



Annual report on directors' remuneration - Bankinter, S.A.

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EXECUTIVE SUMMARY OF REMUNERATION 2022

• **Remuneration of board members 2022**

Bankinter publishes its annual report on directors' remuneration for 2022, a year in which the Group achieved a net profit of 560 million euros, 28% more than in the previous year, and accomplishing, one year ahead, the profit target for 2023, surpassing the results obtained prior to the pandemic and the spin-off of Línea Directa.

Comparison of the remuneration accrued in 2022 and 2021:

In thousands of euros

	Fixed remuneration 2022	Variable remuneration for 2022	TOTAL (2022)	Fixed remuneration for 2021	Variable remuneration for 2021	TOTAL (2021)	Change (%) 2022/2021
Non-executive chairman	997	None	997	970	None	970	2.8%
Chief executive officer	1,175	387	1,575	1,144	348	1,492	5.58%
Vice chairman (*)	698	279	977	-	-	-	-

(*) He was appointed director by the annual general meeting held on 23 March 2022, the same date on which the board of directors appointed him executive vice chairman. The amount received in 2022 is the proportional part of 900,000 euros counting from the date of his appointment.

As shown in this report, **remuneration for Bankinter's board members in their capacity as such**, rose to 1,816,990 euros, a 2.72% higher than in 2021.

The chairman of Bankinter's board, Pedro Guerrero, received in 2022, as remuneration for his duties as director, 244,561 euros, consisting of a fixed remuneration component, as well as a component of attendance fees for attending board and committee meetings, which is a 2.52% more than he received the previous year for the same concepts. Additionally, he received a fixed salary of 748,083 euros for his duties as chairman, a 3% more than he received in 2021. The chairman of the board does not receive variable remuneration of any kind. Pedro Guerrero's remuneration for 2022 adds up to a total of 997,574¹ euros, a **2.8% more** than his remuneration for the previous financial year.

The **chief executive officer**, M^a Dolores Dancausa, received, for her duties as director, 203,801 euros in fixed remuneration and attendance fees, a 3.8% more than in 2021. Additionally, she received a fixed salary of 971,043 euros for her executive duties, a 4% more than in 2021; and 387,331 euros in variable remuneration accrued in 2022, paid in shares (217,000 euros) and cash (170,000 euros). The above items add up to a total of 1,575,566¹ euros, a **5.58% more** than the previous financial year.

¹ Also includes remuneration in kind and other corporate benefits: 5,000 euros to the chairman of the board, 13,000 euros to the chief executive officer, and 3,000 euros to the executive vice chairman.

The **executive vice chairman**, D. Alfonso Botín-Sanz de Sautuola y Naveda, appointed on 23 march 2022, received 174,226 euros for his duties as director, consisting of fixed remuneration plus attendance fees. Additionally, he received a fixed salary of 697,500 euros for his executive duties, as well as 279,326 euros in annual variable remuneration accrued in 2022, paid half in shares and half in cash. The above items add up to 1,154,089¹ euros, with no data from the previous year to compare it with.

- **Alignment of variable remuneration with sustainability indicators:**

Bankinter has incorporated a new indicator into Bankinter Group's risk appetite framework (RAF), **financed emissions, which measures the impact on the decarbonisation of the economy of the financing granted by the Bank to its customers.**

In Bankinter Group, variable remuneration for categories of staff whose professional activities have a material impact on Bankinter's risk profile (referred to as identified staff), including executive directors, is subject to adjustments on the basis of specific RAF indicators as determined by the board of directors on the recommendation of the remuneration committee. These indicators should adequately reflect the most important risks, including environmental, social and governance (ESG) risks. To this end, **the new RAF indicator (financed emissions) has been added to adjust variable remuneration accrued in 2023 by identified staff (including that accrued by executive directors).**

Therefore, in 2023 Bankinter will use a total of six RAF indicators, one more than in the previous year, to adjust variable remuneration accrued, **and will now have two indicators related to environmental and social objectives: Financed emissions and customer NPS.**

RAF indicators may adjust the variable remuneration received by identified staff, because breaches of tolerances and limits of these indicators may result in penalties translated in a reduction of the variable remuneration accrued **up to by 100%.**

- **Regarding the average remuneration received by employees:**

Following the recommendations of the CNMV, and in order to facilitate the comparability of the data with other companies that also prepare an annual report on directors'

remuneration, average employee remuneration has been calculated considering only fixed and variable items².

Data on average remuneration of employees has been compiled as a ratio between remuneration earned by employees (including all fixed and variable items) and the average number of employees.

	2022	Change (%) 2022/2021	2021
Average remuneration of employees	59,842	4.95	57,022

In euros

² (Salaries and bonuses item in the Personnel Expenses caption of the consolidated annual financial statements).

1.- INTRODUCTION

This annual report on directors' remuneration for financial year 2022 (hereinafter, the "Report") was approved by the board of directors at its meeting held on 22 February 2023, on the recommendation of the remuneration committee of Bankinter, S.A. (hereinafter, "Bankinter", or the "Bank") in accordance with the provisions set out by article 541 of the Spanish Companies Act following the content and instructions established in Circular 3/2021 of the Spanish National Securities Market Commission.

Bankinter has chosen to draw up the report in free format, as it has in previous years, including the content required by the regulations, the statistical appendix set out in Circular 3/2021, as well as other relevant information to help understand the remuneration system applied for Bankinter's board members.

This Report aims to provide transparency concerning the remuneration system for directors and to help shareholders understand the remuneration practices in force in the Bank. It also includes information on Bankinter Group's general remuneration policy, as well as on the principles on which Bankinter has based the policy applied in the remuneration of its directors.

The report, together with the statistical data included in section 4, is published as other significant information together with the annual corporate governance report and is included, in a separate section, in the management report of the individual annual accounts of Bankinter and the consolidated annual accounts of Bankinter Group for financial year 2022, and will be submitted to a consultative vote, as a separate item on the agenda, at the annual general meeting of financial year 2023.

2.- DIRECTOR REMUNERATION POLICY

Bankinter's director remuneration policy, in force for years 2022, 2023 and 2024 (hereinafter, the "Director's Remuneration Policy"), was approved by the annual general meeting held on 21 April 2021 for the representatives of 86.475% of the capital. The aforementioned policy, and its implementation in the financial year ending 31 December 2022, is described in this report and is available on the company's corporate website, following this link: [Remuneration | Bankinter Corporate](#).

The remuneration policy is drawn in accordance with the remuneration system set out in the by-laws and takes into account all the requirements provided for in the regulations that apply to Bankinter as a credit institution and listed company, and is aligned with good governance recommendations and best practices.

In accordance with the provisions set out in Article 529 septedecies of the Spanish Companies Act, the current policy sets the **maximum annual remuneration payable to directors in their capacity as such** and, in accordance with Article 529 octodecies, provides a clear description of the remuneration systems applicable to executive directors and, in particular, **indicates the annual fixed remuneration and its variation over the period** to which the policy refers and the different parameters applicable in setting variable remuneration elements, as well as the main terms and conditions of contracts, including a description of the pension plan as well as of any termination payments.

The remuneration structure applied for executive directors corresponds to the model applicable to the rest of the staff, incorporating, as the main elements of remuneration, a fixed annual salary and an annual variable remuneration that has very similar characteristics to those envisaged in Bankinter Group's corporate model of annual variable remuneration.

In defining the policy, alignment has been sought with the general principles that inspire Bankinter Group's general remuneration policy, which includes the identified staff remuneration policy (regulating the remuneration of staff whose activities have a significant impact on Bankinter Group's risk profile (hereinafter "Identified Staff"), among which are the members of the board of directors with executive functions, as well as Bankinter's senior management). The identified staff remuneration policy incorporates rules set out in accordance with the regulations and recommendations applicable to the remuneration system for this group, and, in particular, in accordance with the provisions of Law 10/2014 of 26 June 2014 on the regulation, supervision and solvency of credit institutions (hereinafter "Law 10/2014") and its implementing regulations.

The policy does not foresee temporary exceptions and delegates to the board the power to adjust the number of shares to be awarded to the identified staff as part of deferred variable remuneration when, prior to the effective award date, there is a capital increase through bonus shares and/or shares charged to reserves, or there is a split or contrasplit of outstanding shares or any other corporate transaction of a similar nature or with similar effects.

2.1.- PROCEDURES AND BODIES INVOLVED IN DETERMINING THE REMUNERATION POLICY

Bankinter directors' remuneration policy takes into account the characteristics of the Bank as well as other external factors:

Table 1

Internal factors	External factors
<p>Strategic plan Alignment of the remuneration package with the short and long-term objectives established in the strategic plan 2022-2023.</p> <p>Commitment to sustainability This is an essential element in the remuneration policies of the Group, aiming to contribute to the promotion of actions in matters environmental, social and of good governance (ASG), seeking to make the business strategy of Bankinter Group more sustainable and socially responsible.</p> <p>Prudent risk management Discouraging present and future risk-taking beyond the level tolerated by the Group and taking into account the interests of its stakeholders.</p>	<p>Regulations Strict compliance with the regulatory requirements applicable to it, both as a listed company and as a credit institution.</p> <p>Dialogue with its stakeholders Bankinter engages in an on-going dialogue with its stakeholders, in order to ascertain first-hand their position and criteria with regard to remuneration system and to explain the practices implemented by the Bank. Bankinter takes into account the recommendations it receives from this dialogue.</p> <p>Market practices Considering the practices followed by comparable companies, in terms of both business and talent management.</p> <p>Good governance recommendations Implementing general corporate governance recommendations, both national and international.</p>

2.1.1.- Bodies involved in determining the remuneration policy for directors.

The approval of the remuneration policy applicable to directors is a non-delegable competence of the **annual general meeting**.

Pursuant to Bankinter's by-laws and the rules and regulations of its board of directors, Bankinter's **board of directors** is responsible for setting up a control and supervision system for the remuneration policy. It has a remuneration committee to which it may delegate monitoring and oversight in the implementation of the policy.

The functions of the **remuneration committee** are regulated by article 41 of the rules and regulations of the board of directors. The committee also counts with its own regulation. The purpose of this regulation, created on 22 July 2020 and added to Bankinter Group's internal corporate governance rules, is to promote the remuneration committee's independence and determine the guiding principles and basic rules of its composition, operation and powers, in observance of corporate governance best practices.

The remuneration committee's remit includes the following:

- Submitting the directors' remuneration policy and the individual remuneration of directors to the board of directors for approval, along with the corresponding annual directors' remuneration report (which the board will provide to its shareholders at an annual general meeting for a consultative vote).
- Submitting a proposal to the board of directors on the individual remuneration executive directors and external directors receive for the performance of duties other than those inherent to a director, as well as other terms and conditions of their contracts.
- Proposing the remuneration policy to be applied for senior managers, including managing directors or those who perform senior management duties and report directly to the board, to executive committees or to chief executive officers, as well as their individual remuneration and other basic terms and conditions of their contracts.
- Setting the remuneration of employees who are not considered senior management but who receive significant remuneration (especially variable remuneration), and whose activities may have a significant impact on the Group's risk profile.
- Verifying the compliance with the remuneration policy in general during the financial year as well as enforcing compliance.
- Conducting regular reviews of remuneration programmes; assessing their implementation and effectiveness; and ensuring that the remuneration of directors conforms to standards of moderation and to the Bank's results.
- Ensuring transparency in remuneration as well as its inclusion in the annual report and in any other yearly reports containing information on the remuneration of directors; and, to this end, submitting relevant information to the board.
- Reporting on incentive plans for senior managers or employees that are pegged to the performance of the Bank's listed share price or other variable indices, as well as on remuneration systems for the Bank's management team based on collective insurance systems or deferred remuneration systems, if applicable.

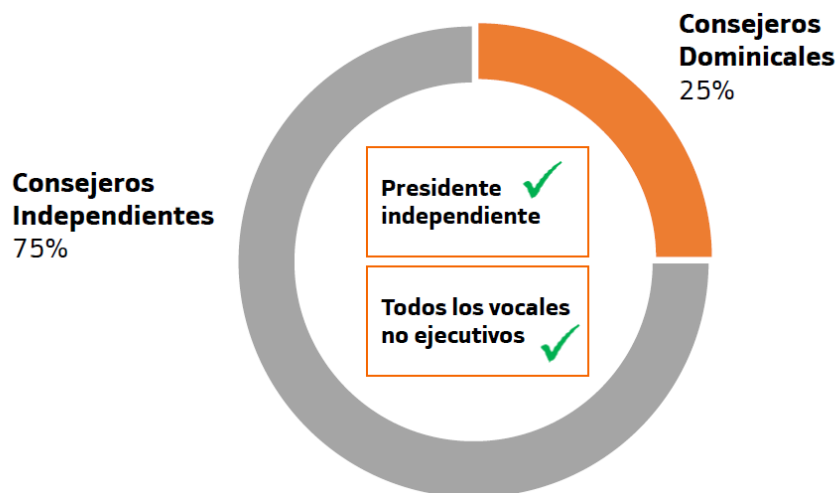
The exercise of the aforementioned duties during financial year 2022 is detailed in **Annexe 1** of this report.

In accordance with the corporate by-laws and the rules and regulations of the board of directors, and its own regulations, the remuneration committees is currently composed of **four directors** appointed by the board of directors, **all of them external and non-executive**,

as required by the Spanish Companies Act, and a majority of them independent directors (75%), including the chairman:

Table 2

Composition of the remuneration committee		
Chairman:	Álvaro Álvarez-Alonso Plaza	Independent external director
Members:	Fernando Masaveu Herrero	External proprietary director
	Teresa Martín-Retortillo Rubio	Independent external director
	Fernando Francés Pons	Independent external director
Secretary Non-voting:	Gloria Calvo Díaz (Secretary of the board)	



Committee members have an indefinite term of office. The board of directors is in charge of approving substitutions in accordance with its rules and regulations.

All the directors possess the appropriate knowledge and profile to perform their duties on the committee, particularly in the areas of banking and/or financial services and management of human resources. They also have gathered enough practical experience in their prior positions. The profiles of the members of the committee can be consulted on the Bank’s website, as well as in the annual corporate governance report, also available on the Bank’s corporate website.

The composition of the remuneration committee, its duties and its role in defining and approving variable remuneration systems comply not only with the provisions set out in

relevant regulations, but also with the main national and international standards of good corporate governance. An internal, central and independent evaluation of the implementation of the remuneration policy is to be carried out once a year, in order to verify whether the remuneration guidelines and procedures adopted by the committee and the board on this matter are being complied with.

In addition to the duties attributed to the remuneration committee, the **risk and compliance committee** has, in relation to the remuneration policy, the duty to collaborate in setting rational remuneration policies and practices (article 42 of Royal Decree 84/2015, implementing LOSS (Law 10/2014, of 26 June, on the organization, supervision and solvency of credit institutions) and the rules and regulations of the board of directors).

At its 20 February 2023 meeting, the risk and compliance committee, without prejudice to the duties of the remuneration committee, verified that the incentives provided for identified staff in the remuneration policy take into consideration risk, capital, liquidity and the likelihood and timing of profit.

At the meeting of the risk and compliance committee held on the same date, the risk control area presented a report on the suitability of the parameters and values proposed as the 2023 variable incentive targets for identified staff. It concluded that they comply with Bankinter's risk appetite level and strike an appropriate balance between the different objectives so as not to encourage actions that might generate excessive risks.

2.1.2.- Comparative study and external advisors.

The rules and regulations of the board and those of the remuneration committee provide that the committee must have access to all the information and documentation necessary for the exercise of its duties, and may seek the assistance of advisers, consultants, experts and other independent professionals.

To attract, keep, and ensure the commitment of the best professionals in pursuing long-term objectives, the remuneration committee and the board rely on the comparative study conducted by the consultancy firm Korn Ferry, where the Bank's remuneration systems are compared with those in comparable markets and institutions, according to the size, characteristics and activities of the Bank, and in the light of certain key indicators of the Spanish market, such as the performance of the GDP and the rate of unemployment and inflation.

The study compares the fixed, variable and total remuneration for various executive posts in Bankinter with those of equivalent posts in similar companies. It considers the potential impact of the Bank's current long-term incentive plan, which does not accrue until two years after its date of approval (2022-2023).

The following criteria have been applied in choosing the market references for the executive directors and senior managers of the Bank: i) a set of companies large enough to provide representative and statistically reliable results; ii) company size comparable to Bankinter: market capitalisation, assets, number of employees, and geographic reach; iii) sectoral scope: the Spanish financial banking sector, and a multi-sectoral sample of senior executives in large Spanish companies.

