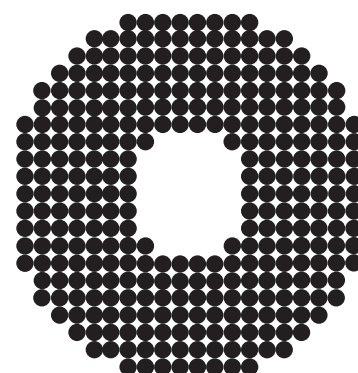
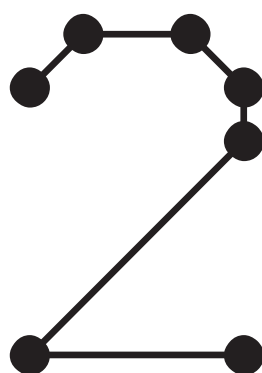
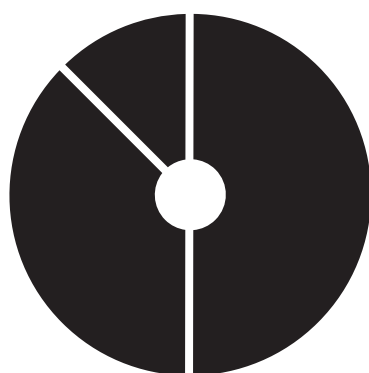
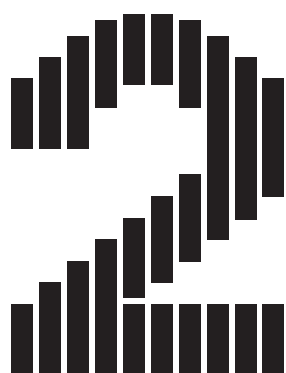


Banco Sabadell Annual Report on Director Remuneration



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Banco de Sabadell, S.A. (hereinafter, Banco Sabadell, the Bank or the Institution) is firmly committed to strengthening and continuously improving its corporate governance, particularly transparency, on which it has been working steadily in recent years.

The Banco Sabadell Annual Report on Director Remuneration (the Report) is drawn up with the information from the Bank at 2020 year-end, in compliance with the provisions of article 541 of the Capital Companies Law and Notice 4/2013, of 12 June, of the Spanish National Securities Market Commission (CNMV).

The preparation and format of the Report are governed by the provisions of CNMV Notice 4/2013, as amended by CNMV Notice 2/2018 of 12 June and CNMV Notice 1/2020 of 6 October. Following the amendment introduced by Notice 2/2018, of 12 June, the Annual Report on Director Remuneration may be submitted in any PDF format provided that it contains the disclosures defined in the regulations in force. Banco Sabadell has decided to adopt this format for the first time in order to explain and disclose the main aspects of its corporate governance with the utmost transparency.

Accordingly, at a meeting on 29 January 2021, based on a proposal by the Remuneration Committee, the Board of Directors of Banco Sabadell approved this Banco Sabadell Annual Report on Director Remuneration,

1. Banco Sabadell Remuneration Policy

The Banco Sabadell Remuneration Policy is focused on creating long-term value by aligning the interests of its shareholders and employees, in coherence with the strategic goals in terms of risks and the business, and the Bank's values, all under a prudent risk management approach while avoiding conflicts of interest.

The Policy complies with the current European Directives and Regulations and other legislation, in particular Law 10/2014, of 26 June, on the regulation, supervision and solvency of credit institutions, Royal Decree 84/2015, of 13 February, implementing Law 10/2014, of 26 June, on the regulation, supervision and solvency of credit institutions, and Bank of Spain Notice 2/2016, of 2 February, to credit institutions, on the regulation, supervision and capital adequacy, which completes the adaptation of Spanish law to Directive 2013/36/EU and Regulation (EU) 575/2013, as well as the EBA Guidelines on internal governance (EBA/GL/2017/11) of 21 March 2018, EBA Guidelines EBA/GL/2015/22 of 27 June, and Delegated Regulation (EU) no. 604/2014, or the regulation that replaces it.

the purpose of which is to publish complete, clear and comprehensible information on the remuneration policy applicable to the members of the Board of Directors of Banco Sabadell in the current year, as well as information on the application of the remuneration policy during 2020 and the details of the individual remuneration earned by the directors in that year.

This Report, together with the statistical annex in Section 9, was released as a regulatory disclosure and will be submitted for a consultative vote as a separate item on the agenda at the Bank's forthcoming 2021 General Meeting of Shareholders. This Report is also available in the "Corporate Governance and Remuneration Policy" section of the Banco Sabadell Group corporate website (www.grupobancosabadell.com).

Section 8 of this report, "Reconciliation with the CNMV Annual Report on Remuneration of Directors of Listed Companies", contains a table of equivalences detailing the location, in this Report, of the content established in each section of the standardised form for the Director Remuneration Report.

The Banco Sabadell Remuneration Policy is made up of the following policies:

- Banco Sabadell Group Remuneration Policy: establishes the remuneration criteria that are applicable to all personnel of all entities that are within the Banco Sabadell Group prudential consolidation scope and those companies for which there is an obligation to make public disclosures. This policy is not applicable to directors of the Group for their non-executive functions. The current version of this policy was approved by the Board of Directors on 18 December 2020.
- Banco Sabadell Directors Remuneration Policy for 2019, 2020 and 2021. It was approved by the General Meeting of Shareholders on 28 March 2019 with 96.09% of the votes in favour. In accordance with the provisions of articles 529 *septdecies*, *octodecies* and *novodecies* of the Spanish Capital Companies Law, it sets out the principles applicable to the remuneration of the directors for their functions as members of the Board of Directors, as well as the remuneration of directors

¹ Notice 1/2020, of 6 October, of the Spanish National Securities Market Commission amending Notice 5/2013, of 12 June, which establishes the templates used for annual corporate governance reports on listed public limited companies, savings banks and other entities that issue securities admitted to trading on official securities markets; and Notice 4/2013, of 12 June, which establishes the forms for annual reports on

remuneration for directors of listed companies and for members of the board of directors and the control committee of savings banks that issue securities traded on official securities markets.

who perform executive functions, which is the same as the policy applicable to senior management of Banco Sabadell.

Banco Sabadell plans to propose that the forthcoming 2021 General Meeting of Shareholders amend the Articles of Association to reflect the classification of the Chairman as a non-executive director.

Moreover, the appointment on 17 December 2020 of Mr. César González-Bueno as Chief Executive Officer to replace Mr. Jaime Guardiola, once the corresponding regulatory clearance has been obtained, entails changes in the remuneration of the Chief Executive Officer which are described in this Report.

In order to include those amendments, the General Meeting of Shareholders will be asked to approve a new Banco Sabadell Directors Remuneration Policy for the years 2021, 2022 and 2023.

- The Remuneration Policy for the Group's Identified Staff: establishes the remuneration criteria that are applicable to the members of the Banco Sabadell Group Identified Staff at all entities that are within the Banco Sabadell Group prudential consolidation scope and those companies for which there is an obligation to make public disclosures. The current version of this policy was approved by the Board of Directors on 29 January 2021.
- The Remuneration Policy for Senior Management of Banco de Sabadell, S.A. (hereinafter, Senior Management Policy): establishes the remuneration criteria that are applicable to the members of senior management. Senior management remuneration is governed by the criteria established in the Banco Sabadell Group general remuneration policy and by the specific features set out in the Remuneration Policy for the Group Identified Staff, of which they are members; the Remuneration Policy for Senior Management details the criteria applicable to members of Senior Management, which take precedence over those set out in the other two policies referred to above.
- The Banco de Sabadell, S.A. remuneration policy, which establishes the remuneration criteria and defines the principles of the remuneration framework that is common to all the staff of Banco de Sabadell, S.A. including the representative offices and branches overseas, and of those subsidiaries in Spain of which Banco Sabadell is the majority shareholder. The current versions of these latter three policies were approved by the Board of Directors on 29 January 2021, based on a proposal by the Remuneration Committee.
- Banco Sabadell Group also has specific remuneration policies for the Group's subsidiaries.

1.1. Principles of the Banco Sabadell Remuneration Policy

The principles of the Remuneration Policy are as follows:

1. Promote medium- and long-term sustainability of the business and the company, in addition to alignment with the Group's values. This entails:
 - Aligning the remuneration with the interests of the shareholders and with the creation of long-term value.
 - Promoting rigorous risk management, with measures to avoid conflicts of interest.
 - Aligning with the Group's long-term business strategy, objectives, values and interests.
2. Ensuring a competitive and equitable remuneration system (external competitiveness and internal fairness) based on equal remuneration of female and male employees for a given job or a position of equal value:
 - Ability to attract and retain the best talent.
 - Rewarding professional track record and responsibility, regardless of the employee's gender.
 - Aligning with market standards, while providing flexibility to adapt to changes in the situation and in the demands of the sector.
3. Rewarding performance, by aligning remuneration with the results achieved by the individual and the level of risk assumed:
 - An appropriate balance between the various remuneration components.
 - Consideration of current and future risks and results, without incentivising the assumption of risks that exceed the level tolerated by the Group.
 - A system that is simple, transparent and clear. The Remuneration Policy must be understandable and easy to communicate to the entire workforce.

1.2. Remuneration components contained in the Remuneration Policy

The Remuneration Policy takes a comprehensive approach to total remuneration taking into account all the remuneration elements and the relationship between them, establishing an appropriate balance between fixed and variable remuneration, and a distribution of remuneration between the short and long term, safeguarding the rights and interests of customers. The remuneration of all Banco Sabadell employees — including senior management and, therefore, executive directors — is structured into the following components:

- A sufficient amount of fixed remuneration so as not to encourage excessive risk-taking. This includes the following items:
 - Fixed salary, which comprises the sum of guaranteed remuneration components linked to the set of functions and responsibilities of the person's position and that recognise the employee's contribution in that position.
 - Benefits, which aim to complement the monetary and non-monetary remuneration with other elements that increase the loyalty and commitment on the part of Banco Sabadell employees. Benefits apply to all Banco Sabadell employees, including members of the Identified Staff and senior management, using the same criteria. Benefits may vary according to territory, the sector and/or the collective agreement that is applicable to the employee. Specifically, the executive directors are beneficiaries of the following remuneration in kind under the same conditions as the rest of the employees or groups of employees who are entitled to them in each case:
 - Group life insurance policy (applicable to all the Institution's employees).
 - Total and permanent disability insurance policy (applicable to all the Institution's employees).
 - Employee loans (applicable to all the Institution's employees).
 - Pension and other specific providential schemes of varying types and amounts depending on the group to which the employee belongs, in order to cover retirement and other contingencies appropriate to the nature of the functions performed by certain employees. The Board of Directors has the power, based on a proposal by the Remuneration Committee, to assign specific providential plans to members of senior management.
- Short-term variable remuneration, which is defined annually and whose main purpose is to reward performance during the year measured through objectives aligned with the risk incurred. The main goals of the short-term variable remuneration are not only to promote the attainment of the short- and medium-term strategic objectives without encouraging risk-taking in excess of the level tolerated by the Group and taking into account the interests of customers, but also to motivate employees to achieve better performance, differentiate high-performance employees and align remuneration with present and future risks borne by the Group and/or its component entities, such as credit, market, liquidity, interest rate, reputational, operational or other risks. In the case of the executive directors, other members of senior management and the other members of the Identified Staff, this variable remuneration is deferred and paid in equity instruments, in accordance with the applicable regulations and with decisions by the competent bodies. In line with practices adopted by the Bank since 2011 and reflected in the Directors Remuneration Policy approved by the

General Meeting of Shareholders, equity instruments are generally valued for this purpose at their market value on the grant date.

- Long-term remuneration for the executive directors and the other members of senior management and the Group's Identified Staff, which may consist, by decision of the Board of Directors, at the proposal of the Remuneration Committee, of a long-term variable remuneration system, to which end a specific target amount tied to multi-year objectives may be established, or multi-year objectives may be established for part of the deferred amounts of short-term variable remuneration, in combination with the executive's performance; or a proposal, for approval by the General Meeting of Shareholders, of a system based on the appreciation of the share price tied to the attainment of certain multi-year objectives in combination with the individual's performance, which is deferred and paid in equity instruments in accordance with the applicable regulations and the decisions of the competent bodies, thus aligning the remuneration with long-term results and with the interests and risks of the shareholders.

In the case of executive directors and the other members of senior management and the Group's Identified Staff, their short-term variable remuneration and Long-term remuneration may be subject to reduction (malus clause) in the deferral period and clawback in the deferral and lock-up period, up until conclusion of the lock-up period, if the Board of Directors so decides on the basis of a proposal by the Remuneration Committee.

The shares received by executive directors and the other members of senior management and the Group's Identified Staff as variable remuneration are under lock-up for a period of one year after their delivery.

Unless they own shares amounting to the equivalent of twice their fixed annual remuneration, executive directors may not dispose of the shares they receive until at least three years have elapsed from the time of delivery. The above condition will not apply to any shares that the director must dispose of to cover tax obligations related to their delivery.

Executive directors and the other members of senior management and the Group's Identified Staff may not use personal hedging strategies with ad hoc financial products or any mechanism that guarantees that they will collect part or all of the remuneration.

1.3. Measures to reduce exposure to excessive risks

The Banco Sabadell Remuneration Policy is aligned with the shareholders' interests, the Banco Sabadell Group strategy and the creation of long-term value, while promoting appropriate risk management.

Without prejudice to the oversight exercised by the Bank's governing and management bodies (described in

Section 1.4 of this Report), the remuneration policy for directors, the remuneration policy for senior management and the remuneration policy for the Identified Staff incorporate the following elements that reduce exposure to excessive risk-taking:

a) Adjustments for fulfilment of objectives

Each individual's variable annual remuneration is subject to the attainment of certain annual objectives, including a certain percentage of the Group objectives, as detailed in Section 5 of this report, including risk-related variables.

Additionally, the degree of attainment of the Group objectives will be adjusted by a risk-related correction factor that includes indicators relating to capital (CET1) and liquidity (Liquidity Coverage Ratio).

Long-term remuneration is subject to attainment of certain multi-year objectives, including indicators relating to capital (CET1), liquidity, RoRAC and the share's performance with respect to a set of European institutions, in addition to the person's individual performance.

Additionally, in the long-term remuneration for 2019-2021, 2020-2022 and 2021-2023, both the Adjusted Target and the Final Incentive are subject to a risk-related correction factor that includes indicators relating to capital (CET1) and liquidity (Liquidity Coverage Ratio) in connection with the limits set by the RAS. Failure to attain any of these indicators will result in a reduction of the Incentive.

b) Ex-ante risk adjustments

The total amount of any variable remuneration item is subject to downward adjustment at the discretion of the Board of Directors based on a recommendation by the Remuneration Committee, and may even be reduced to zero, depending on the following parameters:

- A variable remuneration adjustment based on risk profile and earnings performance. The adjustment may be applied at Group, unit, country or even individual level, to reflect the various classes of risk. This variable remuneration adjustment, which can reduce the initial amount of available remuneration to zero, ensures that the variable remuneration is fully aligned with the risks assumed. The variable remuneration adjustment will cover all the cases or situations that might have an impact on the Group's risk profile and that were not fully factored into the assessment of the objectives set at the beginning of the year and will be related to risk and control factors such as breaches of standards and regulations, violation of risk limits (e.g. RAS [solvency, liquidity] or breach of expected loss thresholds in terms of operational risk) and/or internal control indicators (e.g. results of internal audits) or similar items.
- The possibility of reduction to zero if the Bank's capital is less than the Maximum Distributable Amount (MDA) determined by regulation at any given time.

