Dividends and P/L on investments carried at equity	2	2	0.0
Net fee and commission income	591	527	(10.8)
Profits (Losses) on trading	234	277	18.4
Income from insurance business	0	0	n.m.
Other operating income (expenses)	(17)	(24)	41.2
Operating income	**2,288**	**2,215**	**(3.2)**
Personnel expenses	(615)	(575)	(6.5)
Other administrative expenses	(473)	(425)	(10.1)
Adjustments to property, equipment and intangible assets	(138)	(137)	(0.7)
Operating costs	**(1,226)**	**(1,137)**	**(7.3)**
Operating margin	**1,062**	**1,078**	**1.5**
Goodwill impairment	(390)	0	(100.0)
Net provisions for risks and charges	(14)	3	n.m.
Net adjustments to loans	(330)	(633)	91.8
Net impairment losses on other assets	(7)	(8)	14.3
Profits (Losses) on HTM and on other investments	9	3	(66.7)
Income before tax from continuing operations	**330**	**443**	**34.2**
Taxes on income from continuing operations	(136)	(78)	(42.6)
Merger and restructuring related charges (net of tax)	(6)	(1)	(83.3)
Effect of purchase cost allocation (net of tax)	0	0	n.m.
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	(1)	0	(100.0)
Net income	**187**(1)	**364**	**94.7**
EVA® (€ m)	**280**	**105**	

Note: 2008 figures restated to reflect scope of consolidation for 2009
(1) €577m excluding the goodwill written off in Ukraine
Figures may not add up exactly due to rounding differences

- **Revenues and Operating margin up 3.1% and 7.4% respectively excluding exchange rate impact**
- **4Q09 revenue acceleration (+3.6% vs 3Q09)**
- **Operating costs down 7.3% due to all countries excluding Romania, Bosnia and Egypt**
- **Cost/Income ratio down to 51.3% from 53.6% in 2008**
- **Increase in Net adjustments to loans in line with expectations**
- **4Q09 Net income at €111m (+22.3% vs 3Q09)**
- **2009 Net income at €364m due to positive contributions from all countries, excluding the Russian Federation and Ukraine**

Banca Fideuram: market leader and more than €2.9bn net inflow of AuM in 2009

(€ m)	2008 Restated	2009	Δ%
Net interest income	158	158	0.0
Dividends and P/L on investments carried at equity	0	0	n.m.
Net fee and commission income	469	441	(6.0)
Profits (Losses) on trading	(10)	15	n.m.
Income from insurance business	0	0	n.m.
Other operating income (expenses)	4	(3)	n.m.
Operating income	**621**	**611**	**(1.6)**
Personnel expenses	(122)	(126)	3.3
Other administrative expenses	(190)	(184)	(3.2)
Adjustments to property, equipment and intangible assets	(15)	(18)	20.0
Operating costs	**(327)**	**(328)**	**0.3**
Operating margin	**294**	**283**	**(3.7)**
Goodwill impairment	(580)	0	(100.0)
Net provisions for risks and charges	(45)	(43)	(4.4)
Net adjustments to loans	0	0	n.m.
Net impairment losses on other assets	(4)	0	(100.0)
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**(335)**	**240**	**n.m.**
Taxes on income from continuing operations	(57)	(58)	1.8
Merger and restructuring related charges (net of tax)	(12)	(4)	(66.7)
Effect of purchase cost allocation (net of tax)	(316)	(85)	(73.1)
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**(720)[1]**	**93**	**n.m.**

	2008 Restated	2009
EVA ® (€ m)	**151**	**147**

Note: 2008 figures restated to reflect scope of consolidation for 2009
(1) €176m excluding the economic effects of the cost of the merger and goodwill impairment
Figures may not add up exactly due to rounding differences

- **Market leader with ~€68bn of Customer financial assets (of which ~€47bn AuM) and 4,292 Private bankers**
- **€7.3bn (+12.1%) Customer financial assets increase vs 31.12.08 mainly due to AuM (+€6.7bn)**
- **€2.8bn positive net inflow of Customer financial assets in 2009 driven by AuM growth (+€2.9bn)**
- **2009 revenue good resilience with an acceleration in 4Q09 (+14.9% vs 3Q09)**
- **Flat Operating costs**
- **"Tax Shield" inflows (€3.5bn) still mainly allocated in Assets under Administration**
- **2009 Net income at €178m excluding the economic effect of purchase cost allocation (€176m in 2008)**

Conclusions

- Steady profitability quarter after quarter in 2009
- Sustainable profitability driven not only by revenues and costs but also by
  - high liquidity
  - low leverage
  - high solidity
  - low risk profile
- Our business model focused on commercial banking and our strategic choices leave us well placed in the light of proposed Regulatory changes ("Basel 3")

4Q09 and 2009 results enhance ISP's sustainable profitability and position as one of the most solid international banking Groups

Appendix

Methodological note (1/2)

2009 main non-recurring items include:

- 1Q09: 1) €511m fiscal benefit from the release of deferred taxes relating to detaxation of intangibles with a finite life and brand name, recorded under taxes on income from continuing operations, 2) €68m integration charges and related tax savings, which resulted in net integration charges of €48m, 3) €95m charges from purchase cost allocation, net of tax and 4) €83m capital gains made on the disposal of CR Orvieto and 17 branches and related taxes, which resulted in a net capital gain of €63m under income after tax from discontinued operations

- 2Q09: 1) €72m net impairment losses on other assets, 2) €60m integration charges and related tax savings, which resulted in net integration charges of €38m, and 3) €102m charges from purchase cost allocation, net of tax

- 3Q09: 1) €61m integration charges and related tax savings, which resulted in net integration charges of €44m, and 2) €98m charges from purchase cost allocation, net of tax

- 4Q09: 1) €51m from the IMI-SIR settlement registered under the caption other operating income and related taxes, 2) €160m net impairment losses on other assets, 3) capital gains of €439m from the disposal of Findomestic and €70m from that of Esaote registered under profits on investments held to maturity, and related taxes, 4) €130m integration charges and related tax savings, which resulted in net integration charges of €84m, 5) €90m charges from purchase cost allocation, net of tax, and 6) €60m attributable to minority shareholders out of the aforementioned €439m Findomestic capital gain recorded under minority interests

Methodological note (2/2)

2008 main non-recurring items include:

- **1Q08: 1) €444m integration charges and related tax savings, which resulted in net integration charges of €321m, 2) €131m charges from purchase cost allocation, net of tax and 3) €1,372m capital gains deriving from the sale of 198 branches and related taxes, which resulted in a net capital gain of €953m under income after tax from discontinued operations**

- **2Q08: 1) €67m from the IMI-SIR settlement registered under the caption other operating income and related taxes, 2) €268m capital gain made on the disposal of Agos under profits on investments held to maturity and related taxes, 3) €98m integration charges and related tax savings, which resulted in net integration charges of €68m, 4) €153m charges from purchase cost allocation, net of tax and 5) €20m adjustments, net of tax savings, related to the disposal of 198 branches under income after tax from discontinued operations**

- **3Q08: 1) €59m from the IMI-SIR settlement registered under the caption other operating income and related taxes, 2) €122m integration charges and related tax savings, which resulted in net integration charges of €86m, and 3) €148m charges from purchase cost allocation, net of tax**

