

Pursuant to current Securities Market legislation, **Bankinter, S.A. ("Bankinter")** hereby announces the following:

## **OTHER RELEVANT INFORMATION**

The Annual General Shareholders Meeting of Bankinter held on first call today, 26 March 2026, exclusively remote, with a meeting quorum representing 75.647% of its share capital, has voted to approve all the items submitted to a vote and included in the Agenda of the General Meeting (which are attached bellow).

Pursuant to Article 525 of the Spanish Corporate Act (*Ley de Sociedades de Capital*) and in keeping with the legal time frame in place, an overview of voting results by resolution may be viewed on the Bankinter corporate website: [www.bankinter.com/webcorporativa](http://www.bankinter.com/webcorporativa).

Madrid, 26 March 2026

**Bankinter, S.A.**

# **Resolutions adopted by the Annual General Meeting of Shareholders of Bankinter, S.A.**

26 March 2026

## Agenda:

|   | P.  |
|---|-----|
| 1. Review and approval of the individual financial statements (balance sheet, income statement, statement of changes in equity, statement of cash flows and the notes to the financial statements) and management report of Bankinter, S.A., and the consolidated financial statements and management report of the consolidated group for the financial year ended 31 December 2025. | 3   |
| 2. Review and approval of the Non-financial information and Sustainability Statement of the Bankinter Group, which is part of the consolidated management report, for the year ended 31 December 2025.  | 4   |
| 3. Review and approval of the Board of Directors' management and performance during the financial year ended 31 December 2025.  | 5   |
| 4. Examination and approval of the proposal for allocation of profits and the distribution of dividends for the financial year ended 31 December 2025.  | 6   |
| 5. Re-election of the auditor of accounts of the company and the consolidated group for 2026, 2027 and 2028.  | 7   |
| 6. Appointment for the sustainability assurance services provider for 2026, 2027 and 2028.  |     |
| 7. Re-election and establishment of the number of directors:  |     |
| 7.1. Re-election of Alfonso Botín-Sanz de Sautuola y Naveda as executive director   | 9   |
| 7.2. Re-election of Teresa Martín-Retortillo Álvarez as an external independent director.   | 10  |
| 7.3. Establishment of the number of directors   | 10. |
| 8. Approval of a restricted capitalisation reserve pursuant to the provisions of section 25.1.b) of Law 27/2014 of 27 November on Corporate Income Tax.   | 11  |
| 9. Remuneration agreements:   |     |
| 9.1. Approval of the delivery of shares to the directors for the performance of their executive duties, and to senior management as part of the variable remuneration accrued in 2025.  | 14  |
| 9.2. Approval of the maximum level of variable remuneration for certain employees whose professional activities have a significant impact on the risk profile of Bankinter or its Group.  | 19  |
| 10. Delegation of powers to the Board of Directors, including the power of substitution, to formalise, interpret, correct and execute the resolutions carried by the General Meeting.   | 20  |
| <b>Item submitted to a consultative vote</b>  |     |
| 11. Annual report on the remuneration of Directors pursuant to article 541 of the Spanish Companies Act   | 21  |

# 1

## **Review and approval of the individual financial statements (balance sheet, income statement, statement of changes in equity, statement of cash flows and the notes to the financial statements) and management report of Bankinter, S.A., and the consolidated financial statements and management report of the consolidated group for the financial year ended 31 December 2025.**

---

To approve the Financial Statements (Balance Sheet, Income Statement, Statement of Changes in Equity, Statement of Cash Flows and the Notes to the Financial Statements) and the Management Reports of BANKINTER, S.A. and BANKINTER Group, for the year ending 31 December 2025, as authorised for issue by the Board of Directors of BANKINTER, S.A. at its meeting held on 18 February 2026 being formulated in electronic format eXtensible HyperText Markup Language (XHTML), and including the consolidated annual financial statements labelled using the eXtensible Business Reporting Language (XBRL) standard, in accordance with the provisions of Directive 2004/109/EC and Delegated Regulation (EU) 2019/815.

These financial statements have been verified by the Audit Committee and audited, without qualification, by PricewaterhouseCoopers Auditores, S.L.

## **2. Review and approval of the Non-financial information and Sustainability Statement of the Bankinter Group, which is part of the consolidated management report, for the year ended 31 December 2025.**

---

Approve the consolidated Non-financial and Sustainability Statement, which forms part of the management report of Bankinter, S.A. and its consolidated Group and which accompanies the financial statements of Bankinter and its consolidated Group, for the financial year ended 31 December 2025, having been approved by the Board of Directors of Bankinter, S.A. at its meeting held on 18 February 2026.

This sustainability information has been verified by the Audit Committee in light of the unqualified verification report prepared by PricewaterhouseCoopers Auditores, S.L.

