FINAL TERMS

1 October 2026

Intesa Sanpaolo S.p.A.

Legal Entity Identifier (LEI): 2W8N8UU78PMDQKZENC08

STANDARD LONG DIGITAL CERTIFICATES QUANTO on LBMA GOLD PRICE Index due 30.10.2031

Under the Warrants and Certificates Programme IMI Corporate & Investment Banking

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in the Base Prospectus dated 9 June 2026 and the supplements to the Base Prospectus dated 16 June 2026 and 31 July 2026, which together constitute a base prospectus for the purposes of the Prospectus Regulation as amended. This document constitutes the Final Terms of the Securities described herein for the purposes of Article 8(1) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus, as supplemented. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus, as supplemented. The Base Prospectus and the supplements to the Base Prospectus are available for viewing during normal business hours at the registered office of the Issuer. The Base Prospectus and the supplements to the Base Prospectus have been published on the websites of the Luxembourg Stock Exchange (www.luxse.com) and the Issuer (www.prodottiequotazioni.intesasanpaolo.com). An Issue Specific Summary of the Securities is annexed to these Final Terms. In the case of the Securities admitted to trading on the regulated market of the Luxembourg Stock Exchange, the Final Terms will be published on the website of the Luxembourg Stock Exchange and of the Issuer.

References herein to numbered Conditions are to the terms and conditions of the relevant series of Securities and words and expressions defined in such terms and conditions shall bear the same meaning in these Final Terms insofar as they relate to such series of Securities, save as where otherwise expressly provided.

These Final Terms relate to the series of Securities as set out in "Specific Provisions for each Series" below. References herein to "Securities" shall be deemed to be references to the relevant Certificates that are the subject of these Final Terms and references to "Securities" and "Security" shall be construed accordingly.

1. Specific provisions for each Series:

Series Number	No. of Securities issued	Issue Price per Security
115	Up to 100,000	EUR 1,000

2. Tranche Number: Not applicable.

3. Minimum Exercise Amount: 1 (one) Certificate

4. Minimum Trading Amount: 1 (one) Certificate

5. Consolidation: Not applicable.

6. Type of Securities and Underlying(s):
   (a) The Securities are Certificates. The Certificates are Index Securities.
   (b) The item to which the Securities relate is the LBMA Gold Price Index (ISIN Code: GB00B44L3Z26, Bloomberg Code: GOLDLNPM Index) (the "**Underlying**" or the "**Index**").

Information about the Index may be found on the website of the Index Sponsor www.theice.com.

The LBMA Gold Price Index is provided by ICE Benchmark Administration Limited. As at the date of these Final Terms, ICE Benchmark Administration Limited appears in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 of the Benchmark Regulation.

DISCLAIMER – *LBMA Gold Price Index*

ICE Benchmark Administration Limited (IBA) is authorised and regulated by the UK Financial Conduct Authority (FCA) for the regulated activity of administering a benchmark under the UK Benchmarks Regulation. IBA licenses benchmark and other information to users for purposes which may include: valuation and pricing activities, use as a reference rate in transactions and for the creation of financial products; redistribution to third parties; trading and clearing activities; historical access; and the issuance of exchange traded products. IBA reserves all rights in this benchmark and other information and in the methodologies and other information disclosed in this document and on IBA's website, and in the copyright in this document and those on IBA's website. None of IBA's benchmark and other information may be used without a written licence from IBA and such benchmark and other information is provided solely for the purposes specified in the relevant licence. CE, LIBOR, ICE Swap Rate and ICE Benchmark Administration are trademarks of IBA and/or its affiliates. All rights in these trademarks are reserved and none of these rights may be used without a written licence from IBA and/or its affiliates, as applicable. IBA is not a manufacturer or distributor of any investment or product, whether based on its benchmark or other information or otherwise, for purposes of the UK Markets in Financial Instruments Directive II or the UK Packaged Retail Investment and Insurance-based Investment Products Regulation. IBA does not provide legal, financial, tax or investment advice, or recommendations regarding securities and no publication of benchmark and other information should be taken as constituting legal, financial, tax or investment advice or a recommendation of securities, an invitation or inducement to engage in any investment activity, including any securities transaction, or a financial promotion. As a result, IBA is not responsible for carrying out any target market assessment or supplying any key information document in relation to its benchmark or other information or otherwise. The material and information located in this document and on IBA's website is provided for information purposes only. IBA is not responsible for and makes no representation regarding the appropriateness or suitability of using, or investing in any financial instrument or entering into any contract linked to, IBA's benchmark or other information and any decision to engage in such use or to invest in any such instrument or enter into any such contract should not be made in reliance on IBA's benchmark or other information. You should consult relevant disclosures by your counterparties and seek advice from professional advisors in relation to any intended use of, or investing in any financial instrument or entering into any contract linked to, IBA's benchmark or other information. Any of: (i) the basis or 3 methodology for calculation or

determination, (ii) the input data used for calculation or determination, (iii) the underlying economic reality or market represented or measured, (iv) the name, or (v) the administrator, in respect of any benchmark or other information may change, including, without limitation, pursuant to applicable law, an order of a regulatory or other competent authority or procedures undertaken in accordance with applicable laws, which may result in short-term or longterm changes to such benchmark or other information or to their characteristics, including their representativeness. The application of laws and regulations to benchmark or other information may be subject to modifications pursuant to applicable law and/or an order of a regulatory or other competent authority. The input data required to generate a benchmark or other information may become less available or may cease to be available altogether, which could impact the determination of the benchmark or other information (such as involving the use of a lower level of a benchmark methodology) and could result in an administrator being unable to calculate and publish the benchmark or other information in accordance with the relevant benchmark methodology. Benchmark or other information may be expanded (for example to cover more currencies or tenors), reduced, changed, discontinued or terminated at any time, including, without limitation, pursuant to applicable law, an order of a regulatory or other competent authority or procedures undertaken in accordance with applicable law, or because of other factors beyond IBA's control. Benchmark or other information may cease to be representative of the economic reality or underlying market that they are or were intended to measure or represent, but that may not be grounds for IBA invoking a contingency procedure and, in the case of a benchmark listed as a critical benchmark, IBA may be required, pursuant to applicable laws or an order of a regulatory or other competent authority, to make changes and/or continue to publish the affected benchmark or other information. Use of a benchmark or other information may also be prohibited or restricted under applicable laws and regulation. Users of IBA's benchmark or other information should produce and maintain robust written fallback provisions and plans setting out the actions that would be taken in the event of material changes to or cessation of the relevant benchmark or other information. These should include, where feasible and appropriate, specifying alternative benchmarks that could be referenced as a substitute with reasons as to why they are suitable alternatives. Various factors, including those beyond IBA's control, might necessitate material changes to or cessation of a benchmark or other information, including changes resulting in a benchmark becoming unrepresentative. Please ensure that any financial instrument or contract that you invest in or are a party to linked to IBA's benchmark or other information contains such provisions and plans and that you consider the potential impact on any relevant financial instrument or contract of a material change, unrepresentativeness or cessation of the relevant benchmark or other information. Historical benchmark and other information may not be indicative of future information or performance. None of IBA, Intercontinental Exchange, Inc. (ICE), or any third party that provides data used to administer or determine any benchmark and other information (a Data Provider), or any of its or their affiliates, makes any claim, prediction, warranty 4 or representation whatsoever, expressly or impliedly, as to the timeliness, accuracy or completeness of its benchmark or other information, the results to be obtained from

