



AUTHORISATION OF THE MODIFICATION OF THE CHARACTERISTICS OF THE TAKEOVER BID FOR BANCO DE SABADELL, S.A., LAUNCHED BY BANCO BILBAO VIZCAYA ARGENTARIA, S.A.

Thursday, 25 September 2025

On 25 September 2025, the Spanish National Securities Market Commission adopted the following resolution:

“To authorise the modification of the characteristics of the voluntary takeover bid for the shares of Banco de Sabadell, S.A. submitted by Banco Bilbao Vizcaya Argentaria, S.A., which was authorised by the Spanish National Securities Market Commission on 5 September 2025.

In accordance with the content of the registered documentation, the modification of the offer consists of an improvement in the mixed consideration offered, with a change in its nature, under the terms of Article 31 of Spanish Royal Decree 1066/2007, of 27 July, on takeover bids, and now consists of one newly issued share of Banco Bilbao Vizcaya Argentaria, S.A. for every 4.8376 shares of Banco de Sabadell, S.A. The detail of the modifications to the initial prospectus are included in the supplement to the prospectus submitted by Banco Bilbao Vizcaya Argentaria, S.A.

Said consideration has been determined by the offeror in accordance with Articles 13(5) and 14 of Spanish Royal Decree 1066/2007, of 27 July, on takeover bids and has not been submitted for consideration as an equitable price for the purposes of Article 110 of the Spanish Act 6/2023, of 17 March, on Securities Markets and Investment Services, and Article 9 of the aforementioned Royal Decree.

Considering the provisions of Article 31.4 of the aforementioned Royal Decree, the acceptance period has been extended until 10 October 2025, inclusive.”

This translation is provided for information purposes only and has no legal effect. The original Spanish version shall prevail in the event of any discrepancy.