

## Significant Event

The Company hereby notifies you that:

1. The Shareholders' Ordinary General Meeting held today agreed to set the number of members of the Board of Directors at sixteen (16), within the established limits in the Articles of Association. Up until today, the Board of Directors was made up of eighteen (18) members.

2. Furthermore, the Meeting approved the re-election as members of the Board of Directors of Mr Gonzalo Gortázar Rotaeché (executive director), Ms María Amparo Moraleda Martínez (independent director), Mr John S. Reed (independent director) and Ms María Teresa Bassons Boncompte (proprietary director) as well as the appointment of Mr Marcelino Armenter Vidal (proprietary director) and Ms Cristina Garmendia Mendizábal (independent director) as new members of the Board of Directors. The appointment of Mr Marcelino Armenter Vidal is subject to verification of his suitability by the European Central Bank.

In view of the agreement to re-elect and appoint the aforementioned directors and taking into account the non-renewal of office of the directors Mr Alain Minc, Mr. Juan Rosell Lastortras, Mr. Antonio Sáinz de Vicuña y Barroso and Mr. Javier Ibarz Alegría after the expiry of their term of office, the composition of the Board of Directors will be the following, once the acceptances of the appointments have taken place:

Mr. Jordi Gual Solé	Chairman (proprietary)
Mr. Tomás Muniesa Arantegui	Deputy chairman (proprietary)
Mr. Gonzalo Gortázar Rotaeché	CEO (executive)
Mr. Xavier Vives Torrents	Lead Independent Director (independent)
Mr Marcelino Armenter Vidal	Director (proprietary)
Fundación CajaCanarias represented by Natalia Aznárez Gómez	Director (proprietary)
Ms. María Teresa Bassons Boncompte	Director (proprietary)
Ms. María Verónica Fisas Vergés	Director (independent)

Mr. Alejandro García-Bragado Dalmau	Director (proprietary)
Ms. Cristina Garmendia Mendizábal	Director (independent)
Mr. Ignacio Garralda Ruiz de Velasco	Director (proprietary)
Ms. María Amparo Moraleda Martínez	Director (independent)
Mr. John S. Reed	Director (independent)
Mr. Eduardo Javier Sanchiz Irazu	Director (independent)
Mr. José Serna Masiá	Director (proprietary)
Ms. Koro Usarraga Unsain	Director (independent)

3. After holding the Ordinary General Meeting, the Board of Directors agreed to appoint Mr Gonzalo Gortázar Rotaecche as CEO of CaixaBank, S.A., with all the legally and statutorily delegable powers.

4. In addition, the Board of Directors, at the proposal of the Appointments Committee and the Audit and Control Committee, in this latter case with regard to the composition of the Appointments Committee, agreed to reorganise the composition of Board of Directors' Committees.

Specifically, the Board of Directors appointed Ms Verónica Fisas Vergés, independent director, as a new member of the Remuneration Committee and Mr Xavier Vives Torrents, lead independent director, as a new member of the Appointments Committee replacing, respectively, Mr Juan Rosell Lastortras and Mr Alain Minc.

Furthermore, the Board of Directors today agreed to reappoint the directors re-elected by the General Meeting, also held today, as members of the Board of Directors' Committees of which, until today, these directors were members. Specifically, Mr Gonzalo Gortázar Rotaecche was appointed as a member of the Executive Committee, Ms María Amparo Moraleda Martínez was appointed as a member of the Executive Committee and of the Remuneration Committee, Mr John S. Reed was appointed as a member of the Appointments Committee and Ms Teresa Bassons Boncompte was appointed as a member of the Appointments Committee.

Lastly, the Audit and Control Committee agreed to appoint Ms Koro Usarraga Unsain as Chairwoman of the Audit and Control Committee and the Risk Committee appointed Mr Eduardo Javier Sanchiz Irazu as its Chairman.

5. In accordance with the above, the composition of the committees is as follows:

#### **Executive Committee**

Mr. Jordi Gual Solé	Chairman (proprietary)
Mr. Tomás Muniesa Arantegui	Committee member (proprietary)
Mr. Gonzalo Gortázar Rotaeché	Member (executive)
Ms. María Verónica Fisas Vergés	Committee member (independent)
Ms. María Amparo Moraleda Martínez	Committee member (independent)
Mr. Xavier Vives Torrents	Committee member (independent)

#### **Appointment Committee**

Mr. John S. Reed	Chairman (independent)
Mr. Xavier Vives Torrents	Committee member (independent)
Ms. María Teresa Bassons Boncompte	Committee member (proprietary)

#### **Audit and Control Committee**

Ms. Koro Usarraga Unsain	Chairwoman (independent)
Mr. Eduardo Javier Sanchiz Irazu	Committee member (independent)
Mr. José Serna Masiá	Committee member (proprietary)

#### **Risk Committee**

Mr. Eduardo Javier Sanchiz Irazu	Chairman (independent)
Ms. Koro Usarraga Unsain	Committee member (independent)
Fundación CajaCanarias represented by Natalia Aznárez Gómez	Committee member (proprietary)

It is hereby recorded, for these purpose that Mr Ignacio Garralda Ruiz de Velasco ceases to be a member of the Risk Committee.

**Remunerations Committee**

Ms. María Amparo Moraleda Martínez	Chairwoman (independent)
Ms. María Verónica Fisas Vergés	Committee member (independent)
Mr. Alejandro García-Bragado Dalmau	Committee member (proprietary)

5 April 2019