		the use of its benchmark or other information, or as to the appropriateness or suitability of any such benchmark or other information for any particular purpose to which it might be put. To the fullest extent permitted by applicable law, none of IBA, ICE or any Data Provider, or any of its or their affiliates will be liable in contract or tort (including negligence), for breach of statutory duty or nuisance or under antitrust laws, misrepresentation or otherwise, in respect of any inaccuracies, errors, omissions, delays, failures, cessations or changes (material or otherwise) in IBA's benchmark and other information, or for any damage, expense or other loss (whether direct or indirect) you may suffer arising out of or in connection with IBA's benchmark and other information or any reliance you may place upon it. All implied terms, conditions and warranties, including without limitation as to quality, merchantability, fitness for purpose, title or noninfringement, in relation to IBA's benchmark and other information are hereby excluded to the fullest extent permitted by applicable law.
7.	Reference Underlying:	Not applicable.
8.	Typology:	Standard Long Certificates
9.	Exercise Date:	Not applicable.
10.	Settlement Date:	The Settlement Date of the Securities is 30 October 2031.
11.	Delivery Date:	The Delivery Date for the Securities is the Issue Date.
12.	Issue Date:	The Issue Date is 30 October 2026, or, in case of postponement, such other date specified in a notice published on the websites of the Issuer and the Manager. The Issue Date shall not, in any case, be postponed beyond the fifth Business Day following 30 October 2026.
13.	Issue Currency:	The Issue Currency is Euro ("**EUR**").
14.	Purchase Price:	Not applicable.
15.	Business Day:	Modified Following Unadjusted Business Day Convention
16.	Exchange Business Day:	Modified Following Unadjusted Business Day Convention
17.	Settlement Business Day:	Not applicable.
18.	Settlement:	Settlement will be by way of cash payment (**Cash Settled Securities**).
19.	Exchange Rate:	Not applicable.
20.	Settlement Currency:	The Settlement Currency for the payment of the Cash Settlement Amount and any other remuneration amount under the Securities is EUR.
21.	Name and address of Calculation Agent:	The Calculation Agent is Intesa Sanpaolo S.p.A., with registered office at Piazza San Carlo 156, 10121 Turin, Italy.
22.	Exchange(s):	Not applicable.

23.	Index Sponsor:	The relevant Index Sponsor is ICE Benchmark Administration Limited.
24.	Related Exchange(s):	Not applicable.
25.	Futures Contract N-th Near-by Feature:	Not applicable.
26.	Open End Feature:	Not applicable.
27.	Put Option:	Not applicable.
28.	Call Option:	Not applicable.
29.	Maximum Level:	Not applicable.
30.	Minimum Level:	Not applicable.
31.	Settlement Amount:	On the Settlement Date each Certificate will entitle its holder to receive a Cash Settlement Amount in the Settlement Currency calculated by the Calculation Agent in accordance with the following formula and rounding the resultant figure to nearest EUR cent, 0.005 EUR being rounded upwards: *(Initial Percentage x Initial Reference Value x Multiplier) x Minimum Exercise Amount*
32.	Multiplier:	The Multiplier to be applied is equal to the Issue Price divided by the Initial Reference Value.
33.	Relevant Asset(s):	Not applicable.
34.	Entitlement:	Not applicable.
35.	AMF:	Not applicable.
36.	VMF:	Not applicable.
37.	Index Leverage Factor:	Not applicable.
38.	Constant Leverage Factor:	Not applicable.
39.	Strike Price:	Not applicable.
40.	Conversion Rate:	Not applicable.
41.	Underlying Reference Currency:	Applicable. The Underlying Reference Currency is US Dollar ("**USD**").
42.	Quanto Option:	Applicable.
43.	Determination Date(s):	30 October 2026
44.	Valuation Date(s):	27 October 2031
45.	Intraday Value:	Not applicable.
46.	Reference Value:	For the purposes of the determination of the Digital Event, the Participation Remuneration Event and the Participation Remuneration Amount, the Reference Value will be registered,

		respectively, on the Digital Valuation Period, on the Participation Remuneration Event Valuation Period, on the Participation Valuation $Date_j$ and on the Participation Valuation $Date_t$ and it is equal to the closing level of the Underlying on such date.
47.	Initial Reference Value:	The Initial Reference Value will be registered on the Determination Date and it is equal to the closing level of the Underlying on such date.
	Initial Reference Value Determination Period(s):	Not applicable.
48.	Final Reference Value:	The Final Reference Value will be registered on the Valuation Date and it is equal to the closing level of the Underlying on such date. For the purposes of any payment/determination under the Securities, the Final Reference Value shall not be taken into account.
	Final Reference Value Determination Period(s):	Not applicable.
49.	Best Of Feature:	Not applicable.
50.	Worst Of Feature:	Not applicable.
51.	Rainbow Feature:	Not applicable.
52.	Reverse Split:	Not applicable.

PROVISIONS RELATING TO CERTIFICATES

Applicable.

53.	Performance Cap:	Not applicable.
	Performance Floor:	Not applicable.
	Performance Participation Factor:	Not applicable.
54.	Initial Percentage:	100%
55.	Participation Factor:	Not applicable.
56.	Down Participation Factor:	Not applicable.
57.	Up Participation Factor:	Not applicable.
58.	Initial Leverage:	Not applicable.
59.	Barrier Event:	Not applicable.
60.	Barrier Gap Event:	Not applicable.
61.	Cap Level(s):	Not applicable.
62.	Floor Percentage:	Not applicable.
63.	Consolidation Floor Event:	Not applicable.

64.	Cap Barrier Amount:	Not applicable.
65.	Cap Down Amount:	Not applicable.
66.	Strike Percentage:	Not applicable.
67.	Calendar Cap Percentage:	Not applicable.
68.	Calendar Floor Percentage:	Not applicable.
69.	Gearing Factor:	Not applicable.
70.	One Star Event:	Not applicable.
71.	Switch Event:	Not applicable.
72.	Multiple Strike Event$_i$:	Not applicable.
73.	Spread:	Not applicable.
74.	Gearing Event:	Not applicable.
75.	Buffer Event:	Not applicable.
76.	Global Performance:	Not applicable.
77.	Failure to Deliver due to Illiquidity:	Not applicable.
78.	Digital Percentage:	Not applicable.
79.	Settlement Level:	Not applicable.
80.	Combined Amount:	Not applicable.
81.	Darwin Feature:	Not applicable.
82.	Discretionary Payment:	Not applicable.