Taking the above into account, the final amount of the short-term variable remuneration accrued annually (subject to ex-post adjustments) will be determined by the Board of Directors, following a recommendation by the Remuneration Committee, based on the individual assigned bonus target, evaluation of the degree of attainment of individual performance objectives assigned to the executive director, and application of the variable remuneration adjustment.

On 29 January 2021, based on a proposal by the Remuneration Committee, the Board of Directors of Banco Sabadell approved the application of adjustments to the variable remuneration of all the Group's employees who had been assigned variable remuneration in order to align the payment with the year's results. Those adjustments, which varied between geographies, together with the waivers of the variable remuneration for 2020, as a measure of prudence in view of the crisis caused by Covid-19, by the Chairman, the CEO, the executive directors and the rest of senior management of Banco Sabadell and the members of the Executive Committee of UK subsidiary TSB, resulted in a significantly lower total amount available for variable remuneration than had been envisaged at the beginning of the year.

c) Deferral and payment

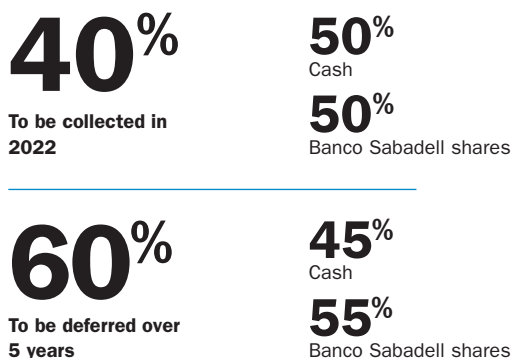
Variable annual remuneration and bonuses for special projects earned by members of the Group's Identified Staff are subject to deferral whose main characteristics are as follows:

- Deferral by at least five years for executive directors and other members of senior management and 3 years for the rest of the Identified Staff.²
- Deferral of at least 60% in the case of executive directors and of the members of the Identified Staff whose variable remuneration exceeds 1,500,000 euros, and 40% for the other members of the Identified Staff.
- The deferred variable annual remuneration will be paid 55% in the form of Banco Sabadell shares in the case of executive directors and other member of senior management, and at least 50% in the case of the rest of the Identified Staff.
- Variable remuneration paid in shares is subject to one-year lock-up. In line with recommendation 62 of the Code of Good Governance, unless executive directors own shares amounting to the equivalent of twice their variable annual remuneration, they may not dispose of the shares they receive until at least three years have elapsed from the time of delivery. The above condition will not apply to any shares that the director must dispose of to cover tax obligations related to their delivery.
- The use of personal hedging strategies or any mechanism that guarantees receipt of part or all of the variable remuneration is not permitted.

² If the minimum deferral percentages and/or periods and/or the minimum percentage of payment in shares are modified by law, the provisions of the law shall prevail.

Accordingly, actual receipt of the executive directors' short-term variable remuneration for 2021 will be subject to the following scheme:

2021 variable remuneration



- 40% of the variable remuneration for 2021 will be paid in 2022, 50% in cash and 50% in Banco Sabadell shares (valued at the closing market price in the last trading session in the month in 2022 when the non-deferred portion is paid), the shares being subject to a one-year lock-up.
- 60% of the variable remuneration for 2021 will be deferred over a five-year period, with one-fifth being paid in each of the years 2023, 2024, 2025, 2026 and 2027, split 45% in cash and 55% in Banco Sabadell shares (valued at the closing market price in the last trading session in the month in 2022 when the non-deferred portion is paid), the shares being subject to a one-year lock-up.

Moreover, no short-term or long-term variable remuneration is accrued if overall target attainment (mix of Group and individual targets) is less than 60%.

d) Malus and clawback clauses

Short-term variable remuneration and long-term remuneration that has not yet been collected (up to 100% of the amount) will be subject to malus and clawback clauses in the event of poor financial performance by the Bank as a whole or by a specific division or area or by the exposures generated by the member in question of the Identified Staff. It is not necessary for there to be malice or negligence in order for these clauses to apply. For these purposes, the performance assessment will be compared with subsequent performance of the variables that contributed to achieving the objectives. The following factors will be considered:

- Significant failures in risk management by the Institution or a unit.
- An increase in capital requirements at the Institution or one of its business units not envisaged at the time that the exposure was generated.
- Regulatory penalties or legal convictions for events attributable to the unit or its managers. Failure to comply with the Institution's internal codes of conduct.
- Improper conduct, whether individual or collective.

Particular consideration will be given to the negative effects deriving from marketing unsuitable products and the liability of the persons or bodies making such decisions.

The malus clause may be triggered during the period in which variable remuneration is deferred. Clawback clauses may be triggered from the time the remuneration is paid up to conclusion of the corresponding lock-up period. Application of clawback clauses may be supplementary to the application of malus causes so that, in addition to forfeiting amounts not yet received, the member of the Identified Staff may be required to refund part or all of the amounts already received as short-term variable remuneration and long-term remuneration.

The Remuneration Committee must review the situation each year in order to make a proposal to the Board of Directors, if necessary, based on a report by the Human Resources Division, and after seeking the opinion of the Internal Control Division, the Financial Division and the Compliance Division as to whether circumstances have arisen to reduce or cancel the deferred remuneration or trigger clawback of variable remuneration already collected by a member of the Identified Staff, depending on the characteristics and circumstances of each particular case.

e) Oversight by governing bodies and divisions of the Institution

Without prejudice to the functions described above and those corresponding to the Institution's Remuneration Committee and Board of Directors, the functions of other governing bodies and divisions of the Institution entrusted with oversight over remuneration are listed below:

- The Risk Committee checks to ensure that employee remuneration programmes are coherent with the Bank's risk, capital and liquidity, and provides advice in this respect to the Remuneration Committee.
- The Audit and Control Committee supervises the process of drafting and presenting the regulated financial information, including that relating to remuneration, and reviews compliance with the regulatory requirements and proper application of accounting standards.
- The Internal Audit Division, within the framework of its functions, carries out an independent examination, at least once per year, of the definition and application of the institution's Remuneration Policy and its effects on its risk profile, and the way in which these effects are managed. Additionally, the Prudential Review of Remuneration produced by specialised firm Mercer Consulting, S.L. for the Remuneration Committee assesses and guarantees that the delimitation of the Institution's Identified Staff and the remuneration practices and policies conform to the requirements established in the regulations and interpretations of the EBA and the Bank of Spain.
- Each year, the Risk Regulation and Control Division (CRO) submits to the Remuneration Committee a proposal for the adjustment of the variable remuneration,

which may be at Group, unit, country or even individual level, to be made at the end of the year, depending on risk profile and earnings performance.

1.4. Procedures and bodies involved in determining and approving the remuneration policy

The Articles of Association of Banco Sabadell set out the competencies of the Board of Directors and its Committees. The Board of Directors Regulation sets out the terms of reference for the Board of Directors and its committees, establishing their powers and basic rules of functioning and organisation, in line with the regulations applicable to listed companies and credit institutions, as implemented and complemented in the terms of reference of the Board committees. The Articles of Association and the Regulation of the Board of Directors of Banco Sabadell and of its committees are available on the Banco Sabadell corporate website.

In accordance with the provisions of the Capital Companies Law, the Board of Directors is vested with non-delegable power to determine the company's general policies and strategies and to make decisions regarding the remuneration of the directors, within the framework of the Articles of Association and of any Directors Remuneration Policy.

In accordance with the provisions of article 529 novodecies of the Capital Companies Law, the Directors Remuneration Policy was submitted, as a separate agenda item, for the approval of the General Meeting of Shareholders on 19 March 2019, and was approved with 96.09% of the votes in favour. The Annual Report on Director Remuneration for 2019 obtained 91.51% of votes in favour at the General Meeting of Shareholders on 26 March 2020 (details of the votes may be found in the Statistical Annex), which shows that the shareholders have a very positive perception of the improvements made during the year. Banco Sabadell will continue to make progress in improving its remuneration policy and its application, in line with the medium- and long-term sustainability of the business and society.

The Remuneration Committee is entrusted with making proposals to the Board of Directors regarding the Directors Remuneration Policy and the individual remuneration and other contractual conditions of the Chairman, CEO and executive directors, and with overseeing compliance, in accordance with the Regulation of the Board of Directors and of the committee itself.

The Remuneration Committee also has at least the following basic responsibilities as set out in article 14 bis of the Regulation of the Board of Directors and elaborated upon in the Regulation of the Remuneration Committee: a) making proposals as to the Directors Remuneration Policy to the Board of Directors; b) proposing, to the

Board of Directors, the remuneration policy for general managers and others performing senior management functions who report directly to the Board of Directors, the Delegated Committee or the CEOs, and the individual remuneration and other contractual conditions for executive directors, exercising oversight to ensure that they are complied with; c) regularly reviewing the Remuneration Policy; d) advising on remuneration programmes based on shares and/or options; e) periodically reviewing the general principles of remuneration and the remuneration programmes for all employees, and considering whether they conform to those principles; f) ensuring that remuneration is transparent; g) ensuring that any conflicts of interests are not detrimental to the independence of external advisers; and h) verifying the information on remuneration contained in the various corporate documents, including the Director Remuneration Report.

The Remuneration Committee complies with the principles, good practices and criteria for its proper functioning established by Technical Guide 1/2019 on nomination and remuneration committees, dated February 20, published by the Spanish National Securities Market Commission.

In accordance with Article 15 of the Board Regulation and with its own Regulation, the Risk Committee is responsible for informing the Remuneration Committee as to whether the employee remuneration programmes are coherent with the Group's risk, capital and liquidity.

In accordance with Article 13 of the Board Regulation and with its own Regulation, the Audit and Control Committee supervises the process of drafting and presenting the regulated financial information, including that related to remuneration, checking compliance with the law and the correct application of accounting standards. In particular, an annual audit of the Remuneration Policy is performed whose conclusions are submitted to the Remuneration Committee.

Proposals by the Remuneration Committee are submitted to the Board of Directors for consideration and, where appropriate, approval.

In accordance with the Directors Remuneration Policy in force and within the limits established therein, on 29 January 2021 the Board of Directors determined the amount of remuneration for directors for the current financial year. Specifically, it determined the remuneration corresponding to the Chairman during the year and that of the other directors in their capacity as members of the Board of Directors. It also determined the remuneration corresponding to the executive directors for performance of executive functions, as detailed in the related sections below.

Several divisions of the Bank participate in the application and oversight of the Remuneration Policy. They include notably the Human Resources Division, which produces an annual report on remuneration whose purpose is to provide the Remuneration Committee with basic information to enable it to perform the functions entrusted to it in connection with the review of the general principles of the Banco Sabadell Remuneration Policy and oversight

of the remuneration for the Chairman, CEO and executive directors, senior management and the other persons who, because of their responsibility, risk-taking capacity and remuneration status, form part of the Group's Identified Staff, in accordance with the provisions of Law 10/2014 and Delegated Regulation (EU) 604/2014 or any regulation that replaces it.

1.5. Remuneration benchmarking and external advisers

In addition to the assistance of the Bank's divisions, the Remuneration Committee obtains advice from the specialised firm Willis Towers Watson, which assists the Remuneration Committee in identifying market trends and regulatory developments in connection with remuneration. Specialised consulting firm Mercer Consulting S.L. issued an independent assessment on the implementation of the remuneration policy that is applicable to the members of the Identified Staff and that applicable to the directors; it concluded that the policy was being applied properly; that report was submitted to the Risk Committee and the Remuneration Committee in January 2021.

Additionally, with a view to establishing a Remuneration Policy that is consistent with comparable companies, each year Banco Sabadell uses the Spencer Stuart Board Index 2020 and the report entitled "La remuneración de los consejeros de las compañías del IBEX 35" produced by consulting firm KPMG, as well as advice from consulting firm Willis Towers Watson, to perform a comparative analysis of the remuneration for the Board of Directors, executive directors, members of senior management and other members of the Identified Staff with respect to the market; the most recent analysis was completed in January 2021.

The remuneration for the Chairman and CEO for 2021 was benchmarked against two groups of companies. As detailed in the following table, the first peer group is composed of 17 banks from Spain and other European countries (the European benchmark), while the second peer group is made up of 13 IBEX-35 companies (the domestic benchmark):

Companies used as benchmark

| Banks in the European benchmark | | Companies in the domestic benchmark | |
|---------------------------------|-------------------------------|-------------------------------------|-----------|
| Raiffeisen | Caixabank | Santander | Amadeus |
| Erste Group | KBC Groep | Naturgy | Bankinter |
| BBVA | Swedbank | Caixabank | Enagás |
| Intesa San Paolo | Bankia | Bankia | Mapfre |
| Banco BPM | Unione di Banche Italiane | Acciona | |
| Natixis | Mediobanca | Endesa | |
| ABN Amro Group | Bankinter | Siemens Gamesa | |
| Standard Chartered Bank | Skandinaviska Enskilda Banken | BBVA | |
| Virgin Money | | Ferrovial | |

The remuneration of the Director Secretary General and Director Chief Risk Officer was established on the basis of information on comparable positions in the group of European and Spanish companies indicated above.

1.6. Composition of the Remuneration Committee

In accordance with the provisions of article 62 of the Articles of Association, at the end of 2020 Banco Sabadell's Remuneration Committee comprised four non-executive directors, all of whom are independent directors, as follows:

Composition:

Chairman

Aurora Catá Sala

Members

Anthony Frank Elliot Ball
George Donald Johnston III
José Ramón Martínez Sufrategui

Non-member Secretary

María José García Beato

2. Directors Remuneration Policy

The Directors Remuneration Policy of Banco Sabadell for the years 2019, 2020 and 2021, which was approved by the General Meeting of Shareholders on 28 March 2019, with 96.09% of the voting stock presented or represented voting in favour, is available on the Bank's website:

<https://www.grupbancsabadell.com/corp/es/gobierno-corporativo-y-politica-de-remuneraciones/politica-de-remuneraciones-de-consejeros.html>

It is planned to submit to the 2021 General Meeting of Shareholders a new Banco Sabadell Directors Remuneration Policy for the years 2021, 2022 and 2023.

2.1. General characteristics

In accordance with the provisions of articles 529 *sept-decies*, 530 *octodecies* and 531 *novodecies* of the Spanish Capital Companies Law, the Banco Sabadell Directors Remuneration Policy, for the years 2019, 2020 and 2021, sets out the principles applicable to the remuneration of the directors for their functions as members of the Board of Directors, as well as the remuneration of directors who perform executive functions, which is the same as the policy applicable to senior management of Banco Sabadell. The main features of the Directors Remuneration Policy are as follows:

- In the case of the remuneration for directors for their status as members of the Board of Directors, a distinction is made between fixed remuneration and attendance fees; directors may collect attendance fees for up to two missed meetings provided that they grant proxy.

