



NATIONAL SECURITIES MARKET COMMISSION

Pursuant to Article 227 of Law 6/2023 of 17 March on the Securities Markets and Investment Services (*Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión*), Banco de Sabadell, S.A. (Banco Sabadell) informs the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) of the following

OTHER RELEVANT INFORMATION

At the Extraordinary General Meeting of Shareholders of Banco Sabadell held today at 13:00 hours, the following agreement has been approved:

AGENDA ITEM ONE RESOLUTION

APPROVAL OF AN EXTRAORDINARY CASH DIVIDEND OF 50 EURO CENTS (GROSS) PER SHARE CHARGED AGAINST FREELY DISTRIBUTABLE VOLUNTARY RESERVES, SUBJECT TO THE DISPOSAL OF TSB BANKING GROUP PLC AND PAYABLE ON THE LAST BUSINESS DAY OF THE MONTH FOLLOWING THE RECEIPT OF THE SALE PRICE.

Approve the distribution of an extraordinary cash dividend at the rate of 50 euro cents (gross) per share of Banco de Sabadell, Sociedad Anónima (hereinafter, "**Banco Sabadell**", the "**Company**" or the "**Bank**") that it is entitled to receive it (and, consequently, in view of the number of shares in circulation as of 30 June 2025 –other than those acquired by the Company as treasury shares as of 30 June 2025 under the buy-back programme authorised by the General Meeting of Shareholders held on 20 March 2025 under item six of the agenda for redemption–, for a maximum amount of 2.573.005.100,50 euros), charged against freely distributable voluntary reserves. Consequently, the total amount to be distributed as an extraordinary dividend will be adjusted based on the number of outstanding shares entitled to receive it on the record date for payment, without exceeding the aforementioned maximum amount, and without any variation in the amount per share previously indicated.

The extraordinary dividend is subject to the disposal by the Company to Banco Santander, S.A. of the entire share capital of the subsidiary of Banco de Sabadell TSB Banking Group plc and other equity instruments and securities issued by this company (the "**Transaction**"), the authorisation of which is itself proposed to the Extraordinary General Meeting of Shareholders of the Company, scheduled to be held on August 6, 2025, at 10:00 a.m., on second call, under item one of the agenda, after having obtained, if applicable, such authorisation as well as those of the regulatory and competition authorities necessary for such disposal.

Payment of the extraordinary dividend shall be made in accordance with the operating rules of the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) on the last business day of the month following the receipt of the Transaction's price, without exceeding a period of 12 months from the date of approval of the resolution by the Extraordinary General Shareholders' Meeting (pursuant to article 276.3 of the Capital Companies Act).

The English version is a translation of the original in Spanish and is provided for information purposes only. In case of discrepancy, the original version in Spanish shall prevail.



This resolution is adopted without prejudice to any other shareholder remuneration formulas that may be approved by the Company, if applicable, charged to or on account of its results, or even without direct link to results, in accordance with the Company's shareholder remuneration policy in force from time to time.

Likewise, the Board of Directors is expressly empowered, as broadly as legally possible, to carry out all actions and formalities that may be necessary or merely appropriate to achieve the execution and successful completion of the distribution of the extraordinary dividend approved in this resolution, including in particular, but not limited to, the following:

- a) Verify compliance with the condition to which payment of the dividend is subject and specify and develop this resolution, setting the terms and conditions of the extraordinary dividend in all matters not provided for, with express powers of clarification and correction;
- b) to make such announcements, disclosures of inside information or other relevant information as may be legally necessary or appropriate, as well as to carry out such actions, declarations, formalities or disclosures and adopt such measures as may be necessary or appropriate;
- c) draw up, sign or register any additional or complementary documentation or information required by the Comisión Nacional del Mercado de Valores, the Spanish Stock Exchanges or any other Spanish or foreign authority; and
- d) in general, to carry out any act and execute any public or private document that may be necessary or appropriate for the successful execution and settlement of the extraordinary dividend, including appearing and carrying out any formal act or procedure before any regulatory authority, public or administrative registry, authority or administrative institution, whether Spanish or foreign, that may be necessary to achieve the most complete execution and effectiveness of the extraordinary dividend.

The Board of Directors is expressly authorised so that it, in turn, may delegate (with the power of substitution where appropriate) to any director with delegated powers, pursuant to the provisions of article 249 bis.I) of the Spanish Companies Law, all the delegable powers referred to in this resolution, all without prejudice to the powers of attorney that exist or may be conferred in relation to the content of this resolution.

This resolution is submitted to the General Meeting of Shareholders for approval in accordance with the provisions of article 276 of the Capital Companies Act, article 114 of the Securities Markets and Investment Services Act and article 28.1.d) of Royal Decree 1066/2007, of 27 July, on the rules governing public takeover bids for securities .

Gonzalo Barettino Coloma
Secretary General

Sabadell, 6 August 2025

The English version is a translation of the original in Spanish and is provided for information purposes only. In case of discrepancy, the original version in Spanish shall prevail.