PROVISIONS RELATING TO REMUNERATION AMOUNTS AND EARLY REDEMPTION AMOUNTS

Applicable.

83.	Cliquet Feature:	Not applicable.
84.	Knock-out Feature:	Not applicable.
85.	Knock-in Feature:	Not applicable.
86.	Digital Amount(s):	Applicable. The Digital Amount is equal to EUR 265.00. The Digital Amount will be paid if the Digital Event occurs on the Digital Valuation Period. The Digital Event will occur when the Calculation Agent determines that, in the Digital Valuation Period, the Reference Value is higher than the Digital Level. In that case, the Securityholders are entitled to receive the payment of the Digital Amount on the Digital Payment Date.

	Underlying(s):	Not applicable.
	Digital Level(s):	The Digital Level is equal to 150% of the Initial Reference Value.
	Digital Valuation Period(s):	27 October 2031
	Digital Payment Date(s):	30 October 2031
	Digital Combo Feature:	Not applicable.
	Consolidation Effect:	Not applicable.
	Consolidation Level:	Not applicable.
	Consolidation Valuation Period(s):	Not applicable.
	Extra Consolidation Digital Feature:	Not applicable.
	Extra Consolidation Digital Level:	Not applicable.
	Extra Consolidation Digital Period(s):	Not applicable.
	Memory Effect:	Not applicable.
	Memory Level:	Not applicable.
	Memory Valuation Period(s):	Not applicable.
	Path Dependency Effect:	Not applicable.
	Path Dependency Amount:	Not applicable.
87.	Restrike Feature:	Not applicable.
88.	Plus Amount(s):	Not applicable.
89.	Accumulated Amount(s):	Not applicable.
90.	Early Redemption Amount(s):	Not applicable.
91.	Early Partial Capital Payment Amount:	Not applicable.
92.	Cumulated Bonus Amount:	Not applicable.
93.	Coupon Premium Amount:	Not applicable.
94.	Internal Return Amount:	Not applicable.
95.	Participation Remuneration Amount:	Applicable. The Participation Remuneration Amount is Long Participation Remuneration Amount Form A, calculated according to the formula below: *Issue Price x Max {Floor Percentage$_t$; [(RV_t – Strike Remuneration Percentage$_j$ x RV_j)/ RV_j] x Participation Factor$_t$}* Where*:*

	"**RV_t**" means the Reference Value on the Participation Valuation $Date_t$ (*t = 1*).
	"**RV_j**" means the Reference Value on the Participation Valuation $Date_j$ (*j = 1*).
	The Participation Remuneration Amount, determined on the Participation Valuation $Date_t$, is linked to the performance of the Underlying in the Participation Performance Period, which starts from the Participation Valuation $Date_j$ and ends on the Participation Valuation $Date_t$ and will be paid if the Participation Remuneration Event occurs on the Participation Remuneration Event Valuation Period.
Underlying(s):	Not applicable
Participation Remuneration Payment Date(s):	30 October 2031
Participation Performance Period(s):	From the Participation Valuation $Date_j$ to the Participation Valuation $Date_t$
Participation Valuation $Date(s)_j$:	30 October 2026
Participation Valuation $Date(s)_t$:	27 October 2031
Strike Remuneration $Percentage_j$:	100%
Floor $Percentage_t$:	0%
Cap_t:	Not applicable
Base Premium $Percentage_t$:	Not applicable
Participation Remuneration Amount $Gearing_t$:	Not applicable
$Margin_t$	Not applicable
Spread Leverage:	Not applicable
Net Profit Feature:	Not applicable
Tarn Feature:	Not applicable
Tarn Amount	Not applicable
Participation Combo Feature:	Not applicable
Participation $Factor_t$:	100%.
Participation Remuneration Event:	Applicable. The Participation Remuneration Event will occur when the Calculation Agent determines that, in the Participation Remuneration Event Valuation Period, the Reference Value is equal to or lower than the Participation Remuneration Level. In that case, the Securityholders are entitled to receive the payment of the Participation Remuneration Amount (if positive) on the Participation Remuneration Payment Date.
Participation Remuneration Level(s):	The Participation Remuneration Level is equal to 150% of the Initial Reference Value.

	Participation Remuneration Event Valuation Period(s):	Participation Valuation Date$_t$
	Consolidation Effect:	Not applicable
	Consolidation Level:	Not applicable
	Consolidation Valuation Period(s):	Not applicable
	Memory Effect:	Not applicable
	Memory Level:	Not applicable
	Memory Valuation Period(s):	Not applicable
96.	Participation Rebate Feature:	Not applicable.
97.	Floating Amount:	Not applicable.
98.	Discretionary Payment Amount:	Not applicable.
99.	Premium Gap Amount:	Not applicable.

PROVISIONS RELATING TO WARRANTS

Not applicable.

GENERAL

100.	Form of Securities:	Italian Dematerialised Securities
101.	Prohibition of Sales to Retail Investors:	Not applicable.
102.	Capital Protection Percentage:	100%

DISTRIBUTION

103.	Syndication:	The Securities will be distributed on a non-syndicated basis.
	If non-syndicated, name and address of Manager (if not the Issuer):	**Intesa Sanpaolo Private Banking S.p.A.**, with registered office at Via Melchiorre Gioia 22, 20124 Milan, Italy (the "**Manager**").

COMMISSIONS AND/ OR COSTS

104.	Commissions and other costs:	The Offer Price embeds: – placement commissions payable to the Manager equal to 2.50% of the Issue Price in respect of the aggregate Securities placed; – costs in relation to the maintenance of the conditions of the Offer payable to the Issuer equal to 0.932% of the Issue Price and – other structuring costs payable to the Issuer equal to 0.05% of the Issue Price.

ADDITIONAL INFORMATION

Example(s) of complex derivatives securities: Not applicable.

Signed on behalf of the Issuer:

By: .....

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

(i) Listing:	None
(ii) Admission to trading:	Application will be made for the Securities to be admitted to trading on the Italian multilateral trading facility SeDeX, organised and managed by Borsa Italiana S.p.A., which is not a regulated market for the purposes of Directive 2014/65/EU as amended, with effect from the Issue Date or a date around the Issue Date. After the Issue Date, application may be made to list the Securities on other stock exchanges or regulated markets or to admit to trading on other trading venues as the Issuer may decide.

2. NOTIFICATION

CSSF has provided the *Commissione Nazionale per le Società e la Borsa* (CONSOB) with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Intesa Sanpaolo S.p.A., the issuer of the Securities, is part of the Intesa Sanpaolo group, to which the Manager belongs, therefore participation relationships of the Manager with the Issuer result in a conflict of interest.

The Issuer may enter into hedging arrangements with market counterparties in connection with the issue of the Securities in order to hedge its exposure.

