

MATERIAL DISCLOSURE

Pursuant to article 228 of the consolidated text of the Securities Market Act, approved by Legislative Royal Decree 4/2015 of 23 October 2015, Bankia, S.A. hereby reports that the Board of Directors, in its meeting held today, 5 March 2018, has agreed to call the Ordinary General Meeting of Shareholders of the Company, which will be held in Valencia, in the Palacio de Congresos, in Avenida de las Cortes Valencianas number 60, at 12:00 am on 10 April 2018 on first call and at the same time and place on 11 April 2018 on second call, it being foreseeable that the meeting will be held on first call, with the attached Agenda.

The above is notified as a material disclosure for all pertinent purposes.

Madrid, 5 March 2018

BANKIA, S.A.

ORDINARY GENERAL MEETING OF SHAREHOLDERS – APRIL 2018

AGENDA

1. Approval of the audited Annual Accounts and Management Report of Bankia and of its consolidated Group. Approval of the corporate management for the year. Allocation of results. All of the above in reference to the year closed 31 December 2017.
 - 1.1 Approval of the Annual Accounts and Individual Management Report of Bankia.
 - 1.2 Approval of the Annual Accounts and Consolidated Management Report of the Bankia Group.
 - 1.3 Approval of the corporate management by the Board of the Company in 2017.
 - 1.4 Allocation of results.
2. Determination of number of members of the Board of Directors within the lower and upper limits laid down in article 37 of the Bylaws.
3. Reelection of the statutory auditor of the Company and its Consolidated Group for 2018.
4. Delegation to the Board of Directors of the authority to increase the share capital by up to a maximum of 50% of the subscribed share capital, by means of one or more increases and at any time within a maximum of five years, by means of cash contributions, with authority, if applicable, to disapply preferential subscription rights up to a maximum of 20% of share capital, annulling the delegation of authority conferred at the previous General Meeting.
5. Delegation to the Board of Directors of the authority to issue, one or more times, within a maximum term of five years, securities convertible into and/or exchangeable for shares of the Company, as well as warrants or other similar securities that may directly or indirectly entitle the holder to subscribe for or acquire shares of the Company, for an aggregate amount of up to one billion five hundred million (1,500,000,000) euros; as well as the authority to increase the share capital in the requisite amount, and the authority, if applicable, to disapply preferential subscription rights up to a maximum of 20% of share capital, annulling the delegation of authority conferred at the previous General Meeting.
6. Authorisation enabling the derivative acquisition by the Board of Directors of own shares of the Company subject to the limits and to the requirements established by the Corporations Act. Delegation within the Board of Directors of the authority to execute the resolution, annulling the authority conferred at the previous General Meeting.
7. Approval for part of the 2018 annual variable remuneration of Executive Directors to be paid in Bankia shares.
8. Delegation of authority to the Board of Directors, with authority to subdelegate, for the formal execution, interpretation, correction and implementation of the resolutions adopted at the General Meeting.
9. Submission for consultative vote of the annual report on remuneration of members of the Bankia Board of Directors.
10. Information on amendments made to the Board of Directors Regulations, which affect the Final Provision (Monitoring and Supervision Committee for the process of merger of Bankia and Banco Mare Nostrum).