



Comité  
consultivo **Accionistas**

Minutes of the meeting held **March 19, 2013**

## Meeting participants:

<b>Members of the Advisory Committee present:</b>	<b>Region</b>
Diego Romero	Andalusia
Miguel Angel Crespo	Aragón
José Ignacio Posadilla	Asturias
Eva Belenguer	Catalonia
Silvia Gironés	Catalonia
Juan Maria Pérez	Catalonia
Josep Maria Niubó	Catalonia
Ramón Maria Castelltort	Catalonia
Daniel Punseti	Catalonia
Josep Rollant	Catalonia
Pedro Berruezo	Balearic Islands
Marta Fernández	La Rioja
Juan Carlos Carballada	Madrid
Juan Pedro Solís	Madrid
Mercedes Badía (excused from the meeting)	Madrid
Juan Ignacio Ureta	Basque Country
Juan Rubén García	Valencia

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### **CaixaBank Personnel:**

Isidro Fainé – Chairman  
Marcelino Armenter – Chief Risk Officer  
Artur Callau – Director of Shareholder Relations – Committee Secretary  
Sergi Salvó – Shareholder Relations  
Antoni Jerez – Shareholder Relations

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## Meeting Agenda

### 1<sup>st</sup> working session:

- CaixaBank corporate presentation and 2012 earnings
- Presentation on changes in CaixaBank's shareholder base

### 2<sup>nd</sup> working session (by working group):

- Identification of key messages to highlight in communication with CaixaBank shareholders
- Proposal by committee members of topics to be addressed during the presentation at the next Annual General Meeting

### 3<sup>rd</sup> working session:

- Presentation of progress update on initiatives for improvement proposed by the Committee at the December 2012 meeting
- Presentation of new initiatives underway and collection of comments by Committee members

### Presentation of conclusions of working groups

## Conclusions of the working sessions:

### What would our shareholders like to know more about?

- CaixaBank's strategic plan, and its medium- and long-term goals
- Details of the dividend policy: shareholder remuneration schedule, type of remuneration and options available to shareholders, ensuring information on the dividend policy is provided as soon as possible, along with a detailed analysis of share price performance
- Outlook for earnings (*members were informed that this information is not public and, therefore, cannot be disclosed*)

### What issues should be addressed at the Annual General Meeting?

- Strategic plan and business objectives
- International expansion strategy
- Value created by corporate transactions carried out by CaixaBank in recent years
- Breakdown between organic and acquisition-led growth in earnings and customer base
- CaixaBank's commitment to Caja de Ahorros y Pensiones de Barcelona's welfare projects

## **Progress update on initiatives proposed at the December 2012 meeting**

### **Offer greater advantages with financial products**

- Under the umbrella of the “Advantages for shareholders” program, plans are to relaunch the dividend reinvestment program sometime in the coming months in the wake of comments and suggestions made by Advisory Committee members.

### **Explain the advantages to shareholders through the offices and in general publications about CaixaBank**

- CaixaBank’s internal communication program has been reinforced through the various internal channels in place so that all information of interest to shareholders and information on the “Advantages for shareholders” program is available to the entire network and all employees.
- The aim is for all employees to know the advantages and share them with the bank’s shareholders.

### **Offer segmented advantages/services based on shareholder group profiles**

- Following Committee recommendations, the offers included in the “Advantages for shareholders” program have been segmented by shareholder profile and degree of engagement.

## Presentation of new initiatives launched based on suggestions by the Advisory Committee

### CaixaBank Shareholder Guide

- Since January 2013, the Shareholder Guide has been sent out to new CaixaBank shareholders.
- The first section of the guide provides a detailed description of CaixaBank, its strategy, business model and units, and the latest results available. There is also a comprehensive list of information, communication channels and benefits provided by CaixaBank for its shareholders.
- The second chapter includes key information on the significance of being a shareholder: rights and obligations.

### Scheduled visits to CaixaBank's head office and investees

- A pilot program of visits to CaixaBank investees and its head office was launched in December 2012:
  - o To CaixaBank: monthly meetings in which a group of shareholders visit the headquarters in Barcelona, certain areas on the premises and attend a corporate presentation on CaixaBank and a presentation on the welfare projects of "la Caixa."
  - o To Repsol's petrochemical plants: in conjunction with Repsol's shareholder information office, regular visits to the company's petrochemical plants in Tarragona, Puertollano and Cartagena have begun. These visits allow shareholders to gain an insight into one of CaixaBank's industrial investees.
  - o To Telefónica's corporate headquarters in Madrid: in conjunction with the telecom company's shareholder relations office.
  - o To the Madrid stock exchange (BME).