- **4Q08: 1) €102m expenses on expired bank drafts under other operating income/expenses and related tax savings, 2) €1,065m goodwill impairment, €908m net impairment losses on other assets and €326m impairment under profits on investments held to maturity and related tax savings, 3) €89m capital gain on the disposal of Centrale dei Bilanci under profits on investments held to maturity and related taxes, 4) €1,629m fiscal benefit from deferred taxes under taxes on income from continuing operations, 5) €254m integration charges and related tax savings which resulted in net integration charges of €182m, and 6) €656m charges from purchase cost allocation net of tax (including €751m intangible assets impairment and related tax savings, which resulted in net charges of €521m)**

Capital management actions: sale of securities services business

- **On 22 December 2009, Intesa Sanpaolo entered into a sale-and-purchase agreement in respect of its securities services business with State Street Corp. for a consideration of ~€1,750m, of which ~€1,280m corresponds to the goodwill value**

- **The finalisation of the transaction, which is conditional upon the necessary authorisations, will result in a gross capital gain of ~€740m and goodwill release of ~€540m for the Intesa Sanpaolo Group, with a positive effect of 37bps on its Core Tier 1 ratio**

- **The operations under disposal include Global Custody, Fund Administration, Depositary Bank and Correspondent Bank. Local custody, that is the custody and settlement of Italian securities, is not for sale since this activity is an integral part of intermediation services offered to customers**

Strong growth in Operating Margin 4Q09 vs 4Q08

(€ m)	4Q08 Restated	4Q09	Δ%
Net interest income	2,862	2,487	(13.1)
Dividends and P/L on investments carried at equity	30	(2)	n.m.
Net fee and commission income	1,243	1,497	20.4
Profits (Losses) on trading	(354)	129	n.m.
Income from insurance business	171	133	(22.2)
Other operating income (expenses)	(57)	29	n.m.
Operating income	**3,895**	**4,273**	**9.7**
Personnel expenses	(1,433)	(1,456)	1.6
Other administrative expenses	(1,016)	(888)	(12.6)
Adjustments to property, equipment and intangible assets	(223)	(202)	(9.4)
Operating costs	**(2,672)**	**(2,546)**	**(4.7)**
Operating margin	**1,223**	**1,727**	**41.2**
Goodwill impairment	(1,065)	0	(100.0)
Net provisions for risks and charges	(164)	(99)	(39.6)
Net adjustments to loans	(999)	(1,069)	7.0
Net impairment losses on other assets	(898)	(160)	(82.2)
Profits (Losses) on HTM and on other investments	(208)	517	n.m.
Income before tax from continuing operations	**(2,111)**	**916**	**n.m.**
Taxes on income from continuing operations	1,633	(169)	n.m.
Merger and restructuring related charges (net of tax)	(182)	(84)	(53.8)
Effect of purchase cost allocation (net of tax)	(656)	(90)	(86.3)
Income (Loss) after tax from discontinued operations	96	27	(71.9)
Minority interests	(8)	(57)	612.5
Net income	**(1,228)**	**543**	**n.m.**

Note: 4Q08 figures restated to reflect scope of consolidation for 4Q09
Figures may not add up exactly due to rounding differences

2009 Net Income at €2.6bn excluding main non-recurring items

2008 Net Income (post-tax data) (€ m)			2009 Net Income (post-tax data) (€ m)	
Net Income		**2,553**	**Net Income**	**2,805**
+ Integration charges		657	+ Integration charges	214
+ Amortisation of acquisition cost		1,088	+ Amortisation of acquisition cost	385
of which: Intangibles impairment	521			
+ Impairment		2,257	+ Impairment	235
+ Charges on expired bank drafts		69	- Capital gains on CR Orvieto and Antitrust 17 branches	63
- Capital gain on Antitrust 198 branches		933	- Capital gain on Findomestic[1]	371
- Capital gain on Agos		262	- Esaote	69
- Capital gain on Centrale dei Bilanci		88		
- Income from Rovelli settlement (IMI-SIR)		92	- Income from Rovelli settlement (IMI-SIR)	34
- Deferred taxation non-recurring impact		1,629	- Deferred taxation non-recurring impact	511
Net Income adjusted		**3,620**	**Net Income adjusted**	**2,591**

(1) Of which: €248m from the sale of the first 25% stake and €123m from the valuation at fair value of the remaining 25% based on the bottom end of the range set in the contract which envisages its sale in 2011-2013

4Q09 Net Income at €403m excluding main non-recurring items

3Q09 Net Income (post-tax data)		4Q09 Net Income (post-tax data)	
(€ m)		(€ m)	
Net Income	674	Net Income	543
+ Integration charges	44	+ Integration charges	84
+ Amortisation of acquisition cost	98	+ Amortisation of acquisition cost	90
		+ Impairment	160
		- Capital gain on Findomestic[1]	371
		- Income from Rovelli settlement (IMI-SIR)	34
		- Esaote	69
Net Income adjusted	816	Net Income adjusted	403

(1) Of which: €248m from the sale of the first 25% stake and €123m from the valuation at fair value of the remaining 25% based on the bottom end of the range set in the contract which envisages its sale in 2011-2013

Quarterly P&L Analysis

(€ m)	3Q08	4Q08	1Q09	2Q09	3Q09	4Q09
	Restated					
Net interest income	3,020	2,862	2,659	2,758	2,582	2,487
Dividends and P/L on investments carried at equity	13	30	(6)	36	18	(2)
Net fee and commission income	1,361	1,243	1,216	1,301	1,327	1,497
Profits (Losses) on trading	17	(354)	107	439	447	129
Income from insurance business	43	171	64	124	116	133
Other operating income (expenses)	78	(57)	21	5	(7)	29
Operating income	**4,532**	**3,895**	**4,061**	**4,663**	**4,483**	**4,273**
Personnel expenses	(1,397)	(1,433)	(1,390)	(1,351)	(1,390)	(1,456)
Other administrative expenses	(779)	(1,016)	(751)	(810)	(743)	(888)
Adjustments to property, equipment and intangible assets	(198)	(223)	(156)	(156)	(166)	(202)
Operating costs	**(2,374)**	**(2,672)**	**(2,297)**	**(2,317)**	**(2,299)**	**(2,546)**
Operating margin	**2,158**	**1,223**	**1,764**	**2,346**	**2,184**	**1,727**
Goodwill impairment	0	(1,065)	0	0	0	0
Net provisions for risks and charges	(76)	(164)	(69)	(63)	(66)	(99)
Net adjustments to loans	(854)	(999)	(733)	(1,081)	(823)	(1,069)
Net impairment losses on other assets	(40)	(898)	(7)	(72)	4	(160)
Profits (Losses) on HTM and on other investments	177	(208)	0	15	13	517
Income before tax from continuing operations	**1,365**	**(2,111)**	**955**	**1,145**	**1,312**	**916**
Taxes on income from continuing operations	(473)	1,633	183	(476)	(498)	(169)
Merger and restructuring related charges (net of tax)	(86)	(182)	(48)	(38)	(44)	(84)
Effect of purchase cost allocation (net of tax)	(148)	(656)	(95)	(102)	(98)	(90)
Income (Loss) after tax from discontinued operations	43	96	105	16	21	27
Minority interests	(27)	(8)	(25)	(32)	(19)	(57)
Net income	**674**	**(1,228)**	**1,075**	**513**	**674**	**543**