The Issuer will act as Calculation Agent under the Securities. See the risk factor *"Potential Conflicts of Interest"* of the Base Prospectus.

In addition, the Issuer may act as liquidity provider (as defined under the rules of the relevant market, as amended from time to time) in respect of the Securities.

Save as discussed above and save for any commission payable to the Manager and costs payable to the Issuer referred to in item 104 of Part A above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the Offer.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer:	See "Use of Proceeds" wording in Base Prospectus.
(ii) Estimated net proceeds:	The net proceeds (resulting from subtracting the commissions and the costs referred to in item 104 of Part A, from the aggregate Issue Price paid by the Securityholders) of the issue of the Securities will be up to EUR 96,518,000.
(iii) Estimated total expenses:	Not applicable.

5. TERMS AND CONDITIONS OF THE OFFER

Applicable.

Non-exempt Offer Jurisdiction(s): Italy

Offer Price:	Issue Price Investors should take into consideration that the Offer Price embeds placement commissions payable to the Manager and costs payable to the Issuer as described in Paragraph 104 of Part A above. Investors should also take into consideration that when the Securities are sold on the secondary market after the Offer Period, the above mentioned commissions and costs are not taken into consideration in determining the price at which such Securities may be sold on the secondary market.
Conditions to which the offer is subject:	Offer of the Securities is conditional on their issue and on the release by Borsa Italiana S.p.A., or by other trading venues, before the Issue Date, of the relevant authorisation to the admission to trading of the Securities.
The Offer Period, including any possible amendments, during which the offer will be open and description of the application process:	An offer (the "**Offer**") of the Securities may be made by the Manager other than pursuant to Article 1(4) of the Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") in Italy during the period from 2 October 2026 to and including 28 October 2026, or, in respect of sales by means of financial advisors authorised to make off-premises offers (*consulenti finanziari abilitati all'offerta fuori sede*) only, from 2 October 2026 to and including 21 October 2026, or, in respect of sales by means of distance communication techniques only, from 2 October 2026 to and including 13 October 2026 (the "**Offer Period**"). The Securities are being offered to the public in Italy pursuant to Articles 24 and 25 of the Prospectus Regulation. The Issuer reserves the right, in its sole discretion, to close the Offer Period early, also in circumstances where purchases of Securities are not yet equal to the maximum amount offered of 100,000 Securities. Notice of the early closure of the Offer Period will be given by the Issuer by publication on the websites of the Issuer and the Manager. The early closure of the Offer will become effective from the date specified in such notice. The Issuer reserves the right, in its sole discretion, to revoke or withdraw the Offer and the issue of the Securities at any time prior to the Issue Date. Notice of revocation/withdrawal of the Offer will be given by the Issuer by publication of such notice on the websites of the Issuer and the Manager. Revocation/withdrawal of the Offer will be effective upon publication. Upon revocation/withdrawal of the Offer, all subscription applications will become void and of no effect, without further notice. The Issuer reserves the right to postpone the closure of the Offer Period, in order to extend the Offer Period. Notice of the postponement of the closure of the Offer Period will be given by the Issuer by publication on the websites of the Issuer and the Manager. During the Offer Period, prospective investors may subscribe the Securities during normal Italian banking hours at the offices (*filiali*) of the Manager by filling in, duly executing (also by

appropriate attorneys) and delivering a specific acceptance form (the "**Acceptance Form**") (*Scheda di Adesione*).

The Acceptance Form is available at each Manager's office.

Subscription of the Securities may also be made by means of financial advisors authorised to make off-premises offers (*consulenti finanziari abilitati all'offerta fuori sede*).

Subscription of the Securities may also be made by means of distance communication techniques.

There is no limit to the subscription application which may be filled in and delivered by the same prospective investor to the Manager.

The subscription requests can be revoked by the potential investors through a specific request made at the office of the Manager which has received the relevant Acceptance Forms within 28 October 2026 also in case of early closure, or within the last day of the Offer Period as postponed in the event of an extension of the Offer.

Once the revocation terms are expired, the subscription of the Securities is irrevocable.

In addition to what stated above, in respect of subscription of the Securities made by means of financial advisors authorised to make off-premises offers (*consulenti finanziari abilitati all'offerta fuori sede*), subscription will be effective only after seven days following completion of the Acceptance Form; by this deadline investor is fully entitled, at no cost and fees, to revoke its subscription by notice to the Manager and/or the financial advisor authorised to make off-premises offers (*consulente finanziario abilitato all'offerta fuori sede*).

Finally, in respect of subscription of the Securities made by means of distance communication techniques, subscription will be effective only after 14 days following completion of the Acceptance Form; by this deadline investor classified as Consumer ("**Consumatore**") pursuant to article 59-*octies* of Italian Legislative Decree 206/2005 ("**Codice del Consumo**"), is fully entitled, at no cost and fees, to revoke its subscription by notice to the Manager.

The Issuer may in certain circumstances, including but not limited to the filing of a supplement to the Base Prospectus, postpone the Issue Date.

In the event that the Issuer gives notice that the Issue Date shall be postponed from 30 October 2026 to the other date specified in the relevant notice (which will fall within a period of five Business Days following 30 October 2026), investors will be entitled, at no cost and fees, to revoke their subscription within three Business Days before the postponed Issue Date.

Details of the minimum and/or maximum amount of the application:	The Securities may be subscribed in a minimum lot of no. 1 Security and an integral number of Securities higher than such amount and being an integral multiple of 1. There is no maximum amount of application within the maximum number of Securities offered of 100,000 Securities. The Issuer reserves the right to increase, during the Offer Period, the maximum amount of Securities offered. The Issuer shall forthwith give notice of any such increase by publication of a notice on the websites of the Issuer and the Manager.
Description of possibility to reduce subscriptions and manner for refunding amounts paid in excess by applicants:	Not applicable.
Details of the method and time limits for paying up and delivering the Securities:	The total consideration for the Securities subscribed must be made by the investor on the Issue Date to the Manager's office which has received the relevant Acceptance Form. Subsequent to the payment of the Offer Price, on the Issue Date the Securities will be made available to the Securityholders, in a dematerialised form by means of accounting at Monte Titoli S.p.A. in the deposit accounts held, directly or indirectly, by the Manager.
Manner in and date on which results of the offer are to be made public:	Not later than 5 days on which the T2 System is open following the Issue Date (as postponed) the Issuer will notify the public of the results of the Offer through a notice published on the websites of the Issuer and the Manager.
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable
Whether tranche(s) have been reserved for certain countries:	The Securities will be offered to the public only in Italy. Qualified investors, as defined in Article 2(e) of the Prospectus Regulation, are allowed to subscribe any Securities.
Process for notifying to applicants of the amount allotted and an indication whether dealing may begin before notification is made:	The Manager shall notify applicants with amounts allotted. Subscription applications will be satisfied until reaching the maximum number of Securities offered of 100,000 Securities and thereafter the Manager will immediately suspend receipt of further subscription applications and the Offer Period will be closed early by the Issuer. Before the Issue Date, in the event that, notwithstanding the above, the aggregate amount of Securities requested to be subscribed exceed the maximum number of Securities offered of 100,000 Securities, the Issuer will allot the Securities in accordance with allotment criteria so to assure transparency and equal treatment amongst all potential subscribers thereof.
Amount of any expenses and taxes charged to the subscriber or purchaser:	No expenses and duties will be charged by the Issuer to the subscribers of the Securities.

