

OTHER RELEVANT INFORMATION

In compliance with Article 227 of Royal Legislative Decree 4/2015 of 23 October approving the reinstated text of the Spanish Securities Market Act, IBERCAJA BANCO, S.A. (“Ibercaja”) hereby announces that it has set the terms of an issue of perpetual temporary write-down preferred securities (the “Preferred Securities”) in an aggregate amount of €350 million.

The Preferred Securities will be issued at par value and their remuneration, which will be paid quarterly, has been set at 9.125% on an annual basis until (but excluding) 25 July 2028. Thereafter, it will be reviewed on that date and every five years by applying a 6.833% margin on the 5-year Mid-Swap Rate. The payment of such remuneration is subject to certain conditions and it is discretionary to the issuer.

The Preferred Securities are perpetual, although they may be redeemed in certain circumstances at Ibercaja’s option. In addition, the nominal value of each Preferred Security may be written down up to 0,01€ if the Common Equity Tier 1 (CET1) ratio of Ibercaja Group, calculated in accordance with 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 (“EU Regulation 575/2013”), falls below 5.125%.

The settlement and closing of the issue is expected to take place on 25 January 2023, subject to the signing of a subscription agreement and the completion of the conditions set out therein.

The Preferred Securities will be governed by Spanish law and are expected to be admitted to trading on the Spanish fixed income market (*AIAF-Mercado de Renta Fija*).

Ibercaja will request that the Preferred Securities are eligible as Additional Tier 1 Capital under Spanish Law 10/2014 of 26 June 2014 on the organisation, supervision and solvency of credit institutions and in accordance with the above-mentioned EU Regulation No 575/2013.

Zaragoza, 19th January 2023

IMPORTANT INFORMATION

This communication of other relevant information 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 Preferred Securities 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, such Preferred Securities 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.

As included in the documentation related to the offer of the Preferred Securities, other restrictions apply in certain jurisdictions, such as the United Kingdom, Spain, Italy, Hong Kong, Switzerland, Singapore, Belgium and Canada.

Prohibition of sales to EEA retail investors – The Preferred Securities are not intended to be offered, sold or otherwise made available to and shall not be offered, sold or otherwise made available to any retail investor in the European Economic Area (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 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/EU (as amended, “MiFID II”); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, 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 (KID) required by Regulation (EU) No. 1286/2014 on key information documents for packaged and retail and insurance-based investment products (the “PRIIPs Regulation”) for offering or selling the Preferred Securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Preferred Securities 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 Preferred Securities are not intended to be offered, sold or otherwise made available to and shall not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the “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 UK domestic law by virtue of the European Union (Withdrawal) Act of 2018 (“EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the “FSMA”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, 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 UK domestic law by virtue of the EUWA (“UK MiFIR”). Consequently, no key information document (KID) required by the PRIIPs Regulation as it forms part of UK domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Preferred Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Preferred Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.