- For executive directors:
 - It delimits the proportion between fixed and variable remuneration, defines short-term variable remuneration and long-term remuneration, and defines the parameters for measuring the objectives to which both short-term variable remuneration and long-term remuneration are linked.
 - It sets the percentage of deferral of short-term variable and long-term remuneration for executive directors, which is 60% of the total amount to be received.
 - It establishes the period over which short-term variable remuneration is to be deferred as 5 years.
 - It sets the single-year and multi-year objectives (in long-term remuneration) with parameters defined to include correction factors or minimum thresholds (key goals) linked to the Group's capital and liquidity indicators.
 - It incorporates an ex-ante adjustment to the entire variable remuneration, which may be set at Group, unit, country or even individual level to reflect the various classes of risk, and is determined by the Board of Directors based on a proposal of the Remuneration Committee. That adjustment will be based on risk factors and the Institution's results.
 - This variable remuneration adjustment can reduce the initial amount of available remuneration to zero, which ensures full alignment with the risks assumed.
 - The variable remuneration adjustment will cover all the cases or situations that might have an impact on the Group's risk profile and that were not fully factored into the assessment of the objectives set at the beginning of the year.
 - If the Maximum Distributable Amount (MDA) established by the regulations is reached, the variable remuneration may be reduced or eliminated entirely.
 - It determines that a portion of the approved amount of short-term and long-term variable remuneration is paid in the form of equity instruments.
 - It sets the maximum overall remuneration limit that the Board of Directors can approve for all executive directors under the headings of fixed remuneration, variable short-term remuneration and long-term remuneration.
 - It defines the malus and clawback clauses and the cases where they apply. These clauses include criteria based on results and risk and are applicable without requiring malice or negligence. The following factors will be considered when applying them:
 - Significant failures in risk management by the Institution or a unit.
 - An increase in capital requirements at the Institution or one of its business units not envisaged at the time that the exposure was generated.
 - Regulatory penalties or legal convictions for events attributable to the unit or its managers. Failure to comply with the Institution's internal codes of conduct.
 - Improper conduct, whether individual or collective. Particular consideration will be given to the negative effects deriving from marketing unsuitable products and the liability of the persons or bodies making such decisions.
 - It establishes restrictions on the disposal of shares received in the form of short-term variable remuneration and long-term remuneration until a period of at least three years has elapsed since their delivery, if the director does not own an amount of shares equivalent to twice their annual fixed remuneration.
 - It limits the amount of any termination and non-competition clauses to two years' remuneration.
 - Post-contractual non-competition clauses subsist at most until the first age of ordinary retirement established in the current legislation.
 - Quarterly payment of the amounts derived from post-contractual non-competition clauses, capped at the amount of remuneration that would have been paid in the non-competition period if the director were still employed.
 - Variable remuneration (both short- and long-term) is capped at 100% of the fixed remuneration for a given year. The cap can be raised to 200% of fixed remuneration, subject to approval by the General Meeting of Shareholders (as occurred most recently in 2020), in the cases expressly defined in the Policy, there being no scope for discretion on the part of the Remuneration Committee at the time when it is recognised.

As stated above, it is planned to ask the 2021 General Meeting of Shareholders to approve a new Director Remuneration Policy for the years 2021, 2022 and 2023 in order to adapt it to the new corporate governance scheme, which will reflect the Chairman's remuneration as a non-executive director once the changes to the Articles of Association submitted to that same General Meeting of Shareholders have taken place.

2.2. 2021 Remuneration mix

2.2.1. Remuneration for directors in their capacity as members of the Board of Directors

Directors' remuneration for their functions as members of the Board of Directors is structured as follows:

- An amount of fixed remuneration plus meeting fees, capped at fees for at most 11 ordinary meetings; directors may collect attendance fees for at most two meetings per year which they miss for justified reasons provided that they grant proxy in those cases. No amounts are payable for attendance at extraordinary meetings of the Board of Directors.
- Additional amounts are collected for performing the functions of Vice-Chairman, chairing or being a member of Board committees, and for membership of any of Banco Sabadell's Advisory Boards.

Following approval by the forthcoming General Meeting of Shareholders of the amendments to the Articles of Association to enable the Chairman to be classified as a non-executive director, he will receive additional remuneration determined in the Remuneration Policy that is also to be submitted to the forthcoming General Meeting of Shareholders.

Non-executive directors do not qualify for the remuneration or benefits that apply to Bank employees, the Group's Identified Staff or senior management, and they are not members of the providential systems or long-term incentive schemes that the General Meeting of Shareholders has adopted, nor that referring to long-term remuneration. The non-executive directors are not under contract to the Bank by virtue of their status as members of the Board of Directors, and no indemnities have been agreed upon for the event of termination of their position as director.

2.2.2. Executive director remuneration

Executive directors have the same remuneration items as the rest of the staff. In connection with the components of executive directors' variable remuneration, the Remuneration Policy establishes that variable remuneration (both short- and long-term) is capped at 100% of the fixed remuneration for each year. The cap can be raised to 200% of annual fixed remuneration, subject to approval by the General Meeting of Shareholders (as occurred most recently in 2020), in the cases expressly defined in the Policy, there being no scope for discretion on the part of the Remuneration Committee at the time when it is recognised.

The weightings of the variable remuneration components in 2021 are described below:

- Short-term variable annual remuneration: in a scenario of 100% attainment of the objectives, the benchmark short-term variable remuneration, as a percentage of fixed salary, amounts to approximately 76% for the Chairman; 81% for the Chief Executive Officer, Mr. Jaime Guardiola Romojaro, while he continues to hold office; 30% for the Chief Executive Officer, Mr. César González-Bueno, once the regulatory authorisations are received and he takes office; 44% for the Director Secretary General; and 22% for the Director Chief Risk Officer.

In the event of maximal fulfilment of the objectives, the short-term variable remuneration may not in any event exceed 150% of the reference amounts set out in Section 4.2 of this report.

- Long-term remuneration 2021-2023, on the basis of attainment of annual and multi-year objectives, that establishes a benchmark amount based on a percentage of fixed remuneration (the amount to be received in the event of 100% attainment of the objectives) and equivalent to 30% of the annual fixed salary assigned to the Chairman, 30% of the annual fixed salary assigned to the CEO and 25% of the annual fixed salary assigned to the Director Secretary General and Director Chief Risk Officer. Other long-term remuneration schemes remain in force in 2021 and are described in this report in the section on long-term variable components.

The Statistical Annex to this document contains a table detailing each of the supplementary incentive plans in force for each beneficiary, using a method adjusted for delta (sensitivity of the price of the instrument to the price of the underlying security), multiplying the number of underlying shares by the delta of the instrument both at the beginning and at the end of the year.

The amounts payable under the long-term remuneration will be subject to reduction clauses (*malus*) and to clawback of the variable remuneration paid. All shares that are delivered will be subject to a one-year lock-up from the delivery date.

Additionally, as detailed in Section 6 of this report relating to long-term savings systems, 15% of the contributions are considered as discretionary pension benefits and, therefore, they are linked to the percentage of compliance with the beneficiary's short-term targets, in no case being allowed to exceed 100% of the amount.

All the foregoing is without prejudice to the provisions of the Directors' Remuneration Policy after its adaptation as a result of the amendments to the Articles of Association that are to be submitted to the General Shareholders' Meeting.

3. Directors' remuneration for their functions as members of the Board of Directors

The composition of the Board of Directors of Banco Sabadell as at 31 December 2020 was as follows:

| Name of director | Board position | Director category |
|----------------------------------|----------------|---------------------------|
| Josep Olliu Creus | Chairman | |
| José Javier Echenique Landiribar | Vice-chairman | Independent |
| Jaime Guardiola Romojaro | CEO | |
| Anthony Frank Elliott Ball | Director | Lead Independent Director |
| Aurora Catá Sala | Director | Independent |
| Pedro Fontana García | Director | Independent |
| María José García Beato | Director | Secretary General |
| Mireya Giné Torrens | Director | Independent |
| George Donald Johnston III | Director | Independent |
| David Martínez Guzmán | Director | Proprietary |
| José Manuel Martínez Martínez | Director | Independent |
| José Ramón Martínez Sufrategui | Director | Independent |
| Alicia Reyes Revuelta | Director | Independent |
| Manuel Valls Morató | Director | Independent |
| David Vegara Figueras | Director | Chief Risk Officer |

The following changes were made in the Board of Directors in 2020:

- Ms. Maria Teresa Garcia-Milà Lloveras tendered her resignation as a member of the Board of Directors with effect from 26 March 2020, as the thirteen-year period during which she could be considered an independent director had elapsed.
- Ms. Mireya Giné Torrens was appointed as an independent director, at the proposal of the Appointments Committee, by the General Meeting of Shareholders on 26 March 2020.
- Mr. José Luis Negro tendered his resignation as an executive director of Banco Sabadell due to his retirement and to facilitate the renewal of the Board, effective 24 September 2020.

—Ms. Alicia Reyes Revuelta was appointed as an independent director, at the proposal of the Appointments Committee, by the Board of Directors on 24 September 2020.

At a meeting on 17 December 2020, the Board of Directors appointed Mr. César González-Bueno Mayer as CEO to replace Mr. Jaime Guardiola Romojaro, once the corresponding regulatory authorisations have been received; his contract establishes his remuneration that will be applicable once such authorisations are obtained.

3.1. Board of Directors remuneration 2020

Director remuneration is established on the basis of reports on director remuneration in Spain published by KPMG and Spencer Stuart and by comparison with the remuneration for membership of the Boards and committees of Spain's main financial institutions.

The directors' remuneration in 2020 for their functions as members of the Board of Directors consisted of remuneration in which up to 25% is dependent on attendance at Board meetings and which, in total, did not exceed the maximum amount of 3 million euros established in the Directors Remuneration Policy 2019-2021.

The remuneration for 2020 was as follows:

| | 2020 Remuneration (in euros) | Attendance fees 2020 (euros per meeting) |
|---------------------------|---------------------------------|--|
| Chairman | 175,650 | 5,273 |
| Vice-chairman | 95,250 | 2,886 |
| Other directors | 75,000 | 2,272 |
| Lead Independent Director | 22,000 (additional) | |

Additionally, non-executive directors collected amounts for membership of Board committees:

| Committee | Position | Amount (in euros) |
|-----------------------------|----------|-------------------|
| Audit and Control Committee | Chairman | 40,000 |
| | Member | 20,000 |
| Appointments Committee | Chairman | 20,000 |
| | Member | 10,000 |
| Remuneration Committee | Chairman | 40,000 |
| | Member | 20,000 |
| Risk Committee | Chairman | 70,000 |
| | Member | 20,000 |
| Delegated Committee | Member | 80,000 |

The total amount actually collected by the members of the Board of Directors in 2020 is as follows:

| Directors | Director category | Board of Directors | Attendance fees | Audit and Control Committee | Appointments Committee | Remuneration Committee | Risk Committee | Delegated Committee |
|--|--|--------------------|-----------------|-----------------------------|------------------------|------------------------|----------------|---------------------|
| Josep Oliu Creus | Chairman | 176 | 58 | | | | | |
| Javier Echenique Landiribar | Vice-chairman. (Independent) | 95 | 32 | | | | | 80 |
| Jaime Guardiola Romojaro | CEO | 75 | 25 | | | | | |
| Anthony Frank Elliott Ball | Lead Independent Director | 97 | 25 | | 9 | 18 | | |
| Aurora Catá Sala | Chairman Remuneration Cmte. (Independent) | 75 | 25 | | 13 | 40 | 13 | |
| Pedro Fontana García | Independent | 75 | 25 | 20 | | | | 78 |
| María José García Beato | Director Secretary General. (Executive) | 75 | 25 | | | | | |
| María Teresa García-Milà Lloveras | Other external | 19 | 7 | 5 | 2 | | 5 | |
| George Donald Johnston | Chairman Risk Committee. (Independent) | 75 | 25 | | | 18 | 70 | |
| David Martínez Guzmán | Proprietary | 75 | 25 | | | | | |
| José Manuel Martínez Martínez | Chairman Appointments Committee. (Independent) | 75 | 25 | | 18 | | | 20 |
| José Ramón Martínez Sufregui | Independent | 75 | 25 | 20 | | 20 | | |
| José Luis Negro Rodríguez | Director General Manager | 56 | 18 | | | | | |
| Manuel Valls Morató | Chairman Audit and Control Cmte. (Independent) | 75 | 25 | 40 | | | 20 | |
| David Vegara Figueras | Director Chief Risk Officer | 75 | 25 | | | | | |
| Mireya Giné Torrens | Independent | 25 | 9 | 5 | | | | |
| Alicia Reyes Revuelta | Independent | | | | | | | |

Mr. José Luis Negro Rodríguez stepped down on 14 September 2020; Ms. Mireya Giné Torrens joined the Board on 24 September 2020 and, consequently, her remuneration does not correspond to a full financial year.

Ms. Alicia Reyes did not receive any remuneration in 2020 as she joined the Board on 21 December 2020 and did not attend any meetings of the Board of Directors.

Additionally, Mr. Javier Echenique collected 20,400 euros as Chairman of the Sabadell Guipuzcoano Advisory Board.

Directors Mr. Manuel Valls and Ms. Aurora Catá received 20,000 euros each for membership of the Board of Directors of Sabadell Information Systems, S.A., a Banco Sabadell Group company.

The amounts actually received depended on the date of appointment and on meeting attendance, and they are itemised in the statistical annex.

The directors did not collect any variable remuneration from the Institution or any other Group institution in 2020 as consideration for services rendered other than those inherent to their position, or any other

remuneration items such as those advances, loans or guarantees, or any remuneration by virtue of payments by the Bank to a third party, or any other remuneration not included in this Annual Report on Director Remuneration.

3.2. Board of Directors remuneration 2021

Directors' remuneration in 2021 for membership of the Board of Directors is broken down as follows:

- Remuneration for membership of the Board of Directors.
- Attendance fees, for at most 11 ordinary meetings, with the possibility of collecting attendance fees for at most two meetings that they miss for justified reasons provided that they grant proxy in those cases. No amounts are payable for attendance at extraordinary meetings of the Board of Directors.

| | 2021 Remuneration (in euros) | Attendance fees 2021 (euros per meeting) |
|---------------------------|---------------------------------|---|
| Chairman | 175,650 | 5,273 |
| Vice-chairman | 155,250 | 4,704 |
| Other directors | 75,000 | 2,272 |
| Lead Independent Director | 22,000 (additional) | |

Additionally, non-executive directors receive remuneration for chairing or being members of Board committees. The amounts are the same as in 2020, except for the Appointments Committee, whose remuneration was increased in line with the increase in their duties.

| Committee | Position | Amount (in euros) |
|-----------------------------|----------|-------------------|
| Audit and Control Committee | Chairman | 40,000 |
| | Member | 20,000 |
| Appointments Committee | Chairman | 40,000 |
| | Member | 20,000 |
| Remuneration Committee | Chairman | 40,000 |
| | Member | 20,000 |
| Risk Committee | Chairman | 70,000 |
| | Member | 20,000 |
| Delegated Committee | Member | 80,000 |

The Chairman of the SabadellGuipuzcoano Advisory Board, Mr. Javier Echenique, will receive at most 30,600 euros; in their capacity as ordinary members of the Board of Directors of Sabadell Information Systems, S.A., Mr. Manel Valls and Ms. Aurora Catá will receive up to 30,000 euros.

