

## Other relevant information

**NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS, ANY STATE OF THE UNITED STATES AND THE DISTRICT OF COLUMBIA) (THE "UNITED STATES") OR TO ANY U.S. PERSON (AS DEFINED IN THE TENDER OFFER MEMORANDUM DEFINED BELOW) OR IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN ANY OTHER JURISDICTION WHERE OR TO WHOM IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT.**

Further to the communications made on 3 January 2024 (registered under numbers 2074 and 26042, respectively) regarding the invitation by CaixaBank, S.A. (the "**Issuer**") to holders of its outstanding EUR 1,000,000,000 Perpetual Non-Cumulative Contingent Convertible Additional Tier 1 Preferred Securities (ISIN: ES0840609004; the "**Preferred Securities**"), to tender such Preferred Securities for purchase by the Issuer for cash (the "**Offer**"), the Issuer hereby announces that it intends (subject to satisfaction or waiver of the New Financing Condition) to accept all validly tendered Preferred Securities pursuant to the Offer for purchase in cash as set out in the table below.

The final results of the Offer are as follows:

Description of Preferred Securities	First Optional Redemption Date	Aggregate Principal Amount Outstanding	Purchase Price	Aggregate Principal Amount Tendered	Expected pro-ration factor (if any and subject to adjustments, as applicable)	Aggregate Principal Amount of Preferred Securities expected to be accepted for purchase <sup>(1)</sup>
EUR 1,000,000,000 Perpetual Non-Cumulative Contingent Convertible Additional Tier 1 Preferred Securities	13 June 2024	EUR 1,000,000,000	100.50%	EUR 605,000,000	N/A	EUR 605,000,000

<sup>(1)</sup> As set out in the Tender Offer Memorandum, purchase of securities will be subject to, among others, satisfaction of the New Financing Condition and the receipt by the Iberclear Agent of an Iberclear Instruction no later than the Market Deadline.

The Offer was made on the terms and subject to the conditions contained in the tender offer memorandum dated 3 January 2024 (the "**Tender Offer Memorandum**") and is subject to the offer restrictions more fully described in the Tender Offer Memorandum. Capitalised terms used and not otherwise defined in this announcement have the meanings given in the Tender Offer Memorandum.

The Offer remains subject to the conditions and restrictions set out in the Tender Offer Memorandum.

Whether the Issuer will purchase any Preferred Securities validly tendered in the Offer is subject, without limitation, to the satisfaction or waiver of the New Financing Condition. Subject to the satisfaction of the New Financing Condition, the expected Settlement Date is 17 January 2024.

The outstanding principal amount of Preferred Securities that will remain outstanding after the Settlement Date is EUR 395,000,000.

**All Preferred Securities repurchased pursuant to the Offer will be cancelled.**

**Full details concerning the Offer are set out in the Tender Offer Memorandum.**

Citigroup Global Markets Europe AG is acting as the Structuring Advisor and Dealer Manager, BNP Paribas, CaixaBank, S.A., Morgan Stanley Europe SE and Société Générale are acting as Dealer Managers and Kroll Issuer Services Limited is acting as Tender Agent.

11 January 2024

The contact details of each of the Structuring Advisor, the Dealer Managers and the Tender Agent are the following:

### THE STRUCTURING ADVISOR

**Citigroup Global Markets Europe AG**  
Reuterweg 16  
60323 Frankfurt am Main  
Germany

Telephone: +44 20 7986 8969  
Attention: Liability Management Group  
Email: [liabilitymanagement.europe@citi.com](mailto:liabilitymanagement.europe@citi.com)

### THE DEALER MANAGERS

**BNP Paribas**  
16, boulevard des Italiens  
75009 Paris  
France

Telephone: +33 1 55 77 78 94  
Attention: Liability Management Group  
Email: [liability.management@bnpparibas.com](mailto:liability.management@bnpparibas.com)

**CaixaBank, S.A.**  
Paseo de la Castellana 189, 3rd floor  
28046 Madrid  
Spain

Telephone: +34 91 700 56 09  
Attention: Debt Capital Markets  
Email: [lst.originacion.rf@caixabank.com](mailto:lst.originacion.rf@caixabank.com)

**Citigroup Global Markets Europe AG**  
Reuterweg 16  
60323 Frankfurt am Main  
Germany

Telephone: +44 20 7986 8969  
Attention: Liability Management Group  
Email: [liabilitymanagement.europe@citi.com](mailto:liabilitymanagement.europe@citi.com)

**Morgan Stanley Europe SE**  
Grosse Gallusstrasse 18  
60312 Frankfurt-am-Main  
Germany

Tel: +44 20 7677 5040  
Attention: Liability Management Team, Global Capital  
Markets  
Email: [liabilitymanagementeuropa@morganstanley.com](mailto:liabilitymanagementeuropa@morganstanley.com)

**Société Générale**  
29 boulevard Haussmann,  
75009 Paris  
France

Tel: +33 1 42 13 32 40  
Attention: Liability Management  
Email: [liability.management@sgcb.com](mailto:liability.management@sgcb.com)

### THE TENDER AGENT

**Kroll Issuer Services Limited**  
The Shard  
32 London Bridge Street  
London SE1 9SG  
United Kingdom

Telephone: +44 207 704 0880  
Email: [caixabank@is.kroll.com](mailto:caixabank@is.kroll.com)  
Website: <https://deals.is.kroll.com/caixabank>  
Attention: David Shilson

**DISCLAIMER** This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire or sell any securities is being made pursuant to this announcement. The Dealer Managers do not take responsibility for the contents of this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum come into are required by each of the Issuer, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.