The market references used in the study have therefore been divided into two main groups of companies:

Table 3

Reference companies									
Spanish financial banking sector¹	Multi-sector market for senior executives in large Spanish companies²								
<table border="0"> <tr> <td>Banco Santander</td> <td>BBVA</td> </tr> <tr> <td>Caixabank</td> <td>Banco Sabadell</td> </tr> <tr> <td>Deutsche Bank</td> <td>Kutxabank</td> </tr> <tr> <td>Banca March</td> <td>Abanca</td> </tr> </table>	Banco Santander	BBVA	Caixabank	Banco Sabadell	Deutsche Bank	Kutxabank	Banca March	Abanca	<p>A total of 58 companies with headquarters and governing bodies in Spain, 36 of them listed groups, 16 family owned, the rest private equity or independently owned.</p>
Banco Santander	BBVA								
Caixabank	Banco Sabadell								
Deutsche Bank	Kutxabank								
Banca March	Abanca								
<p>¹ Areas such as Private Banking/Wealth Management, Consumer Finance or Investment Banking have also been considered, with data drawn from selected market samples, where possible, or from alternative sources.</p> <p>² These areas have been considered complementary because their executive positions are generally permeable across financial areas.</p>									

According to the study carried out by Korn Ferry for Bankinter, the Bank's fixed and variable remuneration can be described, both in absolute terms and in comparison with the market, as moderate and prudent. It can also be described as proportional to the annual profit generated by the Bank, to the remuneration offered annually to shareholders and to the profit retained each financial year to reinforce share capital. The value of the overall compensation package of the Bank's executive directors matches the median of the market reference; at 94% in the case of the CEO, and 82% in that of the executive vice chairman.

The firm E&Y has assisted the remuneration committee and the board of directors, as an independent expert, in adapting Bankinter Group's general remuneration policy to international recommendations.

2.2. REMUNERATION POLICY PRINCIPLES

The remuneration policy applied for Bankinter's directors is based on the same principles as those set out in Bankinter Group's general remuneration policy, aiming to lay out a remuneration system that is fully compatible with the Bank's business strategy, objectives, values and long-term interests, as well as with prudent risk management, both in absolute terms and in comparison with the sector. The Bank's general remuneration policy also describes the Bank's remuneration practices and establishes monitoring and control mechanisms to guarantee, at all times, the stability of the Bank, avoiding to encourage excessive risk-taking behaviour, as well as ensuring that the remuneration system inspires dedication and responsibility in people, attracting, retaining and motivating outstanding professionals.

Accordingly, the remuneration policy applied for Bankinter's directors, as well as for its entire workforce, is governed by the following general principles:

General principles of Bankinter's remuneration policy

Prudent and effective risk management	The policy should be compatible with adequate and effective risk management , and not offer incentives towards assuming risks that exceed the tolerance level set by the Bank in accordance with the risk elements laid out in Bankinter's Risk Appetite Framework including, where appropriate, risk elements in matters of sustainability .
Equal pay	The policy should ensure there is no remuneratory discrimination in terms of gender, age, culture, religion and race.
Alignment with long-term interests	The policy should be compatible with the Bank's business strategy, objectives, values and long-term interest of the Bank, and should include measures to avoid conflicts of interest.
Appropriate balance between fixed and variable components	As a general rule, variable remuneration should not acquire too a significant proportion in relation to fixed remuneration, to avoid excessive risk-taking. The fixed component should therefore represent a sufficiently high proportion of total remuneration to allow a fully flexible policy on variable remuneration, including, in appropriate cases, not paying the variable component of remuneration.
Multiple elements	Remuneration packages must comprise a set of instruments that allows remuneration to be adjusted to both the needs of the company and of its personnel in terms of content (remuneration in cash and in kind), time horizon (short, medium and long term), security (fixed and variable) and purpose.
Internal fairness and external competitiveness	The policy should provide compensation based on the level of responsibility and career path of Bankinter's directors in order to guarantee fairness internally and competitiveness externally.
Supervision and effectiveness	As part of its supervisory duties, the Bank's administrative body will adopt and periodically review the general principles of the directors' remuneration policy and will be responsible for monitoring and guaranteeing its effective and appropriate application.
Flexibility and transparency	Guidelines to managing directors' remuneration will include mechanisms for handling exceptional situations in view of any needs that may arise. These guidelines should be explicit and understood by Bankinter's directors and prioritise transparency in compensation.
Simplicity and customisation	These guidelines for the management of remuneration should be written clearly and concisely, with the utmost simplicity in their descriptions and in their methods of calculation and conditions.

The following are aspects of remuneration system designed to contribute to long-term sustainability of the Bank:

With a view to ensuring Bankinter's long-term sustainability, the remuneration of the categories of staff whose professional activities have a material impact on Bankinter's risk profile (identified staff), including board members with executive duties, reflects current and future risks. To this end, variable remuneration systems count with deferral, malus and clawback clauses, and set appropriate ratios between fixed and variable remuneration, avoiding incentives towards excessive risk-taking. As shown in the table below, Bankinter Group's remuneration policy sets a series of additional **requirements and adjustments on the variable remuneration** of said identified staff, whose activities have a material impact on the risk profile of the Bank (among which are board members with executive duties), thus avoiding potential conflicts of interest:

Table 5

Variable remuneration

Bankinter adopts remuneration practices that are sound.

- **Linking remuneration to the results of the Bank** (*pay for performance*): total amounts should be based on an assessment of an individual's performance considering both financial and non-financial criteria, the business unit's performance, and the Bank's overall performance.
- **It takes into account current and future** risks, adjusting for them if necessary, as well as the costs of capital and liquidity required.
- **Incentives take the longer term into account:** Performance assessment is placed in a multi-year context to guarantee that the assessment process covers long-term performance and that the effective payment of performance-based remuneration components is scaled over a period of time that considers the Bank's underlying economic cycle and business risks.
- **The deferred portion of variable remuneration is only paid, or accrues, if it is sustainable** according to the Bank's overall financial situation and if it is justified by the performance of the individual, their business unit, and that of the Bank.
- **Targets are always set primarily with reference to meeting the Bank's overall pre-tax profit target** and, where appropriate, the specific targets of each business area, and only partly, and not always, to meeting individual targets.
- **Adjustment of variable remuneration to sustainability indicators:** Variable remuneration calculated according to the above indicators is adjusted by risk appetite framework indicators according to metrics that adequately reflect the most significant risks, including ESG risks. These indicators may reduce the accrued variable remuneration to zero, but never increase it.
- **There are rigorous and independent controls in place for departments working extensively in financial markets.** This is to ensure adequate risk management at all times and compliance with the lending standards the board of directors sets every year.
- **Control areas** have no variable remuneration linked to achievement of objectives by the departments they oversee.
- **Payment of variable remuneration in shares** of the Bank
- Total variable remuneration is reduced considerably when the Bank obtains poor or negative financial results, taking into account both current remuneration and reductions in payments of amounts previously accrued, where applicable, **through arrangements to reduce remuneration (malus) or recover remuneration already paid (clawback).**

Bankinter avoids remuneration practices that are unaligned with the interests of its shareholders.

- **It does not limit the Bank's ability to reinforce its capital base.**
- **It is not paid by means of instruments or methods that facilitate non-compliance with planning and disciplinary regulations.**
- **There are no golden parachute clauses nor guaranteed bonuses.**
- **Guaranteed variable remuneration** is incompatible with sound risk management practices and with the principle of rewarding performance, and **will not be part of any potential remuneration plans.**

2.3.- DESCRIPTION OF THE COMPONENTS IN THE REMUNERATION OF BOARD MEMBERS

<p style="text-align: center;">Remuneration of board members for supervisory functions</p> <ul style="list-style-type: none"> • No variable remuneration • Commission for attending board and committee meetings 	<p style="text-align: center;">Remuneration of external chairman</p> <ul style="list-style-type: none"> • Receives fixed remuneration for performing non-executive institutional duties • No variable remuneration • No Pension agreement 	<p style="text-align: center;">Remuneration of board members for executive functions</p> <ul style="list-style-type: none"> • Fixed remuneration reflecting professional experience and responsibility • Variable remuneration aligns executive director remuneration with long-term interests of company and its stakeholders
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2.3.1.- Remuneration system for directors in their capacity as such

<p style="text-align: center;">Remuneration of board members for supervisory functions</p> <ul style="list-style-type: none"> • No variable remuneration • Commission for attending board and committee meetings

The remuneration accrued by board members for their supervisory and collective decision-making duties consists of an annual fixed amount and does not include variable components. This remuneration is not subject to the achievement of objectives or linked to performance, in compliance with corporate governance recommendations.

According to the corporate by-laws and the rules and regulations of the board of directors, directors are entitled to receive remuneration for their appointment as board members. The annual maximum amount for all directors is determined at the annual general meeting and may be paid in the form of: i) a fixed annual amount; ii) attendance fees; iii) delivery of shares, share options or any other remuneration pegged to the value of shares.

In accordance with articles 217 and 529 septdecies of the Spanish Companies Act, the annual general meeting approved, as part of the current director remuneration policy, **a maximum amount of annual remuneration for directors, as members of the board, of €2,200,000.** This limitation is currently applicable, and will remain in force for as long

as the policy is in force, provided no modification is approved by the annual general meeting.

The specific amounts accrued by each director for the items mentioned above are set annually by the board of directors considering the positions held by each on the board, their attendance to meetings, and their committee memberships. In this respect, and within the limit set at the annual general meeting, the board of directors determined the use of the following items and amounts for financial years 2022 and 2023:

Table 6

Description	Payment	Charge	Amount (in euros)		Variation 2023 vs 2022		
			2023	2022			
Fixed amount (ANNUAL) As a member of the board	Monthly payment in cash The amount will vary depending on the responsibilities or functions exercised within the board or its committees.	Chairman of the board	203,974	195,190	4.5%		
		Executive director	179,976	172,226			
		Other board members	101,987	97,595			
		Committee chairman <i>(additional amount to that corresponding to any of the above positions)</i>	17,998	17,223			
Attendance fees for attending board and committee meetings (PER SESSION)	In cash and only when a meeting of the relevant body has been held and to which the director has attended. Fees are not received for attendance in proxy.		per session	per session	4.5%		
			Board	Committee		Board	Committee
		Chairman	2,400	1,800		2,296	1,722
		Member	1,800	1,200		1,722	1,148
Delivery of shares, share options or remuneration linked to the value of shares:	This concept is not currently used.						

For 2023, the above amounts have been increased by 4.5% with respect to those established for 2022, a percentage equal to the general raise applied to the Bankinter Group's employees.

In the event of death, the amounts already accrued and receivable by directors are passed on to their heirs or beneficiaries. In the event of incapacity preventing a director from performing their duties, all rights to any outstanding but accrued amounts shall also be recognised.

Directors removed from office for any reason other than those indicated in the previous paragraph will be entitled to the proportional share of their fixed remuneration corresponding to the number of days they were in office.

2.3.2.- Remuneration system for the non-executive chairman

Remuneration of external chairman

- Receives fixed remuneration for performing non-executive institutional duties
- No variable remuneration
- No Pension agreement

Since 2013, the non-executive chairman of the board of directors has discharged additional non-executive institutional duties (described in the annual corporate governance report) as chairman of the collective decision-making body, and compensated for them in accordance with the previous point.

The non-executive chairman shall only receive fixed remuneration and no variable remuneration for these duties, for the same reasons as noted in the previous point in the case of non-executive directors.

The board of directors has approved the following annual fixed remuneration for the non-executive chairman, in accordance with corporate by-laws and the rules and regulations of the board of directors, and after considering the recommendation of the remuneration committee, as well as the duties assigned and other objective circumstances:

Table 7

Non-executive chairman	Fixed remuneration 2023	Change % 2023 vs. 2022	Fixed remuneration 2022	Change % 2022 vs. 2021	Fixed remuneration for 2021	Change % 2021 vs. 2020	Fixed remuneration 2020
	781,747 euros per year	4.5%	748,083 euros per year	3%	726,294 euros per year	0%	726,294 euros per year

This amount has been adjusted, for 2023, in the same percentage (4.5%) as every directors' remuneration and as the general increase applicable to all Bankinter Group's employees.

The chairman is also the beneficiary of a health insurance policy taken out by the Bank on his behalf, understood as **remuneration in kind**, as well as of other benefits applicable to other employees. The amounts paid during financial year 2022 are disclosed in section 3 of this report.

The chairman **is not a beneficiary of the pension plan.**

2.3.3.- Remuneration system for executive directors

Remuneration of board members for executive functions

- Fixed remuneration reflecting professional experience and responsibility
- Variable remuneration aligns executive director remuneration with long-term interests of company and its stakeholders

Bankinter's board of directors **has two executive directors**:

Table 8

Name of executive director	Position on the board	Duties
Alfonso Botín-Sanz de Sautuola y Naveda	Executive vice chairman	<ul style="list-style-type: none"> ▪ Preside over the executive committee; ▪ Exercise the delegated executive duties attributed by the corporate by-laws and the rules and regulations of the board of directors; and ▪ The position also holds duties directly related to the management of the Bank's risks and interest rate (ALCO portfolio). ▪ Corporate and business development, and strategy ▪ Investment banking
María Dolores Dancausa Treviño	Chief executive officer	Ordinary management of the business with the highest executive duties, as well as with the powers delegated by the board of directors, except those that cannot be delegated by law, the Bank's by-laws or the rules and regulations of the board of directors.

For the exercise of their executive powers and within the framework of the commercial management contracts that bind them to the Bank, executive directors receive annual fixed and variable remuneration based on the fulfilment of previously established objectives, in line with the principles described in point 2.2. of this report. Executive directors are also entitled to participate in the long-term variable remuneration systems that the Bank may decide to implement at any time.

Table 9

Fixed remuneration			Variable remuneration	
Fixed salary	Remuneration in kind	pension plan ^(*)	Annual	multi-year

^(*) Only applicable to the chief executive officer. The rights derived from this system do not vest at the time of termination of the contractual relationship with the Bank. They only vest when one of the contingencies specifically provided for in the policy and in the regulations of the pension plan of Bankinter's senior management occurs, namely: retirement, death or disability. Payment is not associated with termination for any reason. As of today there are therefore no vested rights.

Bankinter's remuneration policy makes a clear distinction between criteria used for determining:

1. Basic fixed remuneration, which primarily reflects professional experience and organisational responsibility; and
2. Variable remuneration, which reflects sustainable and risk-adjusted performance, and rewards the creation of value through the achievement of the objectives contemplated in the Group's strategic plans.

The variable remuneration system established by the Bank is in line with the principles governing national and EU regulations. The variable remuneration of executive directors is in line with the variable remuneration model applicable to the rest of the Group's employees.

It is an incentive that accrues annually, reflecting performance as measured through the fulfilment of certain objectives set to assess the results obtained in a financial year in relation to a series of indicators that take into account the Group's strategic priorities. Variable remuneration must be compatible with and promote adequate and effective risk management, and not offer incentives towards assuming risks that exceed the levels tolerated by the Bank.

It must also follow good governance recommendations. Bankinter may agree to implement multi-year remuneration systems to:

- Improve the value of Bankinter and the price of its shares.
- Place performance evaluation within a multi-year framework to ensure that the evaluation process is based on long-term performance, and that the actual payment of performance-based remuneration components is spread over a period that takes into account the Bank's underlying business cycles and business risks.
- Keep talent. Any multi-year variable remuneration system that Bankinter implements will aim to allow individuals who take part in them to receive -- after a certain period of time and once certain objectives disclosed for this purposes have been met -- an amount in cash or in kind (e.g., Bankinter shares) indexed to fixed remuneration.

Bankinter has set appropriate and duly balanced ratios between the fixed and variable components of remuneration for identified staff in general, and for executive directors in particular, with the fixed component constituting a sufficiently elevated portion of total remuneration.

The board of directors, on the recommendation of the remuneration committee, and within the limits established in the remuneration policy approved by the annual general meeting, determines annually the ratio of annual variable remuneration against fixed remuneration to be received by executive directors.

The board of directors, on the proposal of the remuneration committee, has set the annual variable remuneration ratio for financial year 2023 (in a scenario of 100% compliance with objectives) at 35% of the fixed remuneration received for executive duties (not including social benefits and pension plans), thus keeping this percentage unchanged over recent years.

As indicated above, there may also be multi-year incentive plans. If this is the case, the total variable remuneration ratio (annual and multi-year) is calculated by annualising the potential accrual of multi-year incentives.





The following rules apply to variable components of remuneration in credit institutions, according to pertinent regulations:


1. The variable component may not exceed 100% of the fixed component of an individual's total remuneration.
2. Nevertheless, the Bank's annual general meeting may approve a higher ratio, provided that it does not exceed 200% of the fixed component.

