

SUPPLEMENT NUMBER 1 DATED 7 AUGUST 2025 TO THE REGISTRATION DOCUMENT DATED 10 JUNE 2025 AND THE BASE PROSPECTUS DATED 10 JUNE 2025



ABANCA Corporación Bancaria, S.A.
(incorporated with limited liability in the Kingdom of Spain)

This Supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the registration document dated 10 June 2025 (the "**Registration Document**") prepared by ABANCA Corporación Bancaria, S.A. ("**ABANCA**" or the "**Issuer**") and the base prospectus dated 10 June 2025 (the "**Base Prospectus**") prepared by ABANCA in connection with its Euro Medium Term Note and European Covered Bond (Premium) Programme (the "**Programme**") for the issuance of up to EUR 15,000,000,000 in aggregate principal amount of notes (the "**Notes**") and *cédulas hipotecarias (bono garantizado europeo (premium))* (the "**Covered Bonds**" and together with the Notes, the "**Securities**"). Terms given a defined meaning in the Registration Document and the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*) (the "**CNMV**") in its capacity as competent authority under Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") as a supplement for the purposes of Article 23 of the Prospectus Regulation. The CNMV has only approved this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer nor as an endorsement of the quality of any Notes that are the subject of the Base Prospectus by the CNMV. Investors should make their own assessment as to the suitability of investing in such Notes.

The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is, in accordance with the facts and contains no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Registration Document or the Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference into, the Registration Document or the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to the information included in the Registration Document and the Base Prospectus which is capable of affecting the Issuer and/or the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Registration Document and the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE REGISTRATION DOCUMENT

With effect from the date of this Supplement, the information appearing in, or incorporated by reference into, the Registration Document shall be amended and/or supplemented in the manner described below.

INFORMATION INCORPORATED BY REFERENCE

The information set out below shall supplement the section of the Registration Document headed "*Information incorporated by reference*":

- ABANCA Group's unaudited condensed consolidated interim financial statements prepared in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting and the consolidated interim directors' report as of and for the six-month period ended 30 June 2025 (the "**2025 Interim Directors' Report**"), together with the limited review report of PricewaterhouseCoopers Auditores, S.L., available on ABANCA's website (<https://www.abancacorporacionbancaria.com/files/docs/cuentas-consolidadas-2025-2t-es.pdf>) (together, the "**2025 Consolidated First Semester Interim Financial Statements**").

The 2025 Consolidated First Semester Interim Financial Statements were published by ABANCA as an announcement of material information (*anuncio de otra información relevante*) (registry number: 36258) on 31 July 2025, which is available on the CNMV's website.

By virtue of this Supplement, the 2025 Consolidated First Semester Interim Financial Statements are incorporated by reference in, and form part of, the Registration Document as of the date of this Supplement.

English translation

An English translation of the 2025 Consolidated First Semester Interim Financial Statements is available on ABANCA's website:

1. <https://www.abancacorporacionbancaria.com/files/docs/cuentas-consolidadas-2025-2t-en.pdf>

The referred English translation is for information purposes only. In the event of a discrepancy, the original Spanish-language version prevails.

For the avoidance of doubt, unless specifically incorporated by reference into this Supplement, information contained on any website referred to in this Supplement does not form part of this Supplement and has not been scrutinised or approved by the CNMV.

ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

Board of Directors

The information included therein is updated as follows:

Name	Title	Category
Mr. Juan Carlos Escotet Rodríguez	Chairman	Proprietary
Mr. Francisco Botas Ratera	Chief Executive Officer	Executive
Mr. Pedro Raúl López Jácome	Director	Other external
Mr. José García Montalvo	Director	Independent
Mr. Eduardo Eraña Guerra	Director	Independent
Ms. Leticia Iglesias Herraiz	Director	Independent
Ms. Ana Valente da Cunha Barros	Director	Independent
Mr. Manuel Víctor López Figueroa	Director	Independent
Ms. Rosa María Sánchez-Yebra Alonso	Director	Independent
Ms. Inês Oom de Sousa	Director	Independent
Mr. Javier Alberto Alonso Ruiz-Ojeda (*)	Director	Independent
Mr. José Eduardo Álvarez-Naveiro Sánchez	Secretary (non-member)	
Ms. María Consolación Borrás Retamero	Vice Secretary (non-member)	

(*) Appointed by the Board of Directors on 30 June 2025, pending fit and proper assessment ("FAP") by the ECB

Executive Credit Commission

The information included therein is updated as follows:

Name	Position	Category
Mr. Francisco Botas Ratera	Chairperson	Executive
Mr. Pedro Raúl López Jácome	Member	Other external
Mr. Manuel Víctor López Figueroa	Member	Independent
Mr. José Eduardo Álvarez-Naveiro Sánchez	Secretary (non-Member)	
Mr. José Luis Dorrego Martín-Barbadillo	Deputy Secretary (non-Member)	

Audit and Compliance Commission

The information included therein is updated as follows:

Name	Position	Category
Mr. José García Montalvo	Chairperson	Independent
Ms. Leticia Iglesias Herraiz	Member	Independent
Mr. Pedro Raúl López Jácome	Member	Other external
Mr. Javier Alberto Alonso Ruiz-Ojeda (*)	Member	Independent
Mr. José Eduardo Álvarez-Naveiro Sánchez	Secretary (non-Member)	

(*) Pending FAP by the ECB

Appointments and Sustainability Commission

The information included therein is updated as follows:

