

SECOND SUPPLEMENT DATED 11 JUNE 2026

TO THE BASE PROSPECTUS DATED 5 DECEMBER 2025



INTESA SANPAOLO S.p.A.

*(incorporated as a società per azioni in the Republic of Italy)
acting through its Turin head office as Issuer*

€6,000,000,000

Euro Medium Term Note Programme

This second supplement (the "**Second Supplement**") constitutes a supplement for the purposes of Article 23(1) of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). The Second Supplement is supplemental to and must be read in conjunction with the base prospectus published on 9 December 2025 following the *Commissione Nazionale per le Società e la Borsa* ("**CONSOB**") approval by decision No. 0116045/25 dated 5 December 2025 as already amended by a first supplement dated 5 February 2026 (the "**Base Prospectus**"), prepared by Intesa Sanpaolo S.p.A. (the "**Issuer**") in connection with their €6,000,000,000 Euro Medium Term Note Programme (the "**Programme**"). Terms defined in the Base Prospectus have the same meaning when used in this Second Supplement.

This Second Supplement has been approved by CONSOB as competent authority in Italy under the Prospectus Regulation, as a base prospectus supplement issued in compliance with the Prospectus Regulation. This Second Supplement has been published on 11 June 2026 following the notice of approval No. 0061702 issued by CONSOB on 11 June 2026. CONSOB only approves this Second Supplement as meeting the requirements imposed under the Prospectus Regulation.

Purpose of the Supplement

The purpose of this Second Supplement is to incorporate by reference in the Base Prospectus the press release dated 8 June 2026 relating to the voluntary public tender and exchange offer for all the ordinary shares of Banca Monte dei Paschi di Siena S.p.A.

Intesa Sanpaolo accepts responsibility for the information contained in this Second Supplement and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Second Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect the import of such information.

Save as disclosed in this Second Supplement, there has been no other significant new factor and there are no material mistakes or inaccuracies relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus. To the extent that there is any inconsistency between (i) any statement in this Second Supplement including any statement incorporated by reference into the Base Prospectus by this Second Supplement, and (ii) any other statement in or incorporated by reference into the Base Prospectus, the statements in this Second Supplement will prevail.

This Second Supplement and the document incorporated by reference are available at the following website:

<https://group.intesasanpaolo.com/en/investor-relations/prospectus/domestic-issue-documents/extramot-pro/2026>

The date of this Second Supplement is 11 June 2026.

INFORMATION INCORPORATED BY REFERENCE

The information set out below supplements the section of the Base Prospectus entitled "Information Incorporated by Reference" on pages 36 to 38 of the Base Prospectus.

"(vi) The following press release issued by Intesa Sanpaolo on 8 June 2026 announcing Intesa Sanpaolo's decision to launch a voluntary public tender and exchange offer in respect of all ordinary shares of Banca Monte dei Paschi di Siena S.p.A. (the "**8 June 2026 Press Release**"), is, to the extent of those pages specified in the cross-reference list further below, incorporated by reference in and forms part of this Second Supplement and shall, by virtue of this Second Supplement, be deemed to be incorporated by reference in, and form part of, the Base Prospectus.

The 8 June 2026 Press Release can be accessed at the following website:

https://group.intesasanpaolo.com/en/investor-relations/disclaimer/eng-geolocal-disclaimer?PREV_URL=d85ddcea-82b5-42eb-9b61-b3b7b8139862&NEXT_URL=03ab5817-ee24-4fb9-81f8-93327f67058e

For the purposes of Article 19(1) of Regulation (EU) 2017/1129, any information contained in or incorporated by reference in the 8 June 2026 Press Release which is not included in the cross-reference list in this Second Supplement is either not relevant to investors or is covered elsewhere in the Base Prospectus and, for the avoidance of doubt, unless specifically incorporated by reference into the Base Prospectus, information contained on the website does not form part of the Base Prospectus.

Cross-reference list

The table below shows where the information required under article 19(2) of Regulation (EU) 2017/1129 can be found in the above-mentioned document.

8 June 2026 Press Release

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