It is not envisaged that the non-executive directors will collect any variable remuneration from the Institution or any other Group institution in 2021 as consideration for services rendered other than those inherent to their position, or any other remuneration items such as advances, loans or guarantees, or any other additional

Only the Vice-chairman's remuneration has been modified for 2021, to 155,250 euros and 4,704 euros per meeting, based on the assigned functions.

Following the approval of the new Remuneration Policy by the 2021 General Meeting of Shareholders, the Chairman will be remunerated as a member of the Board of Directors and will receive additional remuneration for the functions he performs in a non-executive capacity.

remuneration not included in this Annual Report on Director Remuneration.

It is planned to submit a new Remuneration Policy to the 2021 General Meeting of Shareholders that will be based on the amendments to the Articles of Association to be submitted to that meeting.

4. Directors' remuneration for performing executive functions

This section details the remuneration actually collected in 2020 and that envisaged in 2021.

4.1. 2020 remuneration

When analysing the remuneration in 2020, it should be noted that, at an extraordinary meeting of the Board of Directors on 8 April 2020, as a measure of prudence in view of the crisis caused by COVID-19, the Chairman, the CEO, the executive directors and the rest of the senior management of Banco Sabadell as well as the members of the Executive Committee of UK subsidiary TSB, voluntarily waived their variable remuneration for 2020.

Attainment of the objectives for the Group and the directors, which determine the variable remuneration, is detailed in Section 5 of this report.

The executive directors did not collect any variable remuneration from the Institution or any other Group institution in 2020 as consideration for services rendered other than those inherent to their position, or any other remuneration items such as advances, loans or guarantees, or any remuneration by virtue of payments by the Bank to a third party, or any other remuneration not included in this Annual Report on Director Remuneration.

None of the cases triggering the malus or clawback clauses applicable in 2020 arose in the year, with the result that those clauses did not have to be applied.

Remuneration (in euros)

| Position | Fixed remuneration | | | Short-term variable remuneration | Long-term remuneration ¹ |
|---------------------------------------|--|---|--|----------------------------------|---|
| | Fixed salary | Benefits and remuneration in kind | Contributions to providential schemes | | |
| Chairman | 1,701,000 | 51,065 corresponding to group insurance policies and benefits | 36,070 | Waived in advance | None |
| CEO | 1,350,000 | 12,562 corresponding to group insurance policies and benefits | 1,224,740 due to adjustments of variables and of the income base. | Waived in advance | Assigned 189,570 (attainment of objectives: 62.41%) |
| Director General Manager ² | 507,205 corresponding to the period as executive director | 251 | | Waived in advance | Assigned 69,686 corresponding to the period as executive director (attainment of objectives: 64.52%) |
| Director Secretary General | 500,000 | 10,416 corresponding to group insurance policies, vehicle and benefits | 795,571 | Waived in advance | Assigned 63,000 (attainment of objectives: 67.20%) |
| Director Chief Risk Officer | 450,000 | 5,316 corresponding to group insurance policies, vehicle and benefits | 118,057 | Waived in advance | Assigned 79,127 (attainment of objectives: 93.78%) |

¹ Subject to fulfillment of the multi-year objectives.

² The Director General Manager did not receive any severance payment as a result of his resignation.

4.2. 2021 remuneration

The fixed remuneration under this heading for 2021 was approved by the Bank's Board of Directors on 29 January 2021, based on a proposal by the Remuneration Committee, having consideration for their high levels of responsibility, and it did not change with respect to 2020, without prejudice to the incorporation of the CEO, Mr. César González-Bueno.

Remuneration (in euros)

| Position | Fixed remuneration | | | Short-term variable remuneration | Long-term remuneration |
|---|--------------------|-----------------------------------|---|---|--|
| | Fixed salary | Benefits and remuneration in kind | Contributions to providential schemes | | |
| Chairman | 1,701,000 | Similar to 2020 | 36,070 | 1,300,000 (100% attainment of objectives) | 510,300 based on attainment of annual and multi-year objectives |
| CEO Jaime Guardiola Romojaro ¹ | 1,350,000 | Similar to 2020 | 1,301,913 approximate, due to adjustment of the income base and rates | 1,100,000 (100% attainment of objectives) | 405,000 based on attainment of annual and multi-year objectives |
| CEO César González-Bueno Mayer | 2,000,000 | 2,230 approx. | | 600,000 (100% attainment of objectives) Once his appointment as CEO is fully effective | 600,000 based on attainment of annual and multi-year objectives. Once his appointment as CEO is fully effective |
| Director Secretary General | 500,000 | Similar to 2020 | 741,010 approx. | 220,000 (100% attainment of objectives) | 125,000 based on attainment of annual and multi-year objectives. |
| Director Chief Risk Officer | 450,000 | Similar to 2020 | 121,000 approx. | 100,000 (100% attainment of objectives) | 112,500 based on attainment of annual and multi-year objectives. |

¹ The remuneration for the CEO, Mr. Jaime Guardiola Romojaro, will be the same as in 2020 until the date he steps down, which is expected to be before 31 March 2021. The salary (excluding pension contributions) will be prorated for the time in office.

It is not envisaged that the executive directors will collect any variable remuneration from the Institution or any other Group institution in 2021 as consideration for services rendered other than those inherent to their position or their membership of the Board of Directors, or any other remuneration items such as advances, loans or guarantees, or any other additional remuneration not included in this Annual Report on Director Remuneration.

It is planned to ask the 2021 General Meeting of Shareholders to approve the new Director Remuneration Policy, which will establish the characteristics derived from the change in the corporate governance structure.

5. Description and assessment of the variable remuneration targets

Below is described the degree of attainment of the targets for short-term variable remuneration in 2020, the definition of the objectives and assessment methods for the short-term variable remuneration for 2020, the existing long-term incentives, and the definition of the multi-year targets for long-term remuneration for 2022.

5.1. Degree of attainment of the targets for short-term variable remuneration in 2020

On 29 January 2021, the Board of Directors determined the degree of attainment of the following objectives, applying the weightings established at the beginning of the year:

2020 objectives (%)

| Objective | Weighting | Attainment in 2020 |
|--|------------|--------------------|
| Return on Equity (ROE) | 20 | 0 |
| Net banking revenues | 20 | 50.6 |
| Group expenses | 20 | 150 |
| Cost of Risk | 20 | 0 |
| NPS (synthetic indicator) | 10 | 0 |
| Sustainability (Group synthetic indicator) | 10 | 105.6 |
| Total | 100 | 50.67 |

In this respect, the Group's objectives for 2020 set at the start of the year were not changed at any time, even though certain of the executive directors' personal objectives were adjusted to align them with adjustments to the Institution's strategic priorities during 2020.

The information used to calculate the financial indicators is derived from audited data in the financial statements using the definition that applied when they were first set.

Assessment methods were established consisting of defining attainment parameters between 50% and 150% for each of the objectives, based on a non-linear scale of attainment established beforehand by the Remuneration Committee. Attainment of under 50% is considered as 0% for the purposes of counting general attainment.

In order to qualify for variable remuneration, overall attainment of the objectives must exceed 60%. No variable remuneration is earned under 60%, and no additional variable remuneration is earned above 150%.

The Chairman had 100% of his objectives linked to the Group's objectives. The CEO, Mr. Jaime Guardiola, had 80% of his objectives linked to the Group's objectives and 20% were specific to his functions; he achieved 62.41% total attainment. The Director Secretary General had 75% of her objectives linked to the Group's objectives and 25% were specific to her functions; she achieved 67.20% total attainment. Given the nature of the Chief Risk Officer's functions (oversight), 20% of his objectives were linked to the Group's objectives and 80% were specific to his functions; he achieved 93.78% attainment. The Director General Manager had 75% of his objectives linked to the Group's objectives and 25% were specific to his functions; he achieved 64.52% attainment.

In 2020, a number of decisions were taken to ensure that variable remuneration is aligned with all stakeholders, particularly shareholders. In April 2020, the Board of Directors took cognizance of the waiver by the Chairman, the CEO, the executive directors and the rest of

the senior management of Banco Sabadell as well as the members of the Executive Committee of UK subsidiary TSB of their annual variable remuneration for 2020 as a measure of prudence in view of the crisis caused by Covid-19.

On 29 January 2021, based on a proposal by the Remuneration Committee, the Board of Directors of Banco Sabadell approved the application of adjustments to the variable remuneration of all the Group's employees who had been assigned variable remuneration in order to align the payment with the results of the year. Those adjustments differ by geography and are generally higher for members of the Identified Staff, who have a 25% adjustment on accrued payments in both short-term and long-term remuneration allocated in 2020, as well as an individual cap of 100% of their allocated target in the case of members of the non-TSB Identified Staff, and an adjustment of 50% in the case of members of the TSB Identified Staff. Those decisions, together with the waivers by the Chairman, the CEO, the executive directors and the rest of senior management of Banco Sabadell and the members of the Executive Committee of UK subsidiary TSB of the variable remuneration for 2020, as a measure of prudence in view of the crisis caused by Covid-19, resulted in a significantly lower total amount available for variable remuneration than had been envisaged at the beginning of the year.

In 2020, a number of decisions were taken to ensure that variable remuneration is aligned with all stakeholders, particularly shareholders.

| | | |
|---|---|---|
| <p>The Group's objectives for 2020 set at the start of the year were not changed at any time, even though certain of the executive directors' personal objectives were adjusted to align them with adjustments to the Institution's strategic priorities during 2020.</p> | <p>In April 2020, the Board of Directors took cognizance of the waiver by the Chairman, the CEO, the executive directors and the rest of the senior management of Banco Sabadell as well as the members of the Executive Committee of UK subsidiary TSB of their annual variable remuneration for 2020 as a measure of prudence in view of the crisis caused by Covid-19.</p> | <p>In January 2021, based on a proposal by the Remuneration Committee, the Board of Directors of Banco Sabadell approved the application of adjustments to the variable remuneration of all the Group's employees who had been assigned variable remuneration in order to align the payment with the results of the year. Those adjustments differ by geography and are generally higher for members of the Identified Staff, who have a 25% adjustment on accrued payments in both short-term and long-term remuneration allocated in 2020, as well as an individual cap of 100% of their allocated target in the case of members of the non-TSB Identified Staff, and an adjustment of 50% in the case of members of the TSB Identified Staff. Those decisions, together with the waivers by the Chairman, the CEO, the executive directors and the rest of senior management of Banco Sabadell and the members of the Executive Committee of UK subsidiary TSB of the variable remuneration for 2020, as a measure of prudence in view of the crisis caused by Covid-19, resulted in a significantly lower total amount available for variable remuneration.</p> |
|---|---|---|

5.2. Definition of objectives and assessment methods for the short-term variable remuneration for 2021

In accordance with the Banco Sabadell Directors Remuneration Policy, directors do not collect variable remuneration for their status as such; only executive directors receive variable remuneration.

For the calculation of the short-term variable remuneration for 2021, the following objectives were established, and approved by the Board of Directors at a meeting held on 29 January 2021, based on a proposal by the Remuneration Committee, which are in line with the Group's objectives for the year, with benchmarks aligned with the following objectives:

2021 objectives (%)

| Objective | Weighting |
|--|-----------|
| Return on Equity (ROE) | 20 |
| Net banking revenues | 17.5 |
| Group expenses | 17.5 |
| Cost of Risk | 25 |
| NPS (synthetic indicator) | 10 |
| Sustainability (Group synthetic indicator) | 10 |

- ROE (Return on equity), weighted 20%. This indicator will be achieved in full if Banco Sabadell attains the ROE (excluding corporate transactions) targeted in the 2021 budget.
- Net banking revenues: Net interest income + fees, weighted 17.5%. This indicator will be achieved in full if Banco Sabadell attains the net interest income + net fees targeted on a consolidated basis in the 2021 budget.
- Group expenses, weighted 17.5%. This indicator will be achieved in full if Banco Sabadell attains the budgeted total amount of consolidated expenses under the headings of staff expenses, general expenses and real estate expenses not already included under the first two categories.
- Cost of Risk, weighted 25%. This indicator will be achieved in full if Banco Sabadell attains the budgeted ratio of (provisions for NPLs and other financial assets) / (gross loans and advances + non-performing real estate assets, net of portfolio sales).
- NPS (Group synthetic indicator), weighted 10%. A synthetic indicator of customers' perceptions of the Institution, distinguishing between business units (Commercial Banking, Private Banking, Corporate Banking EMEA and TSB), weighted by the strategic focus in each segment.
- Sustainability (Group synthetic indicator), weighted 10%. A synthetic indicator comprising environmental, social, diversity and gender equality indicators.

Attainment parameters have been set between 50% and 150% for each of the objectives, based on a non-linear scale of attainment established beforehand by the Remuneration Committee for each objective. Attainment of under 50% is considered as 0% for the purposes of counting attainment.

In order to qualify for variable remuneration, overall attainment of the objectives must exceed 60%. No variable remuneration is earned under 60%, and no additional variable remuneration is earned above 150%.

The amount to be actually received will be determined by the degree of attainment of the established objectives, adjusted by a correction factor based on the relationship between the Institution's capital and liquidity and the limits set in the Risk Appetite Statement (RAS). Failure by any of these indicators to reach the target will entail a reduction in variable remuneration; breach of the tolerance threshold for these indicators in the RAS will count as failure to attain the Group objectives for 2021.

The total amount of variable remuneration is subject to adjustment at the discretion of the Remuneration Committee, and may even be zero, depending on the following parameters:

- A variable remuneration adjustment based on risk profile and earnings performance.
- The possibility of reduction to zero if the Bank's capital is less than the Maximum Distributable Amount (MDA).

In the case of the Chairman, 100% of his objectives are linked to the Group's objectives. In the case of the CEO, Mr. Jaime Guardiola has 80% of his objectives linked to the Group's objectives. Once his appointment is cleared, the CEO, Mr. César González-Bueno will have 100% of his objectives linked to the Group's objectives. In the case of the Director Secretary General, 75% of her objectives are linked to the Group's objectives and 25% are specific to her functions. Since the Chief Risk Officer's functions are related to oversight, 20% of his objectives are linked to the Group's objectives, while 80% are specific to his functions.

5.3. Long-term remuneration objectives

In accordance with the Directors Remuneration Policy, the Chairman, CEO and executive directors are or have been beneficiaries of the following incentive plans granted in previous years:

a. Supplementary long-term incentive (SLTI) 2017-2020 based on appreciation by the Banco Sabadell share, approved by the General Meeting of Shareholders on 30 March 2017.

SLTI 2017 was implemented through the allocation to the beneficiaries of a number of rights to share in the increase in the value of the same number of shares of Banco Sabadell, and would have been paid entirely in the form of shares of Banco Sabadell.

The Chairman was assigned 1,700,000 rights; the CEO was assigned 1,500,000 rights; the Director General Manager was assigned 800,000 rights; and the Director Secretary General was assigned 600,000 rights.