	Investors should take into consideration that the Offer Price embeds placement commissions payable to the Manager and costs payable to the Issuer as described in Paragraph 104 of Part A.
Consent to use of Base Prospectus:	Not applicable.

6. DISTRIBUTION

Applicable.

(i) Name(s) and address(es), to the extent known to the Issuer, of the Managers/Distributors in the various countries where the offer takes place:	See Paragraph 103 of Part A.
(ii) Name and address of the co-ordinator(s) of the global offer and of single parts of the offer:	The Issuer will act as lead manager of the placement (*Responsabile del Collocamento* as defined under article 93-bis of the Legislative Decree of 24 February 1998, n. 58, as subsequently amended (the "**Financial Services Act**")) but will not act as manager and, accordingly, will not place any Securities to the public in Italy.
(iii) Name and address of any paying agents and depository agents in each country (in addition to the Principal Security Agent):	Not applicable
(iv) Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements:	The Issuer and the Manager have agreed under a placement agreement (the "**Placement Agreement**") that the Manager will place the Securities without a firm commitment.
(v) Date of signing of the placement agreement:	The Placement Agreement will be dated on or about 1 October 2026.

7. POST-ISSUANCE INFORMATION

The Issuer does not intend to provide post-issuance information, except if required by any applicable laws and regulations.

8. OPERATIONAL INFORMATION

(i) ISIN Code:	IT0005731416
(ii) Trading Code *(codice di negoziazione)*:	I11981
(iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, S.A., relevant address(es), and relevant identification number(s):	Monte Titoli S.p.A.

PART C – ISSUE SPECIFIC SUMMARY OF THE SECURITIES

Section 1 – Introduction containing warnings

Securities: STANDARD LONG DIGITAL CERTIFICATES QUANTO on LBMA GOLD PRICE Index due 30.10.2031 (ISIN Code IT0005731416)

Issuer: Intesa Sanpaolo S.p.A. (**Intesa Sanpaolo**, the **Bank** or the **Issuer**)

Address: Piazza San Carlo 156, 10121 Turin, Italy

Phone number: +39 011 555 1

Website: www.prodottiequotazioni.intesasanpaolo.com

Legal Entity Identifier (LEI): 2W8N8UU78PMDQKZENC08

Competent authority: Commission de Surveillance du Secteur Financier (**CSSF**), 283 Route d'Arlon, L-1150, Luxembourg. Phone number: (+352) 26 25 1 - 1.

Date of approval of the Base Prospectus: Warrants and Certificates Programme IMI Corporate & Investment Banking approved by CSSF on 9 June 2026.

This Summary should be read as an introduction to the Base Prospectus.

Any decision to invest in the Securities should be based on consideration of the Base Prospectus as a whole by the investor. Investors could lose all or part of the invested capital.

Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus (including any supplements as well as the Final Terms) before the legal proceedings are initiated.

Civil liability attaches only to those persons who have tabled the Summary including any translation thereof, but only if the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus, or it does not provide, when read together with the other parts of the Base Prospectus, all necessary key information in order to aid investors when considering whether to invest in the Securities.

You are about to purchase a product that is not simple and may be difficult to understand.

Section 2 – Key information on the Issuer

Who is the issuer of the Securities?

The Issuer is Intesa Sanpaolo S.p.A., registered with the Companies' Registry of Turin under registration number 00799960158 and with the National Register of Banks under no. 5361 and is the Parent Company of the "Intesa Sanpaolo" banking group. Intesa Sanpaolo S.p.A. operates under Italian Law.

Domicile and legal form, its LEI, the law under which it operates and its country of incorporation

Intesa Sanpaolo's Legal Entity Identification number (LEI) is 2W8N8UU78PMDQKZENC08. The Issuer is an Italian bank established as a company limited by shares (*società per azioni*).

The registered and administrative office of the Issuer is Piazza San Carlo 156, 10121 Turin, Italy.

The Issuer is incorporated and carries out its business under Italian law. The Issuer, both as a bank and as is the parent company of "Intesa Sanpaolo" banking group, is subject to the Bank of Italy's and European Central Bank's prudential supervision.

Principal activities

The purpose of Intesa Sanpaolo is the deposit-taking and the carrying-on of all forms of lending activities, both directly and through its subsidiaries. Intesa Sanpaolo may, in compliance with laws and regulations applicable from time to time and subject to being granted the required authorisations, directly and through its subsidiaries, provide all banking and financial services, including the establishment and management of open-ended and closed-ended pension schemes, as well as carry out any other transactions that are instrumental for, or related to the achievement of, its corporate purpose.

Major shareholders, including whether it is directly or indirectly owned or controlled and by whom

As of 9 June 2026, the shareholder structure of the Issuer was composed as follows (holders of shares exceeding 3%): Fondazione Compagnia di San Paolo (ordinary shares: 1,153,947,304; owned: 6.602%); Fondazione Cariplo (ordinary shares: 961,333,900; owned: 5.500%).

Identity of its key managing directors

The managing director of the Issuer is Carlo Messina (Chief Executive Officer).

Identity of its auditors

EY S.p.A., with registered office at Via Lombardia 31, 00187 Rome, was appointed by the Issuer as its independent auditor to audit its financial statements for the period 2021-2029.

What is the key financial information regarding the Issuer?

Consolidated Income Statement				
	As for the year ended		As for the half year ended	
EUR millions, except where indicated	31.12.25 *Audited*	31.12.24 *Audited*	30.06.26[1] *Unaudited*	30.06.25 *Unaudited*
Interest margin	17,310	18,090	not available	not available
Net fee and commission income	8,992	8,611	not available	not available
Profits (Losses) on trading	1,024	493	not available	not available
Net losses/recoveries for credit risks	(1,843)	(1,139)	not available	not available
Net income from banking and insurance activities	25,050	25,375	not available	not available
Parent Company's net income (loss)	9,321	8,666	5,554	5,216

Consolidated Balance Sheet				
	As for the year ended		As for the half year ended	Value as outcome from the Supervisory Review and Evaluation Process ('SREP' requirement for 2026)
EUR millions, except where indicated	31.12.25 *Audited*	31.12.24 *Audited*	30.06.26[1] *Unaudited*	
Total assets	959,887	933,285	992,669	not applicable
Senior debt (securities issued)[2]	87,152	98,578	not available	not applicable
Subordinated debt (securities issued)	12,197	11,791	not available	not applicable
Financial assets measured at amortised cost - Loans to customers	486,705	480,242	not available	not applicable
Financial liabilities measured at amortised cost - Due to customers	466,380	443,457	not available	not applicable
Share capital	10,369	10,369	10,529	not applicable
Non performing loans	3,892	4,920	3,997	not applicable
Common Equity Tier 1 capital (CET1) ratio (%)	13.2%[3] [4]	13.3%[5]	13.0%[3] [4]	9.96%[6]

[1] The financial information relating to 30 June 2026 has been extracted from the press release issued by Intesa Sanpaolo S.p.A. on 29 July 2026 and entitled "Intesa Sanpaolo: consolidated results as at 30 June 2026" (the "**29 July 2026 Press Release** "). The financial information indicated as "not available" has not been inserted in the 29 July 2026 Press Release.

