

## OTHER RELEVANT INFORMATION

Pursuant to article 227 of the consolidated text of the Securities Market Act, approved by Legislative Royal Decree 4/2015 of 23 October 2015, hereby submits the complete text of the resolutions approved by the Ordinary General Meeting of Shareholders held today, at first call, in relation to the points included on the agenda in the notice of the call of the meeting, which was reported via by Other Relevant Information disclosure number 7173 on 19 February 2021.

It should be noted that all of the proposals made by the Board of Directors of Bankia, S.A. have been approved by the Ordinary General Meeting of Shareholders.

Madrid, 23<sup>rd</sup> March 2021

BANKIA, S.A.

## **RESOLUTIONS APPROVED BY THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF BANKIA, S.A. – MARCH 2021**

- 1. Approval of the Annual Accounts and Management Report of Bankia and of its consolidated Group which have been the subject of an audit report that had been object of audited report. Approval of the consolidated statement of non-financial information of the Bankia Group. Approval of the corporate management for the year. Allocation of results. All of the above in reference to the year closed 31 December 2020.**

### **1.1. Approval of the Annual Accounts and Individual Management Report of Bankia.**

To approve the annual accounts of Bankia, comprising the Balance Sheet, the Income Statement, the Statement of Recognised Income and Expenses, the Statement of Changes in Equity, the Statement of Cash Flows and the Notes to the Annual Accounts, prepared by the Board of Directors, as well as the Management Report, prepared by the same body, for the financial year closed 31 December 2020.

It is noted that, in accordance with article 263.1 of the Spanish Corporations Act, Bankia's Annual Accounts and Management Report have been the subject of an audit report.

### **1.2. Approval of the Annual Accounts and Consolidated Management Report of the Bankia Group.**

To approve the annual accounts of the Bankia consolidated group, comprising the Consolidated Balance Sheet, the Consolidated Income Statement, the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the Notes to the Consolidated Annual Accounts, prepared by the Board of Directors, and the consolidated Management Report, prepared by the same body, for the financial year closed 31 December 2020.

It is noted that, in accordance with article 263.1 of the Spanish Corporations Act, the Bankia Group's Annual Accounts and consolidated Management Report have been the subject of an audit report.

### **1.3. Approval of the consolidated statement of non-financial information of the Bankia Group.**

To approve the consolidated non-financial information statement, which forms part of the Bankia Group's consolidated Management Report prepared by the Board of Directors, for the year ended 31 December 2020.

It is noted that, in accordance with article 49.6 of the Commercial Code, the consolidated non-financial statement has been verified by an independent verification service provider.

### **1.4. Approval of the corporate management by the Board of the Company in 2020.**

To approve the Board of Directors' management of the Company in 2020.

### **1.5. Allocation of results.**

To approve the proposed allocation of the Company's results for the year ended 31 December 2020 as follows:

To apply the total profit for the year to voluntary reserves.

Consequently, the distribution of the profits obtained by Bankia in the year ended 31 December 2020, which amounted to 250,565,530.57 euros, will be as follows:

To voluntary reserves: 250,565,530.57 euros.

## **2. Reelection of members of the Board of Directors.**

All reelections of directors proposed to the General Meeting are accompanied by the explanatory report of the Board of Directors provided for in article 529 decies of the Corporations Act and, furthermore, (i) in the case of the reelection of Mr. José Ignacio Goirigolzarri Tellaeche and of Mr. Antonio Ortega Parra as executive directors, with the favourable report of the Appointments and Responsible Management Committee, and (ii) in the case of the reelections of Mr. Jorge Cosmen Menéndez-Castañedo as an independent director, of, Mr. José Luis Feito Higuera as an independent director, of Mr. Fernando Fernández Méndez de Andés as an independent director and of Ms. Laura González Molero as an independent director, with the proposal of the Appointments and Responsible Management Committee. These reports have been made available to the shareholders as from the publication of the notice of call of the General Meeting.

The directors whose reelection is submitted for the approval of the General Shareholders' Meeting were reelected as directors of the Company, for the bylaws term of four years, by resolution of the General Shareholders' Meeting held on 24 March 2017, with the exception of Ms. González, who was ratified by resolution of the General Shareholders' Meeting held on 22 March 2019, with the term of office expiring on the date corresponding to the position of the member she replaced. Consequently, and being close to the expiration of the four years for which they were reelected as directors of Bankia, S.A. and given that at the date of the call of this General Meeting the merger between Bankia, S.A. and CaixaBank, S.A. approved by their Extraordinary General Shareholders' Meetings held on 1 and 3 December 2020, respectively, is still in process and has not yet been completed, the Board of Directors has deemed it appropriate to submit for the approval of its shareholders the reelection of Messrs. Goirigolzarri, Ortega, Cosmen, Feito and Fernández and Ms. González, for the bylaws term of four years, although it is estimated that in a short period of time the merger will be completed, resulting in the extinction of Bankia and, consequently, the automatic termination of all the members of its board of directors.

