

Other relevant information

In relation to the desconsolidation conditions between CriteriaCaixa, S.A. and CaixaBank, S.A. (“CriteriaCaixa” and “CaixaBank”, respectively) the following information is reported:

1. CriteriaCaixa, in a significant event on 26 May 2016 (nº 239129), published its intention to proceed with the prudential deconsolidation of CaixaBank and announced the conditions for deconsolidation set by the European Central Bank (ECB), which included the following:

“Where directors are appointed through co-option by the Board itself, the proprietary directors of CriteriaCaixa may only vote for those directors proposed by CriteriaCaixa and shall abstain in the case of all others. Where directors are appointed by a General Meeting, CriteriaCaixa will not be entitled to challenge any nominations proposed by the Board.”

2. CaixaBank, in a significant event on 26 September 2017 (nº 256741), published the Decision issued by the Governing Council of the European Central Bank confirming that the deconsolidation process had been effectively completed. Since then, CriteriaCaixa’s proprietary directors have duly abstained from taking part in deliberations and voting on motions to appoint independent directors through co-option and on proposals for the appointment of independent directors to the Annual General Meeting. Furthermore, in the Annual General Meeting, CriteriaCaixa has not opposed the appointment of any independent directors proposed by CaixaBank’s Board of Directors.

3. The European Central Bank, in response to a request received from CriteriaCaixa and CaixaBank, reported on 5 October 2020 that it has no objection to the previous deconsolidation condition being rescinded following the merger between CaixaBank and Bankia S.A., as long as, once the merger is completed, the remaining deconsolidation conditions continue to be met and CriteriaCaixa’s stake in CaixaBank share capital stays at 31% or below.

In accordance with the above, CaixaBank hereby informs that it will initiate the formal procedures to submit to its Annual General Meeting the amendment of its Bylaws in order to render said condition ineffective.

Information disclosed for all intents and purposes.

9 October 2020