[2] Securities issued not accounted for as subordinated debt.

[3] Calculated according to Regulation (EU) 2024/1623 (CRR3) which transposes the principles of Basel 4 into European law, entered into force from 1 January 2025. The first-time adoption of Basel 4 generated an impact of slightly more than 40 basis points on the CET 1 ratio.

[4] After deducting from capital 2.3 billion euro of buyback authorised by the ECB launched on 6 July 2026, following the approval from the Shareholders' Meeting on 30 April 2026.

[5] After deducting from capital 2 billion euro of buyback authorised by the ECB and launched on 2 June 2025, after the approval from the Shareholders' Meeting on 29 April 2025.

[6] Countercyclical Capital Buffer calculated taking into account the exposure as at 30 June 2026 in the various countries where the Group has a presence, as well as the respective requirements set by the competent national authorities and relating to 2027, where available, or the most recent update of the reference period (requirement was set at zero per cent in Italy for the nine months of 2026).

Total Capital Ratio	18.7%[3] [4]	19.0%[5]	18.9%[3] [4]	not available

What are the key risks that are specific to the Issuer?

Risk exposure to debt securities issued by sovereign States

The market tensions regarding government bonds and their volatility, as well as Italy's rating downgrading or the forecast that such downgrading may occur, might have negative effects on the assets, the economic and/or financial situation, the operational results and the perspectives of the Bank. Intesa Sanpaolo Group results are and will be exposed to sovereign debtors, in particular to the Republic of Italy and certain major European Countries.

Risks related to legal proceedings

The breakdown according to the main categories of disputes with likely risk shows the prevalence of cases related to the Group's ordinary banking and credit activities, involving claims relating to banking and investment products and services or on credit positions and clawback actions. The remaining disputes mainly consist of other civil and administrative proceedings and labour disputes or criminal proceedings or proceedings related to operational violations.

Risks related to the economic/financial crisis and the impact of current uncertainties of the macro-economic context

The future development in the macro-economic context may be considered as a risk as it may produce negative effects and trends in the economic and financial situation of the Bank and/or the Group. Any negative variations of the factors that affect the macro-economic framework, in particular during periods of economic-financial crisis, could lead the Bank and/or the Group to suffer losses, increases of financing costs, and reductions of the value of the assets held, with a potential negative impact on the liquidity of the Bank and/or the Group and its financial soundness.

Credit risk

The economic and financial activity and soundness of the Bank depend on its borrower's creditworthiness. The Bank is exposed to the traditional risks related to credit activity. Therefore, the clients' breach of the agreements entered into and of their underlying obligations, or any lack of information or incorrect information provided by them as to their respective financial and credit position, could have negative effects on the economic and/or financial situation of the Bank.

Market risk

The market risk is the risk of losses in the value of financial instruments, including the securities of sovereign States held by the Bank, due to the movements of market variables (by way of example and without limitation, interest rates, prices of securities, exchange rates), which could determine a deterioration of the financial soundness of the Bank and/or the Group. Such deterioration could be produced either by negative effects on the income statement deriving from positions held for trading purposes, or from negative changes in the FVOCI (Fair Value through Other Comprehensive Income) reserve, generated by positions classified as financial activities evaluated at fair value, with an impact on the overall profitability.

Liquidity risk of Intesa Sanpaolo

Although the Bank constantly monitors its own liquidity risk, any negative development of the market situation and the general economic context and/or creditworthiness of the Bank, may have negative effects on the activities and the economic and/or financial situation of the Bank and the Intesa Sanpaolo Group. In particular, the Issuer remains attentive to the evolution of the funding market to ensure that its ordinary refinancing strategies and normal business are not affected by cumulative effect of the maturity of all the wholesale funding and the additional outflows due to the impact of adverse market liquidity scenarios. The liquidity risk is the risk that the Bank is not able to satisfy its payment obligations at maturity, both due to the inability to raise funds on the market (funding liquidity risk) and of the difficulty to disinvest its own assets (market liquidity risk).

Operational risk

The Bank is exposed to several categories of operational risk which are intrinsic to its business, among which are those mentioned herein, by way of example and without limitation: frauds by external persons, frauds or losses arising from the unfaithfulness of the employees and/or breach of control procedures, operational errors, defects or malfunctions of computer or telecommunication systems, computer virus attacks, default of suppliers with respect to their contractual obligations, terrorist attacks and natural disasters. The occurrence of one or more of said risks may have significant negative effects on the business, the operational results and the economic and financial situation of the Bank.

Risk related to the development of the banking sector regulation and the changes in the regulation on the solution of banking crises

The Bank is subject to a complex and strict regulation, as well as to the supervisory activity performed by the relevant institutions (in particular, the ECB, the Bank of Italy and CONSOB). Both the aforementioned regulation and supervisory activity are subject, respectively, to continuous updates and practice developments. Furthermore, as a listed Bank, the Bank is required to comply with further provisions issued by CONSOB. The Bank, besides the supranational and national rules and the primary or regulatory rules of the financial and banking sector, is also subject to specific rules on anti-money laundering, usury and consumer protection. Although the Bank undertakes to comply with the set of rules and regulations, any changes of the rules and/or changes of the interpretation and/or implementation of the same by the competent authorities could give rise to new burdens and obligations for the Bank, with possible negative impacts on the operational results and the economic and financial situation of the Bank.

Section 3 – Key information on the Securities

Type, class and ISIN

The Securities are Certificates. The Securities are issued in italian dematerialised form ("**Italian Dematerialised Securities**").

The Certificates are cash settled.

The ISIN of the Certificates is IT0005731416.

Systemic Risk Buffer calculated taking into account the exposure as at 30 June 2026 to residents in Italy.

Currency, denomination, and term of the Securities

The issue price of the Certificates is equal to EUR 1,000 (the "**Issue Price**").

The Securities are issued in EUR (the "**Issue Currency**").

The Settlement Currency is EUR.

Each Certificate shall be automatically exercised on the Settlement Date. The Settlement Date is 30 October 2031.