2.3.3.1.- Fixed remuneration of executive directors

Description of the remuneration components received by executive directors for their executive duties

Table 10

FIXED REMUNERATION		Payment frequency	Executive vice chairman	Chief executive officer
Fixed salary	Fixed remuneration is set according to the level of responsibility of the position in question, as well as the experience, performance and skills of the individual that holds it. Remuneration levels are aligned with the Bank's values, with greater weight attached to teamwork than individual work, in line with the Bank's culture. In determining remuneration levels, Bankinter applies the principle of market analysis, and requests remuneration studies for the sector in order to acquire comparative market references. These references provide information on the salary ranges for each position as well as other internal criteria (see section 2.1.2).	monthly		
Remuneration in kind	Executive directors may be beneficiaries of health insurance policies taken out by the Bank, car leasing and other benefits applicable to other employees.	monthly		

<p>pension plan</p>	<p>Bankinter has no pension obligations or commitments with any member of the board of directors, with the exception of the CEO.</p> <p>The annual general meeting held 22 march 2018 approved, upon proposal of Bankinter's board of directors, a complementary pension plan for executive directors and the management committee (henceforth, "2018 plan"), that is compatible with the Bank's business strategy, objectives, values and long-term interests, providing for mechanisms that allow the Bank's contributions to be adjusted in line with results and circumstances. For the chief executive officer, managing directors and similar staff, 15% is considered an adequate pension benefit, subject to the regime applicable to them.</p> <p>The main characteristics of the pension plan currently in force are:</p> <ul style="list-style-type: none"> • A system of yearly contributions complementary to an initial single contribution. Until 2018, the CEO of Bankinter, S.A. had a pension plan consisting of a single contribution of 600,000 euros covering the usual retirement, death and disability contingencies. This single contribution had been made in 2005 when she was chief executive officer of Bankinter's subsidiary Línea Directa Aseguradora, S.A., and remained unchanged when she was appointed chief executive officer of Bankinter, S.A. in 2010. • Deadline for the start of contributions: Five years from the initial contribution. Given that the CEO was appointed to her current position in 2010, by the time the plan was approved in 2018, a significantly longer period had elapsed since the last contribution than that foreseen in the plan, so the contributions began in that same financial year, 2018. • Annual contribution (%): 60% fixed remuneration This percentage has been calculated taking into account, on the one hand, the time elapsed since the first and only contribution in 2010 which, in fact, had been made by Línea Directa Aseguradora in 2005 and has remained unchanged, resulting in a lag with respect to her peers; and, on the other hand, the time remaining until she reaches her retirement age. • The annual contributions made are not vested, nor are they vested at the time of termination of the contractual relationship with the Bank. They only vest when one of the contingencies specifically provided for in the policy and in the rules and regulations of the pension plans of Bankinter's senior management occur, namely: retirement, death or disability. • Contributions cease, in any case, upon reaching retirement age. <p>In view of the above, the CEO's pension scheme is extraordinarily prudent since, with the 60% annual contribution started in 2018, the result, at the time of vesting, is a coverage equivalent to 31.5% of her fixed salary, which not only does not respect best practice but is considerably below both her comparables and the result that would have occurred if contributions had been made at a lower percentage, as is the general practice, since the time of her appointment in 2010, as reflected in the table below:</p> <table border="1" data-bbox="358 997 1848 1316"> <thead> <tr> <th>First annual contribution</th> <th>Percentage of yearly contribution</th> <th>Coverage percentage at the time of vesting</th> <th></th> </tr> </thead> <tbody> <tr> <td>2018</td> <td>40</td> <td>24.5</td> <td>An annual contribution of 40% from 2018 would result in a coverage of 24.5% at the time of retirement, far from the desired coverage rate.</td> </tr> <tr> <td>2018</td> <td>60</td> <td>31.5</td> <td>Coverage under the current plan</td> </tr> <tr> <td>2010 Year of initial appointment</td> <td>40</td> <td>40</td> <td>If the contribution had been 40% from the date of her appointment as CEO, the coverage percentage at the time of her retirement would be 40% (8% more than the current result).</td> </tr> <tr> <td>2010 Year of initial appointment</td> <td>55</td> <td>51</td> <td>If the contribution had been 55% per year from the date of her appointment as general director, the coverage percentage at the time of her retirement would be 51%, which would be more in line with market references and practices.</td> </tr> </tbody> </table>	First annual contribution	Percentage of yearly contribution	Coverage percentage at the time of vesting		2018	40	24.5	An annual contribution of 40% from 2018 would result in a coverage of 24.5% at the time of retirement, far from the desired coverage rate.	2018	60	31.5	Coverage under the current plan	2010 Year of initial appointment	40	40	If the contribution had been 40% from the date of her appointment as CEO, the coverage percentage at the time of her retirement would be 40% (8% more than the current result).	2010 Year of initial appointment	55	51	If the contribution had been 55% per year from the date of her appointment as general director, the coverage percentage at the time of her retirement would be 51%, which would be more in line with market references and practices.	<p>Yearly</p>	<p>-</p>	
First annual contribution	Percentage of yearly contribution	Coverage percentage at the time of vesting																						
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- **Fixed remuneration for the year 2023 and its development:**

The evolution of the **fixed salary** of executive directors is shown in the following tables. Said fixed salary has been adjusted in a 4.5% for 2023 (equivalent to the general increase applied to the entire Bankinter workforce), to account for the current economic climate, as well as for people's dedication and performance. As shown in the aforementioned study on comparative remuneration, the raise keeps with a significant difference between Bankinter's fixed salaries and their market references:

Table 11

Executive vice chairman	Salary Fixed 2023	Change % 2023 vs. 2022	Salary Fixed 2022^(*)
	940,500 euros per year	4.5%	900,000 euros per year

(*) He was appointed director by the annual general meeting held on 23 March 2022, the same date on which the board of directors appointed him executive vice chairman. The amount received for 2022 is proportional to the time elapsed since his appointment.

Table 12





Chief executive officer	Fixed salary 2023	Change % 2023 vs. 2022	Fixed salary 2022	Change % 2022 vs. 2021	Fixed salary 2021	Change % 2021 vs. 2020	Fixed salary 2020
	1,014,740 euros per year	4.5%	971,043 euros per year	4%	933,695 euros per year	0%	933,695 euros per year

Section 3 of this report includes the amount paid in 2022, as well as the accumulated amount resulting from contributions to the pension plan and other benefits accrued to the chief executive officer.

As stated above, the executive vice chairman is not a beneficiary of any of these.

2.3.3.2.- Variable remuneration of executive directors

Table 13

VARIABLE REMUNERATION Rewarding the value created in achieving the targets set by the Group's strategic plans.		Payment frequency	Executive vice chairman	Chief executive officer
Annual variable remuneration	<p>Bankinter does not set specific variable remuneration systems for executive directors, applying to their case the same incentive system as the rest of the identified staff</p> <p>The aim is to incentivise and channel efforts towards the targets set by the Bank. And, in order to ensure alignment between remuneration levels and the results obtained by the Bank, remuneration is tied to global objectives while also encouraging sound and effective risk management and avoiding the creation of incentives towards excessive risk-taking by individuals. Individual apportionment is based on assigned roles and responsibilities.</p>	Annual		
Multi-year variable remuneration <i>(LTI 2022-2023)</i>	<p>Executive directors participate in a long-term variable remuneration system together with other managerial and key staff of Bankinter Group.</p> <p>Achieving maximum motivation, loyalty and alignment with the Bank's strategic plan for the 2022-2023 period by conveying a long-term vision of the Bank in order to generate a culture of sustainability.</p> <p>The current plan does not have the usual three-year scope, but a two-year scope. This is because the Bank's strategic objective for 2023 is achieving the profit after tax obtained in 2019, before the spin-off of its subsidiary, Línea Directa Aseguradora (LDA): The PAT for 2019 was 550 million euros and the target aims to underline the resilience and sustainability of Bankinter's business model after the spin-off.</p> <p><u>Other conditions for the collection of the long term variable remuneration for 2022-2023:</u></p> <ul style="list-style-type: none"> To encourage a spirit of collaboration, loyalty and service towards Bankinter Group, an essential condition for accessing payment of incentives accrued is to be registered with the Social Security in Bankinter Group on the date of award (i.e. at the time the amount of incentive accrued is determined). In the event of termination of employment or business relationship with Bankinter Group for any reason (i.e. dismissal, voluntary severance, termination, death, permanent disability, retirement, early retirement, etc.) and prior to the first date the incentive is paid, the right to receive the Incentive is automatically revoked without the need for any notice. Not having lost the level of duties or responsibilities held by the individual at the date of approval of the plan. No incidents derived from audit results, according to the criteria established in the regulations of the 2022-2023 multi-year plan approved by the board of directors, on the recommendation of the remuneration committee, and no sanctions received from the criminal prevention and professional ethics committee. <p>This plan, with its particular purpose, is complementary to the other variable remuneration plans currently in existence.</p>	Biennial		

- **Alignment of variable remuneration with sustainability indicators:**

It should be noted that variable remuneration for the identified staff, including executive directors, is determined by applying very demanding indicators, which are fully aligned with the Bank's risk profile, and which are essential for sustainability of the entity in the long term.

To this end, variable remuneration is calculated in three phases:

- **Stage one:** The fulfilment of yearly and multi-year targets is assessed based on the indicators set for each case.
- **Stage two:** Variable remuneration calculated based on the above indicators is adjusted by risk appetite framework (hereinafter, RAF) indicators aligned with metrics that adequately reflect the most significant risks, including ESG risks.

These indicators may reduce the accrued variable remuneration to zero, but never increase it.

Bankinter has added a new indicator to its RAF that measures the impact on the decarbonisation of the economy of the financing granted by the Bank to its customers, following the same approval criteria that it applies to the rest of its indicators. The new indicator has been added in response to investor and stakeholder expectations and is to be applied in financial year 2023. In order to adjust the variable remuneration accrued in 2023, Bankinter will use six RAF indicators, one more than in the previous year, and will now have two indicators related to environmental and social objectives: **Financed emissions and customer NPS.**

Each indicator has a defined target, tolerance and limit approved by the board of directors, on the recommendation of the risk and compliance committee. Each indicator is measured quarterly (meaning that each indicator is measured four times a year). Failure to comply with the tolerance and limit levels will result in a penalty being applied to the accrued variable remuneration, and may even adjust it to zero.

The RAF indicators involved in the adjustment of variable remuneration are described below:

Indicator levels in the RAF	Indicator	Associated risk	Calculation of the adjustments to be made to variable remuneration, accrued in stage one, due to non-compliance with the limits or tolerance levels set by the board in the RAF indicators.																																		
<p>Level I</p> <p>It includes indicators on the Bank's main risks, as well as indicators that directly affect profitability, capital and liquidity.</p>	<p>CET1 ratio This is the ratio of core capital to risk-weighted assets (RWAs).</p> <hr/> <p>Liquidity buffer + issue capacity It is composed of two concepts of liquidity:</p> <ul style="list-style-type: none"> - The liquidity buffer, measuring the cash balance, the central bank account, the interbank and discountable assets, and - the bond issuing capacity. <hr/> <p>Sensitivity of net interest income It measures the exposure of net interest income to an adverse movement in the interest rate curve.</p> <hr/> <p>Problem assets (%) It measures the weight of credit risk exposures with rising default probabilities.</p>	<p>Capital adequacy</p> <hr/> <p>Liquidity</p> <hr/> <p>Interest rate</p> <hr/> <p>Credit</p>	<p>Examples in interpreting the table:</p> <div style="display: flex; align-items: flex-start;"> <div style="margin-right: 20px;"> <p>If one limit but no tolerances are breached, variable remuneration from stage one is adjusted to 85%.</p> <p>If two tolerances of said indicators are breached, variable remuneration resulting from stage one is adjusted to 90%.</p> <p>If two tolerances and one limit are breached, variable remuneration resulting from stage one is adjusted to 0%.</p> </div> <table border="1" style="border-collapse: collapse; text-align: center;"> <thead> <tr> <th colspan="2"></th> <th colspan="2">Non-compliance Limits</th> <th rowspan="2">Adjustment (%) applied to variable remuneration accrued in stage one</th> </tr> <tr> <th colspan="2"></th> <th>0</th> <th>1</th> </tr> </thead> <tbody> <tr> <td>0</td> <td>Non-compliance Tolerance</td> <td>100</td> <td>85</td> <td rowspan="5"></td> </tr> <tr> <td>1</td> <td></td> <td>95</td> <td>70</td> </tr> <tr> <td>2</td> <td></td> <td>90</td> <td>0</td> </tr> <tr> <td>3</td> <td></td> <td>80</td> <td>0</td> </tr> <tr> <td>4</td> <td></td> <td>70</td> <td>0</td> </tr> <tr> <td>5</td> <td></td> <td>0</td> <td>0</td> </tr> </tbody> </table> <p style="font-size: small;">If two or more limits are breached, variable remuneration is adjusted to 0%, with no amount accruing even if stage one indicators have been complied with.</p> </div>			Non-compliance Limits		Adjustment (%) applied to variable remuneration accrued in stage one			0	1	0	Non-compliance Tolerance	100	85		1		95	70	2		90	0	3		80	0	4		70	0	5		0	0
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5		0	0																																		
<p>Level II</p> <p>At this level we find indicators that expand on or disaggregate the information provided by Level I indicators, as well as indicators that do not have a direct impact on the aforementioned aspects.</p>	<p>NPS (Net Promoter Score) of the Bank's customers according to quality surveys. Measures customers' inclination to recommend the Bank.</p> <hr/> <p>Emissions financed (equivalent tonnes per million financed) (*) It measures the tonnes of direct CO2 equivalent emissions per million euros financed.</p>	<p>Reputational</p> <hr/> <p>Environmental</p>	<p>Examples in interpreting the table:</p> <div style="display: flex; align-items: flex-start;"> <div style="margin-right: 20px;"> <p>If two limits but no tolerances are breached, variable remuneration accrued in stage one is adjusted to 85%.</p> <p>If four tolerances of said indicators are breached, variable remuneration accrued in stage one is adjusted to 90%.</p> <p>If four tolerances and two limits are breached, variable remuneration accrued in stage one is adjusted to 0%.</p> </div> <table border="1" style="border-collapse: collapse; text-align: center;"> <thead> <tr> <th colspan="2"></th> <th colspan="2">Under Limits (*)</th> <th rowspan="2">Adjustment (%) applied to variable remuneration accrued in stage one</th> </tr> <tr> <th colspan="2"></th> <th>0</th> <th>1</th> </tr> </thead> <tbody> <tr> <td>0</td> <td>Under Tolerance (*)</td> <td>100</td> <td>85</td> <td rowspan="5"></td> </tr> <tr> <td>1</td> <td></td> <td>95</td> <td>70</td> </tr> <tr> <td>2</td> <td></td> <td>90</td> <td>0</td> </tr> <tr> <td>3</td> <td></td> <td>80</td> <td>0</td> </tr> <tr> <td>4</td> <td></td> <td>70</td> <td>0</td> </tr> <tr> <td>5</td> <td></td> <td>0</td> <td>0</td> </tr> </tbody> </table> <p style="font-size: small;">If four or more limits are breached, variable remuneration is adjusted to 0%, with no amount accruing even if stage one indicators have been complied with.</p> </div> <p style="font-size: x-small; margin-top: 10px;">(*) Tolerances and limits for level II indicators impact 50% of those for level I RAF indicators.</p>			Under Limits (*)		Adjustment (%) applied to variable remuneration accrued in stage one			0	1	0	Under Tolerance (*)	100	85		1		95	70	2		90	0	3		80	0	4		70	0	5		0	0
		Under Limits (*)		Adjustment (%) applied to variable remuneration accrued in stage one																																	
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5		0	0																																		

(*) Applicable to variable remuneration accrued in 2023

- **Stage three:** Variable remuneration is adjusted by the RoE TTC.

The three stages apply to both annual variable remuneration and multi-year variable remuneration. Stages two and three involve ex-ante adjustments.

The design of the variable remuneration system for directors fully responds to Bankinter's accredited commitment to long-term sustainability in all areas, a commitment that translates into the use of robust, long-lasting indicators, controlled and verified by the control areas of the entity, as well as by the supervisor and external auditors. And, as part of this design, and in relation to specific social and environmental objectives, the RAF incorporates the NPS of customers and, from 2023, financed emissions, which are then translated into variable remuneration.