# 3. **Review and approval of the Board of Directors' management and performance during the financial year ended 31 December 2025.**

---

To approve the management and activities of the Board of Directors during financial year 2025.

## **4. Examination and approval of the proposal for allocation of profits and the distribution of dividends for the financial year ended 31 December 2025.**

---

To approve the proposed distribution of profit of Bankinter, S.A. for 2025 of 930,069 thousand euros as follows:

- 544,988 thousand euros to the payment of dividends. Of which:
  - 405,755 thousand euros was paid prior to the date of this Annual General Meeting, as interim dividends out of the profits obtained in financial year 2025, on 25 June 2025 and 2 December 2025, having previously been approved at the Board meetings held on 18 June 2025 and 19 November 2025.
  - 139,233 thousand euros (0.15493301 euros gross per share) will be paid as a final dividend on 2 April 2026 (the ex-date: 31 March 2026 and the record date: 1 April 2026). Therefore, the total gross dividend for financial year 2025 is 0.60644106 euro per share.

- The remainder of Bankinter, S.A.'s profit for financial year 2025, i.e. the amount of 385,081 thousand euros, shall be allocated to funding the institution's voluntary reserves.

## **5. Re-election of the auditor of accounts of the Company and its Group for 2026, 2027 and 2028.**

---

To re-elect, as the auditor of accounts of Bankinter, S.A. and its Consolidated Group for the 2026, 2027 and 2028 financial years, PricewaterhouseCoopers Auditores, S.L. , *which has its registered office at Torre PwC, Paseo de la Castellana 259 B, Madrid, tax ID number B-79031290*, registered in Spain's Official Registry of Auditors under S-0242 and the Madrid Trade and Companies Register in page M-63,988, folio 75, volume 9267, book 8054, section 3, pursuant to a proposal by the Audit Committee submitted to and approved by the Board of Directors.

## 6. Appointment for the sustainability assurance services provider for 2026, 2027 and 2028.

---

To appoint, as the sustainability assurance services provider of Bankinter and its Group for the 2026, 2027 and 2028 financial years, PricewaterhouseCoopers Auditores, S.L. , *which has its registered office at Torre PwC, Paseo de la Castellana 259 B, Madrid, tax ID number B-79031290*, registered in Spain's Official Registry of Auditors under S-0242 and the Madrid Trade and Companies Register in page M-63,988, folio 75, volume 9267, book 8054, section 3, pursuant to a proposal by the Audit Committee submitted to and approved by the Board of Directors.

This appointment is conditional upon it being necessary or possible under the Spanish law transposing Directive (EU) 2022/2464, of 14 December 2022, into Spanish law. Given the absence of its transposition to date, the Board of Directors is expressly authorised to interpret, develop, supplement and adapt this agreement to the requirements that may be legally required for its effectiveness, including those resulting from future regulatory modifications such as the transposition of the aforementioned directive into Spanish law.

## 7. Re-election and establishment of the number of directors:

### 7.1. Re-election of Alfonso Botín-Sanz de Sautuola y Naveda as executive director

---

To re-elect as director of Bankinter, S.A., for the statutory term of four years, Mr. Alfonso Botín-Sanz de Sautuola y Naveda, of legal age, married, of Spanish nationality and with address for these purposes at Paseo de la Castellana, 29, Madrid and with NIF: 7.494.676-B.

Alfonso Botín-Sanz de Sautuola y Naveda is re-elected as an executive director.

This proposal for the re-election as director is consistent with the favourable report made to the Board of Directors by the Sustainability and Appointments Committee, with the backing of the Board of Directors as provided in Article 529 decies of the Spanish Companies Act and complies fully with the definition of executive director set forth in that Law. This report has been made available to shareholders since the publication of the notice of the Ordinary General Meeting of Shareholders.

### 7.2 Re-election of Teresa Martín-Retortillo Rubio as an independent external director.

---

To re-elect as director of Bankinter, S.A. for a statutory term of four years, Teresa Martín-Retortillo Rubio, of legal age and Spanish nationality, married, domiciled for these purposes at Paseo de la Castellana, 29, Madrid and with NIF: 33.501.208-Y.

Teresa Martín-Retortillo Rubio is re-elected as an external independent director.

This proposal for the re-election as director is consistent with the proposal made to the Board of Directors by the Sustainability and Appointments Committee and based on the favourable report by the Board of Directors provided in article 529 decies of the Spanish Companies Act and complies fully with the definition of independent director in that Act. This report has been made available to shareholders since the publication of the notice of the Ordinary General Meeting of Shareholders.

### 7.3 Establishment of the number of directors

---

To establish at twelve (12) the effective number of members of the Board of Directors within the limit set forth in article 25 of the corporate by-laws.