The SLTI 2017 incentive was calculated by taking, as the initial unit value of the Banco Sabadell share, the arithmetic mean, rounded to the third decimal place, of the closing prices of the Banco Sabadell share in the first twenty trading sessions of 2017, i.e. 1.353 euros. The final value was taken to be the arithmetic mean, rounded to the third decimal place, of the closing price of the Banco Sabadell share in the first twenty trading sessions of March 2020. That value was 0.547 euros. Consequently, since the final value was lower than the initial value, no incentive payment accrued.

b. Supplementary long-term incentive (SLTI) 2018-2021, based on share price appreciation plus attainment of multi-year objectives, approved by the General Meeting of Shareholders on 19 April 2018.

SLTI 2018 consists of the allocation to the beneficiaries of a number of rights to share in the increase in the value of the same number of shares of Banco Sabadell, 55% of which will be paid in the form of shares of Banco Sabadell, subject to the deferral provided in the applicable regulations and set out in the Banco Sabadell Remuneration Policy, which is five years in the case of executive directors, with the result that the incentive, if any, will be collected in 2022, 2023 and 2024. The shares that are delivered will be subject to a one-year lock-up from the delivery date. This will not entail dilution in any event due to the absence of new share issues.

Initially, the Chairman was assigned 1,700,000 rights; the CEO was assigned 1,500,000 rights; the Director General Manager was assigned 800,000 rights; and the Director Secretary General was assigned 800,000 rights.

The number of rights assigned to each beneficiary was adjusted in the first quarter of 2019 as a function of their individual attainment of the assigned annual objectives; if attainment was 80% or higher, the beneficiary retained the amount of shares assigned initially; below 60% attainment entailed forfeiture of all the assigned rights. The annual objectives for the Chairman, CEO and executive directors, detailed above, resulted in the following adjustments to the initially assigned rights: The Chairman maintained 75% of the initially assigned rights, i.e. he retained 1,275,000 rights; the CEO maintained 75% of the initially assigned rights, i.e. he retained 1,125,000 rights; the Director Secretary General maintained 90% of the initially assigned rights, i.e. she retained 720,000 rights. The Director General Manager, who stepped down in September 2020, retained 75% of the initially assigned rights pro-rated for the time he was actually employed, i.e. he retains 519,525 rights (pro-rata of 600,000 rights).

Like the other components of variable annual remuneration, the incentive is also subject to any overall adjustments to the variable remuneration for 2018 that are applied in the first quarter of 2019.

The multi-year period over which attainment of the SLTI 2018 targets will be measured covers the years 2018, 2019 and 2020. The incentive will be of value to the extent that the share appreciates with respect to the reference value. The SLTI 2018 incentive will be calculated by taking, as the initial unit value of the Banco Sabadell share, the arithmetic mean, rounded to the third decimal place, of the closing prices of the Banco Sabadell share in the first twenty trading sessions of 2018, i.e. 1,841 euros. The final value will be taken to be the arithmetic mean, rounded to the third decimal place, of the closing price of the Banco Sabadell share in the first twenty trading sessions of March 2021.

SLTI 2018 also introduces multi-year objectives that may result in a reduction (but never an increase) in the value of the incentive:

2018-2020 objectives (%)

| Objective | Weighting |
|--|------------------|
| <i>Relative Total Shareholder Return (TSR)</i> | 25 |
| <i>Liquidity Coverage Ratio</i> | 25 |
| <i>Capital (CET1)</i> | 25 |
| <i>Return on Risk Adjusted Capital (RoRAC)</i> | 25 |

- Total shareholder return (TSR), weighted 25%. TSR will be calculated by comparison with the following peers: ABN AMRO Group NV, Bankia, S.A., Banco Santander, S.A., Mediobanca Banca di Credito Finanziario SpA, Bankinter S.A., Banco Bilbao Vizcaya Argentaria, S.A., Skandinaviska Enskilda Banken AB, Swedbank AB, Unione di Banche Italiane, SpA, Caixa-bank S.A., Natixis, S.A., Banco BPM SpA, Nordea Bank AB, KBC Groep NV, Intesa Sanpaolo SpA, Société Générale, S.A., Crédit Agricole, SA.

TSR performance will be measured using the arithmetic mean, rounded to the third decimal place, of the closing price of the share in the first twenty trading sessions following:

- The beginning of the measurement period (1 January 2018).
- The end of the measurement period (31 December 2020).

If Banco Sabadell's TSR at the end of the period is:

- Among the bottom three in the sample, this will be classified as 0% attainment of the objective.
- Between the bottom three and the median of the sample: this will be classified as 50% attainment of the objective.
- Between the median and the top eight in the sample: this will be classified as 75% attainment of the objective.
- Among the top eight in the sample: this will be classified as 100% attainment of the objective.

- Liquidity Coverage Ratio, weighted 25%. Attainment of the target in connection with the Liquidity Coverage Ratio will be measured on the basis of the level established in the Institution's Risk Appetite Statement (RAS). If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

- CET1, weighted 25%. Attainment of the target in connection with CET1 will be measured on the basis of the level established in the Institution's RAS (Risk Appetite Statement). If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

- RoRAC, weighted 25%. Attainment of the target in connection with the RoRAC will be measured on the basis of the cost of equity. If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

The aforementioned indicators will be measured in the first quarter of 2021; the number of rights may be reduced (but never increased) in line with the percentage achievement of objectives, where this is less than 100%.

Executive directors will receive the incentive they have earned, 45% in cash and 55% in Banco Sabadell shares, according to the following schedule:

- 60% in the first four months of 2022.
- 20% in the first four months of 2023.
- 20% in the first four months of 2024.

The Statistical Annex details each of the supplementary incentive plans for each beneficiary, using a method adjusted by delta (sensitivity of the price of the instrument to the price of the underlying security), multiplying the number of underlying shares by the delta of the instrument both at the beginning and at the end of the year.

The amounts payable under these Supplementary Incentives may be subject to reduction clauses (malus) and to clawback of the variable remuneration paid, as detailed in the Annual Report on Director Remuneration. All shares that are delivered will be subject to a one-year lock-up from the delivery date.

However, no incentive is envisaged as a result of the SLTI 2018 as the share price did not appreciate.

c. Long-term remuneration 2019-2021

At a meeting on 31 January 2019, based on a proposal by the Remuneration Committee, the Board of Directors approved the long-term remuneration for 2019, linked to attainment of annual and multi-year objectives. The annual objectives determine the amount assigned, just as in the case of annual variable remuneration. Based on that amount, the multi-year targets determine the amount to be actually received, which may be less (but never more) than the amount assigned on the basis of annual targets.

The multi-year performance period will cover the years 2019, 2020 and 2021, for which the following multi-year objectives were established:

2019-2021 objectives (%)

| Objective | Weighting |
|---|-----------|
| Relative Total Shareholder Return (TSR) | 25 |
| Liquidity Coverage Ratio | 25 |
| Capital (CET1) | 25 |
| Return on Risk Adjusted Capital (RoRAC) | 25 |

- Total shareholder return (TSR), weighted 25%. TSR will be calculated by comparison with the following peers:

Comparables for TSR measurement

| | |
|---|--------------------------------|
| ABN AMRO Group NV | Unione di Banche Italiane, SpA |
| Bankia, S.A. | Caixabank S.A. |
| Banco Santander, S.A. | Natixis, S.A. |
| Mediobanca Banca di Credito Finanziario SpA | Banco BPM SpA |
| Bankinter S.A. | Nordea Bank AB |
| BBVA, S.A. | KBC Groep NV |
| Skandinaviska Enskilda Banken AB | Intesa Sanpaolo SpA |
| Swedbank AB | Société Générale, S.A. |
| Crédit Agricole, S.A. | |

The Board of Directors will have the power, based on a proposal from the Remuneration Committee, to adapt, where appropriate, the composition of the sample of entities in the event of unforeseen circumstances affecting the aforementioned companies (e.g. mergers, spin-offs, delisting, etc.) and to adapt the TSR calculation for any transactions (e.g. rights issues) by those entities that affect the value of the shares to ensure that the comparison is made on a like-for-like basis.

For these purposes, the TSR will be taken as the sum of the dividends paid and the share price appreciation, and the share price appreciation will be taken as the difference between the arithmetic mean of the closing price of the share, rounded to the third decimal place, in the first 20 sessions of 2022 and the arithmetic mean of the closing price of the share, rounded to the third decimal place, in the first 20 sessions of 2019.

- The TSR target will be deemed to have been fully attained if Banco Sabadell ranks between 1st and 9th place in the peer group.
 - The TSR target will be deemed to have been attained 75% if Banco Sabadell ranks between the 10th and 12th place in the peer group.
 - The TSR target will be deemed to have been attained 50% if Banco Sabadell ranks between the 13th and 15th place in the peer group.
 - TSR target will be deemed to have been attained 0% if Banco Sabadell ranks between the 16th and 18th place in the peer group.
- Liquidity Coverage Ratio, weighted 25%. Attainment of the target in connection with the Liquidity Coverage Ratio will be measured on the basis of the level established in the Institution's Risk Appetite Statement (RAS). If the LCR is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.
 - CET1, weighted 25%. Attainment of the target in connection with CET1 will be measured on the basis of the

level established in the Institution's RAS (Risk Appetite Statement). If the CET1 ratio is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.

- RoRAC, weighted 25%. Attainment of the target in connection with the RoRAC will be measured on the basis of the cost of equity. If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

In order to verify attainment of the TSR, LCR, CET1 and RORAC targets in the event of any change in the law or the consolidation scope that might be considered material, the Remuneration Committee may, subject to a favourable report from the Risk Committee, propose the appropriate adaptation of the indicators to the Board of Directors.

The reference amount established for long-term remuneration was adjusted in the first quarter of 2020 as a function of individual attainment of the assigned annual objectives by each director. Accordingly, taking account of the degree of attainment of the objectives for short-term variable remuneration in 2019, the adjusted amounts subject to multi-year objectives are as follows: Chairman: 442,323 euros, CEO: 351,256 euros, Director Secretary General: 115,662 euros and Director Chief Risk Officer: 102,751 euros. The Director General Manager, who stepped down in 2020, has 152,645 euros subject to multi-year targets. Additional information can be found in section B.3 of the statistical annex.

The aforementioned indicators will be measured in the first quarter of 2022; the degree of attainment, which may not exceed 100%, will be calculated and applied to the reference amount to determine the amount to be received. The LCR, CET1 and RORAC indicators will be measured taking the average figure for the last three months of 2021. As in the case of the annual targets, a risk-related correction factor will be applied that includes indicators relating to capital (CET1) and liquidity (Liquidity Coverage Ratio), and an attainment adjustment. Breach of the tolerance threshold in the RAS for Liquidity or Capital will count as failure to attain the objectives for this long-term remuneration.

The amount to be received will be subject to deferral, payment in shares and lock-up, as well as malus and claw-back clauses.

d. Long-term remuneration 2020

At a meeting on 30 January 2020 and based on a proposal by the Remuneration Committee, the Board of Directors approved the long-term remuneration for 2020 based on attainment of annual and multi-year objectives, establishing a reference amount of long-term remuneration (the amount to be received in the event of attaining 100% of the objectives) equivalent to a percentage of the fixed salary: 25% or 30%, depending on the case. The initial

amount allocated to each director is detailed in the preceding section on 2020 Remuneration.

The multi-year performance period covers the years 2020, 2021 and 2022, for which the following multi-year objectives are established:

2020-2022 objectives (%)

| Objective | Weighting (%) |
|---|---------------|
| Relative Total Shareholder Return (TSR) | 25 |
| Liquidity Coverage Ratio | 25 |
| Capital (CET1) | 25 |
| Return on Risk Adjusted Capital (RoRAC) | 25 |

— Total shareholder return (TSR), weighted 25%. TSR will be calculated by comparison with the following peers:

Comparables for TSR measurement

| | |
|---|--------------------------------|
| ABN AMRO Group NV | Unione di Banche Italiane, SpA |
| Bankia, S.A. | Caixabank S.A. |
| Banco Santander, S.A. | Natixis, S.A. |
| Mediobanca Banca di Credito Finanziario SpA | Banco BPM SpA |
| Bankinter S.A. | Nordea Bank AB |
| BBVA, S.A. | KBC Groep NV |
| Skandinaviska Enskilda Banken AB | Intesa Sanpaolo SpA |
| Swedbank AB | Société Générale, S.A. |
| Crédit Agricole, S.A. | |

The Board of Directors will have the power, based on a proposal from the Remuneration Committee, to adapt, where appropriate, the composition of the sample of entities in the event of unforeseen circumstances affecting the aforementioned companies (e.g. mergers, spin-offs, delisting, etc.) and to adapt the TSR calculation for any transactions (e.g. rights issues) by those entities that affect the value of the shares to ensure that the comparison is made on a like-for-like basis.

For these purposes, the TSR will be taken as the sum of the dividends paid, and the share price appreciation will be taken as the difference between the arithmetic mean of the closing price of the share, rounded to the third decimal place, in the first 20 sessions following:

- The beginning of the measurement period (1 January 2020).
- The end of the measurement period (31 December 2022).

The TSR target will be deemed to have been fully attained if Banco Sabadell ranks in 8th place or better in the peer group.

The TSR target will be deemed to have been attained 75% if Banco Sabadell ranks between the 9th and 11th place in the peer group.

The TSR target will be deemed to have been attained 50% if Banco Sabadell ranks between the 12th and 14th place in the peer group.

The TSR target will be deemed to have been attained

0% if Banco Sabadell ranks between the 15th and 18th place in the peer group.

- Liquidity Coverage Ratio, weighted 25%. Attainment of the target in connection with the Liquidity Coverage Ratio will be measured on the basis of the level established in the Bank's Risk Appetite Statement (RAS). If the LCR is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.
- CET1, weighted 25%. Attainment of the target in connection with CET1 will be measured on the basis of the level established in the bank's RAS (Risk Appetite Statement). If the CET1 ratio is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.
- RoRAC, weighted 25%. Attainment of the target in connection with the RoRAC will be measured on the basis of the cost of equity. If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

The reference amount established for long-term remuneration was adjusted in the first quarter of 2021 as a function of individual attainment of the assigned annual objectives by each director. Accordingly, taking account of the degree of attainment of the objectives for short-term variable remuneration in 2020 described above, and the 25% ex-ante adjustment applied to all members of the Identified Staff, the adjusted amounts subject to multi-year objectives are as follows: Chairman: 0 euros; CEO: 189,570.38 euros; Director Secretary General: 63,000 euros; Director Chief Risk Officer: 79,126.88 euros. The Director General Manager, who stepped down in September 2020: 69,686.03 euros (corresponding to the period when he was an executive director).

The aforementioned indicators will be measured in the first quarter of 2023; the degree of attainment, which may not exceed 100%, will be calculated and applied to the reference amount to determine the amount to be received. The LCR, CET1 and RORAC indicators will be measured taking the average figure for the last three months of 2022. As in the case of the annual targets, a risk-related correction factor will be applied that includes indicators relating to capital (CET1) and liquidity (Liquidity Coverage Ratio), and an attainment adjustment. Breach of the tolerance threshold in the RAS for Liquidity or Capital will count as failure to attain the objectives for this long-term remuneration.