### **2.1 Reelection as director, in the category of executive director, of Mr. José Ignacio Goirigolzarri Tellaeche, for the bylaws mandated term of four years.**

It is resolved, at the proposal of the Board of Directors, with the favourable report of the Appointments and Responsible Management Committee, to reelect director Mr. José Ignacio Goirigolzarri Tellaeche, of legal age, married, a national of Spain and with address for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "executive director", for the bylaws mandated term of four years reckoned from the date this General Meeting is held.

Mr. José Ignacio Goirigolzarri Tellaeche will accept his reelection by any legally admissible means.

### **2.2 Reelection as director, in the category of executive director, of Mr. Antonio Ortega Parra, for the bylaws mandated term of four years.**

It is resolved, at the proposal of the Board of Directors, with the favourable report of the Appointments and Responsible Management Committee, to reelect director Mr. Antonio Ortega

Parra, of legal age, married, a national of Spain and with address for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "executive director", for the bylaws mandated term of four years reckoned from the date this General Meeting is held.

Mr. Antonio Ortega Parra will accept his reelection by any legally admissible means.

**2.3 Reelection as director, in the category of independent director, of Mr. Jorge Cosmen Menéndez-Castañedo, for the bylaws mandated term of four years.**

It is resolved, at the proposal of the Appointments and Responsible Management Committee, to reelect director Mr. Jorge Cosmen Menéndez-Castañedo, of legal age, married, a national of Spain and with address for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "independent director", for the bylaws mandated term of four years reckoned from the date this General Meeting is held.

Mr. Jorge Cosmen Menéndez-Castañedo will accept his reelection by any legally admissible means.

**2.4 Reelection as director, in the category of independent director, of Mr. José Luis Feito Higuera, for the bylaws mandated term of four years.**

It is resolved, at the proposal of the Appointments and Responsible Management Committee, to reelect director Mr. José Luis Feito Higuera, of legal age, married, a national of Spain and with address for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "independent director", for the bylaws mandated term of four years reckoned from the date this General Meeting is held.

Mr. José Luis Feito Higuera will accept his reelection by any legally admissible means.

**2.5 Reelection as director, in the category of independent director, of Mr. Fernando Fernández Méndez de Andés, for the bylaws mandated term of four years.**

It is resolved, at the proposal of the Appointments and Responsible Management Committee, to reelect director Mr. Fernando Fernández Méndez de Andés, of legal age, married, a national of Spain and with address for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "independent director", for the bylaws mandated term of four years reckoned from the date this General Meeting is held.

Mr. Fernando Fernández Méndez de Andés will accept his reelection by any legally admissible means.

**2.6 Reelection as director, in the category of independent director, of Ms. Laura González Molero for the bylaws mandated term of four years.**

It is resolved, on the proposal of the Appointments and Responsible Management Committee, to reelect director Ms. Laura González Molero, of age, divorced, a national of Spain and with domicile for the purposes hereof at Paseo de la Castellana nº 189, 28046-Madrid, in the category of "independent director", for the articles mandated term of four years reckoned from the date this General Meeting is held.

Ms. Laura González Molero will accept her reelection by any legally admissible means.

**3. 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.**

To delegate to the Board of Directors, which may subdelegate without distinction to the Chairman of the Board of Directors, any of the directors, the General Secretary and the Secretary of the Board of Directors, as broadly as may be necessary in law, so that any of them, without distinction, may formalise, interpret, develop, correct and arrange for attestation as a public document of the resolutions adopted at this General Meeting as well as executing such public or private documents as may be necessary until obtaining the corresponding registration of the resolutions adopted in the Commercial Registry, including requests for partial registration, with authority even for correction or rectification in light of the verbal or written review undertaken by the Registrar.

**4. Consultative vote on the annual report on remuneration of members of the Bankia Board of Directors.**

To approve, on a consultative basis, the Annual Report on the Remuneration of the members of the Board of Directors, prepared by the Board of Directors, in compliance with article 541 of the Corporations Act, and in accordance with the model approved by Circular 1/2020 of 6 October 2020 of the National Securities Market Commission (CNMV), amending Circular 5/2013 of 12 June, which establishes the models for the annual corporate governance report of listed public limited companies, savings banks and other entities that issue securities admitted to trading on official securities markets, and Circular 4/2013 of 12 June 2013, which establishes the models for the annual report on the remuneration of the directors of listed public limited companies and of the members of the board of directors and the control committee of savings banks that issue securities admitted to trading on official securities markets, which has been sent to the CNMV through the Communication of Other Relevant Information dated 19 February 2021 and made available to the shareholders since the notice of call of this General Meeting and which, upon a prior favourable report from the Remuneration Committee, is presented to the General Shareholders Meeting.