## 8. **Approval of a restricted capitalisation reserve pursuant to the provisions of section 25.1.b) of Law 27/2014 of 27 November on Corporate Income Tax.**

---

To approve the formal funding and accounting record in the 2025 financial year of a capitalisation reserve in the amount of 78,603,789.88 euros, as a restricted reserve for a term of three years, to be kept fully separate and apart and identified with a proper description pursuant to the provisions of Article 25.1.b) of Law 27/2014 of 27 November on Corporate Income Tax.

# 9. ■ Remuneration agreements:

## 9.1. Approval of the delivery of shares to the directors for the performance of their executive duties, and to Senior Management as part of the variable remuneration accrued in 2025.

To approve, subject to the terms set out below and pursuant to the provisions of Article 219 of the Spanish Companies Act, the maximum number of Bankinter shares as part of the variable remuneration accrued in 2025 to be delivered to directors for the performance of their executive functions and to members of Senior Management.

The Directors, who have performed executive functions in 2025 (2 directors) and the Senior Management (9 people) during 2025, have accrued annual variable remuneration in 2025, according to the basic characteristics and the accrual of variable remuneration described for each of them in the Directors' Remuneration Report, which is submitted to an advisory vote of the Annual General Meeting, under item Eleven of the Agenda, available on the corporate website for consultation from the time of publication of the call for this General Meeting. Bankinter does not have specific variable remuneration systems for executive directors and Senior Management, but instead applies the same variable incentive system as for other staff whose activities have a significant impact on the Bankinter Group's risk profile ("Identified Staff").

The variable remuneration accrued in 2025 consists of, on one hand, an **annual incentive** reflecting performance, as measured through fulfilling specific objectives set to assess the earnings obtained in a fiscal 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 suitable and effective risk management, and not offer incentives to take risks that exceed the levels tolerated by the Bank.

In any case, appropriate and duly balanced ratios are established between the fixed and variable components of remuneration for employees in general, and for executive directors and Senior Management in particular, with the fixed component constituting a sufficiently high portion of the total remuneration. In the case of executive directors, the ratio of total variable remuneration to fixed remuneration is within the limits established in the Directors' Remuneration Policy.

The variable remuneration accrued in 2025 will be paid deferred over a period of 5 years (2027 to 2031), with at least 50% of the deferred and non-deferred portions being paid in shares.

In the deliveries of the shares under both the deferred and the non-deferred portions, the price of the Bankinter share will be 14.1973 euros/share, this being the average quoted price of the Bankinter share at the close of business for the trading sessions between 2 January and 20 January 2026, both inclusive.

Deliveries of the company's shares will be made net of taxes and in accordance with the schedule indicated below:

- The maximum number of Bankinter shares to be delivered to directors for the performance of executive functions and Senior Managers for **non-deferred** variable remuneration accrued under the 2025 variable incentive is:
  - 7,341 Bankinter shares to Mr. Alfonso Botín-Sanz de Sautuola y Naveda as Executive Vice-chairman.
  - 5,125 Bankinter shares to Gloria Ortiz Portero for the performance of her duties as Chief Executive Officer.
  - 28,784 Bankinter shares to Senior Management (9 people).

The delivery of Bankinter shares for the non-deferred portion of the variable remuneration accrued in 2025 shall be carried out within 15 trading days following the date of approval thereof by the shareholders at the Annual General Meeting.

- The maximum number of Bankinter shares to be delivered to executive directors and Senior Managers for **deferred** variable remuneration accrued under the 2025 variable incentive is:

- **Alfonso Botín-Sanz de Sautuola y Naveda as the executive Vice-chairman:**

- 978 Bankinter shares will be delivered in the month of January 2027, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
- 978 Bankinter shares will be delivered in the month of January 2028, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
- 978 Bankinter shares will be delivered in the month of January 2029, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
- 978 Bankinter shares will be delivered in the month of January 2030, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
- 978 Bankinter shares will be delivered in the month of January 2031, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.

- **Gloria Ortiz Portero as Chief Executive Officer:**
  - 1,845 Bankinter shares will be delivered in the month of January 2027, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 1,845 Bankinter shares will be delivered in the month of January 2028, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 1,845 Bankinter shares will be delivered in the month of January 2029, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 1,845 Bankinter shares will be delivered in the month of January 2030, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 1,845 Bankinter shares will be delivered in the month of January 2031, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  
- **Senior Management (9 people):**
  - 3,832 Bankinter shares will be delivered in the month of January 2027, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 3,832 Bankinter shares will be delivered in the month of January 2028, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 3,832 Bankinter shares will be delivered in the month of January 2029, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.
  - 3,832 Bankinter shares will be delivered in the month of January 2030, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.