Note: 2008 figures restated to reflect scope of consolidation for 4Q09

Quarterly development of Net Fee and Commission Income

Net fee and commission income

(€ m)	1Q08	2Q08	3Q08	4Q08	1Q09	2Q09	3Q09	4Q09
Guarantees given	63	64	69	66	73	74	75	77
Collection and payment services	105	103	94	85	84	85	83	79
Current accounts	242	216	215	228	208	199	259	252
Credit and debit cards	109	121	116	106	93	107	109	134
Commercial banking activities	**519**	**504**	**494**	**485**	**458**	**465**	**526**	**542**
Dealing and placement of securities	225	105	97	73	70	135	84	154
Currency dealing	16	16	17	18	14	13	13	13
Portfolio management	408	372	312	265	245	248	262	333
Distribution of insurance products	187	229	169	147	153	178	190	199
Other	32	14	23	11	42	19	22	43
Management, dealing and consultancy activities	**868**	**736**	**618**	**514**	**524**	**593**	**571**	**742**
Other net fee and commission income	192	275	249	244	234	243	230	213
Net fee and commission income	**1,579**	**1,515**	**1,361**	**1,243**	**1,216**	**1,301**	**1,327**	**1,497**

Note: Figures restated where required by international accounting principles and considering the changes in the scope of consolidation

Banca dei Territori: strong increase in Net Income in 4Q09

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	1,554	1,543	(0.7)
Dividends and P/L on investments carried at equity	23	(2)	n.m.
Net fee and commission income	794	875	10.1
Profits (Losses) on trading	14	9	(33.0)
Income from insurance business	117	133	13.3
Other operating income (expenses)	10	18	75.6
Operating income	**2,513**	**2,576**	**2.5**
Personnel expenses	(883)	(856)	(3.0)
Other administrative expenses	(604)	(757)	25.3
Adjustments to property, equipment and intangible assets	(16)	(20)	26.5
Operating costs	**(1,503)**	**(1,633)**	**8.7**
Operating margin	**1,010**	**943**	**(6.6)**
Goodwill impairment	0	(3)	n.m.
Net provisions for risks and charges	(23)	(36)	58.8
Net adjustments to loans	(435)	(691)	58.9
Net impairment losses on other assets	11	(25)	n.m.
Profits (Losses) on HTM and on other investments	0	421	n.m.
Income before tax from continuing operations	**564**	**608**	**7.9**
Taxes on income from continuing operations	(237)	(119)	(49.7)
Merger and restructuring related charges (net of tax)	(35)	(81)	127.5
Effect of purchase cost allocation (net of tax)	(65)	(59)	(9.0)
Income (Loss) after tax from discontinued operations	(1)	0	n.m.
Minority interests	(10)	(19)	99.2
Net income	**215**	**330**	**53.4**

- **All IT system integrations completed: Casse del Centro completed in December (~290 branches migrated)**
- **Double-digit growth in Net fee and commission income (+10.1%) and Income from insurance business (+13.3%)**
- **NII stable despite the reduction in mark-down, affected by market yields, due to benefits from the hedging**
- **Increase in Operating costs, due to seasonal year-end effect (-4.2% 2009 vs 2008 and -0.6% 4Q09 vs 4Q08)**
- **€25m of impairment on equity investments in 4Q09**
- **4Q09 Net income at €330m (+53.4% vs 3Q09)**

Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09. Data include CR Firenze Group
Figures may not add up exactly due to rounding differences

Eurizon Capital: strong growth in Revenues, Operating Margin and Net Income in 4Q09

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	0	0	18.1
Dividends and P/L on investments carried at equity	0	12	n.m.
Net fee and commission income	61	119	96.3
Profits (Losses) on trading	1	0	(56.2)
Income from insurance business	0	0	n.m.
Other operating income (expenses)	0	0	(29.0)
Operating income	**62**	**132**	**114.1**
Personnel expenses	(11)	(22)	96.6
Other administrative expenses	(19)	(24)	25.2
Adjustments to property, equipment and intangible assets	(0)	(0)	8.7
Operating costs	**(30)**	**(46)**	**51.8**
Operating margin	**31**	**86**	**174.3**
Goodwill impairment	0	0	n.m.
Net provisions for risks and charges	(1)	(4)	299.0
Net adjustments to loans	0	0	n.m.
Net impairment losses on other assets	0	0	n.m.
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**30**	**82**	**170.2**
Taxes on income from continuing operations	(8)	(20)	148.5
Merger and restructuring related charges (net of tax)	0	0	n.m.
Effect of purchase cost allocation (net of tax)	(10)	(10)	(3.3)
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**12**	**53**	**324.0**

Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09
Figures may not add up exactly due to rounding differences

- **Leading asset manager in Italy with €135.5bn of AuM (+4.9% vs 31.12.08)**
- **Mutual funds market share increase at 18.7% from 18.3% as at 31.12.08**
- **0.3% increase in AuM in 4Q09 (+€0.4bn)**
- **Sound increase in Operating margin (+174.3%) due to growth in revenues, more than doubled vs 3Q09**
- **Growing synergies with the Banca dei Territori: "Eurizon Capital Specialists" initiative, 40 people supporting the network to relaunch asset management (market advisory, performance and asset allocation)**
- **Growth of products to be distributed by the Banca dei Territori (portfolio management, capital protected funds, corporate bond funds with specified time horizon and investment plans targeting young customers)**

Corporate and Investment Banking: Net Income at €347m in 4Q09

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	534	502	(5.9)
Dividends and P/L on investments carried at equity	(10)	(12)	18.4
Net fee and commission income	246	245	(0.3)
Profits (Losses) on trading	196	107	(45.2)
Income from insurance business	0	0	n.m.
Other operating income (expenses)	9	18	106.3
Operating income	**974**	**861**	**(11.6)**
Personnel expenses	(91)	(108)	19.2
Other administrative expenses	(112)	(129)	14.9
Adjustments to property, equipment and intangible assets	(2)	(2)	30.2
Operating costs	**(205)**	**(239)**	**16.9**
Operating margin	**769**	**622**	**(19.2)**
Goodwill impairment	(0)	(0)	(0.2)
Net provisions for risks and charges	(1)	(2)	139.5
Net adjustments to loans	(176)	(218)	24.3
Net impairment losses on other assets	(2)	(51)	n.m.
Profits (Losses) on HTM and on other investments	0	71	n.m.
Income before tax from continuing operations	**591**	**421**	**(28.7)**
Taxes on income from continuing operations	(201)	(69)	(65.7)
Merger and restructuring related charges (net of tax)	(2)	(5)	118.4
Effect of purchase cost allocation (net of tax)	0	0	n.m.
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**388**	**347**	**(10.4)**

- Decrease in Revenues mainly due to the reduction in Profits on trading affected by lower market volatility and narrowed NII, also as result of the expected reduction in average customer loans vs 3Q09
- Net fee and commission income held up well, stable vs 3Q09
- Increase in Operating costs due to seasonal year-end effect (-1.5% 2009 vs 2008 and -1.6% 4Q09 vs 4Q08)
- Adjustment to loans in line with expectations
- €51m equity investment impairment in 4Q09
- 4Q09 Net income at €347m

Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09. Data include results of Proprietary trading
Figures may not add up exactly due to rounding differences

Public Finance: positive Net Income in 4Q09

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	78	67	(14.4)
Dividends and P/L on investments carried at equity	0	0	n.m.
Net fee and commission income	13	11	(15.7)
Profits (Losses) on trading	(1)	(7)	787.6
Income from insurance business	0	0	n.m.
Other operating income (expenses)	(0)	1	n.m.
Operating income	**90**	**71**	**(21.1)**
Personnel expenses	(8)	(11)	30.6
Other administrative expenses	(11)	(11)	3.3
Adjustments to property, equipment and intangible assets	(0)	(0)	(95.1)
Operating costs	**(19)**	**(22)**	**14.7**
Operating margin	**71**	**49**	**(30.8)**
Goodwill impairment	0	0	n.m.
Net provisions for risks and charges	1	(4)	n.m.
Net adjustments to loans	(0)	(44)	n.m.
Net impairment losses on other assets	0	0	n.m.
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**72**	**1**	**(98.1)**
Taxes on income from continuing operations	(30)	12	n.m.
Merger and restructuring related charges (net of tax)	(0)	(0)	n.m.
Effect of purchase cost allocation (net of tax)	(1)	(1)	0.3
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**40**	**12**	**(71.0)**

