

SPANISH SECURITIES AND EXCHANGE COMMISSION

In compliance with the provisions of article 227 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, ABANCA Corporación Bancaria, S.A. ("ABANCA") hereby gives notice of the following

OTHER RELEVANT INFORMATION

ABANCA has today fixed the economic terms of an issue of Reset Tier 2 Subordinated Notes for a nominal amount of EUR 500 million and maturing on 11 December 2036 (the "Notes").

The Notes will be issued at an issue price of 99.918% and will bear interest at a rate of 4.625% per annum from the date of issue (inclusive) until 11 December 2031 (exclusive) and thereafter (inclusive) the Notes will bear interest at a rate equal to the 5-year *Mid-Swap Rate* plus a margin of 2.45% per annum. Interest is payable in arrear on 11 December each year, commencing on 11 December 2025.

The Notes may be redeemed at the option of ABANCA on 11 December 2031 and may also be redeemed in certain circumstances at the option of ABANCA, subject in all cases to applicable regulations and after obtaining the required permissions.

The issue has been targeted exclusively at professional clients and eligible counterparties.

The disbursement and closing of this issue is expected to take place on 11 December 2024 subject to the signing of the Subscription Agreement and the fulfilment of the conditions set out therein.

The Notes will be governed by Spanish law and are expected to be admitted to trading on the Spanish AIAF Fixed Income Market (*AIAF Mercado de Renta Fija*).

The Notes are expected to qualify as Tier 2 capital under the criteria of Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012.

27 November 2024

DISCLAIMER

This communication does not constitute an offer to sell, or the solicitation of an offer to buy any securities, nor shall there be any sale of such securities in any state of the United States or in another jurisdiction in which such offer, solicitation or sale would not be permitted before registration or qualification under the securities laws of such state or jurisdiction. The Notes described above have not been registered under the U.S. Securities Act of 1933, as amended, or any applicable securities laws of any other jurisdiction. Unless so registered, the Notes may not be offered or sold in the United States or any other jurisdiction except pursuant to an exemption from the registration requirements of the U.S. Securities Act of 1933, as amended, and any applicable securities laws of such other jurisdiction.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS IN THE EUROPEAN ECONOMIC AREA ("EEA"). – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.]

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of the domestic law of the UK by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (the "**FSMA**") to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of the domestic law of the UK by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of the domestic law of the UK by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

This document is **an advertisement** and not a prospectus. The issue will be made under the Base Prospectus approved by the CNMV on 11 June 2024 as supplemented on 26 November 2024. The Base Prospectus and its supplement are published on ABANCA's website. The Final Terms relating to the Notes will be published on ABANCA's website.