Rights attached to the Securities

The Certificates and any non-contractual obligations arising out of or in connection with the Certificates will be governed by, and shall be construed in accordance with, English Law. The registration and transfer of the Securities in Monte Titoli S.p.A. shall be governed by, and shall be construed in accordance with, Italian law.

The Certificates entitle its holder to receive from the Issuer the following amounts.

REMUNERATION AMOUNTS

The Certificates provide for the following remuneration amounts.

DIGITAL AMOUNT

The Certificates provide for the payment of the Digital Amount upon occurrence of the Digital Event. The Digital Event will occur if the Reference Value on the Digital Valuation Period, is higher than the Digital Level.

The Digital Valuation Periods is 27 October 2031. The Digital Level is equal to 150% of the Initial Reference Value (the "**Digital Level**). The Digital Amount is equal to EUR 265.00.

PARTICIPATION REMUNERATION AMOUNT

The Certificates provide for the Long Participation Remuneration Amount Form A (the "**Participation Remuneration Amount**"), determined on 27 October 2031 (the "**Participation Valuation Date$_t$**").

The Participation Remuneration Amount is linked to the performance of the Underlying in the Participation Performance Period, which starts from 30 October 2026 (the "**Participation Valuation Dates$_j$**") and ends on the Participation Valuation Date$_t$ (the "**Participation Performance Period**").

The Participation Remuneration Amount will be paid if the Participation Remuneration Event occurs in the Participation Remuneration Event Valuation Period. The Participation Remuneration Event will occur if the Reference Value is equal to or lower than 150% of the Initial Reference Value (the "**Participation Remuneration Level**").

The Participation Remuneration Event Valuation Period is the Participation Valuation Date$_t$.

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CASH SETTLEMENT AMOUNT

The Securityholder will receive on the Settlement Date, for each Minimum Exercise Amount, the payment of the Cash Settlement Amount determined as follows.

STANDARD LONG CERTIFICATES

CALCULATION METHOD IN THE CASE OF POSITIVE AND NEGATIVE PERFORMANCE OF THE UNDERLYING

The investor will receive an amount linked to a percentage of the Initial Reference Value, equal to 100% (the "**Initial Percentage**").

Therefore, the investor will receive on the Settlement Date an amount equal to the Issue Price.

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For the purposes of the above the following applies:

For the purposes of the determination of the Digital Event, the Participation Remuneration Event and the Participation Remuneration Amount, the Reference Value will be registered, respectively, on the Digital Valuation Period, on the Participation Remuneration Event Valuation Period, on the Participation Valuation Date$_j$ and on the Participation Valuation Date$_t$ and it is equal to the closing level of the Underlying on such date.

The Initial Reference Value will be registered on 30 October 2026 (the "**Determination Date**") and it is equal to the closing level of the Underlying on such date.

The Final Reference Value will be registered on 27 October 2031 (the "**Valuation Date**") and it is equal to the closing level of the Underlying on such date. For the purposes of any payment/determination under the Securities, the Final Reference Value shall not be taken into account.

The Underlying is the LBMA Gold Price Index (ISIN Code: GB00B44L3Z26, Bloomberg Code: GOLDLNPM Index) (the "**Underlying**" or the "**Index**").

The Underlying is provided by ICE Benchmark Administration Limited. As at the date of this document, ICE Benchmark Administration Limited appears in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 of the Benchmark Regulation.

In respect of the Underlying, certain historical information (including past performance thereof) may be found on major information providers, such as Bloomberg and Reuters. Information about the Index may be found on the website of the Index Sponsor www.theice.com.

Seniority of the Securities

The Certificates constitute direct, unsubordinated, unconditional and unsecured obligations of the Issuer and, unless provided otherwise by law, rank *pari passu* among themselves and (save for certain obligations required to be preferred by law) rank equally with all other unsecured obligations (other than subordinated obligations, if any) of the Issuer from time to time outstanding.

Restrictions on the free transferability

The Securities will be freely transferable, subject to the offering and selling restrictions in the United States, the European Economic Area under the Prospectus Regulation and the laws of any jurisdiction in which the relevant Securities are offered or sold.

Where will the Securities be traded?

Application will be made for the Securities to be admitted to trading on the Italian multilateral trading facility SeDeX, organised and managed by Borsa Italiana S.p.A., which is not a regulated market for the purposes of Directive 2014/65/EU as amended, with effect from the Issue Date or a date around the Issue Date.

After the Issue Date, application may be made to list the Securities on other stock exchanges or regulated markets or to admit to trading on other trading venues as the Issuer may decide.

What are the key risks that are specific to the Securities?

The Certificates may not be a suitable investment for all investors

Certificates are complex financial instruments. A potential investor should not invest in Certificates which are complex financial instruments unless it has the expertise (either alone or with the help of a financial adviser) to evaluate how the Certificates will perform under changing conditions, the resulting effects on the value of the Certificates and the impact this investment will have on the potential investor's overall investment portfolio.

General risks and risks relating to the Underlying

The Securities involve a high degree of risk, which may include, among others, interest rate, foreign exchange, time value and political risks. Purchasers should be prepared to sustain a partial loss of the purchase price of their Securities. Fluctuations in the value of the relevant Underlying will affect the value of the Securities.

Risk arising from the Benchmark Regulation

The Underlying may qualify as a benchmark (the "**Benchmark**") within the meaning of Regulation (EU) 2016/1011 of the European Parliament and of the Council dated 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014 (the "**Benchmark Regulation**"). On May 2025, Regulation (EU) 2025/914 of 7 May 2025 amending the Benchmark Regulation was published in the Official Journal of the European and started applying from 1 January 2026. According to the new provisions, the Benchmark Regulation applies only to benchmarks that are classified as "critical" or "significant", to EU Paris-aligned Benchmarks, EU Climate Transition Benchmarks and to certain commodity benchmarks. Other benchmarks, including those that are categorized as "non-significant" benchmarks under the Benchmark Regulation, are no longer be in scope of the Benchmark Regulation. Any changes to a Benchmark as a result of the Benchmark Regulation could have a material adverse effect on the costs of refinancing a Benchmark or the costs and risks of administering or otherwise participating in the setting of a Benchmark and complying with the Benchmark Regulation. Such factors may have the following effects on certain Benchmarks: (i) discourage market participants from continuing to administer or contribute to such Benchmark; (ii) trigger changes in the rules or methodologies used in the Benchmarks; or (iii) lead to the disappearance of the Benchmark. Any of the above changes or any other consequential changes as a result of international, national or other proposal for reform or other initiatives or investigations, could have a material adverse effect on the value of and the amount payable under the Securities. The potential elimination of a Benchmark, or changes in the manner of administration of such Benchmark, as a result of the Benchmark Regulation or otherwise, could require an adjustment to the terms and conditions, or result in other consequences. These reforms and changes may cause a Benchmark to perform differently than it has done in the past or be discontinued. The application of the fallback methods may expose investors to certain risks including, but not limited to (i) conflicts of interest of the Calculation Agent when making the required adjustments to the Securities, or (ii) the replacement of the Underlying with a different Underlying which could perform differently than the original Underlying and therefore affect amounts payable in respect of the Securities, or (iii) the early redemption of the Securities. Investors should be aware that they face the risk that any changes to the relevant Benchmark may have a material adverse effect on the value of and the amount payable under the Securities.