- **Characteristics of variable remuneration for 2023**

The specific characteristics and objectives of the variable remuneration awarded to executive directors, both annual and multi-year, are described below, as well as the characteristics of the ex ante adjustment of the variable remuneration accrued, in accordance with RAF indicators:

Table 15

	Variable remuneration frequency	Indicator	What does it measure?	Weight	Achievement rate (%)	Incentive accrual (%)	Impact on the total variable remuneration accrued									
Stage one	Annual	Pre-tax profit (PTP) of the banking business in Spain, Portugal and Ireland (including EVO)	Appropriate risk management and its link to medium and long-term management	40%	90% ≤ x ≤ 100% 100% < x ≤ 120%	80% ≤ x ≤ 100% 100% < x ≤ 120% linear	0 to 120%									
		Pre-provision operating margin of banking business in Spain, Portugal and Ireland (including EVO)	Sustainability of the business in the medium and long term and alignment with the Bank's risk policy	60%	90% ≤ x ≤ 100% 100% < x ≤ 120%	80% ≤ x ≤ 100% 100% < x ≤ 120% linear										
	Multi-year	Group RoE <i>Measured on two dates:</i> 31 December 2022 31 December 2023	Ability to generate value for its shareholders	100% (50% each year)	<table border="1"> <thead> <tr> <th>Group RoE (%)</th> </tr> </thead> <tbody> <tr> <td>X > midpoint of the Peer Group</td> </tr> <tr> <td>X < midpoint of the Peer Group</td> </tr> </tbody> </table>	Group RoE (%)	X > midpoint of the Peer Group	X < midpoint of the Peer Group	<table border="1"> <thead> <tr> <th>% of incentive accrued at 31 December 2022</th> <th>% of incentive accrued at 31 December 2023</th> </tr> </thead> <tbody> <tr> <td>100% of 1/2 of the target incentive</td> <td>100% of 1/2 of the target incentive</td> </tr> <tr> <td>0%</td> <td>0%</td> </tr> </tbody> </table>	% of incentive accrued at 31 December 2022	% of incentive accrued at 31 December 2023	100% of 1/2 of the target incentive	100% of 1/2 of the target incentive	0%	0%	0 to 120%
		Group RoE (%)														
X > midpoint of the Peer Group																
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% of incentive accrued at 31 December 2022	% of incentive accrued at 31 December 2023															
100% of 1/2 of the target incentive	100% of 1/2 of the target incentive															
0%	0%															
Profit after tax (PAT) as at 31 December 2023	Appropriate risk management and its link to medium and long-term management	100%	<table border="1"> <thead> <tr> <th>PAT of Bankinter Group (data in millions of euros)</th> <th>Incentive achieved (%)</th> </tr> </thead> <tbody> <tr> <td>PAT < 440.0</td> <td>0%</td> </tr> <tr> <td>440.0 ≤ PAT < 550.0</td> <td>80% ≤ X < 100%</td> </tr> <tr> <td>550.0 ≤ PAT < 575.0</td> <td>100% ≤ X < 120%</td> </tr> <tr> <td>PAT ≥ 575.0</td> <td>X = 120%</td> </tr> </tbody> </table>	PAT of Bankinter Group (data in millions of euros)	Incentive achieved (%)	PAT < 440.0	0%	440.0 ≤ PAT < 550.0	80% ≤ X < 100%	550.0 ≤ PAT < 575.0	100% ≤ X < 120%	PAT ≥ 575.0	X = 120%			
PAT of Bankinter Group (data in millions of euros)	Incentive achieved (%)															
PAT < 440.0	0%															
440.0 ≤ PAT < 550.0	80% ≤ X < 100%															
550.0 ≤ PAT < 575.0	100% ≤ X < 120%															
PAT ≥ 575.0	X = 120%															
Stage two	Annual and multi-year (ex-ante adjustment)	CET1 ratio	Capital adequacy	100%	See detailed description of the adjustment of variable remuneration to these RAF indicators in the previous section.		0 to 100%									
		Liquidity buffer + issue capacity	Liquidity	100%												
		Sensitivity of net interest income	Interest rate	100%												
		Problem assets (%)	Credit	100%												
		NPS - Total Bank customers according to quality surveys	Reputational	100%												
		Financed emissions (*)	Environmental	100%												
(*) Applicable to variable remuneration accrued in 2023																
Stage three (ex-ante adjustment)	Annual and multi-year	RoE TTC (through the cycle) , return on invested capital.	Takes the long-term structural outlook and targets into account	100%	<table border="1"> <tbody> <tr> <td>RoE TTC < 6%</td> <td>0%</td> </tr> <tr> <td>6% ≤ RoE TTC ≤ 7%</td> <td>50%</td> </tr> <tr> <td>RoE TTC > 7%</td> <td>100%</td> </tr> </tbody> </table>	RoE TTC < 6%	0%	6% ≤ RoE TTC ≤ 7%	50%	RoE TTC > 7%	100%	0 to 100%				
RoE TTC < 6%	0%															
6% ≤ RoE TTC ≤ 7%	50%															
RoE TTC > 7%	100%															

- **The following are the clauses to which the variable remuneration of executive directors is currently subject to:**

Accrued variable remuneration is subject to the following clauses:

Table 16

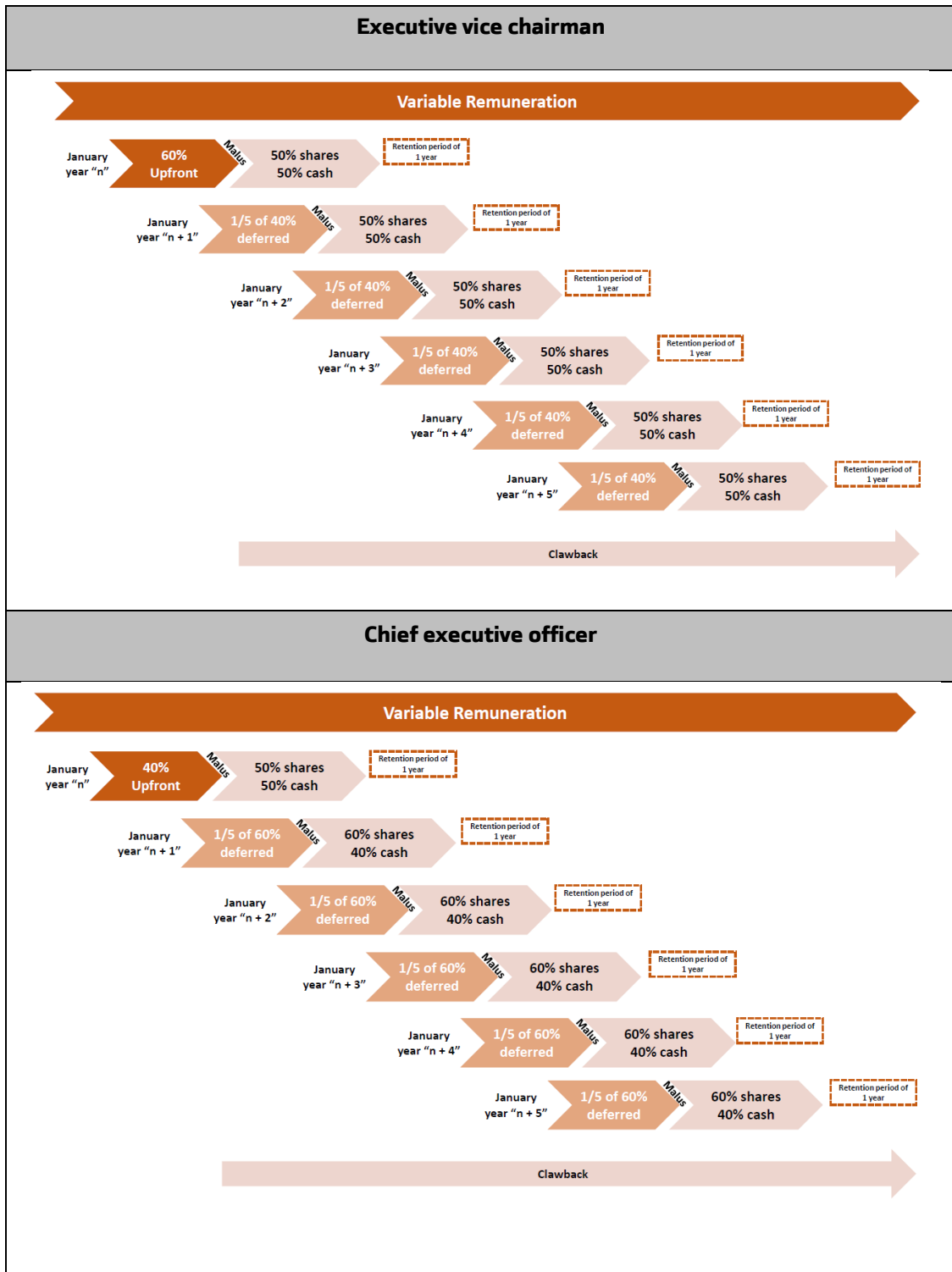
Clauses to which variable remuneration is subject to.					
Deferral	Payment in shares				
A substantial part will be deferred for a period of 5 years.	A substantial part will be paid in Bankinter shares. (at least 50% of the deferred portion and 50% of the non-deferred portion)				
	<table border="1"> <thead> <tr> <th>Prohibition of hedging transactions</th> <th>Share retention period</th> </tr> </thead> <tbody> <tr> <td>Neither on shares pending delivery nor shares already delivered</td> <td>1 year from each delivery</td> </tr> </tbody> </table>	Prohibition of hedging transactions	Share retention period	Neither on shares pending delivery nor shares already delivered	1 year from each delivery
Prohibition of hedging transactions	Share retention period				
Neither on shares pending delivery nor shares already delivered	1 year from each delivery				
Ex-post adjustments					
Reduction (malus) and return (clawback) clauses are applicable to 100% of the accrued amount					

In accordance with Law 10/2014 of 26 June on the regulation, supervision and solvency of credit institutions, the variable remuneration (deferred and non-deferred) of members of the identified staff (which includes executive directors) is only to be paid or vested if it is sustainable in light of the financial situation of the institution as a whole, and if it is justified on the basis of the results obtained by the institution, the business unit and the individual concerned.

The malus or clawback clauses are explicit ex post risk adjustment mechanisms by means of which Bankinter adjusts the remuneration of members of the identified staff.

The Bank has a remuneration return policy and a procedure for the application of reduction clauses applicable to the identified staff, defining the cases in which such clauses may be applied, including the following: i) evidence of misconduct or serious error by a member of the identified staff; ii) if Bankinter's and/or the business unit's financial results subsequently to payment suffer a significant decline; iii) if Bankinter and/or the business unit in which the member of the identified staff works commits a material risk management failure; iv) significant increases in the regulatory or economic capital base of the business unit or Bankinter; v) regulatory sanctions, to which the conduct of the member of the identified staff has contributed.

The deferral and payment in shares clauses to which the variable remuneration of executive directors is currently subject are shown in the following charts:



- **Annual variable remuneration amount for executive directors in 2023 and its development:**

As indicated above and as in previous years, the amount of annual variable remuneration that each of the executive directors could receive for the fulfilment of their executive duties in a scenario of 100% compliance with the objectives established by the Bank for the year 2023, would represent 35 percent of the fixed remuneration they receive for their executive functions:

Table 17

	Variable remuneration 2023 ⁽¹⁾	Variable remuneration 2022 ⁽²⁾	Variable remuneration 2021 ⁽³⁾
Executive vice chairman (*)	329,175 euros per year	279,326 euros per year	-
Chief executive officer	355,159 euros per year	387,331 euros per year	348,442 euros per year

(*) He was appointed director by the annual general meeting held on 23 March 2022, the same date on which the board of directors appointed him executive vice chairman. The amount to be received for 2022 is to be proportional to the time elapsed from his appointment.

- (1) Estimated amount for a percentage of achievement of 100% of the targets to which variable remuneration for 2023 is linked (35% of the fixed remuneration for meeting 100% of the targets set for the year).
- (2) Accrued amount based on a percentage of accrual of the incentive of 133.87%, as explained in this report: (35% of the fixed remuneration for meeting 100% of the targets set for the year)
- (3) Accrued amount based on an accrued incentive percentage of 106.62% (35% of the fixed remuneration for financial year 2021 for meeting 100% of the targets set for the year)

- **Target amount of multi-year variable remuneration for executive directors:**

On a recommendation by the remuneration committee, the board of directors approved a long-term incentive plan for 2022-2023 applicable to executive directors, in accordance with the directors' remuneration policy, to be submitted to a vote at the 2021 annual general meeting.

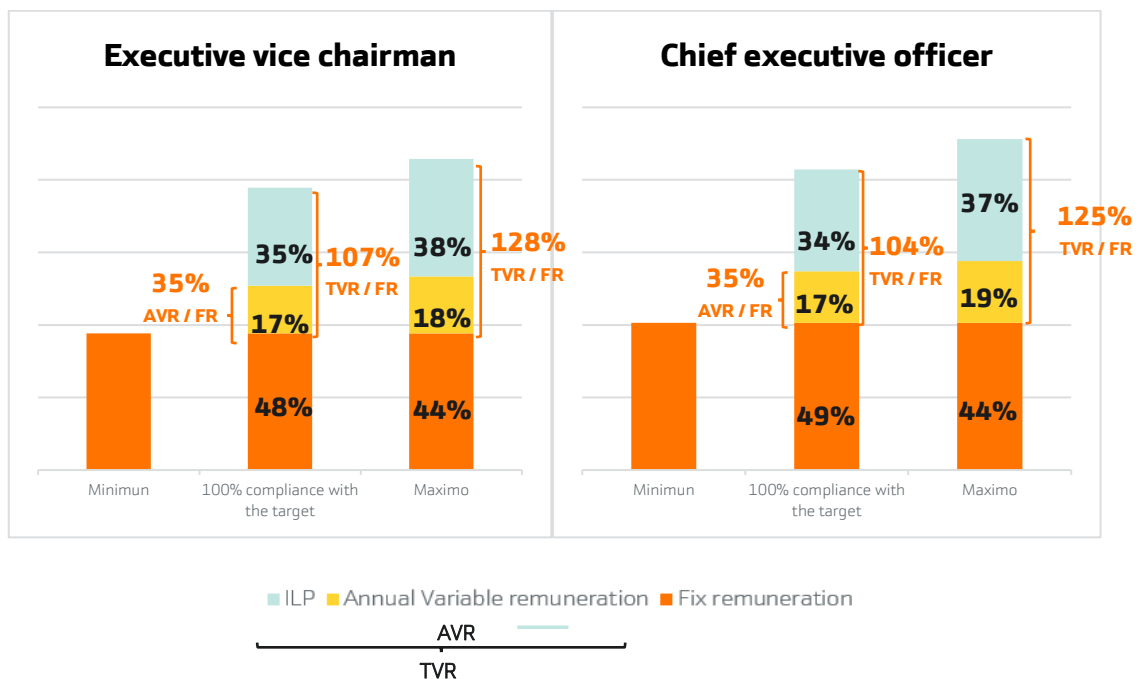
The target amount is one and a half annuities of the annual gross fixed salary as of 31 December 2021 set for the plan participant. In the case of the executive vice

chairman, the reference is the annual gross fixed salary set at the time of his appointment on 23 March 2022.

Remuneration in kind, company benefits and any other type of variable remuneration received by the beneficiary are expressly excluded from the calculation of the target incentive.

- **Proportion of total variable remuneration over fixed remuneration in the year 2023:**

The level of total remuneration is shown here together with the remuneration mix according to the achievement of objectives, from minimum to maximum, where the maximum amount is assumed to accrue from a percentage of achievement of 120% of the annual and multi-year annualised variable remuneration objectives. This takes into account the variable remuneration currently applicable to executive directors (variable remuneration for 2023 and for the long-term incentive plan 2022-2023):



2.3.4.- Remuneration as board members in other companies of Bankinter Group

Non-executive directors may receive attendance fees for attending board meetings of other group companies, subject to approval by the corresponding administrative bodies. Details of the above-mentioned fees and the amounts received in the last financial year are provided in section 3 of this report.

2.3.5.- Terms in contracts

The chairman holds a services contract with the Bank, while the executive vice chairman and the chief executive officer hold administration contracts. These contracts bind the directors by virtue of the organic relationship deriving from the functions, executive or otherwise, that they carry out, and include all the main and ancillary conditions and characteristics of their respective relationships with the Bank.

No significant modifications were made to the contracts of the non-executive chairman of the board and the chief executive officer in 2022.

As explained in the annual corporate governance report, Law 5/2021 of 12 April, amending the consolidated text of the Spanish Companies Act, as enacted by Royal Decree 1/2010 of 2 July, and other financial regulations regarding the encouragement of long-term shareholder engagement at listed companies, amended section 1 of article 529 bis of the consolidated text of the Spanish Companies Act to state that directors of listed companies must be natural persons. The term of office of the proprietary director of Bankinter, CARTIVAL, S.A., expired in 2022, and since this legal entity could not be re-elected as director of Bankinter for the reasons stated above, the annual general meeting held on 23 March 2022 approved the appointment of Alfonso Botín-Sanz de Sautuola y Naveda as a new proprietary director (Alfonso Botín-Sanz de Sautuola y Naveda had been representing CARTIVAL, S.A. in the board of directors of Bankinter, S.A. up to that date). On the same date, Bankinter's board of directors appointed him executive vice chairman.

Alfonso Botín-Sanz de Sautuola y Naveda signed an administration contract with the company on 23 March 2022, and the contract entered into with CARTIVAL, S.A. was terminated on the same date.

The conditions of the contracts of the non-executive chairman and executive directors are described below:

Terms and conditions of the contracts of the non-executive chairman and the executive directors

Exclusivity and non-competition	Executive directors may not enter into business or service agreements with any other companies or entities without express authorisation from the board of directors. A non-competition clause is in place at all times with respect to similar companies and activities to those of Bankinter and its consolidated group.
Adherence to Bankinter Group's code of professional ethics and internal code of conduct in securities markets.	The obligation to observe Bankinter Group's code of professional ethics and the internal code of conduct in securities markets.
Confidentiality and return of documents	A strict duty of confidentiality is established for the duration of the relationship and also after its termination, at which time documents and objects related to the Bank's activity and in the possession of the executive director must be returned to the Bank.
Duration, notice periods and severance payments for contract termination	<p>The contract is in full force as of the date on which an executive director is appointed and remains fully valid as long as the director is in office with executive powers. If an executive director tenders their resignation for any reason, written notice must be given three months in advance in the case of the chief executive officer, and 15 days in advance in the case of the executive vice chairman. The Bank reserves the right to discount from a director's settlement any amount corresponding to their failure to comply with the notice period, unless otherwise arranged by the board.</p> <p>The following section sets forth the compensation, if any, provided for in the aforementioned contracts, only applicable to the contract of the chief executive officer.</p>
Survival clauses	<p>Bankinter has no golden parachute clauses in the service provision contract of the non-executive chairman or in that of the executive vice chairman, nor clauses linking the accrual of economic rights to situations of change of control in the Bank (clauses that are common in this type of contract in large companies). There are also no severance or post-contractual non-competition clauses in these contracts, nor pension commitments.</p> <p>The chief executive officer undertakes a post-contractual non-competition commitment for a period of 18 months from the date of termination of the contract, undertaking not to perform work activities or provide professional services, on her own account or on the account of others, that concur with those of the Bank or entities of its Group -- this clause is only applicable to the contract of the chief executive officer. Compensation for the non-competition clause consists of a sum equal to 50% of the last total annual fixed remuneration approved by the board of directors, which will be paid once the 18-month period has elapsed.</p>

2.3.6.- Agreed severance in the event of termination of duties as director

In the case of the chairman and the other non-executive directors, no severance has been set for the event of termination for any reason.

The severance payments for the executive directors set out in the agreement signed with Bankinter apply solely to cases similar to those defined in the workers' statutes for ordinary employment relations. Furthermore, they have a severance limit that may not, under any circumstances, exceed the limit provided in labour regulations for all Bankinter employees.

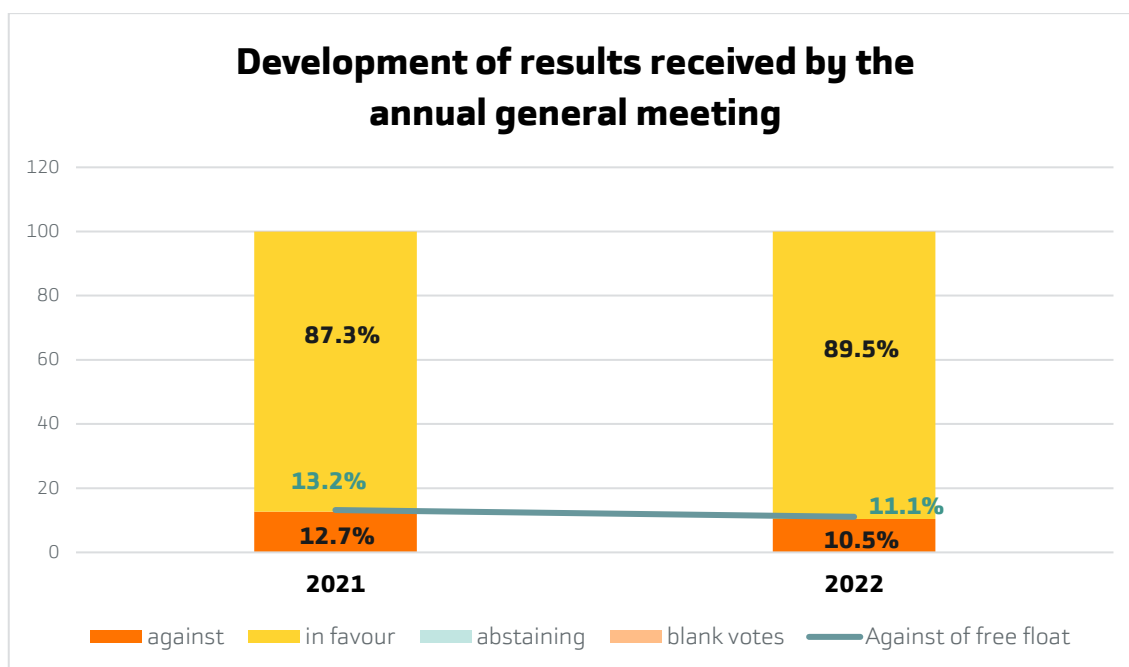
Any necessary severance payments will be based on earnings obtained over time and will not reward losses or wrongful conduct. They will be subject to the general remuneration policy of Bankinter Group. Moreover, any portion exceeding the legal severance amount will be subject to the remuneration policy for identified staff and, in particular, to deferral, malus and clawback clauses in accordance with current regulations.

There is no right to receive severance payments relating to changes of ownership in the Bank.

2.4.- INFORMATION ON THE APPROVAL OF DIRECTORS' REMUNERATION POLICY FOR FINANCIAL YEARS 2022, 2023 and 2024 AND THE DIRECTORS' REMUNERATION REPORT BY THE ANNUAL GENERAL MEETING HELD IN 2022

As mentioned above, the annual general meeting held on 21 April 2021 approved the directors' remuneration policy for financial years 2022, 2023 and 2024, which is currently in force. At the annual general meeting held on 23 March 2022, the annual directors' remuneration report for 2021 was submitted to a consultative vote.

The graph below shows the developments in the annual general meeting's advisory vote on the annual directors' remuneration report in recent years:



Bankinter's shareholders have repeatedly shown a very significant percentage of support for the remuneration issues raised by the board of directors, on the recommendation of the remuneration committee. The last of the annual directors' remuneration reports submitted for approval was that of financial year 2021 and it was supported by 89.51% of the votes cast at the 2022 annual general meeting. The votes against this report represented 10.46% of the shareholders who exercised their vote and 11.1% of the free float (which in Bankinter represents 71.5% of the capital, composed of shareholders with less than 5% of the capital each). Both percentages have improved compared to the previous year.

Bankinter maintains an ongoing dialogue with its most important institutional investors and proxy advisors in order to gain first-hand knowledge of their views on remuneration, among other matters, and to explain the practices implemented by the Bank.

The remuneration committee monitors the voting data on the report and reviews the comments and recommendations received seeking to improve the percentage of votes in favour of the report each year. To this end, the Bank has chosen free format and increased transparency in the decisions and objectives adopted in this area, and, from the financial year 2023, a new ESG metric to be added to the RAF, deepening the link between variable remuneration and the Bank's sustainability objectives.

3.- IMPLEMENTATION OF THE DIRECTORS' REMUNERATION POLICY FOR FINANCIAL YEAR 2022

3.1.- DEGREE OF COMPLIANCE WITH THE OBJECTIVES LINKED TO VARIABLE REMUNERATION AND THE PERCENTAGE OF ACCRUAL OF THE ANNUAL VARIABLE REMUNERATION OF EXECUTIVE DIRECTORS

- **Annual variable remuneration accrued in 2022**

Below you can see the degree of achievement of the objectives linked to annual variable remuneration in the year 2022; the amounts accrued; and the form of payment once the deferral and payment in shares clauses have been applied.

Table 19

	Indicator	Weighting in this stage	Achievement rate (%)	Incentive accrual (%)	Degree of achievement per phase of total variable remuneration (%)	Percentage of final accrual of annual variable remuneration
Stage one	Pre-tax profit (PTP) of the banking business in Spain, Portugal and Ireland (including EVO)	40%	118.94%	118.94%	113.97%	113.97%
	Pre-provision operating margin of banking business in Spain, Portugal and Ireland (including EVO)	60%	110.65%	110.65%		
Stage two	CET1 ratio	100%	In the 20 measurements (equivalent to 4 quarters) of the five previous RAF indicators, there have been neither breaches of tolerances nor breaches of limits.	100%		
	Liquidity buffer + issue capacity					
	Sensitivity of net interest income					
	NPS - Total Bank customers according to quality surveys					
	Problem assets (%)					
Stage three	RoE TTC (through the cycle) , return on invested capital.	100%	On 31 December 2022 the RoE TTC is above 7% (tolerance), , meeting the set target by 100%.	100%		

The table below shows the amounts accrued as annual variable remuneration for the executive directors in 2022, as well as the form of payment after applying the deferral and payment in shares clauses:

Beneficiary	Year of payment	Non-deferred	Deferred					total
		2023	2024	2025	2026	2027	2028	
Annual variable remuneration accrued (%)		60% (50% in euros / 50% in shares)	40% (50% in euros / 50% in shares)					
Vice chairman (CARTIVAL, S.A.)(*)	In cash (€)	17,058	2,274	2,274	2,274	2,274	2,274	28,428
	Shares ¹ (**)	2,587	344	344	344	344	344	4,307
Vice chairman (Alfonso Botín- Sanz de Sautuola y Naveda)(*)	In cash (€)	83,798	11,173	11,173	11,173	11,173	11,173	139,663
	Shares ¹ (**)	12,710	1,694	1,694	1,694	1,694	1,694	21,180

Table 20

(*) As indicated in section 2.3.5 above, due to the expiry of the term of office of CARTIVAL as director in 2022, and because a legal entity cannot be re-elected as a director of Bankinter, the appointment of Alfonso Botín-Sanz de Sautuola y Naveda as proprietary director was proposed and approved on 23 March 2022 (Mr Botín-Sanz de Sautuola y Naveda was until that date the representative of CARTIVAL on the board of directors of Bankinter, S.A.).

(**) To be approved by the annual general meeting

¹ In calculating the number of said Bankinter shares, for both deferred and non-deferred remuneration, the reference share price is taken to be 6.5928 euros per share, which is the average quoted price of a Bankinter share at the close of trading in the period between 2 January and 20 January 2023, both inclusive.

Beneficiary	Year of payment	Non-deferred	Deferred					total
		2023	2024	2025	2026	2027	2028	
Annual variable remuneration accrued (%)		40% (50% in euros / 50% in shares)	60% (40% in euros / 60% in shares)					
Chief executive officer	In cash (€)	77,466	18,592	18,592	18,592	18,592	18,592	170,425
	Shares ¹ (*)	11,750	4,230	4,230	4,230	4,230	4,230	32,900

Table 21

(*) To be approved by the annual general meeting

¹ In calculating the number of said Bankinter shares, for both deferred and non-deferred remuneration, the reference share price is taken to be 6.5928 euros per share, which is the average quoted price of a Bankinter share at the close of trading in the period between 2 January and 20 January 2023, both inclusive.

The shares will be delivered net of taxes and in accordance with the schedule provided previously.

- **Multi-year variable remuneration (multi-year incentive plan 2022-2023)**

The 2022-2023 multi-year incentive plan is currently in force. Executive directors are beneficiaries of this plan, and its characteristics are described in this report.

One of the indicators used in this plan is the Group's RoE - the stated objective is to have the indicator score above the average of its comparison group when measured at 31

December of each year. The 2022 comparison group comprises: Banco Santander, BBVA, CaixaBank, Unicaja Banco, Sabadell and Bankinter.

The Group's RoE on 31 December 2022 reportedly scored above the average of the comparison group.

3.2.- INDIVIDUAL REMUNERATION ACCRUED (VESTED AND UNVESTED) BY BOARD MEMBERS IN 2022

The amounts of total individual remuneration accrued by board members during financial year 2022 are provided below (accrual understood here as the period during which the performance and achievement of directors is measured in light of the qualitative and quantitative objectives set for them for the purpose of determining their remuneration), **regardless of whether the remuneration accrued in 2022 has been vested**. Variable remuneration is only vested once the the potential enforcement (in subsequent years) of the clauses that may totally or partially reduce it (the "malus" clauses) has been verified:

In euros

Table 22

Individual remuneration ACCRUED by board members in 2022											
Director	Remuneration in Bankinter							Remuneration in other companies of the Group	Total remuneration accrued in 2022 (vested and unvested)	Total remuneration accrued in 2021 (vested and unvested)	Difference in accrued remuneration between 2021 and 2022 (vested and unvested)
	Fixed remuneration		Attendance fees	Executive duties							
				Fixed remuneration		Annual variable remuneration	Multi-year variable remuneration				
				Fixed salary	Remuneration in kind						
Pedro Guerrero Guerrero	195,190	748,083 (for additional duties)	49,371	-	4,930	-	-	-	997,574	970,275	2.8%
Alfonso Botín-Sanz de Sautuola y Naveda (1)	146,670		27,556	697,500	3,037	279,326 ⁽⁵⁾	-	-	1,154,089	0	0
María Dolores Dancausa Treviño	172,226		31,575	971,043	13,391	387,331 ⁽⁵⁾	-	-	1,575,566	1,492,295	5.58%
Fernando Masaveu Herrero	97,595		31,575	-	-	-	-	-	129,170	127,079	1.65%
Marcelino Botín-Sanz de Sautuola y Naveda	97,595		23,538	-	-	-	-	-	121,133	114,817	5.50%
María Teresa Pulido Mendoza	97,595		17,223	-	-	-	-	-	114,818	113,145	1.48%
Teresa Marín-Retortillo Rubio (2)	114,818		40,760	-	-	-	-	44,000	199,578	218,876	-8.82%
María Luisa Jordá Castro	114,818		43,056	-	-	-	-	-	157,874	154,948	1.89%
Álvaro Álvarez-Alonso Plaza	114,818		53,390	-	-	-	-	-	168,208	165,538	1.61%
Fernando José Francés Pons	97,595		51,094	-	-	-	-	-	148,689	129,866	14.49%
Cristina García-Peri Álvarez (3)	114,818		31,001	-	-	-	-	28,800	174,619	130,061	34.26%
Former directors (1)	42,779		10,334	145,049	-	56,861 ⁽⁴⁾	-	-	255,021	1,068,868	-76.14%

- (1) As indicated in section 2.3.5 above, due to the expiry of the term of office of CARTIVAL as director in 2022, and because a legal entity cannot be re-elected as a director of Bankinter, the appointment of Alfonso Botín-Sanz de Sautuola y Naveda as proprietary director was proposed and approved on 23 March 2022 (Mr Botín-Sanz de Sautuola y Naveda was until that date the representative of CARTIVAL on the board of directors of Bankinter, S.A.).
- (2) Teresa Martín-Retortillo Rubio is a member of the board of directors of EVO Banco, a subsidiary of Bankinter, as well as a member of some of its supervisory committees. In 2022, she received 20,000 euros and 24,000 euros, respectively, in fees for attending EVO Banco's board and committee meetings.
- (3) Cristina García-Peri Álvarez was a member of the board of directors of EVO Banco, a Bankinter subsidiary, as well as a member of several of its supervisory committees, until July 6, 2022. During 2022, she received as attendance fees for attending board and committee meetings of EVO Banco the amounts of 12,000 and 16,800 euros, respectively.
- (4) Total variable remuneration accrued in 2022 will be paid according to the schedule established in section 2.3.3.2. Variable remuneration is deemed vested once it has been verified that the "malus" clauses are not applicable, thus the participant acquires the unconditional right to receive the resulting variable remuneration, regardless of the method or term stipulated for the payment of such remuneration or the deferral, withholding or clawback clauses on remuneration already paid ("clawback").

3.3.- FURTHER INFORMATION

- **Delivery of cash sums and delivery of shares to executive directors in 2022 for variable remuneration accrued in previous years:**

Moreover, in 2022, the executive directors received the cash sums and shares relating to the deferred variable remuneration accrued in 2018, 2019 and 2020, the immediate (not deferred) annual variable remuneration accrued in 2021, and the deferred part of the multi-year remuneration accrued in 2018, in accordance with the resolutions approved by the annual general meetings held in 2019 and 2022.

Details of the cash sums delivered in 2022:

Table 23

(In euros)	Cash sum corresponding to the annual variable remuneration accrued in 2018 (2)	Cash sum corresponding to the annual variable remuneration accrued in 2019 (3)	Cash sum corresponding to the annual variable remuneration accrued in 2020 (4)	Cash sum corresponding to the annual variable remuneration accrued in 2021 (5)	Cash sum corresponding to the multi-year variable remuneration accrued in 2018 (2)	Total
CARTIVAL, S.A. (1)	8,264.08	8,514.72	2,376.39	69,149.68	58,859.89	147,164.76
María Dolores Dancausa Treviño	14,250.90	15,015.23	4,310.82	69,688.33	95,081.36	198,346.64
(1) Term ended on 23 March 2022						

Details of the amounts for shares delivered in 2022:

Table 24

	Delivery of shares corresponding to the annual variable remuneration accrued in 2018		Delivery of shares corresponding to the annual variable remuneration accrued in 2019		Delivery of shares corresponding to the annual variable remuneration accrued in 2020		Delivery of shares corresponding to the annual variable remuneration accrued in 2021		Delivery of shares corresponding to the multi-year variable remuneration accrued in 2018	
	Unit price assigned to a share ¹	In shares ⁵	Unit price assigned to a share ²	In shares ⁵	Unit price assigned to a share ³	In shares ⁵	Unit price assigned to a share ⁴	In shares ⁵	Unit price assigned to a share ¹	In shares ⁵
CARTIVAL, S.A. (*)	7.022	1,509	6.44708	1,694	4.8014	634	4.9125	14,076	7.022	10,760
María Dolores Dancausa Treviño	7.022	2,539	6.44708	2,914	4.8014	1,122	4.9125	9,220	7.022	16,947

(*) Term ended on 23 March 2022

1 Average quoted price of the Bankinter share at market close for each trading session held between 2 January and 20 January 2019. Price per share at time of delivery: 5.156 euros per share (annual variable remuneration 2018) and 5.042 euros per share (multi-year variable remuneration 2018).

2 Average quoted price of the Bankinter share at market close for each trading session held between 2 January and 20 January 2020. Price per share at time of delivery: 5.156 euros per share.

3 Average quoted price of the Bankinter share at market close for each trading session held between 2 January and 20 January 2021. Price per share at time of delivery: 5.156 euros per share.

4 Average quoted price of the Bankinter share at market close for each trading session held between 2 January and 20 January 2022. Price per share at time of delivery: 5.252 euros per share.

5 Number of shares delivered net of the related tax. For shares corresponding to variable remuneration from years prior to 2021, the original number of shares to be delivered needs to be adjusted in the manner approved by Bankinter's board of directors in order to mitigate the impact of Línea Directa Aseguradora, S.A., going public on the price of the share. This means the delivery of 1.28379 shares for each share pending delivery.

The amounts previously detailed (cash and shares) have been vested once the risk and compliance committee has verified that the "malus" clauses (which may totally or partially reduce the accrued remuneration) are not applicable, thereby granting the participant the unconditional right to receive the indicated amounts, notwithstanding the clawback clauses (recovery of remuneration paid).

- **Other remuneration:**


No remuneration has accrued to Bankinter directors for services provided other than those inherent to their posts, nor for services at a third-party company.

- **Remuneration in the form of advances, loans and guarantees:**

The members of Bankinter's board of directors have received no sum of any kind as compensation in the form of advances, credits, loans from the Bank or guarantees extended on their behalf.

Bankinter's directors hold risk positions that are not significant in quantitative or qualitative terms, all of them in the ordinary course of the Bank's business and under market conditions, i.e. by virtue of contracts whose conditions are standardised and applied en masse and habitually to the rest of the Bank's customers.

Regarding asset transactions requested by members of the board and their related parties, Bankinter's board of directors approved, at its meeting on 22 April 2015, *the Procedure for*



approving transactions with key personnel of Bankinter Group and their related-parties, last updated on 23 November 2022. The document is aligned with Bankinter Group's *Policy on related-party transactions*, approved by the board of directors in July 2021. The policy is also aligned with the principles and criteria set out in the Policy for the prevention of conflicts of interest of senior management, also approved by the board of directors.

This policy sets the internal procedures for approving asset transactions by key personnel (including the members of Bankinter's board of directors) and their related parties, prior or not to the request for authorisation from the competent supervisory authority as and as provided for in Law 10/2014, of 26 June, on the management, supervision and solvency of credit institutions, and its implementing regulations, and is in accordance with the provisions of the Spanish Companies Act as amended by Law 5/2021, of 12 April, regarding the regulation of related-party transactions, applicable to listed companies.

4.- STATISTICAL DATA ON REMUNERATION REQUIRED BY THE CNMV

STATISTICS ANNEXE TO THE ANNUAL REPORT ON THE REMUNERATION OF DIRECTORS OF LISTED COMPANIES

B.- OVERALL SUMMARY OF THE IMPLEMENTATION OF THE REMUNERATION POLICY IN THE PREVIOUS YEAR

B.4 Report on the result of the consultative vote of the general meeting on the annual report on remuneration for the previous year, indicating the number of abstentions and negative, blank and affirmative votes cast, where applicable:

Table 25

	Number	Percentage (%) of total
Votes cast	680,955,737	75.76

	Number	Percentage (%) of votes cast
Votes against	71,229,558	10.460
Votes in favour	609,509,897	89.508
Blank votes	21,142	0.003
Abstentions	195,140	0.029

C.- DETAIL OF THE INDIVIDUAL REMUNERATION CORRESPONDING TO EACH DIRECTOR

Table 26

Name	Type	Accrual period financial year 2022
Pedro Guerrero Guerrero	External non-executive chairman	From 1 January 2022 to 31 December 2022
CARTIVAL, S.A.	Executive vice chairman	From 1 January 2022 to 23 March 2022
Alfonso Botín-Sanz de Sautuola y Naveda	Executive vice chairman	From 23 March 2022 to 31 December 2022
María Dolores Dancausa Treviño	Chief executive officer	From 1 January 2022 to 31 December 2022
Marcelino Botín-Sanz de Sautuola y Naveda	External proprietary director	From 1 January 2022 to 31 December 2022
Fernando María Masaveu Herrero	External proprietary director	From 1 January 2022 to 31 December 2022
María Teresa Pulido Mendoza	Independent external director	From 1 January 2022 to 31 December 2022
Teresa Martín-Retortillo Rubio	Independent external director	From 1 January 2022 to 31 December 2022
Álvaro Álvarez-Alonso Plaza	Independent external director	From 1 January 2022 to 31 December 2022
María Luisa Jordá Castro	Independent external director	From 1 January 2022 to 31 December 2022
Fernando José Francés Pons	Independent external director	From 1 January 2022 to 31 December 2022
Cristina García-Peri Álvarez	Independent external director	From 1 January 2022 to 31 December 2022

C.1 Complete the following tables regarding the individual remuneration of each director (including remuneration for the fulfilment of executive duties) accrued during the financial year.

a) Remuneration of the company that is the subject of this report:

i) Accrued remuneration in cash (in thousands of euros).

Provided below is the **individual remuneration actually accrued** by board members during financial year 2022 (i.e. once it has been verified that the malus clauses are not applicable, at which time the participant acquires the unconditional right to receive the resulting variable remuneration, notwithstanding the method or term of payment stipulated, or the deferral, withholding or clawback clauses on remuneration already paid).

ACCRUED AND VESTED REMUNERATION IN CASH for 2022 by board members.									Table 27 In thousands of euros	
Name	Fixed remuneration	Attendance fees	Remuneration for membership to board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Termination benefits	Other	Total for financial year 2022	Total for financial year 2021
Pedro Guerrero Guerrero	943	49		-	-	-	-	5	997	970
Alfonso Botín-Sanz de Sautuola y Naveda (1)	147	28		698	-	-	-	3	876	-
María Dolores Dancausa Treviño	172	32		971	103	95	-	13	1,386	1,310
Fernando Masaveu Herrero	98	32		-	-	-	-	-	130	127
Marcelino Botín-Sanz de Sautuola y Naveda	98	24		-	-	-	-	-	122	115
María Teresa Pulido Mendoza	98	17		-	-	-	-	-	115	113
Teresa Marín-Retortillo Rubio	115	41		-	-	-	-	-	156	153
María Luisa Jordá Castro	115	43		-	-	-	-	-	158	154
Álvaro Álvarez-Alonso Plaza	115	53		-	-	-	-	-	168	165
Fernando José Francés Pons	98	51		-	-	-	-	-	149	130
Cristina García-Peri Álvarez (2)	115	31		-	-	-	-	-	146	92
Former directors (3)	43	10		145	88	59	-	-	345	946

- (1) As indicated in section 2.3.5 above, due to the expiry of the term of office of CARTIVAL as director in 2022, and because a legal entity cannot be re-elected as a director of Bankinter, the appointment of Alfonso Botín-Sanz de Sautuola y Naveda as proprietary director was proposed and approved on 23 March 2022 (Mr Botín-Sanz de Sautuola y Naveda was until that date the representative of CARTIVAL on the board of directors of Bankinter, S.A.).
- (2) Cristina García-Peri Álvarez was appointed board member (independent external director) by the annual general meeting held on 21 April 2021.
- (3) Remuneration paid is included: (i) in 2021 to Rafael Mateu de Ros Cerezo, who ended his term of office as a director of Bankinter on 21 April 2021 and was not proposed for re-election by the board of directors because he had lost his status as an external independent director after more than 12 years as such; and (ii) in 2021 and 2022 to director CARTIVAL (legal entity), who ceased to be a director of Bankinter on 23 March 2022, as described in note (1) to this table.

ii) Table of transactions for share-based remuneration plans and gross profits from consolidated shares or financial instruments

Table 28

Name	Name of plan	Financial instruments at the start of financial year 2022		Financial instruments delivered in financial year 2022		Financial instruments vested in the financial year				Expired and unused instruments	Financial instruments at the end of financial year 2022	
		Number of instruments A	Number of equivalent shares	Number of instruments B	Number of equivalent shares	Number of instruments C	Number of equivalent/vested shares	Price of the vested share (in euros)	Gross profit from vested financial instruments or shares (in thousands of euros)	Number of instruments D	Number of instruments = A+B -C-D	Number of equivalent shares
CARTIVAL, S.A.	Annual variable remuneration accrued in 2018	4,527	4,527			1,509	1,509	5.156	8		3,018	3,018
	Multi-year variable remuneration accrued in 2018	32,280	32,280			10,760	10,760	5.042	54		21,520	21,520
	Annual variable remuneration accrued in 2019	6,776	6,776			1,694	1,694	5.156	9		5,082	5,082
	Annual variable remuneration accrued in 2020	3,170	3,170			634	634	5.156	3		2,536	2,536
	Annual variable remuneration accrued in 2021	23,456	23,456			14,076	14,076	5.252	74		9,380	9,380
	Annual variable remuneration accrued in 2022			4,307	4,307							4,307
Alfonso Botín-Sanz de Sautuola y Naveda	Annual variable remuneration accrued in 2022			21,180	21,180						21,180	21,180
María Dolores Dancausa Treviño	Annual variable remuneration accrued in 2018	11,721	11,721			2,539	2,539	5.156	13	1,368	7,814	7,814
	Multi-year variable remuneration accrued in 2018	78,219	78,219			16,947	16,947	5.042	85	9,126	52,146	52,146
	Annual variable remuneration accrued in 2019	17,936	17,936			2,914	2,914	5.156	15	1,570	13,452	13,452
	Annual variable remuneration accrued in 2020	8,635	8,635			1,122	1,122	5.156	6	605	6,908	6,908
	Annual variable remuneration accrued in 2021	39,715	39,715			9,220	9,220	5.252	48	4,965	25,530	25,530
	Annual variable remuneration accrued in 2022			32,900	32,900							32,900

iii) Long-term remuneration systems

Name	Remuneration for vesting of rights into savings plans (in thousands of euros)
-	-

Table 29

Name	Company's contribution for the year (in thousands of euros)				Amount in accumulated funds (in thousands of euros)			
	Savings plans with vested rights		Savings plans with unvested rights		Savings plans with vested rights		Savings plans with unvested rights	
	2022	2021	2022	2021	2022	2021	2022	2021
Dolores Dancausa Treviño			583	560			3,381	2,798

iv) Other items

Table 30

In euros

Name	Description	Remuneration amount
Pedro Guerrero Guerrero	Life insurance	1,497
María Dolores Dancausa Treviño	Life insurance	1,338

b) Remuneration paid to directors for their participation in the boards of other companies in the Group:

i) Accrued remuneration in cash (in thousands of euros)

Table 31

Name	Fixed remuneration	Attendance fees	Remuneration for membership to board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Termination benefits	Other	Total for financial year 2022	Total for financial year 2021
Teresa Martín-Retortillo Rubio		44							44	66
Cristina García-Peri Álvarez		29							29	38

No remuneration is accrued by Bankinter's board members as members of the boards of other companies in the Group, other than that indicated in the table above.

c) Remuneration summary (in thousands of euros):

Table 32

In thousands of euros

Individual remuneration ACCRUED AND VESTED in 2022 by board members.											
Director	Remuneration earned in the Bank					Remuneration earned in the Group					Total per financial year for Bank and Group
	Total remuneration in cash	Gross total in vested financial instruments or shares	Remuneration in savings systems	Remuneration for other items	Total per financial year for Bank	Total remuneration in cash	Gross total in vested financial instruments or shares	Remuneration in savings systems	Remuneration for other items	Total per financial year for Group	
Pedro Guerrero Guerrero	997	-	-	-	997	-	-	-	-	-	997
Alfonso Botín-Sanz de Sautuola y Naveda (1)	876	-	-	-	876	-	-	-	-	-	876
María Dolores Dancausa Treviño	1,386	167	-	-	1,553	-	-	-	-	-	1,553
Fernando Masaveu Herrero	130	-	-	-	130	-	-	-	-	-	130
Marcelino Botín-Sanz de Sautuola y Naveda	122	-	-	-	122	-	-	-	-	-	122
María Teresa Pulido Mendoza	115	-	-	-	115	-	-	-	-	-	115
Teresa Marín-Retortillo Rubio (2)	156	-	-	-	156	44	-	-	-	44	200
María Luisa Jordá Castro	158	-	-	-	158	-	-	-	-	-	158
Álvaro Álvarez-Alonso Plaza	168	-	-	-	168	-	-	-	-	-	168
Fernando José Francés Pons	149	-	-	-	149	-	-	-	-	-	149
Cristina García-Peri Álvarez (3)	146	-	-	-	146	29	-	-	-	29	175
Former directors (1)	345	148	-	-	493	-	-	-	-	-	493
Total	4,748	315			5,063	73				73	5,136

- (1) As indicated in section 2.3.5 above, due to the expiry of the term of office of CARTIVAL as director in 2022, and because a legal entity cannot be re-elected as a director of Bankinter, the appointment of Alfonso Botín-Sanz de Sautuola y Naveda as proprietary director was proposed and approved on 23 March 2022 (Mr Botín-Sanz de Sautuola y Naveda was until that date the representative of CARTIVAL on the board of directors of Bankinter, S.A.).
- (2) Teresa Marín-Retortillo Rubio is a member of the board of directors of EVO Banco, a subsidiary of Bankinter, as well as a member of some of its supervisory committees. In 2022, she received 20,000 euros and 24,000 euros, respectively, in fees for attending EVO Banco's board and committee meetings.
- (3) Cristina García-Peri Álvarez was a member of the board of directors of EVO Banco, a Bankinter subsidiary, as well as a member of several of its supervisory committees, until July 6, 2022. During 2022, she received as attendance fees for attending board and committee meetings of EVO Banco the amounts of 12,000 and 16,800 euros, respectively.

C.2.- VARIATIONS OVER THE LAST FIVE YEARS IN THE REMUNERATION VESTED AND ACCRUED BY EACH OF THE DIRECTORS OF THE LISTED COMPANY, IN THE CONSOLIDATED RESULTS OF THE COMPANY, AND IN AVERAGE REMUNERATION, EXPRESSED IN COMPARISON TO THE AVERAGE REMUNERATION OF FULL-TIME NON-DIRECTOR EMPLOYEES OF THE COMPANY AND ITS SUBSIDIARIES.

Table 33

	Variation in total vested accruals and annual percentage (%) change								
	2022	Change (%) 2022/2021	2021	Change (%) 2021/2020	2020	Change (%) 2020/2019	2019	Change (%) 2019/2018	2018
Executive directors (in thousands of euros)									
CARTIVAL, S.A.	493	-51.90	1,025	-10.79	1,149	-39.81	1,909	88.45	1,013
Alfonso Botín-Sanz de Sautuola y Naveda	876	0	0	0	0	0	0	0	0
María Dolores Dancausa Treviño	1,553	9.99	1,412	-7.47	1,526	-21.50	1,944	50.46	1,292
External directors (in thousands of euros)									
Pedro Guerrero Guerrero	997	2.78	970	0.10	969	0.94	960	1.69	944
Marcelino Botín-Sanz de Sautuola y Naveda	122	6.09	115	5.50	109	-3.54	113	0.89	112
Fernando María Masaveu Herrero	130	2.36	127	0.79	126	4.13	121	-0.82	122
María Teresa Pulido Mendoza	115	1.77	113	1.80	111	-0.89	112	4.67	107
Teresa Martín-Retortillo Rubio	200	-8.68	219	-0.90	221	20.77	183	52.50	120
Álvaro Álvarez-Alonso Plaza	168	1.82	165	9.27	151	62.37	93	0	0
María Luisa Jordá Castro	158	2.60	154	4.76	147	53.13	96	0	0
Fernando José Francés Pons	149	14.62	130	47.73	88	0	0	0	0
Cristina García-Peri Álvarez	175	34.62	130	0	0	0	0	0	0
Consolidated results of the Company (in thousands of euros)	785,508	46.27	536,709	27.63	420,512	-43.28	741,405	2.82	721,093
Average remuneration of employees (in euros)	59,842	4.95	57,022	6.51	53,538	7.62	49,745	-0.67	50,080

IMPORTANT in interpreting table 33 (above):

Average employee remuneration has been calculated on an accrual basis for each financial year. **The remuneration of executive directors** has been calculated, in accordance with the criteria established by the CNMV, including both vested and accrued remuneration, which for financial year 2022 includes deferred remuneration (in cash and in shares) from financial years from 2018 to 2020 and non-deferred from financial year 2021.

The percentage change in the CEO's remuneration, calculated under the same accrual criteria applied to employees, was 5.58% in the period 2022/2021, as reflected in table 22 of this report.

Data on average employee remuneration have been calculated as the ratio between the remuneration earned by employees (including all fixed and variable items, salaries and bonuses in the personnel expenses caption of the consolidated annual accounts) and the average number of employees.

In relation to the dates of appointment or termination of board members:

- Fernando José Francés Pons was appointed board member (independent external director) at the Annual General Meeting held on 20 March 2020.
- Cristina García-Peri Álvarez was appointed board member (independent external director) by the annual general meeting held on 21 April 2021.
- CARTIVAL, S.A. ended its term of office on 23 March 2022 and was not proposed for re-election by the board of directors. This is due to the first transitional provision of Law 5/2021, of 12 April, amending the consolidated text of the Spanish Companies Act ("LSC"), approved by Royal Legislative Decree 1/2010, of 2 July, which allows a transitional period to the requirement that directors of listed companies be natural persons. The provision is only applicable to appointments, including renewals, occurring as from the month following the official publication of the Law, i.e. 13 May 2021. Thus, on the expiry of the term of office in 2022 of CARTIVAL, S.A., a legal entity, Bankinter's board of directors approved the appointment of Alfonso Botín-Sanz de Sautuola y Naveda, a natural person, as proprietary director, and subsequently, on the same date, as executive vice chairman.

5.- TABLE OF CONTENT RECONCILIATION WITH THE CNMV REMUNERATION REPORT MODEL

The following is a reconciliation with model Circular 4/2013, included the location, in this report, of the information set in each section of the standard electronic format published by the CNMV.

Sections Annexe I CNMV model Circular 4/2013	Annual Bankinter director's remuneration report
A.- THE BANK'S REMUNERATION POLICY FOR THE CURRENT financial year	
A.1 Explain the board's remuneration policy applicable to the current financial year. As a minimum, the following points must be reported:	
<p>A.1.1 A description of the specific resolutions for the current financial year (both on the remuneration of directors for their capacity as such and for the performance of executive duties) reached by the board in accordance with the provisions of the contracts signed with executive directors and with the remuneration policy approved by the general shareholders' meeting, disclosing at least the following aspects:</p> <ol style="list-style-type: none"> a. Description of the procedures and bodies of the Bank involved in the determination, approval and implementation of the remuneration policy and its conditions. b. Indicate and, if applicable, explain whether comparable companies have been taken into account to establish the Bank's remuneration policy. c. Information on whether any external adviser has participated and, where appropriate, their identity. d. Procedures contemplated in the current remuneration policy for directors to apply temporary exceptions to the policy, conditions in which these exceptions can be used and components that may be subject to exceptions according to the policy. 	<p>Section 2.1.1</p> <p>Section 2.1.2</p> <p>Section 2.1.2</p> <p>Section 2</p>
<p>A.1.2 Relative importance of variable remuneration items with respect to fixed items (remuneration mix) and what criteria and objectives have been taken into account to set them and to ensure an appropriate balance between them. In particular, indicate the actions taken by the company regarding the remuneration system to reduce exposure to excessive risks and align it with the company's objectives, values and long-term interests, including, where appropriate, a reference to measures designed to ensure that the remuneration policy addresses the long-term performance of the company, measures taken in relation to those categories of staff whose professional activities have a material impact on the risk profile of the institution and measures envisaged to avoid conflicts of interest.</p> <p>Also indicate whether the company has established any accrual or vesting period for certain variable remuneration items, in cash, shares or other financial instruments, a deferral period for the payment of amounts or delivery of financial instruments already vested and consolidated, or whether any clause has been agreed to reduce deferred remuneration not yet vested or obliging the director to repay remuneration received, when such remuneration has been based on data whose inaccuracy has subsequently been manifestly demonstrated.</p>	<p>Section 2.3.3</p>
<p>A.1.3 Amount and nature of the fixed components of remuneration expected to accrue to directors in their capacity as such during the current financial year.</p>	<p>Section 2.3.1</p>
<p>A.1.4 Amount and nature of the fixed components that will be accrued in the current financial year for the performance of senior management duties by executive directors.</p>	<p>Section 2.3.3</p>
<p>A.1.5 Amount and nature of any component of remuneration in kind that will accrue in the current financial year including, but not limited to, insurance premiums paid on behalf of the director.</p>	<p>Section 2.3</p>
<p>A.1.6 Amount and nature of the variable components of remuneration, differentiating between short- and long-term. Financial and non-financial parameters, including social, environmental and climate change parameters, selected to determine variable remuneration in the current financial year, explaining the extent to which such parameters are related to the performance of the director, the company and its risk profile, and the methodology, time required and techniques designed to determine them, at the end of the financial year, the effective degree of compliance with the parameters used in the design of variable remuneration, explaining the criteria and factors applied in terms of the time required and methods for verifying that the performance conditions or any other type of conditions to which the accrual and consolidation of each component of variable remuneration was linked have been effectively met.</p> <p>Indicate the range in monetary terms of the different variable components according to the degree of compliance with the established objectives and parameters, and if there is any maximum monetary amount in absolute terms.</p>	<p>Section 2.3.3</p>

<p>A.1.7 Main characteristics of long-term savings systems. Indicate the contingencies covered by the system, whether it is a contribution or benefit system, the annual contribution to be made or the benefit to which the beneficiaries are entitled, the conditions for vesting economic rights in favour of the directors and their compatibility with any type of payment or indemnity for early termination or severance, or derived from the termination of the contractual relationship, under the terms established between the company and the director.</p> <p>Indicate whether the accrual or vesting of any of the long-term savings plans is linked to the achievement of certain targets or benchmarks related to directors' short- and long-term performance.</p>	<p>Section 2.3.3</p>
<p>A.1.8 Any type of payment or indemnity for early termination or severance or derived from the termination of the contractual relationship under the terms established between the company and the director, whether the termination is at the behest of the company or of the director, as well as any type of special agreements, such as exclusivity, post-contractual non-competition and permanence or loyalty, which entitle the director to any type of payment.</p>	<p>Section 2.3.6</p>
<p>A.1.9 Indicate the terms and conditions to be respected in the contracts of those who carry out senior management duties as executive directors. Include information regarding, among other things, the term, limits on severance payment amounts, continuance in office clauses, prior notice periods and payment in lieu of prior notice, and any other clauses relating to hiring bonuses, as well as benefits or golden parachutes due to early termination or severance of the contractual relationship between the company and the executive director. Include, among others, non-competition, exclusivity, permanence or loyalty and post-contractual non-competition agreements, unless included in the previous section.</p>	<p>Section 2.3.5</p>
<p>A.1.10 The nature and estimated amount of any other supplementary remuneration that will accrue to directors in the current financial year in consideration for services rendered other than those inherent to their post.</p>	<p>Section 2.3</p>
<p>A.1.11 Other items of remuneration such as those derived, if applicable, from the concession by the company to the director of advances, loans and guarantees and other remuneration.</p>	<p>Section 3.4</p>
<p>A.1.12 The nature and estimated amount of any other expected additional remuneration not included in the preceding paragraphs, whether paid by the entity or another group entity, that will accrue to directors in the current financial year.</p>	<p>Section 2.3</p>
<p>A.2 Explain any relevant changes to the remuneration policy applicable in the current financial year arising from:</p> <ol style="list-style-type: none"> a. A new policy or a modification of the policy already approved by the board. b. Relevant changes in the specific determinations established by the board for the current financial year in the current remuneration policy compared to those applied in the previous financial year. c. Proposals that the board of directors would have resolved to submit to the annual general meeting to which this annual report will be submitted and which are proposed to be applicable to the current financial year. 	<p>n/a</p>
<p>A.3 Identify the direct link to the document containing the company's current remuneration policy, which should be available on the company's website.</p>	<p>Section 2</p>
<p>A.4 Explain, taking into account the data provided in section B.4., how the vote of the shareholders at the annual general meeting at which the annual remuneration report for the previous year was submitted to a consultative vote was taken into account.</p>	<p>Section 2.4</p>
<p>B.- OVERALL SUMMARY OF THE IMPLEMENTATION OF THE REMUNERATION POLICY IN THE PREVIOUS YEAR</p>	
<p>B.1.1 Explain the process that has been followed to apply the remuneration policy and set the individual remuneration amounts described in section C of this report. This information should include the role played by the remuneration committee, the decisions taken by the board of directors and, where applicable, the identity and role of external advisors whose services have been used in the process of implementing the remuneration policy in the last completed financial year.</p>	<p>Section 2.1</p>
<p>B.1.2 Explain any deviations from the established procedure in the implementation of the remuneration policy that occurred during the financial year.</p>	<p>Section 2.1</p>
<p>B.1.3 Indicate whether any temporary exceptions to the remuneration policy have been granted and, if so, explain the exceptional circumstances that have led to it, the specific components of the remuneration policy affected and the reasons why the entity considers</p>	<p>Section 2.1</p>

that such exceptions have been necessary to serve the long-term interests and sustainability of the company as a whole or to ensure its viability. Also quantify the impact that these exceptions have had on the remuneration of each director in the financial year.	
B.2 Describe the different actions taken by the company in relation to the remuneration system and how they have contributed to reducing exposure to excessive risks and aligning it with the company's objectives, values and long-term interests, including a reference to the measures that have been taken to ensure that accrued remuneration takes into account the long-term performance of the company and achieves an appropriate balance between fixed and variable components of remuneration, what measures have been taken in relation to those categories of staff whose professional activities have a material impact on the risk profile of the institution, and what measures have been taken to avoid conflicts of interest, if any.	Section 2
B.3 Explain how the remuneration accrued and consolidated in the year complies with the provisions of the current remuneration policy and, in particular, how it contributes to the long-term and sustainable performance of the company. Also report on the relationship between the remuneration received by directors and the results or other short- and long-term performance measures of the company, explaining, where applicable, how variations in the company's performance may have influenced the variation in directors' remuneration, including accrued remuneration for which payment has been deferred, and how this contributes to the company's short- and long-term results.	Section 2
B.4 Report on the result of the consultative vote of the general meeting on the annual report on remuneration for the previous year, indicating the number of abstentions and negative, blank and affirmative votes cast.	Section 2.4 Section 4
B.5 Describe how the fixed components accrued and vested during the year by directors in their capacity as such have been set, their relative proportion in the remuneration of each director and how they have varied from the previous year.	Section 2.3
B.6 Describe how the salaries accrued and vested by each of the executive directors for the performance of management duties have been set, and how they have varied with respect to the previous year.	Section 2.3.3
B.7 Explain the nature and main features of the variable components of the remuneration systems accrued and vested in the last financial year.	
<u>Short-term variables:</u> In particular: <ul style="list-style-type: none"> a. Identify each of the remuneration plans that have determined the different variable remuneration components accrued by each of the directors during the last financial year, including information on their scope, date of approval, date of implementation, vesting conditions, if any, accrual periods and term, criteria used to assess performance and how this has impacted setting the variable amounts, as well as the measurement methods used and the time required to adequately measure all conditions stipulated, detailing the criteria applied in terms of the time and methods required to verify that the performance meets the requirements for the accrual of each component of variable remuneration. b. Regarding stock option plans or payments in other financial instruments, the general features of each plan should include information on the conditions both for unconditional vesting and for the exercise of such options or financial instruments, including the exercise price and exercise period. c. Each one of the directors, and their category (executive directors, external proprietary directors, independent external directors or other external directors), who are beneficiaries of remuneration systems or plans that include variable remuneration. d. Where appropriate report on set periods of accrual, vesting, or deferral of payment of vested amounts, and/or any retention/non-disposal periods for shares or other financial instruments, if any. 	Section 2.3.3.2 Section 3
<u>Long-term variables</u>	Section 2.3.3.2
B.8 Indicate whether any accrued variable components have been reduced or claimed back, either by deferring the payment of unvested amounts or by reclaiming amounts that were vested and paid on the basis of data which has subsequently proved to be manifestly inaccurate. Describe the amounts reduced or reclaimed by the application of malus or clawback clauses, why they have been applied and the financial years to which they belong.	Section 3
B.9 Describe the main characteristics of the long-term savings plans whose amount or equivalent annual cost is shown in the tables in Section C, including retirement and any other	Section 3

survivor's benefits, which are partially or fully funded by the company, whether funded internally or externally, indicating the type of plan, whether it is a contribution or benefit plan, the contingencies it covers, the vesting conditions of the economic rights in favour of the directors and its compatibility with any type of compensation for early termination or termination of the contractual relationship between the company and the director.	
B.10 Describe, if applicable, the compensation or any other type of payment derived from early termination, whether the termination is at the behest of the company or of the director, or from the termination of the contract, under the terms provided therein, accrued and/or received by the directors during the last financial year.	Section 3
B.11 Indicate whether there have been any significant changes in the contracts of those exercising senior management duties as executive directors and, if so, describe them. Also describe the main terms of any new contracts signed with executive directors during the year, unless already described in section A.1.	Section 2.3.5
B.12 Describe any additional remuneration earned by directors in consideration for services rendered other than those inherent to their post.	n/a
B.13 Explain any remuneration in the form of advances, credits and guarantees, indicating the interest rate, their essential characteristics and any amounts repaid, as well as the obligations undertaken by way of security.	Section 3
B.14 Provide details of the remuneration in kind accrued by directors during the financial year, explaining briefly the nature of the different salary components.	Section 3
B.15 Describe the remuneration accruing to directors by virtue of payments made by the listed company to a third party entity where the director provides services, in the case such payments are for the purpose of remunerating the director's services in the company.	n/a
B.16 Describe and provide details of the amounts accrued during the financial year in relation to any other remuneration item other than those listed above, regardless of its nature or the group entity that pays it, including all benefits in any form, such as when it is considered a related-party transaction or, especially, when it significantly affects the true and fair view of the total remuneration accrued by the director, explaining the amount paid or pending payment, the nature of the consideration received and the reasons it does not constitute remuneration to the director in his capacity as such or in consideration for the performance of his executive duties, and whether or not it has been considered appropriate to include it among the amounts accrued in the "other items" section of section C.	n/a
C.- DETAIL OF THE INDIVIDUAL REMUNERATION CORRESPONDING TO EACH OF THE DIRECTORS	
C.1.A. Remuneration accrued individually by each director in the listed company	Section 3.3 and statistical Annexe
C.1.B. Remuneration accrued individually by each director for belonging to the administrative bodies of entities dependent on other group companies.	Section 3.3 and statistical Annexe
C.1.C. Summary of the amounts for all remuneration items included in this report that have been earned by each director, in thousands of euros	Section 3.3 and statistical Annexe
C.2 Indicate the variations over the last five years in the remuneration earned by each of the listed company's directors during each financial year, expressed in ratios of the consolidated results of the company and in comparison to the average remuneration of full-time non-director employees of the company (and its subsidiaries).	Statistical Annexe
D.- OTHER INFORMATION OF INTEREST	
D.1 If there are any significant aspects regarding director remuneration that could not be included in the other sections of this report, but should be included in order to provide more complete and well-reasoned information regarding the remuneration structure and practices of the company with respect to its directors, briefly describe them here.	Section 3.4
D.2 This annual remuneration report was approved by the board of directors of the company at its meeting of... Indicate whether any director voted against or abstained from approving this report.	Section 5

6.- REPORT APPROVAL DATE

This annual remuneration report has been approved by the Bank's board of directors, at its meeting on 22 February 2023.

No director voted against or abstained from approving this report.



Annexe 1. ANNUAL ACTIVITY REPORT OF THE REMUNERATION COMMITTEE 2022



Activity report of Bankinter's remuneration committee

2022

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1. Introduction.

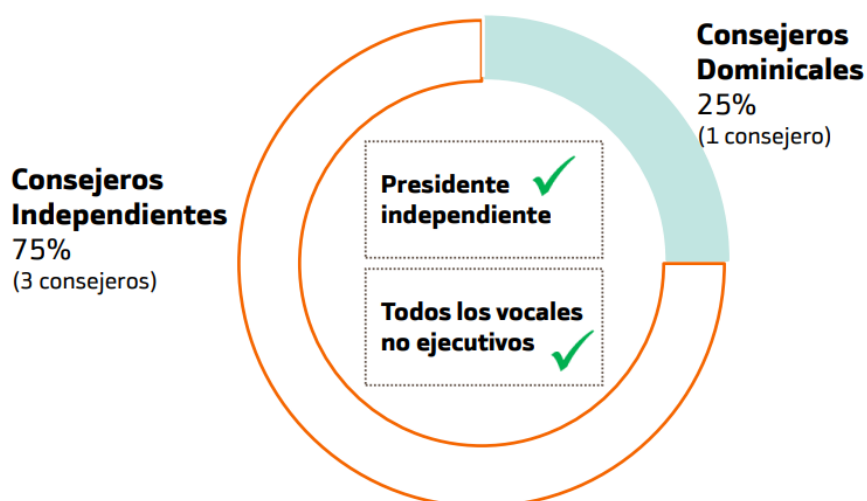
This report was drawn up by Bankinter, S.A.'s remuneration committee and outlines its activities during the 2022 financial year. It was submitted to the board of directors for approval on 22 February 2023.

In accordance with Articles 31 et seq of the Corporate By-laws, Bankinter's board of directors set up various committees to help it to perform its oversight duties, including the remuneration committee, which assists the board on matters relating to defining and implementing the Bank's remuneration policies.

The terms of reference and the duties and functions ascribed to the remuneration committee are set out in Article 41 of the rules and regulations of Bankinter's board of directors, as well as the remuneration committee's own rules and regulations, which were approved by the board of directors on 22 July 2020. Both sets of regulations can be found on the Company's corporate website (www.bankinter.com/webcorporativa).

2. Membership

Under the rules and regulations of the board of directors and the rules and regulations of the remuneration committee itself, the remuneration committee will be made up of non-executive directors only, with a majority of independent directors. The chair will always be an independent director.



At the end of the 2022 reporting period, the following directors sat on Bankinter's remuneration committee:

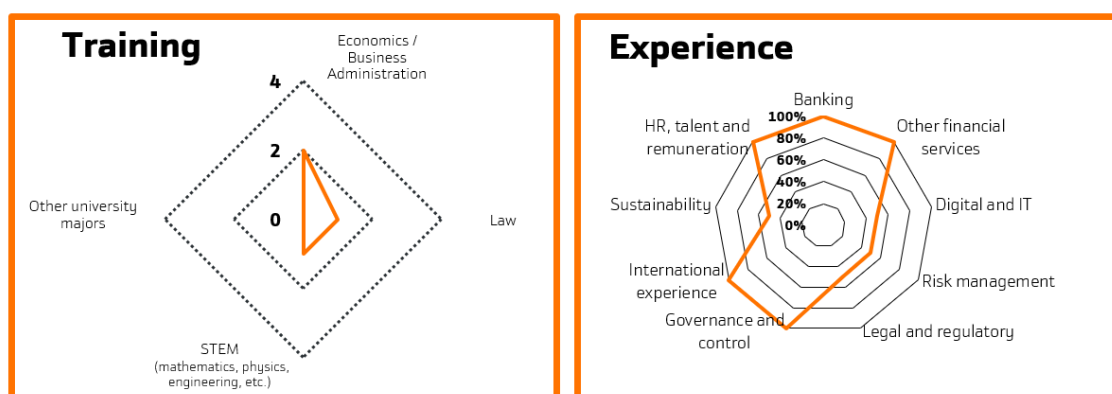
Director	Position	Category	Date of appointment as a member of the remuneration committee
Álvaro Álvarez-Alonso Plaza	Chair	Independent	22/05/2019
Fernando Masaveu Herrero	Member	Proprietary	26/04/2017
Teresa Martín-Retortillo Rubio	Member	Independent	20/12/2017
Fernando José Francés Pons	Member	Independent	26/03/2020

The secretary of the board of directors, Gloria Calvo Díaz, is the secretary of the committee.

There were no changes to its membership during the 2022 financial year.

Members of the remuneration committee are appointed by the board of directors on the recommendation of the committee itself. Members must be able to dedicate sufficient time to perform their duties on the committee and must be appointed based on their knowledge, skills and experience:

Knowledge and experience Remunerations committee



Committee member profiles, including their educational qualifications and experience, can be viewed on Bankinter's corporate website.

3. Operations and running

In order to fully perform its duties, the remuneration committee will meet as often as it or its chair agrees to convene a meeting.

The committee may instruct its own chair to invite the Bank's chairman, vice chairman (if an executive), chief executive officer, or any other executive directors or senior officers to attend committee meetings and must, in all cases, consult the chairman, vice chairman (if an executive) and chief executive officer when discussions relate to executive director or senior manager remuneration prior to adopting any proposal or report.

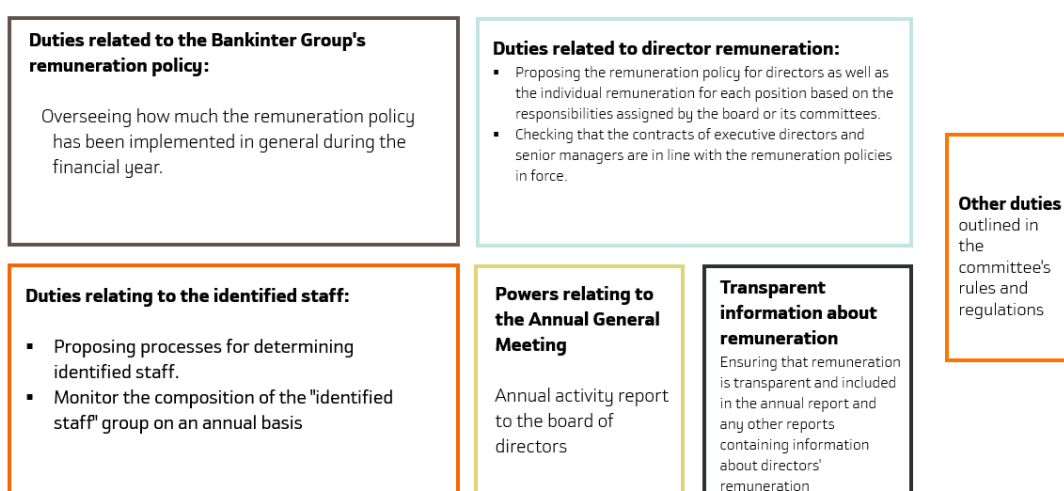
The remuneration committee will be able to access any information and documents required to properly perform its duties, and may seek the assistance of advisers, consultants, experts and other independent professionals.

The chair of the remuneration committee will report to the board of directors on all activity and work performed by the committee, whether at meetings scheduled for that specific purpose or at the very next meeting if the chair considers this necessary. It will also provide board members with a copy of the minutes of all such meetings.

4. Remit

Tasks

Remuneration committee



Under Article 41 of the rules and regulations of the board of directors and the remuneration committee's own regulations, the committee has the following remit:

1. Proposing the director remuneration policy and the individual remuneration of directors to the board of directors for its approval, along with the corresponding annual director remuneration report (which the board will then put to the shareholders at a general meeting for an advisory vote).
2. Submitting a proposal to the board of directors on the individual remuneration of executive directors for performing duties other than the duties of a director and other terms and conditions of their contracts.
3. Proposing the remuneration policy for senior managers, including managing directors or individuals who perform senior-manager duties and report directly to the board, executive committees or chief executive officers; in addition to individual remuneration and their other basic contractual conditions.
4. Setting the remuneration of members who are not considered senior managers but who receive significant remuneration (particularly variable remuneration), and whose activities may have a significant impact on Bankinter Group's risk profile.
5. Verifying the general level of compliance with the remuneration policy during the financial year and enforcing compliance.
6. Conducting regular reviews of remuneration programmes, assessing their implementation and effectiveness, and ensuring that directors' remuneration is moderate and consistent with the Company's earnings.
7. Ensuring transparent remuneration and its inclusion in the annual report and in any other annual reports containing information on directors' remuneration, and, for this purpose, submitting relevant information to the board.
8. Reporting on incentive plans for senior managers or employees that are pegged to the performance of the Bank's listed share price or other variable indices, as well as on remuneration systems for the Bank's management team based on collective insurance systems or deferred remuneration systems, if applicable.
9. Performing other duties that may be delegated to the remuneration committee under these rules and regulations or by the board of directors.

5. The remuneration committee's activities during the 2022 financial year.

The committee performs its duties with complete operational independence, led by its chair. Before the start of each financial year, the committee will approve an annual

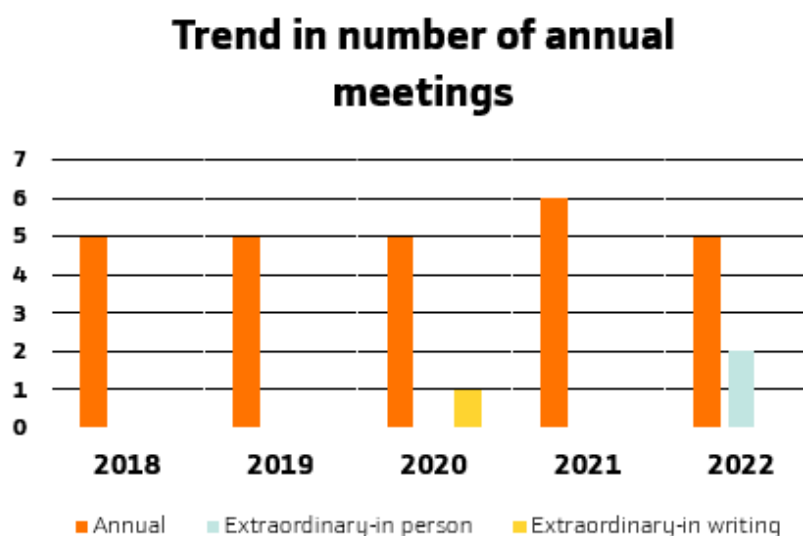
schedule for its meetings in order to exercise its powers, taking in account the schedule relating to the board of directors and the Annual General Meeting, and, where applicable, will call any meetings that were not originally included in that timetable, and, where applicable, will decide which Bank employees, senior managers or third parties are deemed necessary for the proper performance of the committee's duties should attend meetings. The committee always has full support from the Bank's executive departments and support units, and reports regularly on its activities to the board of directors.

Remuneration committee meetings during 2022

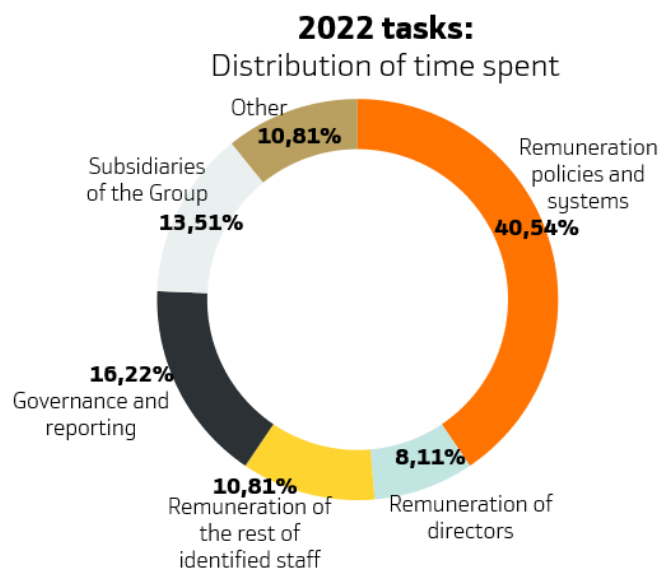
Total number of meetings in 2022	7
Ordinary meetings	5
Extraordinary meetings	2
Attendance in person as a % of total votes during the year	92.86%
Votes cast in person and by proxies with specific instructions, as a % of total votes during the year	100%

The remuneration committee held seven meetings (five ordinary and two extraordinary) during the 2022 financial year. All committee members attended these meetings, either in person or via a proxy.

The trend in the number of meetings held by the committee in recent years is also shown below:



The following chart displays the approximate distribution of time spent by the committee on each function and duty in 2022:



The main activities undertaken by Bankinter's remuneration committee in 2022 are described below:

4.1 Determining the remuneration of the board members for their oversight duties and the individual remuneration of the non-executive chairman, the executive directors and senior management, and submitting a proposal to the board.

- Remuneration of board members for their oversight duties

The remuneration committee proposed to the board of directors, for the 2023 financial year, that the remuneration of board members for their oversight duties be updated.

The adjustment, which will be addressed in the annual director remuneration report which will be put to an advisory vote at the next Annual General Meeting, is a 4.5% rise on the remuneration for the 2022 financial year, which is the same as the general increase implemented for all Bankinter Group employees.

- Remuneration of the non-executive chairman of the board:

Likewise, the remuneration committee advised the board of directors to increase the chairman of the board's remuneration for the 2023 financial year, in comparison with 2022, for performing duties other than the duties of a director. For performing these duties, which are outlined in Bankinter's corporate governance reports, the board's chairman only receives fixed remuneration.

This amount has been adjusted for 2023 by the same percentage (4.5%) as all directors' remuneration and as the general increase implemented for all Bankinter Group's employees.

- Remuneration of executive directors and senior management:

Bankinter's remuneration committee has analysed the following matters relating to executive directors' remuneration:

- Recommendation submitted to the board of directors, at a meeting held on 21 December 2022, on the amount of fixed and variable remuneration payable to executive directors in 2023.

In setting these amounts, the remuneration committee relied on reports drawn up by external consultants, which included analysis of Bankinter's remuneration practices against remuneration practices within peer markets and organisations, given the Bank's size, characteristics and activities, as described in the annual director remuneration report that will be made available on the corporate website when the Annual General Meeting is called.

For executive directors, the remuneration committee submitted a proposal to the board of directors advising a 4.5% adjustment for 2023 (the same as the general increase implemented for the entire Bankinter workforce), to account for the current economic climate and to recognise their dedication and performance. As shown in the aforementioned study on comparative remuneration, thanks to this rise, there is still a significant difference between Bankinter's fixed salaries and their market references.

The remuneration committee also advised the board of directors on the best structure of indicators and weightings for determining annual variable remuneration for the 2022, 2023 and 2024 financial years, as per the remuneration policy approved by the Annual General Meeting. It also

recommended suitable indicator attainment levels for paying variable remuneration.

In order to draw up its proposal, the remuneration committee requested a report from the risk and compliance committee about adapting the variable remuneration structure for 2023 for the identified staff to the RAF. The risk and compliance committee issued its report based on the assessment of the suitability of parameters and values proposed as targets for the 2023 variable incentive, which was drawn up and submitted by the Risk Control division. The report concluded that the targets are consistent with Bankinter's risk appetite framework and show a suitable balance between the different targets in order to not encourage behaviour or conduct that might lead to excessive risk-taking.

- Verification of target achievement for annual variable remuneration accrued in 2022 and the related terms of payment, in accordance with the Bank's general remuneration policy for 2022. The committee also relied on a certificate issued by the chief HR and corporate communication officer, the chief financial officer and the chief risk officer confirming that the financial information warranting payment of the accrued annual variable remuneration is suitable and has been validated by the relevant departments.

4.2 Proposals relating to adjusting variable remuneration based on the Sustainability indicators

In November 2022, the risk and compliance committee submitted a proposal to the Bank's board of directors advising it to incorporate the "Financed Emissions" indicator, which measures the impact on decarbonising the economy through financing granted by the Bank to its customers, into the Bankinter Group risk appetite framework (hereinafter, "RAF").

Furthermore, within Bankinter Group, the variable remuneration of the categories of staff whose activities have a material impact on the risk profile of Bankinter ("identified staff"), which includes board members, will be adjusted based on the specific RAF indicators, as determined by the board of directors, as suggested by the remuneration committee, in line with the metrics that suitably reflect the most significant risks, including Environmental, Social and Governance risks (hereinafter, "ESG").

In response to investor and stakeholder expectations, for the 2023 financial year, the remuneration committee submitted a proposal to the board of directors advising adding this new RAF indicator (Financed Emissions), in order to adjust the variable remuneration

accrued in 2023 for the identified staff (including the variable remuneration accrued by the executive directors).

In order to adjust the variable remuneration accrued in 2023, Bankinter will use six RAF indicators, one more than in the previous year, and will now have two indicators related to environmental and social objectives: issues financed and the NPS (Net Promoter Score) of the total Bank customers, based on quality surveys by customers.

Each indicator has a defined target, tolerance and limit approved by the board of directors, on the recommendation of the risk and compliance committee. Each indicator is measured quarterly (meaning that each indicator is measured four times a year). Failure to comply with the tolerance and limit levels will result in a penalty being applied to the accrued variable remuneration, and may even adjust it to zero.

Bankinter's board of directors agreed to approve both proposals from its oversight committees on 22 February 2023.

All of the information about these ex-ante adjustments will be detailed in the annual director remuneration report, which will be put to an advisory vote by the Annual General Meeting and which was published on Bankinter's corporate website. This Report will be submitted to a consultative vote at the Annual General Meeting.

4.3 Multi-year variable remuneration (long-term incentive)

During the 2022 financial year, the remuneration committee received information on the current situation and prospects for achieving the indicators set out in the long-term incentive plan for 2022-2023. The characteristics of this plan are outlined in the director remuneration report approved (by advisory vote) by the Annual General Meeting held in March 2022, as well as in the remuneration report put to an advisory vote at the Annual General Meeting in March 2023.

4.4 Proposed annual director remuneration report

In 2022, while fulfilling its duties, the remuneration committee analysed and approved the annual director remuneration report for 2021, in compliance with Article 541 of the Spanish Companies Act. This report was put to an advisory vote at the 2022 Annual General Meeting. In accordance with Circular 3/2021 of 12 June of the Spanish National

Securities Market Commission, the remuneration committee decided to once again submit its director remuneration report in a free format, respecting the minimum content established in the circular, submitting it with the statistical appendix set out in the circular, in order to offer, in a standardised format, the information required by the CNMV to perform its oversight duties.

This report contains a description of the remuneration policy for the financial year in progress, an overall summary of how the policy was applied in the previous year and details of the individual remuneration accrued by each of the directors in the financial year in question.

The director remuneration report was approved by 89.508% of the total share capital present in person and represented by proxy at the 2022 Annual General Meeting.

4.5. Verification of information on the remuneration of executive directors and senior managers in corporate documents.


The remuneration committee verified the information on the remuneration of executive directors and senior managers contained in the corresponding note to the annual financial statements, the annual director remuneration report and the prudential relevance report, among others.

4.6. Determining the identified staff

Each year, the remuneration committee verifies and defines the composition of, and potential exclusions from, the identified staff of Bankinter Group, in accordance with prevailing legislation and the policy for determining Bankinter Group's identified staff.

4.7 Performing duties relating to Bankinter Group subsidiaries

The remuneration committee performs duties relating to Bankinter Group companies in coordination with divisions under its remit, assuming the remuneration-committee duties of Bankinter Group companies which require supervision of matters under this committee's remit, despite not having their own committees due to their size and composition. Specifically, it performs this duty in the following Bankinter Group companies: Bankinter



Consumer Finance, Avantcard, Bankinter Asset Management, Bankinter Luxembourg and Bankinter Investment.