The amounts to be received will be subject to deferral, payment in shares, and lock-up, as well as malus and clawback clauses.

e. Definition of the multi-year objectives for the Long-term remuneration 2021

Long-term remuneration for 2021 was approved in the same terms as for 2020, based on attainment of annual and multi-year objectives, establishing a reference amount of long-term remuneration (the amount to be received in the event of attaining 100% of the objectives) equivalent to a percentage of the fixed salary: 25% or 30%, depending on the case. The amount for each director is detailed in the preceding section 4.2. 2021 Remuneration.

The multi-year performance period will cover the years 2021, 2022 and 2023, for which the following multi-year objectives were established:

2021-2023 objectives (%)

| Objective | Weighting (%) |
|---|---------------|
| Relative Total Shareholder Return (TSR) | 25 |
| Liquidity Coverage Ratio | 25 |
| Capital (CET1) | 25 |
| Return on Risk Adjusted Capital (RoRAC) | 25 |

— Total shareholder return (TSR), weighted 25%. TSR will be calculated by comparison with the following peers:

Comparables for TSR measurement

| | |
|---|--------------------------------|
| ABN AMRO Group NV | Unione di Banche Italiane, SpA |
| Bankia, S.A. | Caixabank S.A. |
| Erste Group | Natixis, S.A. |
| Mediobanca Banca di Credito Finanziario SpA | Banco BPM SpA |
| Bankinter S.A. | Raiffeisen |
| BBVA, S.A. | KBC Groep NV |
| Skandinaviska Enskilda Banken AB | Intesa Sanpaolo SpA |
| Swedbank AB | Virgin Money |
| Standard Chartered Bank | |

The Board of Directors will have the power, based on a proposal from the Remuneration Committee, to adapt, where appropriate, the composition of the sample of entities in the event of unforeseen circumstances affecting the aforementioned companies (e.g. mergers, spin-offs, delisting, etc.) and to adapt the TSR calculation for any transactions (e.g. rights issues) by those entities that affect the value of the shares to ensure that the comparison is made on a like-for-like basis.

For these purposes, the TSR will be taken as the sum of the dividends paid, and the share price appreciation will be taken as the difference between the arithmetic mean of the closing price of the share, rounded to the third decimal place, in the first 20 sessions following:

— The beginning of the measurement period (1 January 2021).

— The end of the measurement period (31 December 2023).

The TSR target will be deemed to have been fully attained if Banco Sabadell ranks in 8th place or better in the peer group.

The TSR target will be deemed to have been attained 75% if Banco Sabadell ranks between the 9th and 11th place in the peer group.

The TSR target will be deemed to have been attained 50% if Banco Sabadell ranks between the 12th and 14th place in the peer group.

The TSR target will be deemed to have been attained 0% if Banco Sabadell ranks between the 15th and 18th place in the peer group.

— Liquidity Coverage Ratio, weighted 25%. Attainment of the target in connection with the Liquidity Coverage Ratio will be measured on the basis of the level established in the Bank's Risk Appetite Statement (RAS). If the LCR is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.

— CET1, weighted 25%. Attainment of the target in connection with CET1 will be measured on the basis of the level established in the bank's RAS (Risk Appetite Statement). If the CET1 ratio is higher than the early warning indicator (EWI), the target will be deemed to have been achieved in full; below that threshold, attainment will be rated 0%.

— RoRAC, weighted 25%. Attainment of the target in connection with the RoRAC will be measured on the basis of the cost of equity. If that objective is exceeded, this will be classified as 100% attainment of the indicator. Failure to achieve that objective will be classified as 0% attainment.

The reference amount established for long-term remuneration will be adjusted in the first quarter of 2022 as a function of individual attainment of the assigned annual objectives by each director.

The aforementioned indicators will be measured in the first quarter of 2024; the degree of attainment, which may not exceed 100%, will be calculated and applied to the reference amount to determine the amount to be received. The LCR, CET1 and RORAC indicators will be measured taking the average figure for the last three months of 2023. As in the case of the annual targets, a risk-related correction factor will be applied that includes indicators relating to capital (CET1) and liquidity (Liquidity Coverage Ratio), and an attainment adjustment. Breach of the tolerance threshold in the RAS for Liquidity or Capital will count as failure to attain the objectives for this long-term remuneration.

The amount to be received will be subject to deferral, payment in shares and lock-up, as well as malus and claw-back clauses.

6. Long-term savings systems

The long-term saving systems are detailed below, along with their individual characteristics, the amounts allocated and accumulated in 2020, and the projections for 2021. These systems are applicable to the Chairman, the current CEO, the Director Secretary General and the Director Chief Risk Officer. The newly-appointed CEO does not have any long-term savings schemes.

Chairman:

- A defined-contribution group life insurance policy for the Board of Directors, which pays out in the form of a lump sum when each beneficiary ceases to be a director, except where they act as advisor or member of the Board of Directors of another bank, in which case this benefit is forfeited. It is compatible with termination indemnities and is currently applicable only to the Chairman. The contribution in 2020 for the Chairman was 35,047.50 euros and the accumulated amount is 1,391,712.34 euros. Similar contributions are envisaged in 2021.
- A defined-contribution group insurance policy for executives, which will pay out in the event of retirement, death or total permanent disability, in the form of a lump sum or an equivalent life annuity, except where, in the absence of express interest on the part of Banco Sabadell, the executive continues to work at Banco Sabadell beyond the age defined by law for collecting retirement benefit, in which case he/she will forfeit this right. It is compatible with termination indemnities. The beneficiary is the Chairman; no contribution was made in 2020, the accumulated amount is 7,304,353.75 euros, and no contributions to this policy are envisaged in subsequent years.

Current CEO:

Executive group insurance, in the form of two policies whose beneficiary is the CEO, Mr. Jaime Guardiola Romojaro.

- The first is a defined-benefit policy, with 50% spousal reversion. This policy will pay out in the event of retirement, death or total permanent disability and provides for the possibility of surrender in the form of a lump sum in accordance with current legislation, except in cases of disciplinary dismissal that is upheld by the labour courts or where, in the absence of express interest on the part of Banco Sabadell, the executive continues to work at Banco Sabadell beyond the age defined by law for collecting retirement benefit, in which case all economic rights are forfeited. It is compatible with termination indemnities. The contribution in 2020, based on adjustment of variables and of the income base, was 1,223,717.35 euros, with an accumulated amount of 22,952,257.38 euros; the contribution projected for 2021 is 1,300,890 euros.

- The second is a defined-contribution insurance policy, which will pay out in any of the contingencies of retirement, death or total permanent disability, in the form of a lump sum, except in the case of resignation from the position of CEO of the Bank before the age of 63, breach of the non-competition condition within one year from stepping down as the Bank's CEO, or breach of fiduciary duty up to the date of expiration of the non-competition condition, in which case all the economic rights under the policy are forfeited. It is compatible with termination indemnities. The accumulated amount is 2,551,383.73 euros, and no additional contributions are envisaged under this policy in subsequent years.

Director Secretary General:

Executive group defined-benefit insurance indexed to the pensionable annual fixed salary, which may pay out upon reaching the age of 60, arranged in two policies: early retirement above that age, and retirement upon reaching the legal age of retirement, or in the event of death or total permanent disability, with the possibility of surrender for a lump sum, in accordance with the legislation in force. In the event of disciplinary dismissal that is upheld by the labour courts or where, in the absence of express interest on the part of Banco Sabadell, the executive continues to work at Banco Sabadell beyond the age defined by law for collecting retirement benefit, in which case the right is forfeited. It is compatible with termination indemnities. The beneficiary is the Director Secretary General; the contribution in 2020 was 794,547.93 euros and the accumulated amount is 2,670,397.37 euros. The projected contribution for 2021 is 741,010 euros.

Director Chief Risk Officer:

Executive group defined-contribution insurance policy indexed to the fixed annual salary, which will pay out in the event of effective retirement, death or permanent and absolute disability and provides for the possibility of payment in the form of a lump sum, an annuity, or a combination of the two, in accordance with current legislation, except where, in the absence of express interest on the part of Banco Sabadell, the executive continues to work at Banco Sabadell beyond the age defined by law for collecting retirement benefit, in which case all economic rights are forfeited. It is compatible with termination indemnities. The beneficiary is the Director Chief Risk Officer; the contribution in 2020 was 117,237.61 euros and the accumulated amount is 161,684.61 euros. The projected contribution for 2021 is 86,000 euros.

Other policies applicable to the executive director in the same terms as all other employees: Employer Pension Plan for Group B (defined-contribution), which will pay

out upon retirement, as employees, of the following beneficiaries: the Chairman, with a contribution of 1,022.989 euros in 2020 and an accumulated amount of 24,282.63 euros; the CEO, with a contribution of 1,022.98 euros in 2020 and an accumulated amount of 12,507.50 euros; the Director Secretary General, with a contribution of 1,022.98 euros in 2020 and an accumulated amount of 14,472.70 euros, and the Director Chief Risk Officer, with a contribution of 818.95 euros in 2020 and an accumulated amount of 839.62 euros. Similar contributions are planned in 2021. The contribution envisaged for the CEO Mr. César González-Bueno in 2020 is 818.95 euros.

From the entry into force of Bank of Spain Notice 2/2016, of 2 February, to credit institutions, on supervision and capital adequacy, which completes the adaptation of Spanish law to Directive 2013/36/EU and Regulation (EU) 575/2013, 15% of contributions are treated as discretionary pension benefits and, consequently, are linked to the percentage attainment of the beneficiary's short-term targets, capped at 100% of the amount.

Accordingly, the amount of the defined benefit guaranteed in the original providential scheme may be reduced in accordance with the provisions of those regulations, in the part that is classified as discretionary pension benefits. This applies to the commitment regarding executive group insurance (defined-benefit) for the CEO and the executive group insurance policy (defined-benefit) for the Director Secretary General.

7. Executive directors' contracts

The Banco Sabadell executive directors' contracts conform to the usual parameters in senior management contracts and meet the legal requirements for contracts of this type. They have the following terms and conditions:

- Duration: The contracts are indefinite.
- Fixed remuneration: The contracts provide for the payment of fixed amounts to executive directors under the terms and conditions detailed above.
- Variable remuneration: The contracts provide for the payment of variable amounts to executive directors under the terms and conditions detailed above.
- Providential schemes: The contracts provide for executive directors' participation in the providential schemes, under the terms and conditions detailed above. This does not apply to the new CEO.
- Benefits: The contracts provide for them to enjoy the benefits and flexible remuneration schemes that the Bank has established for its other employees, in the same terms as the latter.
- Confidentiality: The contracts include a confidentiality clause that obliges the directors not to disclose, either during the term of the contract or thereafter, any confidential data, procedures, methods, information, or commercial or industrial data referring to the Bank's business or finances.
- Restitution and use of company assets: All material goods, information media, files, documentation, manuals, etc. that the directors have in their possession must be returned to the Bank at the time of termination of the contract.
- Malus and clawback clauses: Clauses of this type apply in the cases defined in the Remuneration Policy.
- Early termination and non-competition: three contracts have a clause providing indemnity not exceeding the equivalent of 2 years' remuneration for cases of unfair dismissal and some limited cases of change of control. One contract has post-contractual non-compete clauses for a duration of two years. Another contract has a non-compete clause providing two years' remuneration from the date of unfair dismissal or change of control, and one year's remuneration in all other cases.

This Annual Report on Director Remuneration was approved by Banco Sabadell's Board of Directors at a meeting on:

29/01/2021

No directors abstained or voted against the adoption of this Report.

The English version is a Translation of the original in Spanish and is provided for information purposes only. In case of discrepancy, the original version in Spanish shall prevail.

8. Reconciliation with the CNMV Annual Report on Remuneration of Directors of Listed Companies.

Below is a table of equivalences detailing the location, in this Report, of the content established in the official format of the CNMV's Report on Remuneration of Directors of Listed Companies, approved by Notice 1/2020.

Content of the form per Notice 1/2020

A. Company's remuneration policy for the current financial year

A.1.

Describe the current Directors Remuneration Policy applicable to the current year. To the extent relevant, include disclosures relating to the remuneration policy approved by the General Meeting of Shareholders, provided that these references are clear, specific and concrete. Describe the specific decisions by the Board that apply to this year, relating to both directors' remuneration for their functions as such and for executive functions, as provided in the contracts signed with the executive directors, and to the general remuneration policy approved by the General Meeting of Shareholders.

[Sections 1 & 2.1.](#)

In any event, the following should be disclosed:

- Description of the company's procedures and the bodies involved in determining and approving the remuneration policy and its terms and conditions.
- Indicate whether the company's remuneration policy was benchmarked against other companies and, in the event, give details.
- Disclose whether any external advisors were involved in this process and, if so, identify them.

- Proportion between variable remuneration and fixed remuneration (remuneration mix) and the criteria and objectives used to determine and ensure an appropriate balance between the fixed and variable components of remuneration. In particular, state the actions adopted by the company in relation to the remuneration system to reduce exposure to excessive risks and adjust it to the company's long-term objectives, values and interests, including references to any measures to guarantee that the company's long-term results are taken into account in the remuneration policy, the measures adopted in relation to those categories of staff whose work has a material impact on the company's risk profile and any measures to avoid conflicts of interest.

[Sections 1.2, 1.3 & 2.2.](#)

Also disclose if the company has established a period for the accrual or vesting of certain variable remuneration items, whether in cash, shares or other financial instruments, any period of deferral of the payment of amounts or the delivery of accrued or vested financial instruments, any clause that reduces the unvested deferred remuneration or that obliges the director to refund remuneration already received, where such remuneration was based on figures that have been clearly shown to be inaccurate.

- Amount and nature of fixed components that are to be accrued by directors during the year for membership of the Board of Directors per se.
- Amount and nature of fixed components that are to be accrued during the year for the performance of senior management functions by executive directors.

[Section 3.2.](#)

[Section 4.2.](#)

- Amount and nature of any component of remuneration in kind that will accrue during the year, including, but not limited to, insurance premiums paid in favour of the director. Section 4.2.

- Amount and nature of variable components, differentiating between short and long term. Sections 4.2 & 5.
 Financial and non-financial, including social, environmental and climate change, parameters selected to determine variable remuneration in the current year, describing the extent to which these parameters are related to performance, both of the director and of the company, together with their risk profile, and the methodology, necessary period and the techniques established to determine the degree of compliance with the parameters used in the design of the variable remuneration at the end of the year, and describe in detail the criteria and factors applied in terms of the time required and methods for verifying that the performance conditions or any other type of conditions to which the accrual and vesting of each component of variable remuneration was linked were actually fulfilled.

 State the range, in monetary terms, of the variable components according to the degree of attainment of the objectives and established parameters, and whether there is any absolute cap in monetary terms.

- Main characteristics of long-term savings systems. Among other information, state the contingencies covered by the system, whether it is defined-contribution or defined-benefit, the annual contribution to be made to the defined-contribution system, the benefits directors are entitled to under defined-benefit systems, the conditions under which economic rights vest for directors and their compatibility with any other type of payment or severance pay as a result of the early termination or dismissal of the director, or deriving from the termination of the contractual relation, in the terms provided, between the company and the director. State if the accrual or vesting of any of the long-term savings plans is linked to achieving certain objectives or parameters related to the director's short- or long-term performance. Sections 4.2 & 6.