Name	Position	Category
Mr. Eduardo Eraña Guerra	Chairperson	Independent
Mr. Pedro Raúl López Jácome	Member	Other external
Mr. Manuel López Figueroa	Member	Independent
Mr. José Eduardo Álvarez-Naveiro Sánchez	Secretary (non-Member)	

Comprehensive Risk Commission

The information included therein is updated as follows:

Name	Position	Category
Ms. Leticia Iglesias Herraiz	Chairperson	Independent
Mr. José García Montalvo	Member	Independent
Ms. Ana Valente da Cunha Barros	Member	Independent
Ms. Rosa María Sánchez-Yebra Alonso	Member	Independent
Ms. Inês Oom de Sousa	Director	Independent
Mr. José Eduardo Álvarez-Naveiro Sánchez	Secretary (non-Member)	

SIGNIFICANT/MATERIAL CHANGE STATEMENT

The section headed "*Significant/Material Change*" of the "*General Information*" section of the Registration Document is deleted and replaced by the following:

"Significant or Material Change

2. Save for the impact that the military conflict between Russia and Ukraine, the military conflict in the Middle East and the policies of the new U.S. government, such as higher tariffs on imports, may have on the global economy in general or the Spanish or Portuguese economies in particular, as disclosed in the 2024 Audited Consolidated Annual Accounts, in the 2025 Consolidated First Semester Interim Financial Statements and in the risk factor headed "*Risks relating to the ABANCA Group— Business and financial risks and macroeconomic risk— Unfavourable global economic conditions and, in particular, unfavourable economic conditions in Spain, in Portugal or in Galicia or any deterioration in the European, Spanish or Portuguese financial system, could have a material adverse effect on the ABANCA Group's business, financial condition and results of operations*", since 31 December 2024 there has been no material adverse change in the prospects of ABANCA.

3. Since 30 June 2025 there has been no significant change in the financial position or in the financial performance of the ABANCA Group."

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

With effect from the date of this Supplement, the information appearing in, or incorporated by reference into, the Base Prospectus shall be amended and/or supplemented in the manner described below.

INFORMATION INCORPORATED BY REFERENCE

Paragraph 1 of the section of the Base Prospectus headed "*Information incorporated by reference*" is deleted and replaced by the following:

"1. The Registration Document of ABANCA approved by the CNMV on 10 June 2025, available at ABANCA's website: (<https://www.abancacorporacionbancaria.com/files/docs/2025-06-10-documento-registro-es.pdf>) as supplemented by the supplement dated 7 August 2025, available at ABANCA's website: <https://www.abancacorporacionbancaria.com/es/inversores/general/#programas-de-emision>."

For the avoidance of doubt, unless specifically incorporated by reference into this Supplement, information contained on any website referred to in this Supplement does not form part of this Supplement and has not been scrutinised or approved by the CNMV.

TERMS AND CONDITIONS OF THE EUROPEAN COVERED BONDS (PREMIUM)

The paragraphs in italics included in Condition 1.(a) is replaced by the following

“On 4 July 2022, the Bank of Spain authorised the covered bond programme of the Issuer for the issuance of Covered Bonds with effect from 8 July 2022, for an amount of €2,990 million and for a term of 3 years. On 30 May 2024, the Bank of Spain authorised the increase of the size of the covered bond programme of the Issuer up to an aggregate amount of €8,200 million. On 26 June 2025 the Bank of Spain authorised the renewal of the term of the authorisation granted on 4 July 2022 for a maximum amount of €8,200 million and a maximum term of 3 years.

Covered Bonds issued under the Programme will form part of the covered bond programme and will be collateralised by the Cover Pool.

The Issuer declares that all statements contained in the Base Prospectus in relation to the Covered Bonds are consistent and do not contradict those contained in the covered bond programme authorised by the Bank of Spain.”

The section headed "*The Covered Bond Programme*" of the "*ADDITIONAL INFORMATION ON THE COVERED BONDS*" section of the Base Prospectus is deleted and replaced by the following:

“The Covered Bond Programme

The issue of Covered Bonds by the Issuer requires the prior authorisation of the Bank of Spain in accordance with Royal Decree-Law 24/2021.

On 4 July 2022, the Bank of Spain authorised the Covered Bond Programme of the Issuer for the issuance of Covered Bonds with effect from 8 July 2022, for an amount of €2,990 million and for a term of 3 years. On 30 May 2024, the Bank of Spain authorised the increase of the size of the Covered Bond Programme of the Issuer up to an aggregate amount of €8,200 million. On 26 June 2025 the Bank of Spain authorised the renewal of the term of the authorisation granted on 4 July 2022 for a maximum amount of €8,200 million and a maximum term of 3 years. The Covered Bonds issued under the Programme will form part of the Covered Bond Programme and will be collateralised by the Cover Pool.

The information contained in this Base Prospectus relating to the issuance of Covered Bonds is compatible and do not contradict the terms of the Covered Bond Programme authorised by the Bank of Spain.”

SIGNATURES

In witness to their knowledge and approval of the contents of this Supplement, it is hereby signed by Mr Juan Luis Vargas-Zúñiga de Mendoza, in his capacity as Chief Investment Officer (*Director General de Mercado de Capitales, Gestión y Distribución*) of the Issuer, and Mr Alberto Manuel de Francisco Guisasola, in his capacity as Chief Financial Officer (*Director General de Finanzas*) of the Issuer, acting under the power of attorney granted by the Board of Directors on 28 April 2025.