

Intesa Sanpaolo S.p.A.
“MAX LONG CERTIFICATES ON SOLACTIVE CYBER SECURITY 15% RISK CONTROL 4% DECREMENT NET (EUR) INDEX DUE 22.06.2027”
**Under the Irish WARRANTS AND CERTIFICATES PROGRAMME
IMI CORPORATE & INVESTMENT BANKING**

Commercial Name: **“Intesa Sanpaolo S.p.A. Equity Protection Certificates su Indice Solactive Cyber Security 15% Risk Control 4% Decrement Net (EUR) Scadenza 22.06.2027”**

Issuer	Intesa Sanpaolo S.p.A.
Issue Type	Investment Certificate
Rating	BBB (S&P), Baa1 (Moody's), BBB (Fitch)
ISIN Code	XS2628672342
EUSIPA Code	1100
Issue Amount	Up to EUR 5,000,000
Underlying	Solactive Cyber Security 15% Risk Control 4% Decrement Net (EUR) (Bloomberg Code: SOCS15RC Index) ISIN of the Underlying: DE000SLOFKJ3 Exchange: -- Related Exchange: Not applicable
Settlement Currency	EUR
Issue Date	22.06.2023, in case of postponement, such other date specified in a notice published on the website of the Issuer and the Managers. The Issue Date shall not, in any case, be postponed beyond the fifth Business Day following 22.06.2023.
Settlement Date	22.06.2027
Offering Period	From 30.05.2023 to 20.06.2023 (In branch)
Initial Reference Value (IRV)	Equal to the Closing Level of the Underlying on 22.06.2023 (the “Determination Date”)
Final Reference Value (FRV)	Equal to the Closing Level of the Underlying on 17.06.2027 (the “Valuation Date”)

Disclaimer - This document is sent by Intesa Sanpaolo S.p.A. for informational purposes only and is aimed exclusively to qualified investors. This Term Sheet does not constitute legal documentation of the Issuer. The definitive terms for the transaction described herein, if same should occur, will be set forth in a definitive agreement between the parties and in the applicable Final Terms, to be dated on or about the Issue Date and to be read in conjunction with the relevant Base Prospectus. The terms reflected herein are indicative and no responsibility is accepted for the use of or reliance on the information provided herein. This document is for the intended recipient only and may not be transmitted or distributed to any other party. In particular, it is forbidden any distribution or circulation to any non-qualified investors. The information included in this document is confidential and may not be passed on or reproduced in whole or part under any circumstances without express written consent of Intesa Sanpaolo S.p.A.

Initial Percentage	100%
Participation Factor	100%
Cash Settlement Amount	$\{ \text{Max} [\text{Initial Percentage} \times \text{Initial Reference Value}; (\text{Initial Reference Value} + \text{Participation Factor} \times (\text{Final Reference Value} - \text{Initial Reference Value}))] \} \times \text{Minimum Exercise Amount}$
Minimum Exercise Amount	1 Certificate
Multiplier	Issue Price divided by IRV
Issue Price	EUR 1,000
Listing	Euronext Dublin, EuroTLX
Conditions to which the Offer is Subject	<i>Offer of the Securities is conditional on their issue and on the release by a Trading Venue, before the Issue Date, of the relevant authorization to the admission to trading of the Securities.</i>
Calculation Agent	Intesa Sanpaolo S.p.A.
Distribution Fees	The Issuer will pay to the Managers a distribution fee: (i) equal to 2.75% of the amount placed up to EUR 1.5 mln of certificates placed and (ii) equal to a percentage of the amount of the certificates placed in excess so that the aggregate distribution fee paid by the Issuer to the Managers will be not higher than 4.00% of the aggregate amount placed
Business Day Convention	Modified Following Unadjusted
Structuring fees	1.00% of the issue Price Up Front
Other Structuring Costs	0.20% of the issue Price Up Front
Unwinding or Increase	To be borne by the Distributor
Distributors	Sempione Sim S.p.A.

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