

**Certificate of Approval of a Base Prospectus
pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council
Certificate Reference C-025223-1**

To:

Finanzmarktaufsicht (FMA) (Austria)
Croatian Financial Services Supervisory Agency (Hanfa) (Croatia)
Magyar Nemzeti Bank (MNB) (Hungary)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
National Bank of Slovakia (Slovak Republic)
Securities Market Agency (Slovenia)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council and was approved by us on 12 June 2020.

Name of Issuer(s):

Intesa Sanpaolo S.p.A.

LEI:

2W8N8UU78PMDQKZENC08

Registered Office(s):

Turin, Italy

Type of Securities (if applicable):

Warrants and Certificates Programme IMI CIB

National Prospectus Identifier: C-025223

(References to the annexes of Regulation 2019/980 used):

6, 14, 17, 22, 28

Name of the Guarantor(s) (if any):

Not applicable

LEI of the Guarantor(s) (if any):

Not applicable

Attachment(s):

1) Base Prospectus

Luxembourg, 12 June 2020
For and on behalf of the Commission de Surveillance
du Secteur Financier
Signed: