Inside Information

CaixaBank S.A. hereby reports that, having received the relevant regulatory authorisation, the Board of Directors has agreed to approve a share buyback programme (the “Buyback Programme”, the “Programme” or “SBB”) for a maximum amount of 500 million euros.

The Buyback Programme will be carried out in accordance with Article 5 of EU Regulation 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (the “Market Abuse Regulation”) and Delegated Regulation (UE) 2016/1052 of the Commission (the “Delegated Regulation”), and pursuant to the resolution approved by the Ordinary General Shareholder Meeting on 22 May 2020, and will have the following characteristics:

- Purpose of the Programme: to reduce CaixaBank’s share capital by amortising the own shares acquired under the SBB. The capital reduction may be carried out based on the authorisation approved by the Ordinary General Shareholders Meeting on 22 March 2024 or, as the case may be, based on a new proposal for capital reduction to be submitted to the Ordinary General Shareholders Meeting in 2025.

- Maximum investment: the Buyback Programme will have a maximum monetary amount of 500 million euros.

- Maximum number of shares: the maximum number of shares to be acquired under the Programme will depend on the average purchase price and, together with the own shares already held by CaixaBank at any given time, shall not exceed 10% of CaixaBank’s share capital.

- Term of the Programme: the Programme will commence at some point from 19 November, which will be duly informed, and in any case, it will have a maximum duration of six months from the commencement date. Nevertheless, the Company reserves the right to terminate the Buyback Programme if the maximum monetary amount is reached earlier or if any circumstances arise that would advise or require such termination.

- Programme execution: The Programme will be executed externally by an investment bank that will act as the Programme manager and will make its own decisions regarding the timing of the share purchases, independently of the Company, while complying at all times with the limits and conditions established in the Market Abuse Regulation and the Delegated Regulation. In particular, no more than 25% of the average daily volume of shares in the trading venue where the purchase takes place can be purchased on any trading day, with the average daily trading volume for each trading venue being that of the twenty trading days prior to the date of each purchase.

- Trading venues: the purchases will be made on the “Sistema de Interconexión Bursátil Español- Mercado Continuo” as well as on the DXE Europe, Turquoise Europe and Aquis Exchange.

For the purposes of calculating the regulatory capital and in accordance with the applicable prudential regulations[1], CaixaBank will deduct the maximum monetary amount of 500 million euros from the solvency ratios as of 30 September 2024. For illustrative purposes, CaixaBank’s Group solvency ratios as of 30 September 2024 and the pro-forma ratios with the impact of the SBB are detailed below:

Figures as of Sep-24	Reported (with SBB)	Pro-forma (without SBB)	SBB Impact
% CET1	12.24%	12.45%	-0.22%
% TIER 1	14.08%	14.29%	-0.22%
% CAPITAL TOTAL	16.83%	17.05%	-0.22%
% SUBORDINATED MREL	24.71%	24.93%	-0.22%
% MREL	28.33%	28.54%	-0.22%
% Leverage	5.52%	5.61%	-0.08%

The share purchase transactions, as well as any amendment, temporary suspension, definitive interruption, or termination of the Buyback Programme will be duly reported to the Spanish securities regulator (“CNMV”) and to other relevant authorities in accordance with the applicable regulations.

31 October 2024

[1] *EU Regulation 575/2013, “Article 3. Application of stricter requirements by institutions*