- **Expected decrease in Net interest income following the repricing of assets with *fixing* 30.09.09**
- **Losses on trading due to valuation effects**
- **Increase in Operating costs due to Personnel expenses growth also due to non-recurring costs booked in 4Q09**
- **Conservative Net adjustments to loans and Provisions for risk and charges**
- **€11m increase in reserves on Performing Loans in 4Q09**
- **4Q09 Net Income at €12m**

Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09
Figures may not add up exactly due to rounding differences

International Subsidiary Banks: strong growth in Net Income in 4Q09

(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	353	369	4.6
Dividends and P/L on investments carried at equity	0	1	770.6
Net fee and commission income	134	139	3.6
Profits (Losses) on trading	80	68	(14.4)
Income from insurance business	0	0	n.m.
Other operating income (expenses)	(15)	(5)	(66.3)
Operating income	**552**	**572**	**3.6**
Personnel expenses	(140)	(139)	(0.9)
Other administrative expenses	(103)	(113)	10.0
Adjustments to property, equipment and intangible assets	(35)	(32)	(8.7)
Operating costs	**(277)**	**(283)**	**2.1**
Operating margin	**275**	**289**	**5.1**
Goodwill impairment	0	0	n.m.
Net provisions for risks and charges	(1)	(4)	564.8
Net adjustments to loans	(153)	(163)	6.8
Net impairment losses on other assets	(1)	(6)	348.7
Profits (Losses) on HTM and on other investments	1	2	59.4
Income before tax from continuing operations	**121**	**117**	**(3.5)**
Taxes on income from continuing operations	(30)	(6)	(80.5)
Merger and restructuring related charges (net of tax)	(0)	(0)	(4.0)
Effect of purchase cost allocation (net of tax)	0	0	n.m.
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	0	n.m.
Net income	**91**	**111**	**22.3**

Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09
Figures may not add up exactly due to rounding differences

- **Solid growth in Revenues despite the expected slight decrease in average customer loans (-0.3% vs 3Q09)**
- **Good performance in NII and Net fee and commission income, the more recurring revenue items**
- **Cost/Income ratio down to 49.5% from 50.2% in 3Q09**
- **5.1% increase in Operating margin**
- **Net adjustment to loans substantially stable vs 3Q09, in line with expectations**
- **Net income at €111m (+22.3% vs 3Q09) due to the positive contribution from all countries, excluding the Russian Federation and Ukraine**

Banca Fideuram: strong growth in Operating Margin and Net Income in 4Q09

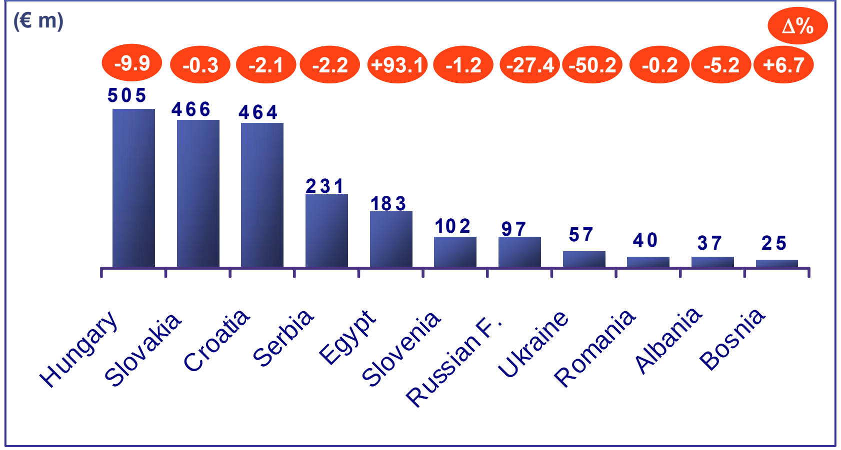
(€ m)	3Q09 Restated	4Q09	Δ%
Net interest income	39	33	(15.8)
Dividends and P/L on investments carried at equity	0	0	n.m.
Net fee and commission income	107	134	25.6
Profits (Losses) on trading	1	5	733.3
Income from insurance business	0	0	n.m.
Other operating income (expenses)	(0)	(4)	n.m.
Operating income	**146**	**168**	**14.9**
Personnel expenses	(32)	(32)	0.3
Other administrative expenses	(48)	(47)	(2.3)
Adjustments to property, equipment and intangible assets	(4)	(5)	9.1
Operating costs	**(84)**	**(84)**	**(0.7)**
Operating margin	**62**	**84**	**36.2**
Goodwill impairment	0	0	n.m.
Net provisions for risks and charges	(10)	(14)	40.2
Net adjustments to loans	0	0	n.m.
Net impairment losses on other assets	0	(1)	n.m.
Profits (Losses) on HTM and on other investments	0	0	n.m.
Income before tax from continuing operations	**52**	**70**	**34.0**
Taxes on income from continuing operations	(11)	(21)	94.3
Merger and restructuring related charges (net of tax)	(1)	(2)	50.0
Effect of purchase cost allocation (net of tax)	(21)	(21)	1.6
Income (Loss) after tax from discontinued operations	0	0	n.m.
Minority interests	0	(0)	n.m.
Net income	**20**	**26**	**34.5**

- Market leader with ~€68bn of Customer financial assets (of which ~€47bn AuM) and 4,292 Private bankers
- 4.2% increase in Customer financial assets vs 3Q09 (+€2.8bn)
- €2.2bn Net inflow in 4Q09, of which €1.9bn in AuM
- 14.9% increase in revenues driven by the growth in commissions
- 17.3% increase in recurring commissions vs 3Q09
- 4Q09 Net income at €47m excluding the economic effect of purchase cost allocation (€41m in 3Q09)

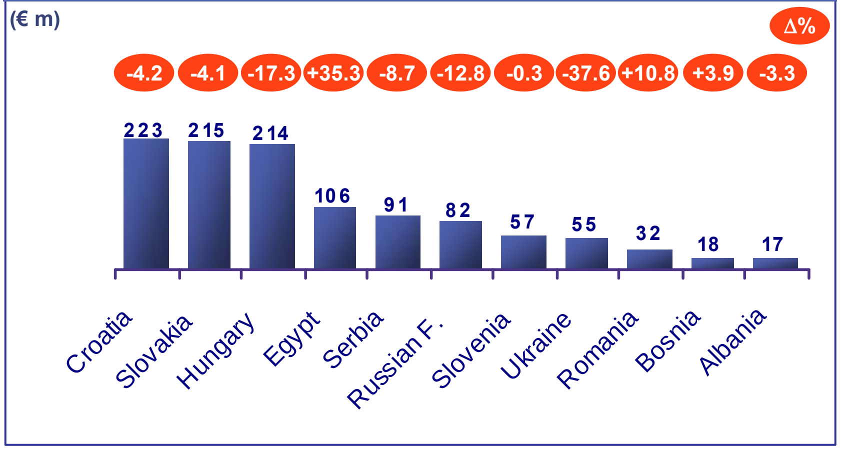
Note: 3Q09 figures restated to reflect the scope of consolidation for 4Q09
Figures may not add up exactly due to rounding differences