- 3,832 Bankinter shares will be delivered in the month of January 2031, corresponding to 1/5 of the deferred annual variable remuneration accrued in 2025.

Each year, the Remuneration Committee shall evaluate whether any circumstances, risks or significant negative impacts have affected the institution's results or assets which, having occurred during financial year 2025, may warrant a total or partial review of the shares ultimately to be delivered within each deadline.

The Board of Directors is authorised to modify and adjust the number of shares to be delivered as part of the variable remuneration and change the rules on settlement and the payment schedule when, prior to the date of effective delivery special situations, events or circumstances have arisen due to internal or external factors, such as laws or requirements or recommendations by regulators of supervisors or corporate transactions affecting the Bank (e.g. capital increases, stock splits or reverse stock splits, structural modifications or similar operations, public takeover bids, etc.), and in the opinion of the Board of Directors such modification, adjustment or change is warranted to maintain the value of the consideration and/or the balance of the remuneration system. These amendments, adjustments or changes will be disclosed in the annual report on director remuneration.

The Board of Directors and the Executive Committee are authorised to supplement this resolution as may be required in order to implement it and, specifically, to establish exceptional cases, independently of the provisions of the preceding paragraph, in which termination of a director's executive duties or membership of the Board or termination of the special employment relationship binding any Senior Manager entails the loss of the right to receive any shares pending delivery on the scheduled dates.

## **9.2. Approval of the maximum level of variable remuneration for certain employees whose professional activities have a significant impact on the risk profile of Bankinter or its Group.**

---

Pursuant to Article 34.1 g) of Law 10/2014 of 26 June concerning the organisation, oversight and solvency of credit institutions, a proposal is made to approve the theoretical variable remuneration of the group of employees whose professional activities have a material impact on the risk profile of Bankinter, S.A. or its Group or who perform control duties and who are subject to the maximum level of variable remuneration of up to 200% of the fixed component of the total remuneration of such professionals, with the Bank's subsidiaries also potentially applying this maximum level to its professionals, in accordance with the report issued for these purposes by the Board of Directors of Bankinter, S.A. on 18 February 2026 and which has been made available to the shareholders since the date of publication of the call to this Annual General Meeting of shareholders.

# 10. **Delegation of powers to the Board of Directors, including the power of substitution, to formalise, interpret, correct and execute the resolutions carried by the General Meeting.**

---

The Board of Directors is delegated, with express powers of substitution in favour of the Executive Committee, the broadest powers that may be required by law to interpret, correct, supplement and execute the resolutions adopted by shareholders at the General Meeting and to delegate by substitution the powers granted by the shareholders.

Additionally, in relation to filing the annual accounts and the documents specified in the Regulations of the Trade and Companies Register, the Chair of the Board of Directors, the executive Vice-chairman of the Board of Directors, the Chief Executive Officer, the General Secretary and of the Board of Directors, are authorised such that any of them, acting severally, may perform any acts needed to file these documents, including the submission of applications to the Trade and Companies Register and the issue of certificates of any kind, and in particular, the certificate provided for in Article 279 of the Spanish Companies Act.

The Chair of the Board of Directors, the executive Vice-chairman of the Board of Directors, the Chief Executive Officer, the General Secretary and of the Board of Directors are authorised so that any of them may have the resolutions adopted by the shareholders at the General Meeting executed in a public instrument and execute such public or private documents as may be required or appropriate to implement such resolutions, including the power to amend and correct the text thereof to the extent needed for such text to conform to the classification of the Companies Registry or of any administrative bodies or authorities.

**Item submitted to a consultative vote:**

**11. Annual report on the  
remuneration of directors pursuant to article 541 of  
the Spanish Companies Act.**

---

To approve, on an advisory basis, the Annual Report on Director Remuneration of Bankinter, S.A., as approved by the Board of Directors on the recommendation of the Remuneration Committee, under the terms set out in the Spanish Companies Act and in Circular 4/2013 of 12 June, of the Spanish National Securities Market Commission (as subsequently amended by Circulars 7/2015 of 22 December; 2/2018 of 12 June; 1/2020 of 6 October; and 3/2021 of 28 September, all issued by the Spanish National Securities Market Commission). The full text of this report has been made available to shareholders along with the rest of the General Meeting documents on the publication date of the call.

Following the entry into force of Act 5/2021 of 12 April, amending the consolidated text of the Spanish Companies Act, as enacted by Royal Legislative Decree 1/2010 of 2 July, and other financial regulations, with regard to the encouragement of long-term shareholder engagement in listed companies *"companies that have issued securities admitted to trading on a regulated market of any Member State of the European Union shall disclose an annual corporate governance report as a specific section of their management report. Listed companies must also include an annual report on director remuneration as part of their management report."*