- Any type of payment or termination indemnity for early termination or dismissal of the director, or deriving from the termination of the contractual relationship between the company and the director, in the terms provided, whether by voluntary resignation by the director or dismissal of the director by the company, as well as any type of agreement, such as exclusivity, post-contractual non-competition, permanence or loyalty, which entitle the director to any type of remuneration. Section 7.

- State the conditions that contracts for executive directors' senior management functions must fulfil. Among other aspects, give information on the term, limits to the amounts of indemnity, permanence clauses, notice periods and payments in lieu of notice, and any other clauses regarding hiring bonuses, as well as severance payments or golden handshakes for early cancellation or termination of the contractual relationship between the company and the executive director. Include, among others, any non-compete, exclusivity, permanence and loyalty, and post-contractual non-competition pacts or agreements, except where they have already been disclosed in the previous section. Sections 3 & 7.

- The nature and estimated amount of any other supplementary remuneration accrued by directors in the year as consideration for services rendered other than those inherent to their position as directors. Sections 3.2 & 4.2.

- Other remuneration items, such as those arising from the company granting the director advance payments, loans, guarantees or any other remuneration. Sections 3.2 & 4.2.

- The nature and estimated amount of any other planned supplementary remuneration that is not disclosed in the preceding sections, whether paid by the institution or by another institution in the Group, which will be earned by directors during the year. Sections 3.2 & 4.2.

A.2.

Describe any material change in the remuneration policy applicable in the current year resulting from:

[Sections 1, 2 & 3.2.](#)

- A new policy or an amendment of the policy already approved by the General Meeting.
- Material changes in the specific determinations established by the board for the current year regarding the remuneration policy in force, in comparison with those applied in the previous year.
- Proposals that the board of directors has resolved to submit to the general shareholders' meeting to which this annual report will be submitted and which are proposed to be applicable to the current year.

A.3.

Identify the direct link to the document where the current company remuneration policy is posted, which must be available on the company's website.

[Section 2.](#)

A.4.

Considering the data provided in Section B.4, describe the outcome of the consultative vote at the General Meeting of Shareholders on the previous year's annual report on remuneration.

[Section 1.4](#)

B. Overall summary of how the remuneration policy was applied during the reporting year**B.1.**

Describe the process used to apply the remuneration policy and to determine the individual remuneration set out in Section C of this report. This information must include the role played by the remuneration committee, the decisions taken by the Board of Directors and the identity and the role of any external advisers engaged for the process of applying the remuneration policy in the reporting year.

[Sections 1 & 2.1.](#)

B.2.

Detail the actions taken by the company in relation to the remuneration system and how they contributed to reducing exposure to excessive risks and adapting it to the company's long-term objectives, values and interests, including a reference to any measures that have been adopted to ensure that the company's long-term results were taken into consideration in setting the remuneration actually earned and that a suitable balance was attained between the fixed and variable components of remuneration, any measures adopted in relation to those categories of staff whose professional activities have a material repercussion on the company's risk profile and any measures that have been adopted to avoid conflicts of interest.

[Section 1.3.](#)

B.3.

Detail how the remuneration accrued and vested in the year meets the provisions of the current remuneration policy. Also, disclose the relationship between the remuneration obtained by the directors and the company's results or other performance metrics, detailing how any variations in the company's performance influenced changes in director remuneration, including remuneration accrued but deferred, and how they contribute to the company's short- and long-term results.

[Sections 1, 2.1, 4.1 & 5.](#)

B.4.

Describe the outcome of the consultative vote at the annual meeting on the annual remuneration report for the previous year, indicating the number of votes cast against, if any.

[Sections 1.4, 9.](#)

B.5.

Describe how the fixed components of remuneration earned and vested during the year by the directors in their capacity as such were determined, and how they changed with respect to the previous year.

[Section 3.1.](#)

B.6.

Describe how the salaries earned and vested by each of the executive directors in the last year for performing executive functions were determined, and how they changed with respect to the previous year.

[Section 4.1.](#)

B.7.

Describe and give the main features of the variable components of the remuneration systems earned and vested in the reporting year. In particular:

[Sections 4.1 & 5.](#)

- Identify each of the remuneration plans that determined the various types of variable remuneration earned by each of the directors in the reporting year, including information on their scope, approval date, implementation date, any vesting conditions, the periods of accrual and validity, the criteria used to assess performance and how this affected the establishment of the variable amount that accrued, as well as the measurement criteria that were applied and the period that must elapse in order to be in a position to suitably measure all the applicable conditions and criteria, and describe in detail the criteria and factors applied in terms of the time required and methods for verifying that the performance conditions or any other type of conditions to which the accrual and vesting of each component of variable remuneration was linked were actually fulfilled.
- In the case of stock options and other financial instruments, the general characteristics of each plan must contain information on the conditions required both to achieve unconditional ownership (vesting) and to exercise such options or financial instruments, including the strike price and exercise period.
- Name and category (executive director, proprietary external director, independent external director and other external director) of each of the directors who are beneficiaries of remuneration systems or plans that include variable remuneration.
- Disclose any accrual, vesting or deferral periods that were applied to the payment of vested amounts and/or any periods of lock-up/non-disposal for shares or other financial instruments.

B.8.

Indicate whether any accrued variable components were reduced or clawed back after deferral of unvested amounts (in the former case) or vesting and payment (in the latter case) on the basis of data which were subsequently shown to be manifestly inaccurate. Describe the amounts reduced or clawed back through the application of the malus or clawback clauses, why they were implemented and the years to which they refer.

[Section 4.1.](#)

B.9.

Describe the main characteristics of the long-term savings systems where the amount or equivalent annual cost appears in the tables in Section C, including retirement and any other survivorship benefits that are financed, totally or partially, by the company, whether through internal or external contributions, indicating the type of plan, whether it is defined-contribution or defined-benefit, the contingencies covered, the conditions for the economic rights to vest for directors, and their compatibility with any type of severance pay for early termination or termination of the contractual relationship between the company and the director.

[Sections 4.1 & 6.](#)

B.10.

Describe any termination indemnities or other payments arising from early dismissal or early resignation, or from the termination of the contract, in its own terms, that were accrued and/or received by directors during the reporting year.

[Section 4.1.](#)

B.11.

Indicate whether there were any significant changes in the contracts of persons performing senior management functions, such as executive directors, and, in the event, describe them. Additionally, describe the main conditions of new contracts signed with executive directors during the year, unless already described in Section A.1.

[Section 7.](#)

B.12.

Describe any additional remuneration paid to directors for services rendered other than those inherent to their directorship.

[Sections 3.1 & 4.1.](#)

B.13.

Describe any remuneration deriving from advance payments, loans or guarantees granted, indicating the interest rate, the main features and any amounts that were repaid, as well as any collateral obligations assumed on their behalf.

[Sections 3.1 & 4.1.](#)

B.14.

Detail any remuneration in kind earned by the directors in the year, briefly indicating the nature of the various salary components.

[Section 4.1.](#)

B.15.

Describe any remuneration accrued by directors in the form of payments settled by the listed company with third parties where the director renders services, where such payments are intended to compensate the director's services to the company.

[Sections 3.1 & 4.1.](#)

B.16.

Describe any other items of remuneration not already disclosed in the preceding sections, regardless of their nature or the group company that made the payment, particularly when this is a related-party transaction or where the payment distorts the picture of the total remuneration earned by the director.

[Sections 3.1 & 4.1.](#)

C. Itemised individual remuneration accrued by each director

[Section 9.](#)

Statistical annex

9. Statistical annex

ISSUER IDENTIFICATION DATA

Date of end of reference year:

[31/12/2020]

Tax ID Number:

[A-08000143]

Company name:

[**Banco de Sabadell, S.A.**]

Business address:

[AV. OSCAR ESPLA N.37 (ALICANTE)]

B.OVERALL SUMMARY OF HOW THE REMUNERATION POLICY WAS APPLIED DURING THE REPORTING YEAR

B.4 Describe the outcome of the consultative vote at the annual meeting on the annual remuneration report for the previous year, indicating the number of votes cast against, if any

| | Number | % of total |
|------------|-----------|------------|
| Votes cast | 3,464,302 | 61.67 |

| | Number | % of votes cast |
|-----------------|-----------|-----------------|
| Votes against | 293,035 | 8.46 |
| Votes in favour | 3,170,221 | 91.51 |
| Abstentions | 1,046 | 0.03 |

C. ITEMISED INDIVIDUAL REMUNERATION ACCRUED BY EACH DIRECTOR

| Name | Type | Accrual period in 2020 |
|---------------------------------------|-----------------------------|-------------------------------|
| Mr. JOSEP OLIU CREUS | Executive chairman | From 01/01/2020 to 31/12/2020 |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | Deputy Chairman Independent | From 01/01/2020 to 31/12/2020 |
| Mr. JAIME GUARDIOLA ROMOJARO | CEO | From 01/01/2020 to 31/12/2020 |
| Mr. ANTHONY FRANK ELLIOTT BALL | Lead Independent Director | From 01/01/2020 to 31/12/2020 |
| Ms. AURORA CATÁ SALA | Independent director | From 01/01/2020 to 31/12/2020 |
| Mr. PEDRO FONTANA GARCÍA | Independent director | From 01/01/2020 to 31/12/2020 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | Executive director | From 01/01/2020 to 31/12/2020 |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | Other external director | From 01/01/2020 to 26/03/2020 |
| Ms. MIREYA GINÉ TORRENS | Independent director | From 01/09/2020 to 31/12/2020 |
| Mr. GEORGE DONALD JOHNSTON III | Independent director | From 01/01/2020 to 31/12/2020 |
| Mr. DAVID MARTÍNEZ GUZMÁN | Proprietary director | From 01/01/2020 to 31/12/2020 |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | Independent director | From 01/01/2020 to 31/12/2020 |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | Independent director | From 01/01/2020 to 31/12/2020 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | Executive director | From 01/01/2020 to 24/09/2020 |
| Ms. ALICIA REYES REVUELTA | Independent director | From 21/12/2020 to 31/12/2020 |
| Mr. MANUEL VALLS MORATÓ | Independent director | From 01/01/2020 to 31/12/2020 |
| Mr. DAVID VEGARA FIGUERAS | Executive director | From 01/01/2020 to 31/12/2020 |

C.1. Complete the following tables with data on the individual remuneration accrued during the year by each of the directors (including remuneration for performing executive functions).

a) Remuneration from the reporting company:

i) Remuneration in cash (thousand euros)

| Name | Fixed remuneration | Attendance fees | Remuneration for membership of Board committees | Salary | Short-term variable remuneration | Long-term variable remuneration | Indemnity | Other items | 2020 Total | 2019 total |
|---------------------------------------|--------------------|-----------------|---|--------|----------------------------------|---------------------------------|-----------|-------------|------------|------------|
| Mr. JOSEP OLIU CREUS | 176 | 58 | | 1,701 | | | | 51 | 1,986 | 2,496 |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | 95 | 32 | 80 | | | | | 20 | 227 | 236 |
| Mr. JAIME GUARDIOLA ROMOJARO | 75 | 25 | | 1,350 | | | | 13 | 1,463 | 1,906 |
| Mr. ANTHONY FRANK ELLIOTT BALL | 97 | 25 | 28 | | | | | | 150 | 140 |
| Ms. AURORA CATÁ SALA | 75 | 25 | 66 | | | | | | 166 | 160 |
| Mr. PEDRO FONTANA GARCÍA | 75 | 25 | 98 | | | | | | 198 | 195 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | 75 | 25 | | 500 | | | | 10 | 610 | 706 |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | 19 | 7 | 12 | | | | | | 38 | 161 |
| Ms. MIREYA GINÉ TORRENS | 25 | 9 | 5 | | | | | | 39 | |
| Mr. GEORGE DONALD JOHNSTON III | 75 | 25 | 88 | | | | | | 188 | 186 |
| Mr. DAVID MARTÍNEZ GUZMÁN | 75 | 25 | | | | | | | 100 | 100 |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | 75 | 25 | 38 | | | | | | 138 | 185 |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | 75 | 25 | 40 | | | | | | 140 | 129 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | 56 | 18 | | 507 | | | | | 581 | 948 |
| Ms. ALICIA REYES REVUELTA Mr. | | | | | | | | | | |
| MANUEL VALLS MORATÓ | 75 | 25 | 60 | | | | | | 160 | 160 |
| Mr. DAVID VEGARA FIGUERAS | 75 | 25 | | 450 | | | | 5 | 555 | 545 |

ii) Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments.

| Name | Plan | Financial instruments at the beginning of 2020 | | Financial instruments granted in 2020 | | Financial instruments accrued in the year | | | | Instruments vested but not exercised | Financial instruments at 2020 year-end | |
|------------------------------|----------------|--|--------------------------|---------------------------------------|--------------------------|---|--|------------------------|--|--------------------------------------|--|--------------------------|
| | | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares/ Consolidated | Price of vested shares | Gross profit on vested shares or financial instruments (thousand euro) | No. of instruments | No. of instruments | No. of equivalent shares |
| Mr. JOSEP OLIU CREUS | ICLP 2017-2020 | 1,700,000 | 1,040,740 | | | | | 0.00 | | 1,700,000 | | |
| Mr. JOSEP OLIU CREUS | ICLP 2018-2021 | 1,275,000 | 461,550 | | | | | 0.00 | | | 1,275,000 | 461,550 |
| Mr. JOSEP OLIU CREUS | RLP 2019-2021 | 231,472 | 231,472 | | | | | 0.00 | | | 231,472 | 231,472 |
| Mr. JOSEP OLIU CREUS | RLP 2020-2022 | | | | | | | 0.00 | | | | |
| Mr. JOSEP OLIU CREUS | RV 2020 | | | | | | | 0.00 | | | | |
| Mr. JAIME GUARDIOLA ROMOJARO | ICLP 2017-2020 | 1,500,000 | 918,300 | | | | | 0.00 | | 1,500,000 | | |
| Mr. JAIME GUARDIOLA ROMOJARO | ICLP 2018-2021 | 1,125,000 | 407,250 | | | | | 0.00 | | | 1,125,000 | 407,250 |
| Mr. JAIME GUARDIOLA ROMOJARO | RLP 2019-2021 | 183,816 | 183,816 | | | | | 0.00 | | | 183,816 | 183,816 |
| Mr. JAIME GUARDIOLA ROMOJARO | RLP 2020-2022 | | | 288,819 | 288,819 | | | 0.00 | | | 288,819 | 288,819 |
| Mr. JAIME GUARDIOLA ROMOJARO | RV 2020 | | | | | | | 0.00 | | | | |