International Subsidiary Banks: figures by Country 2009 vs 2008

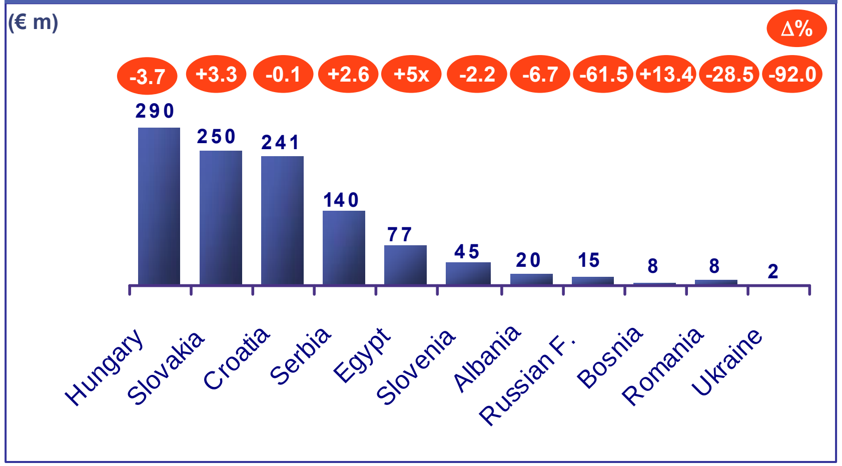
Operating Income



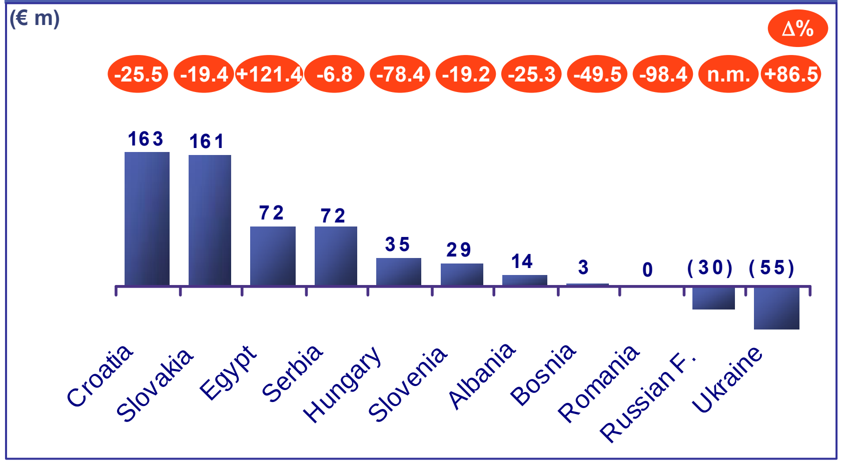
Operating Costs



Operating Margin



Pre-Tax Income(1)



(1) Income before tax from continuing operations

High quality structured credit products portfolio

■ US Subprime €35m

Net exposure(*) (€ m)	31.12.08	31.12.09 Total	31.12.09 of which at trading
US Subprime	29	35	28
"Contagion" area	280	137	30
Monoline	0	10	10
Super senior Corporate Risk	2,336	834	834
European ABS/CDO	2,110	1,947	479
Other	737	873	20
Total	5,492	3,836	1,401

-€613m vs 30.09.09

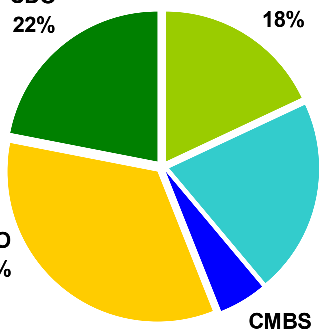
■ 73% Investment Grade

Rating	%
Super senior	4%
AAA	35%
AA	18%
A	16%
BBB and other	27%

■ 62% Vintage ≤ 2005

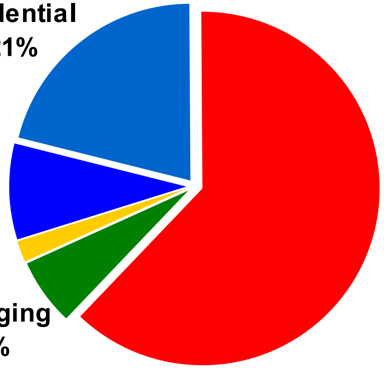
Vintage	%
Before 2005	24%
2005	38%
2006	23%
2007	15%

Products



Geographical area

Only 9% US residential



■ Fair value sensitivity of structured credit products book: -€6m(1) for +25bps of credit spreads

(*) As for "long" positions, 55% valued through mark-to-model (100% of unfunded positions, 34% of funded positions, 100% of monoline risk and of non-monoline packages), 39% through comparable approach (57% funded positions) and 6% through effective market quotes (9% of funded positions). As for "short" positions, 78% valued through mark-to-model (100% unfunded "short" positions, see slide on Structured credit products: Other (3/4), and 100% of positions of funds) and 22% valued through effective market quotes (100% of CMBX-CDS hedges)

(1) -€18m if part of the Structured credit products had not been reclassified into Loans & Receivables for a total amount equal to €2,544m of nominal value and to €2,333m of net exposure leading to a total benefit in income statement for 2009 equal to €7m before tax, of which €0m in 4Q09

Structured credit products: no material exposure to US Subprime

(€ m)	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
						Total income statement	
Product	Nominal value	Risk exposure (including write-downs and write-backs)(1)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	2009	of which 4Q09
Funded ABS(2)	13	**1**	-12	0	0	0	0
Funded CDOs	26	**2**	-24	0	0	0	0
Unfunded super senior CDOs(3)	186	**25**	-161	0	19	19	-2
Other(4)	11	**7**	-4				
"Long" positions	236	**35**	-201	0	19	19	-2
ABX indices position	0	**0**	0	-13	13	0	0
Net position(5)	"long" 236	**"long" 35**	-201	-13	32	19	-2

Note: By US subprime exposure, Intesa Sanpaolo means products - cash investments (securities and funded CDOs) and derivative positions (unfunded CDOs) - with collateral mainly made up of non-prime US residential mortgages (i.e. Home Equity Loans, residential mortgages with B&C ratings and similar products) granted in the years 2005/06/07, irrespective of the FICO score and the Loan-to-Value ratio. Others have been collateralised with US residential mortgages granted before 2005 with a FICO score under 629 and Loan-to-Value over 90% (as at 31.12.09, unchanged with respect to our disclosure dated 30.09.09, the weight of this second product class is immaterial in the Intesa Sanpaolo Group portfolio)

(1) The column "Risk exposure" sets out: for securities, fair value; for derivatives, the nominal value of the contract, net of capital gains and losses recorded at the date of reference. Such amounts correspond, for "long" positions, to the maximum potential loss (in the event of 100% default and recovery rate of 0). For "short" positions, on the other hand, they indicate the maximum potential gain (in the same scenario in terms of default and recovery level). For assets reclassified into Loans & Receivables risk exposure is the book value, equal to fair value as at the reclassification date, increased by the accrued interests calculated at actual interest rate and net of portfolio value adjustments

(2) The ABS funded component has a AAA rating for 60%, AA for 15%, BB rating for 3%, CCC/C rating for the remaining 22%. The original LTV ratio is at 91%, while the 30-60-90 day average delinquency is 4%, 1% and 5% respectively. Cumulated loss on the collateral is at 30%. These positions are non-listed on active markets and are thus valued using the comparable approach

(3) With mezzanine collateral. Including a position with underlying assets made up of approximately one third of subprime mortgages. This table includes the sole portion represented by subprime mortgages, whereas the residual exposure is reported in the "contagion" area