Risk related to the Digital Level and Participation Remuneration Level

In relation to the Certificates, the Issuer has set, at its own discretion, the Digital Level and the Participation Remuneration Level. In relation to the Digital Level, Securityholders should consider that the higher the Digital Level is set in respect of the Initial Reference Value, the greater the possibility that the Digital Event will not occur and therefore that the Digital Amount will not be paid. In relation to the Participation Remuneration Level, Securityholders should consider that the lower the Participation Remuneration Level is set in respect of the Initial Reference Value, the greater the possibility that the Participation Remuneration Event will not occur and therefore that the Participation Remuneration Amount will not be paid

Impact of implicit fees on the Issue Price/Offer Price

Investors should note that implicit fees (e.g. placement commissions/distribution commissions, structuring fees) may be a component of the Issue Price/Offer Price of the Securities, but such fees will not be taken into account for the purposes of determining the price of the relevant Securities in the secondary market. Investors should also take into consideration that if Securities are sold on the secondary market immediately following the offer period relating to such Securities, the implicit fees included in the Issue Price/Offer Price on initial subscription for such Securities will be deducted from the price at which such Securities may be sold in the secondary market.

Possible illiquidity of the Securities in the secondary market

It is not possible to predict the price at which Securities will trade in the secondary market or whether such market will be liquid or illiquid. The Issuer, or any of its Affiliates may, but is not obliged to, at any time purchase Securities at any price in the open market or by tender or private treaty. Any Securities so purchased may be held or resold or surrendered for cancellation. The Issuer or any of its Affiliates may, but is not obliged to, be a market-maker for an issue of Securities. Even if the Issuer or such other entity is a market-maker for an issue of Securities, the secondary market for such Securities may be limited. To the extent that an issue of Securities becomes illiquid, an investor may have to wait until the Settlement Date to realise value.

Section 4 – Key information on the offer of Securities to the public

Under which conditions and timetable can I invest in this Security?

General terms, conditions and expected timetable of the offer

Non-exempt Offer Jurisdiction(s): Italy

Maximum number of Securities offered: 100,000

Offer Price: EUR 1,000

Offer Period: from 2 October 2026 to and including 28 October 2026, or, in respect of sales by means of financial advisors authorised to make off-premises offers (*consulenti finanziari abilitati all'offerta fuori sede*) only, from 2 October 2026 to and including 21 October 2026, or, in respect of sales by means of distance communication techniques only, from 2 October 2026 to and including 13 October 2026 (the "**Offer Period**").

Conditions to which the offer is subject: The offer of the Securities is conditional on their issue and on the release by Borsa Italiana S.p.A., or by other trading venues, before the Issue Date, of the relevant authorisation to the admission to trading of the Securities.

Terms of the Offer: This issue of Securities is being offered in a Non-Exempt Offer in Italy pursuant to Articles 24 and 25 of the Prospectus Regulation. The Securities will be distributed by way of public placement and the placement activities will be carried out by the Manager.

The Issuer reserves the right, in its sole discretion, to close the Offer Period early, also in circumstances where purchases of Securities are not yet equal to the maximum amount offered of 100,000 Securities. Notice of the early closure of the Offer Period will be given by the Issuer by publication on the websites of the Issuer and the Manager. The early closure of the Offer will become effective from the date specified in such notice. The Issuer reserves the right to postpone the closure of the Offer Period, in order to extend the Offer Period. Notice of the postponement of the closure of the Offer Period will be given by the Issuer by publication on the websites of the Issuer and the Manager. The Issuer reserves the right to increase, during the Offer Period, the maximum amount of Securities offered. The Issuer shall forthwith give notice of any such increase by publication of a notice on the websites of the Issuer and the Manager. The Issuer reserves the right, in its sole discretion, to revoke or withdraw the Offer and the issue of the Securities at any time prior to the Issue Date. Notice of revocation/withdrawal of the Offer will be given by publication of such notice on the websites of the Issuer and the Manager. Revocation/withdrawal of the Offer will be effective upon publication. Upon revocation/withdrawal of the Offer, all subscription applications will become void and of no effect, without further notice.

Minimum and maximum subscription amount: The Securities may be subscribed in a minimum lot of no. 1 Security and an integral number of Securities higher than such amount and being an integral multiple of 1. There is no maximum amount of application within the maximum number of Securities offered of 100,000 Securities.

Expenses charged to the investor by the issuer or the offeror: The Offer Price embeds:

- placement commissions payable to the Manager equal to 2.50% of the Issue Price in respect of the aggregate Securities placed;
- costs in relation to the maintenance of the conditions of the Offer payable to the Issuer equal to 0.932% of the Issue Price; and
- other structuring costs payable to the Issuer equal to 0.05% of the Issue Price.

Who is the offeror?

Intesa Sanpaolo Private Banking S.p.A., with registered office at Via Melchiorre Gioia 22, 20124 Milan, Italy (the "**Manager**").

Reasons for the offer and estimated net amount of the proceeds

The Issuer intends to use the net proceeds from each issue of Certificates for general corporate purposes, including making a profit. A substantial portion of the proceeds may be used to hedge market risks with respect to the Certificates.

The net proceeds (resulting from subtracting the commissions and the costs referred to above, from the aggregate Issue Price paid by the Securityholders) of the issue of the Securities will be up to EUR 96,518,000.

Indication of whether the offer is subject to an underwriting agreement on a firm commitment basis

The Issuer and the Manager have agreed under a placement agreement (the "**Placement Agreement**") that the Manager will place the Securities without a firm commitment. The Placement Agreement will be dated on or about 1 October 2026.
The Issuer will act as lead manager of the placement (*Responsabile del Collocamento* as defined under article 93-bis of the Legislative Decree of 24 February 1998, n. 58, as subsequently amended) but will not act as manager and, accordingly, will not place any Securities to the public in Italy.

Indication of the most material conflicts of interest pertaining to the offer or the admission to trading

Intesa Sanpaolo S.p.A., the issuer of the Securities, is part of the Intesa Sanpaolo group, to which the Manager belongs, therefore participation relationships of the Manager with the Issuer result in a conflict of interest.
The Issuer may enter into hedging arrangements with market counterparties in connection with the issue of the Securities in order to hedge its exposure.
The Issuer will act as Calculation Agent under the Securities.
In addition, the Issuer may act as liquidity provider (as defined under the rules of the relevant market, as amended from time to time) in respect of the Securities.
Save as discussed above and save for any commission payable to the Manager and costs payable to the Issuer referred to above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the Offer.