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| Name | Plan | Financial instruments at the beginning of 2020 | | Financial instruments granted in 2020 | | Financial instruments accrued in the year | | | | Instruments vested but not exercised | Financial instruments at 2020 year-end | |
|-------------------------------|----------------|--|--------------------------|---------------------------------------|--------------------------|---|--|------------------------|--|--------------------------------------|--|--------------------------|
| | | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares/ Consolidated | Price of vested shares | Gross profit on vested shares or financial instruments (thousand euro) | No. of instruments | No. of instruments | No. of equivalent shares |
| Ms. MARÍA JOSÉ GARCÍA BEATO | ICLP 2017-2020 | 600,000 | 367,320 | | | | | 0.00 | | 600,000 | | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | ICLP 2018-2021 | 720,000 | 217,200 | | | | | 0.00 | | | 720,000 | 188,068 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | RLP 2019-2021 | 60,527 | 60,527 | | | | | 0.00 | | | 60,527 | 60,527 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | RLP 2020-2022 | | | 95,983 | 95,983 | | | 0.00 | | | 95,983 | 95,983 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | RV 2020 | | | | | | | 0.00 | | | | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | ICLP 2017-2020 | 800,000 | 489,760 | | | | | 0.00 | | 800,000 | | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | ICLP 2018-2021 | 600,000 | 217,200 | | | | | 0.00 | | | 519,525 | 188,068 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | RLP 2019-2021 | 79,880 | 79,880 | | | | | 0.00 | | | 79,880 | 79,880 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | RLP 2020-2022 | | | 95,146 | 95,146 | | | 0.00 | | | 95,146 | 95,146 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | RV 2020 | | | | | | | 0.00 | | | | |
| Mr. DAVID VEGARA FIGUERAS | RLP 2019-2021 | 53,770 | 53,770 | | | | | 0.00 | | | 53,770 | 53,770 |
| Mr. DAVID VEGARA FIGUERAS | RLP 2020-2022 | | | 120,553 | 120,553 | | | 0.00 | | | 120,553 | 120,553 |

| Name | Plan | Financial instruments at the beginning of 2020 | | Financial instruments granted in 2020 | | Financial instruments accrued in the year | | | | Instruments vested but not exercised | Financial instruments at 2020 year-end | |
|---------------------------|---------|--|--------------------------|---------------------------------------|--------------------------|---|--|------------------------|--|--------------------------------------|--|--------------------------|
| | | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares/ Consolidated | Price of vested shares | Gross profit on vested shares or financial instruments (thousand euro) | No. of instruments | No. of instruments | No. of equivalent shares |
| Mr. DAVID VEGARA FIGUERAS | RV 2020 | | | | | | | 0.00 | | | | |

iii) Long-term savings systems.

| Name | Remuneration from vesting of rights within savings systems |
|---------------------------------------|--|
| Mr. JOSEP OLIU CREUS | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | |
| Mr. JAIME GUARDIOLA ROMOJARO | |
| Mr. ANTHONY FRANK ELLIOTT BALL | |
| Ms. AURORA CATÁ SALA | |
| Mr. PEDRO FONTANA GARCÍA | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | |
| Ms. MIREYA GINÉ TORRENS | |
| Mr. GEORGE DONALD JOHNSTON III | |
| Mr. DAVID MARTÍNEZ GUZMÁN | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | |

| Name | Remuneration from vesting of rights within savings systems |
|------------------------------------|--|
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | |
| Ms. ALICIA REYES REVUELTA | |
| Mr. MANUEL VALLS MORATÓ | |
| Mr. DAVID VEGARA FIGUERAS | |

| Name | Contribution by the company in the year (thousand euros) | | | | Total accumulated funds (thousand euros) | | | |
|------------------------------|--|------|--|------|--|------|--|--------|
| | Saving plans with vested economic rights | | Saving plans with unvested economic rights | | Saving plans with vested economic rights | | Saving plans with unvested economic rights | |
| | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 |
| Mr. JOSEP OLIU CREUS | | | 36 | 36 | | | 8,720 | 8,666 |
| Mr. JAIME GUARDIOLA ROMOJARO | | | 1,225 | 900 | | | 25,516 | 24,112 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | | | 796 | 702 | | | 2,685 | 1,872 |
| Mr. DAVID VEGARA FIGUERAS | | | 118 | 83 | | | 163 | 76 |

iv) Details of other items

| Name | Description | Remuneration amount |
|---------------------------------|-------------|---------------------|
| Mr. JOSEP OLIU CREUS | --- | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | --- | |

| Name | Description | Remuneration amount |
|---------------------------------------|-------------|---------------------|
| Mr. JAIME GUARDIOLA ROMOJARO | --- | |
| Mr. ANTHONY FRANK ELLIOTT BALL | --- | |
| Ms. AURORA CATÁ SALA | --- | |
| Mr. PEDRO FONTANA GARCÍA | --- | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | --- | |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | --- | |
| Ms. MIREYA GINÉ TORRENS | --- | |
| Mr. GEORGE DONALD JOHNSTON III | --- | |
| Mr. DAVID MARTÍNEZ GUZMÁN | --- | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | --- | |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | --- | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | --- | |
| Ms. ALICIA REYES REVUELTA | --- | |
| Mr. MANUEL VALLS MORATÓ | --- | |
| Mr. DAVID VEGARA FIGUERAS | --- | |

b) Remuneration to the company directors for directorships of other group companies:

i) Remuneration in cash (thousand euros)

| Name | Fixed remuneration | Attendance fees | Remuneration for membership of Board committees | Salary | Short-term variable remuneration | Long-term variable remuneration | Indemnity | Other items | 2020 Total | 2019 total |
|---------------------------------------|--------------------|-----------------|---|--------|----------------------------------|---------------------------------|-----------|-------------|------------|------------|
| Mr. JOSEP OLIU CREUS | | | | | | | | | | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | | | | | | | | | | |
| Mr. JAIME GUARDIOLA ROMOJARO | | | | | | | | | | |
| Mr ANTHONY FRANK ELLIOTT BALL | | | | | | | | | | |
| Ms. AURORA CATÁ SALA | | 20 | | | | | | | 20 | |
| Mr. PEDRO FONTANA GARCÍA | | | | | | | | | | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | | | | | | | | | | |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | | | | | | | | | | |
| Ms. MIREYA GINÉ TORRENS | | | | | | | | | | |
| Mr. GEORGE DONALD JOHNSTON III | | | | | | | | | | |
| Mr. DAVID MARTÍNEZ GUZMÁN | | | | | | | | | | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | | | | | | | | | | |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | | | | | | | | | | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | | | | | | | | | | |
| Ms. ALICIA REYES REVUELTA | | | | | | | | | | |
| Mr. MANUEL VALLS MORATÓ | | 20 | | | | | | | 20 | |

ANNUAL REPORT ON DIRECTOR REMUNERATION AT LISTED COMPANIES

| Name | Fixed remuneration | Attendance fees | Remuneration for membership of Board committees | Salary | Short-term variable remuneration | Long-term variable remuneration | Indemnity | Other items | 2020 Total | 2019 total |
|---------------------------|--------------------|-----------------|---|--------|----------------------------------|---------------------------------|-----------|-------------|------------|------------|
| Mr. DAVID VEGARA FIGUERAS | | | | | | | | | | |

ii) Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments.

| Name | Plan | Financial instruments at the beginning of 2020 | | Financial instruments granted in 2020 | | Financial instruments accrued in the year | | | | Instruments vested but not exercised | Financial instruments at 2020 year-end | |
|------------------------------|------|--|--------------------------|---------------------------------------|--------------------------|---|--|------------------------|--|--------------------------------------|--|--------------------|
| | | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares | No. of instruments | No. of equivalent shares/ Consolidated | Price of vested shares | Gross profit on vested shares or financial instruments (thousand euro) | | No. of instruments | No. of instruments |
| Mr. JOSEP OLIU CREUS | - | | | | | | | 0.00 | | | | |
| Mr. JAIME GUARDIOLA ROMOJARO | - | | | | | | | 0.00 | | | | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | - | | | | | | | 0.00 | | | | |
| Mr. DAVID VEGARA FIGUERAS | - | | | | | | | 0.00 | | | | |

iii) Long-term savings systems.

| Name | Remuneration from vesting of rights within savings systems |
|--------------------------------------|--|
| Mr. JOSEP OLIU CREUS | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | |
| Mr. JAIME GUARDIOLA ROMOJARO | |
| Mr. ANTHONY FRANK ELLIOTT BALL | |
| Ms. AURORA CATÁ SALA | |
| Mr. PEDRO FONTANA GARCÍA | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | |
| Ms. MARÍA TERESA GARCÍAMILÀ LLOVERAS | |
| Ms. MIREYA GINÉ TORRENS | |
| Mr. GEORGE DONALD JOHNSTON III | |
| Mr. DAVID MARTÍNEZ GUZMÁN | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | |
| Ms. ALICIA REYES REVUELTA | |
| Mr. MANUEL VALLS MORATÓ | |
| Mr. DAVID VEGARA FIGUERAS | |

| Name | Contribution by the company in the year (thousand euros) | | | | Total accumulated funds (thousand euros) | | | |
|---------------------------------------|--|------|--|------|--|------|--|------|
| | Saving plans with vested economic rights | | Saving plans with unvested economic rights | | Saving plans with vested economic rights | | Saving plans with unvested economic rights | |
| | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 |
| Mr. JOSEP OLIU CREUS | | | | | | | | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | | | | | | | | |
| Mr. JAIME GUARDIOLA ROMOJARO | | | | | | | | |
| Mr. Don ANTHONY FRANK ELLIOTT BALL | | | | | | | | |
| Ms. AURORA CATÁ SALA | | | | | | | | |
| Mr. PEDRO FONTANA GARCÍA | | | | | | | | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | | | | | | | | |
| Ms. MARÍA TERESA GARCÍA MILÀ LLOVERAS | | | | | | | | |
| Ms. MIREYA GINÉ TORRENS | | | | | | | | |
| Mr. GEORGE DONALD JOHNSTON III | | | | | | | | |
| Mr. DAVID MARTÍNEZ GUZMÁN | | | | | | | | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | | | | | | | | |

| Name | Contribution by the company in the year (thousand euros) | | | | Total accumulated funds (thousand euros) | | | |
|------------------------------------|--|------|--|------|--|------|--|------|
| | Saving plans with vested economic rights | | Saving plans with unvested economic rights | | Saving plans with vested economic rights | | Saving plans with unvested economic rights | |
| | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | | | | | | | | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | | | | | | | | |
| Ms. ALICIA REYES REVUELTA | | | | | | | | |
| Mr. MANUEL VALLS MORATÓ | | | | | | | | |
| Mr. DAVID VEGARA FIGUERAS | | | | | | | | |

iv) Details of other items

| Name | Description | Remuneration amount |
|---------------------------------------|-------------|---------------------|
| Mr. JOSEP OLIU CREUS | --- | |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | --- | |
| Mr. JAIME GUARDIOLA ROMOJARO | --- | |
| Mr. ANTHONY FRANK ELLIOTT BALL | --- | |
| Ms. AURORA CATÁ SALA | --- | |
| Mr. PEDRO FONTANA GARCÍA | --- | |
| Ms. MARÍA JOSÉ GARCÍA BEATO | --- | |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | --- | |

| Name | Description | Remuneration amount |
|------------------------------------|-------------|---------------------|
| Ms. MIREYA GINÉ TORRENS | --- | |
| Mr. GEORGE DONALD JOHNSTON III | --- | |
| Mr. DAVID MARTÍNEZ GUZMÁN | --- | |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | --- | |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | --- | |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | --- | |
| Ms. ALICIA REYES REVUELTA | --- | |
| Mr. MANUEL VALLS MORATÓ | --- | |
| Mr. DAVID VEGARA FIGUERAS | --- | |

c) Summary of remuneration (thousand euros): Summarise the amounts corresponding to all the remuneration items included in this report that have accrued to the director, in thousand euros.

| Name | Remuneration accrued in the company | | | | | Remuneration accrued in group companies | | | | | 2020 total- Company + Group |
|---------------------------------|-------------------------------------|--|------------------------------------|-----------------------------------|--------------------|---|--|------------------------------------|-----------------------------------|------------------|--------------------------------|
| | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Company | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Group | |
| Mr. JOSEP OLIU CREUS | 1,986 | | | | 1,986 | | | | | | 1,986 |
| Mr. JAVIER ECHENIQUE LANDIRÍBAR | 227 | | | | 227 | | | | | | 227 |

ANNUAL REPORT ON DIRECTOR REMUNERATION AT LISTED COMPANIES

| Name | Remuneration accrued in the company | | | | | Remuneration accrued in group companies | | | | | 2020 total- Company + Group |
|---------------------------------------|-------------------------------------|--|------------------------------------|-----------------------------------|--------------------|---|--|------------------------------------|-----------------------------------|------------------|--------------------------------|
| | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Company | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Group | |
| Mr. JAIME GUARDIOLA ROMOJARO | 1,463 | | | | 1,463 | | | | | | 1,463 |
| Mr. ANTHONY FRANK ELLIOTT BALL | 150 | | | | 150 | | | | | | 150 |
| Ms. AURORA CATÁ SALA | 166 | | | | 166 | 20 | | | | 20 | 186 |
| Mr. PEDRO FONTANA GARCÍA | 198 | | | | 198 | | | | | | 198 |
| Ms. MARÍA JOSÉ GARCÍA BEATO | 610 | | | | 610 | | | | | | 610 |
| Ms. MARÍA TERESA GARCÍA-MILÀ LLOVERAS | 38 | | | | 38 | | | | | | 38 |
| Ms. MIREYA CINÉ TORRENS | 39 | | | | 39 | | | | | | 39 |
| Mr. GEORGE DONALD JOHNSTON III | 188 | | | | 188 | | | | | | 188 |
| Mr. DAVID MARTÍNEZ GUZMÁN | 100 | | | | 100 | | | | | | 100 |
| Mr. JOSÉ MANUEL MARTÍNEZ MARTÍNEZ | 138 | | | | 138 | | | | | | 138 |

ANNUAL REPORT ON DIRECTOR REMUNERATION AT LISTED COMPANIES

| Name | Remuneration accrued in the company | | | | | Remuneration accrued in group companies | | | | | 2020 total Company + Group |
|------------------------------------|-------------------------------------|--|------------------------------------|-----------------------------------|--------------------|---|--|------------------------------------|-----------------------------------|------------------|-------------------------------|
| | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Company | Total cash remuneration | Gross profit on vested shares or financial instruments | Remuneration under savings systems | Remuneration under other headings | 2020 total-Group | |
| Mr. JOSÉ RAMÓN MARTÍNEZ SUFRATEGUI | 140 | | | | 140 | | | | | | 140 |
| Mr. JOSÉ LUIS NEGRO RODRÍGUEZ | 581 | | | | 581 | | | | | | 581 |
| Ms. ALICIA REYES REVUELTA | | | | | | | | | | | |
| Mr. MANUEL VALLS MORATÓ | 160 | | | | 160 | 20 | | | | 20 | 180 |
| Mr. DAVID VEGARA FIGUERAS | 555 | | | | 555 | | | | | | 555 |
| Total | 6,739 | | | | 6,739 | 40 | | | | 40 | 6,779 |

D. OTHER INFORMATION

This annual remuneration report was approved by the company's Board of Directors at a meeting on:

| 29/01/2021 |

Indicate whether any board members voted against or abstained with respect to the approval of this report.

[] Yes

[] No