(4) Risk position classified into Loans & Receivables coming from the Romulus vehicle (fully consolidated entity) of which CDO funded for €8m nominal value and €4m risk exposure transferred from SPE Romulus to the Parent Company in 2009 (in 2009 a loss for -€1m was recognized to the P/L Account to item 130a "Net losses/recoveries on impairment of loans"). Romulus is an asset-backed commercial paper conduit vehicle, set up to offer customers an alternative financial channel via access to the international commercial paper market. As at 31.12.09, the portfolio of investments included €174m of nominal value of financial assets, reclassified into Loans & Receivables, with a benefit on Shareholders' equity for 2008 and 2009 equal to €52m before tax, of which €12m in 4Q09. Of the €174m, €3m were attributable to the US subprime segment, €13m to the "contagion" area (see slide on "Contagion" area (2/4), Multisector CDOs) and €158m to other structured credit products (see slide on Other (4/4)). As at 31 December 2009 the financial assets fair value amounts to €92m, of which €2m (with a benefit of €1m) on positions attributed to the US subprime segment, €8m (with a benefit of €2m) attributed to the so-called "contagion" area (see slide on "Contagion" area (2/4), Multisector CDOs) and €82m (with a benefit of €49m) on securities which fall under other structured credit products (see slide on Other (4/4))

(5) The net nominal exposure of €236m as at 31.12.09 compares with €234m reported as at 30.09.09. It should be noted the closing of the positions on the ABX indices included in the segment

Structured credit products: no material exposure to Monoline (1/2)

No direct exposure, only indirect positions connected to hedging derivatives purchased from monoline insurers to buy protection on the default risk of assets held by the Group, which therefore only generate counterparty risk(1). Such hedging derivatives fall into two categories of activity performed by Intesa Sanpaolo: packages(2) and fully hedged(3) credit derivative transactions

Monoline

- **Net counterparty risk exposure totalled €10m as at 31.12.09 (€0m as at 31.12.08)**
- **2009 income statement impact(4) €31m (2008 -€94m)**

- **97% vs MBIA**
- **3% vs other monoline with rating AA**

(1) *For the sake of completeness, please note that there is another form of exposure to monoline insurers, which does not generate particular risk situations. It stems from the investment in securities for which the monoline insurer provides a credit enhancement to the issuing vehicle, for the purpose of making the issue "eligible" for certain types of investors through the achievement of a certain rating (normally AAA). Such securities, nominal value as at 31.12.09 €534m (€529m as at 31.12.08), wholly held by Banca Infrastrutture Innovazione e Sviluppo, are made up mainly of ABS with underlying health receivables assisted by delegated regional payment and for the remaining portion by financings of infrastructures; they are all recorded in the banking book, almost all classified in the Loans & Receivables (L&R) portfolio. The positions were granted on the basis of the creditworthiness of the underlying borrower*

(2) *Both the security and the connected derivative have been valued with the mark-to-model methodologies, also considering any available prices, if lower; such valuations did not have any impact on Profits (Losses) on trading, with the exception of those with the reference to the counterparty risk component, mostly due to transactions in which the hedge was stipulated with monoline insurers, for which a credit risk adjustment has been calculated, determined on the basis of the cost of a protection CDS on the default of the monoline insurer, with nominal value equal to the current and potential future exposure (so-called "add-on") and expiry equal to the average residual life of the underlying assets. Even though packages do not lead to market risk connected with the nature of the underlying asset, for the sake of completeness, please note that, assets which are part of packages include, for €96m nominal value as at 31.12.09, securities with US RMBS collateral with a significant subprime content (equal to 28.5%)*

(3) *Intesa Sanpaolo's activities in fully hedged derivatives are made up of the simultaneous purchase and sale of protection on the same reference entity (underlying asset) with two different counterparties. Also in this case activities do not result in exposure to the market risk generated by the underlying asset, but with the sole counterparty risk generated by the "short" position in the protection purchase*

(4) *Write-backs*

Structured credit products: no material exposure to Monoline (2/2)

(€ m)	Position as at 31.12.09					31.12.09 income statement Profits (Losses) on trading	
	Nominal value of the underlying asset	Fair value of the underlying asset (net of accrued interests)	Credit risk exposure to monoline insurers (fair value of the CDS) *pre* write-down	Credit risk exposure to monoline insurers (fair value of the CDS) *post* write-down	Fair value cumulated write-downs of the hedge from monoline insurers	Fair value write-back of the hedge from monoline insurers	
						2009	of which 4Q09
Positions in Packages:							
Subprime	96	56	40	**8**	-32	28	4
Sub-Total	96	56	40	**8**	-32	28	4
Positions in other derivatives:							
Other underlying assets	116	92	24	**2**	-22	3	0
Total	212	148	64	**10**	-54	31	4

Structured credit products: "contagion" area (1/4) Good quality of structures

- **Multisector CDOs**: such products are almost entirely present in unfunded super senior CDOs, with collateral represented by US RMBS, European ABS, CDOs, CMBS, HY CBO and Consumer ABS

Multisector CDOs

- €103m, of which €15m in Loans & Receivables, "long" positions as at 31.12.09 (€137m as at 31.12.08), including €60m CMBX index hedging and derivatives against which there are positions in funds of €134m (€65m as at 31.12.08)
- 2009 income statement impact(1) -€56m (2008 -€62m)

- Collateral: 76% US RMBS (for 65% vintage prior to 2005 and an average 3% exposure to subprime); 5% CDO; 5% CMBS; 12% HY CBO; 2% Consumer ABS
- Average Rating CCC+
- Average Attachment point 6%
- Written down by 60% of the nominal value on the basis of the mark-to-model

- **Alt-A – Alternative A Loans**: ABS (securities) with underlying US residential mortgages normally of high quality but characterised by penalising factors, mostly incomplete documentation, which do not permit their classification into standard prime contracts

Alt-A

- Net risk exposure totalled €59m (entirely in Loans & Receivables) as at 31.12.09 (€78m as at 31.12.08)
- 2009 income statement impact(1) €0m (2008 -€2m)

- Rating: 52% AAA, 29% AA, 10% A, 8% BB/B and 1% C
- 100% 2005 Vintage
- No Agency component: 74% average original LTV, 6% cumulated loss, 30-60-90 day average delinquency is 4%, 3% and 2% respectively
- Valued using the comparable approach

- **TruPS – Trust Preferred Securities of REITs (Real Estate Investment Trust)**: financial instruments similar to preferred shares issued by US real estate-trustees to finance residential or commercial initiatives present almost entirely in Unfunded super senior CDOs

TruPS

- Net risk exposure totalled €76m as at 31.12.09 (€82m as at 31.12.08)
- 2009 income statement impact(1) €3m (2008 -€63m)

- Rating positions unfunded CCC+, funded BB/C
- Average Attachment point 47%
- Written down by 61% of the nominal value on the basis of the mark-to-model

- **Prime CMOs**: securities issued with guarantee mostly represented by loans assisted by mortgages on US residential buildings

Prime CMOs

- Net risk exposure totalled €33m (entirely in Loans & Receivables) as at 31.12.09 (€48m as at 31.12.08)
- 2009 income statement impact(1) €0m (2008 -€3m)

- Rating: 42% AAA, 58% AA
- 100% 2005 Vintage
- 65% average original LTV
- 0.3% cumulated loss
- 30-60-90 day average delinquency is 1%, 0.4% and 0.3% respectively
- Valued using the comparable approach

