



NATIONAL SECURITIES MARKET COMMISSION

Pursuant to Article 227 of the 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) hereby informs the National Securities Market Commission (*Comisión Nacional del Mercado de Valores (CNMV)*) of the following:

OTHER RELEVANT INFORMATION

Further to the other relevant information disclosure dated 13 May 2024, with registration number 28651, regarding the temporary suspension of the treasury share buy-back programme announced by the inside information disclosure dated 25 April 2024 with registration number 2203 (the “**Buy-back Programme**”) due to the publication of the preliminary announcement of the tender offer for the shares of Banco Sabadell launched by BBVA, Banco Sabadell announces that, today, in accordance with the authorization received from the European Central Bank, the Board of Directors of Banco Sabadell has resolved to execute the reduction of the share capital of Banco Sabadell through the redemption of all treasury shares acquired under the Buy-back Programme until it was suspended. The execution of the capital reduction has been approved pursuant to the delegation of powers granted in favour of the Board of Directors under the capital reduction resolution approved by the Annual General Meeting of Shareholders held on 10 April 2024, under item 4 of the agenda, setting the amount of the capital reduction at 6,566,420.625 euros.

The capital reduction is carried out through the redemption of all treasury shares acquired under the Buy-back Programme, this is 52,531,365 shares of 0.125 euros of par value each, representing approximately 0.97 per cent of Banco Sabadell's share capital before the capital reduction.

The share capital resulting from the capital reduction is set at 673,461,260.25 euros, represented by 5,387,690,082 shares of 0.125 euros of par value each, all of them belonging to the same class and series.

The execution of the capital reduction does not entail a refund of contributions to the shareholders, since at the time of execution of the capital reduction the shares to be redeemed are owned by Banco Sabadell, and it is made out of unrestricted reserves, through the recognition of a restricted reserve for redeemed capital for an amount equal to the par value of the redeemed shares (this is, 6,566,420.625 euros), which may only be used subject to the same requirements as for the capital reduction, by application of

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article 335.c) of the consolidated text of the Capital Companies Law approved by Royal Legislative Decree 1/2010, of 2 July (Capital Companies Law), so that Banco Sabadell's creditors will not be entitled to object under Article 334 of the Capital Companies Law.

For the purposes of the provisions of Article 411 of the Capital Companies Law and in accordance with the first additional provision of Law 10/2014, of June 26, on the regulation, supervision and solvency of credit institutions, since Banco Sabadell is a credit institution and the other requirements set forth in the aforementioned additional provision are met, the consent of the syndicates of holders of the outstanding debentures and bonds is not required to execute the capital reduction.

The capital reduction resolution will be published in the Official Gazette of the Mercantile Registry and in the Banco Sabadell's corporate website (www.grupbancsabadell.com) in the coming days.

Afterwards, the public deed for the reduction of capital through the redemption of treasury shares and the amendment of the Articles of Association of Banco Sabadell will be executed. Once registered at the Mercantile Registry, Banco Sabadell will request the delisting of the redeemed shares from the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges and its cancellation and removal from the accounting records of the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear).

Gonzalo Baretino Coloma
Secretary General

Sabadell, 29 January 2025