

Other relevant information

CaixaBank, S.A. hereby announces that at its meeting held today, the Board of Directors has agreed to call the company's Ordinary Annual General Meeting at the **Arquerías del Museu de les Ciències de la Ciutat de les Arts i les Ciències de València, en Av. Professor López Piñero (Historiador de la Medicina) número 7, de la ciudad de Valencia**, on 21 May 2020 at 11:00 am at first call, or if the required quorum is not reached and the Meeting cannot be held at first call, in the same place and at the same time on 22 May 2020.

It is expected that the General Meeting will take place at second call, on 22 May 2020, at the aforementioned time and place.

In accordance with the law now in effect, the Board of Directors has agreed to allow also for the remote attendance of the Annual General Meeting by giving shareholders the option to attend and take part in the meeting via a remote connection in real time.

In the event that the state of alarm announced by Royal Decree 463 of 14 March 2020 still remains in effect at the time the General Meeting is held, that is 21 and 22 May, at first and second call, respectively, or if the government or health authorities roll out any other measure that prevents the Annual General Meeting from being held with the physical presence of shareholders and their proxies, then the General Meeting will be held remotely on the same dates and at the same times stated in the meeting announcement, i.e. without the physical presence of any shareholder or proxy. If this situation arises, shareholders will be duly notified through the publication of an addendum to the meeting announcement.

In accordance with applicable regulations, the call notice shall be published shortly. At the same time, all the documentation relating to the General Meeting shall be made available to shareholders and investors. This information will also be available for download from the Company's website www.CaixaBank.com

Note that the main changes between the new meeting and the Annual General Meeting that was originally due to be held on 2 and 3 April, at first and second call, respectively, but which was subsequently called off, are as follows:

- Shareholders may now attend the General Meeting remotely.
- A new proposal for distribution of earnings, that, in line with the Inside Information filing (no.119) of the 26th of March, and after

having suspended the previous proposal for distribution of earnings, takes into account the interim dividend that was announced and paid yesterday, as well as the assignment of the remainder of 2019 earnings to reserves.

- New items added to the agenda regarding the proposed appointment of Francisco Javier García Sanz as a new proprietary director upon the recommendation of Fundación Bancaria "la Caixa" and Criteria Caixa to cover the vacancy arising from the resignation tendered by Marcelino Armenter Vidal.
- A new proposed amendment to the By-laws and to the Regulations of the Annual General Meeting so as to ensure that these corporate documents allow for the possibility of remote attendance at future General Meetings.

Note also that CaixaBank's Chief Executive Officer and the rest of the Management Committee have waived their variable remuneration for 2020. Following this waiver and in view of the current circumstances, the new meeting announcement includes the following changes:

- The Company has removed the item on the agenda day relating to the proposed delivery of shares to the Chief Executive Officer and to the members of the Management Committee within the framework of the Company's annual variable remuneration programme.
- The Company has removed the item on the agenda relating to approval of the maximum number of shares to be delivered under the second cycle (pertaining to 2020) of the annual incentive plan linked to the 2019-2021 Strategic Plan for the Chief Executive Officer, members of the Management Committee, the rest of the management team and other key CaixaBank employees and its group. The removal of this item affects a total of 90 beneficiaries, exceeding the scope of the Management Committee, and implies that no payment will be made for the second cycle.
- The Company has also removed the item requesting approval of the maximum level of variable remuneration for all those employees whose professional activities have a significant impact on its risk profile.

16 April 2020