(1) Including realised gains/losses and write-downs/write-backs

Structured credit products: "contagion" area (2/4)
Multisector CDOs

(€ m)	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
						Total income statement	
Product	Nominal value	Risk exposure (including write-downs and write-backs)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	2009	of which 4Q09
Funded CDOs	40	**18**	-22	4	-1	3	1
Unfunded super senior CDOs	327	**130**	-197	7	-68	-61	1
Other (funded)[1]	19	**15**	-4				
"Long" positions	386	**163**	-223	11	-69	-58	2
CMBX hedges and derivatives	73	**60**	13	-11	-2	-13	-1
Positions of funds	124	**134**	10[2]	4	11	15	5
Net position[3]	"long" 313	**"long" 103**	-200	4	-60	-56	6

(1) Of which €13m of nominal value and €10m of risk exposure related to the Romulus vehicle and funded CDOs for €6m of nominal value and €5m of risk exposure transferred to the Parent Company from the Romulus vehicle
(2) These figures do not take into account the positions of funds which exited the portfolio of structured credit products
(3) Nominal value and risk exposure figures do not include amounts of positions of funds

Structured credit products: "contagion" area (3/4) Alt-A

(€ m)	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
Product	Nominal value	Risk exposure (including write-downs and write-backs)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	Total income statement	
						2009	of which 4Q09
Alt-A Agency [(1)]	32	**31**	-1	0	0	0	0
Alt-A No Agency [(2)]	34	**28**	-6	0	0	0	0
Other AFS securities [(3)]	9						
"Long" positions	75	**59**	-7	0	0	0	0

(1) Exposure entirely reclassified into Loans & Receivables with an income statement benefit equal to -€2m before tax for 2009, of which €0m for 4Q09
(2) Exposure entirely reclassified into Loans & Receivables with an income statement benefit equal to -€2m before tax for 2009, of which €12m for 4Q09
(3) Risk position classified in securities available for sale, belonging to the Parent company, coming from the Romulus vehicle, transferred at fair value in 2008

Structured credit products: "contagion" area (4/4) TruPS and Prime CMOs

TruPS

(€ m)

Product	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
	Nominal value	Risk exposure (including write-downs and write-backs)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	Total income statement	
						2009	of which 4Q09
Funded CDOs	97	**28**	-69	0	-1	-1	0
Unfunded super senior CDOs	125	**48**	-77	0	4	4	2
"Long" positions	222	**76**	-146	0	3	3	2

Prime CMOs

(€ m)

Product	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
	Nominal value	Risk exposure (including write-downs and write-backs)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	Total income statement	
						2009	of which 4Q09
CMOs (Prime) (1)	36	**33**	-3	0	0	0	0
"Long" positions	36	**33**	-3	0	0	0	0

(1) Exposure entirely reclassified into Loans & Receivables with an income statement benefit equal to -€5m before tax for 2009, of which €8m for 4Q09

Structured credit products: other (1/4)

The effects of the crisis that affected the US financial markets spread progressively, initially involving instruments with collateral made up of US non-subprime residential mortgages and subsequently the whole structured credit product segment, including products with non-US underlying assets.

Details of different types of products related to this segment are provided below. In particular, non-monoline packages, funded ABS/CDOs, unfunded super senior Multisector CDOs not comprised in the "contagion" area, Super Senior Corporate Risk and Other unfunded positions:

- **Non-monoline packages: assets with specific hedges stipulated with primary international banks[1]**

Packages

- **Net exposure to counterparty risk €98m as at 31.12.09 (€154m as at 31.12.08)**
- **2009 income statement impact[2] €4m (2008 €0m)**

- **Hedges from banks generally with a AA, A, BBB, BB and B rating mostly object of specific collateral agreements**
- **Valued using the mark-to-model approach**

- **Unfunded super senior Multisector CDOs: this component (closed in 2009) includes super senior positions with High-Grade, widely diversified collateral or characterised by high credit quality RMBS and therefore not included in the "contagion" area**

Unfunded super senior Multisector CDOs not included in the "contagion" area

- **Net risk exposure €0m as at 31.12.09 (€707m as at 31.12.08)**
- **2009 income statement impact[3] -€34m (2008 -€65m)**

(1) Underlying assets were mostly made up of CLOs and ABS CDOs with a limited portion of US subprime (equal to approximately 17%)
(2) Write-backs
(3) Including realised gains/losses and write-downs/write-backs

Structured credit products: other (2/4)

- **European funded ABS/CDOs: portfolio with collateral diversified in RMBS/CMBS, CLOs, CDOs and ABS of receivables (Credit Card, Leasing, Personal Loans, etc)**

European funded ABS/CDOs

- Net risk exposure €1,947m of which €1,468m in Loans & Receivables, as at 31.12.09 (€2,110m as at 31.12.08)
- 2009 income statement impact(1) €18m (2008 -€92m)

- Rating: 41% AAA, 48% AA/A, 11% BBB/BB/B
- Valued on the basis of effective market quotes for 15%, comparable approach for 72%, mark-to-model for 13%
- Collateral: 38% RMBS (of which 41% Italy)
  22% CLO
  13% CDO
  12% CMBS (of which 51% Offices, 20% Retail, 16% Mixed Use, 8% Health Care, 4% Hospitality/Multifamily, 1% Industrial)
  15% ABS of receivables

- **US funded ABS/CDOs: portfolio including securities with US underlying assets, with collateral mostly represented by Collateralised Loans Obligations(2)**

US funded ABS/CDOs

- Net risk exposure €722m, entirely in Loans & Receivables, as at 31.12.09 (€49m as at 31.12.08)
- 2009 income statement impact(1) €22m (2008 -€18m)

- Collateral: 99% CLO, 1% Credit Card
- Rating: 80% AAA, 20% AA
- Valued on the basis of comparable approach for 21%, mark-to-model for 79%

- **Funded ABS/CDOs ascribable to the Romulus vehicle: securities entirely classified in Loans & Receivables with mainly US underlying assets (Credit Card, Leveraged Loans, Student Loans, Corporate Risk)**

US funded ABS/CDOs Romulus

- Net risk exposure €131m, entirely in Loans & Receivables, as at 31.12.09 (€244m as at 31.12.08)

- Rating: 13% AAA, 14% AA, 13% BBB, 31% BB, 29% B
- Valued on the basis of comparable approach for 17%, mark-to-model for 83%

(1) Including realised gains/losses and write-downs/write-backs
(2) Funded super senior Corporate Risk CDOs, securities classified into Loans & Receivables in 2009, coming from the restructuring of unfunded positions as at 31.12.08

Structured credit products: other (3/4)

- **Unfunded super senior Corporate Risk CDOs: super senior in this category is mostly characterised by collateral subject to corporate risk**

Unfunded super senior Corporate Risk CDOs
- Net risk exposure €834m as at 31.12.09 (€2,336m as at 31.12.08)
- 2009 income statement impact(1) -€17m (2008 -€184m)

- 31% average Attachment point

- Collateral: 25% US (46% CDOs)
  59% Europe (74% Consumer credit Italy and 26% CDOs)
  16% Emerging Markets (Project Finance)
- Valued using the mark-to-model approach

- **Other unfunded positions: portfolio with a "short" balance of unfunded CDOs with mainly European underlying assets**

Other unfunded positions
- Net risk exposure -€78m as at 31.12.09 (-€417m as at 31.12.08)
- 2009 income statement impact(1) -€12m (2008 -€25m)

- Almost entirely on mezzanine tranches
- Valued using the mark-to-model approach

(1) Including realised gains/losses and write-downs/write-backs

Structured credit products: other (4/4)

(€ m)	Position as at 31.12.09					31.12.09 income statement Profits (Losses) on trading	
						Fair value write-back of the hedge from primary International banks	
Product	Nominal value of the underlying asset	Fair value of the underlying asset (net of accrued interests)	Credit risk exposure to primary International banks (fair value of the CDS) *pre* write-down	Credit risk exposure to primary International banks (fair value of the CDS) *post* write-down	Fair value cumulated write-downs of the hedge from primary international banks	2009	of which 4Q09
Non-monoline packages (1)	460	360	100	98	-2 (2)	4	0

(€ m)	Position as at 31.12.09			31.12.09 income statement Profits (Losses) on trading			
						Total income statement	
Product	Nominal value	Risk exposure (including write-downs and write-backs)	Cumulated write-downs and write-backs	Realised gains/losses	Write-downs and write-backs	2009	of which 4Q09
ABS/CDO (3)	2,935 (4)	2,669	-266	28 (3)	8 (3)	36 (5)	-1
Unfunded super senior multisector CDOs and corporate risk (6)	860	756	-104	-26	-37	-63	1
Other (7)	158	131	-27				

(1) Underlying assets were mostly made up of CLOs and ABS CDOs with a limited portion of US subprime (equal to approximately 17%)

(2) According to systematic adjustments made on the entire derivatives universe to incorporate in the fair value the credit risk, in this particular case minimum, of the counterparty (so-called credit risk adjustment), even considering that the operations are mainly object of specific collateral agreement

(3) US component reclassified into Loans & Receivables for an amount equal to €777m of nominal value and to €722m of net exposure, with an income statement benefit equal to €0m before tax in 2009, of which €11m in 4Q09. During 2009 some securities belonging to the portfolio were sold. Such transaction resulted in a profit for €10m recognized to item 100a "Profit (Losses) on disposal or repurchase of loans". EU component belonging to Intesa Sanpaolo reclassified into Loans & Receivables for an amount equal to €1,285m of nominal value and to €1,191m of net exposure, with an income statement benefit equal to €34m before tax in 2009, of which -€28m in 4Q09; EU component belonging to Banca IMI reclassified into Loans & Receivables for an amount equal to €175m of nominal value and to €162m of net exposure, with an income statement benefit equal to -€18m before tax in 2009, of which -€3m in 4Q09; EU component belonging to CR Firenze reclassified into Loans & Receivables for an amount equal to €8m of nominal value and to €5m of net exposure, with a benefit on Shareholders' equity equal to €3m before tax as at 31.12.09, of which -€2m in 4Q09; EU component belonging to Banca Fideuram reclassified into Loans & Receivables for an amount equal to €9m of nominal value and to €8m of net exposure, with a benefit on Shareholders' equity equal to €2m before tax as at 31.12.09, of which €0m in 4Q09. During 2009 a part of the ABS/CDO funded EU portfolio was sold. Such transactions resulted in a profit for nearly €2m recognized to item 100a "Profit (Losses) on disposal or repurchase of loans". Furthermore, impairment losses were originated by some securities belonging to the same portfolio. The loss amounted to -€8m (of which -€6m belonging to the Parent Company and -€2m to Carifirenze) and was recognized, as at 31.12.09, to item 130a ""Net losses/recoveries on impairment of loans"

(4) Of which €677m belonging to Banca IMI (of which €25m unfunded positions), €1,306m to Intesa Sanpaolo, €9m to CR Firenze, €113m belonging to Banca Fideuram, €9m to Sud Polo Vita and €44m to EurizonVita

(5) Of which €21m ascribable to Banca IMI

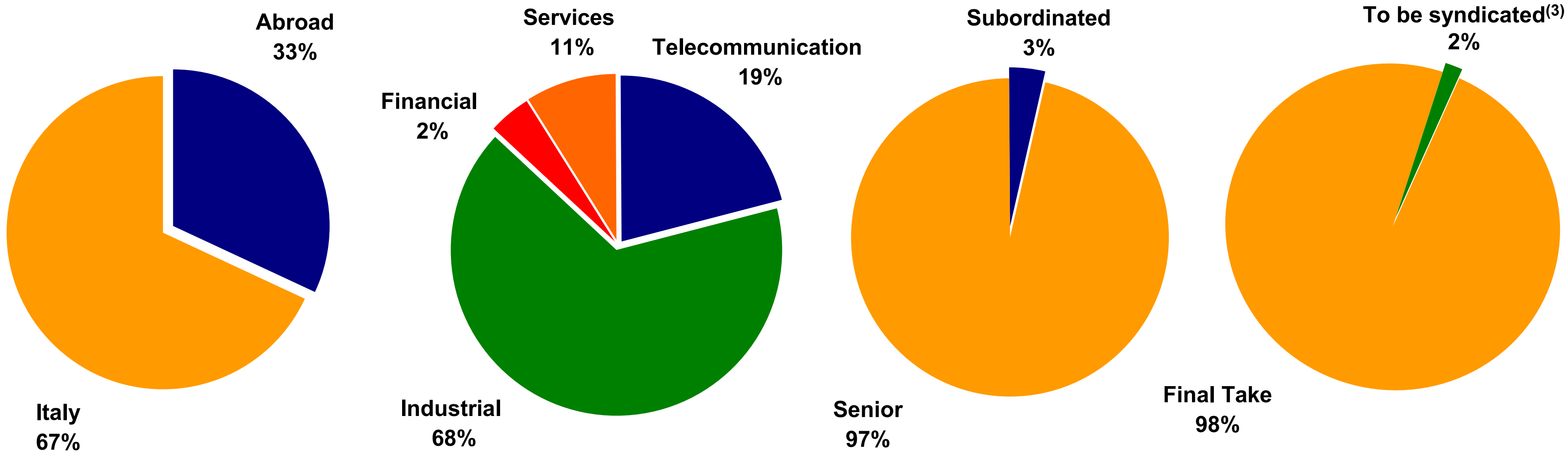
(6) Including a portfolio with a "short" balance of unfunded CDOs of -€64m of nominal value and -€78m of fair value

(7) Risk position of the Romulus vehicle (fully consolidated entity)

Leveraged Finance(1): contained, high quality exposure

No. Transactions	Amount(2)
~110	€5,239m

Breakdown



(1) Group financing to parties controlled by private equity funds
(2) Outstanding commitment
(3) Italy

Disclaimer

"The manager responsible for preparing the company's financial reports, Ernesto Riva, declares, pursuant to paragraph 2 of Article 154-bis of the Consolidated Law on Finance, that the accounting information contained in this presentation corresponds to the document results, books and accounting records".

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This presentation contains certain forward-looking statements and forecasts reflecting the Intesa Sanpaolo management's current views with respect to certain future events. Forward-looking statements are generally identifiable by the use of the words "may," "will," "should," "plan," "expect," "anticipate," "estimate," "believe," "intend," "project," "goal" or "target" or the negative of these words or other variations on these words or comparable terminology. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts, including, without limitation, those regarding Intesa Sanpaolo's future financial position and results of operations, strategy, plans, objectives, goals and targets and future developments in the markets where Intesa Sanpaolo participates or is seeking to participate.

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- the Group's ability to successfully integrate the employees, products, services and systems of mergers and acquisitions;
- the impact of regulatory decisions and changes in the regulatory environment;
- the impact of political and economic developments in Italy and other countries in which the Group operates;
- the impact of fluctuations in currency exchange and interest rates;
- the Group's ability to achieve the expected return on the investments and capital expenditures it has made in Italy and in foreign countries; and
- the Group's ability to finalise capital management actions on its non-core assets (including disposals, either full or partial, partnerships, listings, etc.).

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