



ATTENDANCE QUORUM AND VOTING RESULTS OF THE RESOLUTIONS PASSED AT THE ORDINARY ANNUAL GENERAL MEETING HELD ON APRIL 24, 2014



Attendance at the 2014 Annual General Meeting

| | Shareholders | Shares | % share capital | | |
|--------------------------|--------------|---------------|-----------------|--|--|
| Shareholders attending | 1,810 | 3,335,755,596 | 61.7563 | | |
| Shareholders represented | 8,197 | 721,395,511 | 13.3555 | | |
| TOTAL | 10,007 | 4,057,151,107 | 75.1118 | | |

Votes on resolutions passed at the 2014 Annual General Meeting

Please find below the detail of the voting results of each of the resolutions proposed to the Annual General Meeting of CaixaBank, S.A. held on April 24, 2014. A more detailed description of each of the resolutions can be found in the document "Resolutions passed at the Annual General Meeting held on April 24, 2014".



Annual General Meeting 24/04/2014 Votes



| Brief description of the proposal | Valid votes | | | | | | | Abstentions | % ⁽¹⁾ | Absences (3) | % |
|--|--|--|--|---------------------------|---|--|--|---|--|--|--|
| | In favour | % (1) | Against | % ⁽¹⁾ | Total | % ⁽¹⁾ | % ⁽²⁾ | | | | |
| 2013 individual and consolidated annual accounts and | 4,039,170,533 | 99.557 | 2,370,095 | 0.058 | 4,041,540,628 | 99.615 | 74.822 | 15,585,405 | 0.384 | 25,074 | 0.000 |
| the respective management reports | | | 1000 | | | | | | | | |
| Management performance by the Board of Directors | 4,041,057,615 | 99.603 | 327,408 | 0.008 | 4,041,385,023 | 99.611 | 74.819 | 15,741,010 | 0.388 | 25,074 | 0.000 |
| Proposed distribution of profit corresponding to | 4,039,938,015 | 99.576 | 1,615,773 | 0.039 | 4,041,553,788 | 99.615 | 74.823 | 15,572,245 | 0.383 | | 0.000 |
| financial year 2013 | | | | | | | | | | 25,074 | |
| Re-election of the accounts auditor for the company | 4,039,539,284 | 99.566 | 769,775 | 0.019 | 4,040,309,059 | 99.584 | 74.799 | 16,816,974 | 0.414 | 25,074 | 0.000 |
| and its consolidated group for 2015 | | | | 55 | | | | | | | |
| Ratification and appointment of Mr. Antonio Sáinz de | 3,856,729,095 | 95.060 | 184,306,268 | 4.542 | 4,041,035,363 | 99.602 | 74.813 | 16,090,670 | 0.396 | 25,074 | 0.000 |
| Vicuña Barroso | | | | | | | | | | | |
| Re-election of Mr. David K.P. Li | 3,773,295,967 | 93.004 | 267,716,231 | 6.598 | 4,041,012,198 | 99.602 | 74.813 | 16,113,835 | 0.397 | 25,074 | 0.000 |
| Re-election of Mr. Alain Minc | 3,862,666,194 | 95.207 | 178,336,381 | 4.395 | 4,041,002,575 | 99.601 | 74.812 | 16,123,458 | 0.397 | 25,074 | 0.000 |
| Re-election of Mr. Juan Rosell Lastortras | 3,800,942,663 | 93.685 | 240,156,410 | 5.919 | 4,041,099,073 | 99.604 | 74.814 | 16,026,960 | 0.395 | 25,074 | 0.000 |
| Appointment of Ms. María Amparo Moraleda Martínez | 3,845,293,689 | 94.778 | 195,761,184 | 4.825 | 4,041,054,873 | 99.603 | 74.813 | 16,071,160 | 0.396 | 25,074 | 0.000 |
| Amendment of articles 1 and 2 of the Articles of | 4,041,116,716 | 99.605 | 506,405 | 0.012 | 4,041,623,121 | 99.617 | 74.824 | 15,502,912 | 0.382 | 25,074 | 0.000 |
| Association, effective as of the transformation of Caixa | | | | | | | | | | | |
| d'Estalvis i Pensions de Barcelona into a banking | | | | | | | | | | | |
| foundation, in order to suppress that CaixaBank is the | | | | | | | | | | | |
| bank through which Caixa d'Estalvis i Pensions de | | | | | | | | | | | |
| Barcelona indirectly exercises its business as a credit | | | | | | | | | | | |
| Constituting (Constituting Constituting Cons | | | | | | | | | | | |
| , , , | 4,039,620,367 | 99.568 | 2,175,363 | 0.053 | 4,041,795,730 | 99.621 | 74.827 | 15,330,303 | 0.377 | 25,074 | 0.000 |
| 1 0 | | | | | | | | | | | |
| A CONTRACTOR | | | | | | | | | | | |
| | 4,039,597,611 | 99.568 | 2,186,706 | 0.053 | 4,041,784,317 | 99.621 | 74.827 | 15,341,716 | 0.378 | 25,074 | 0.000 |
| | | | | | | | | | | | |
| the market | | | | | | | | | | | |
| Third capital increase against reserves, Possibility of | 4.039.592.874 | 99.567 | 2,190,288 | 0.054 | 4,041,783.162 | 99.621 | 74.827 | 15.342,871 | 0.378 | 25,074 | 0.000 |
| selling free subscription rights to the Company or on | | | , , | | , | | | | | | |
| the market | | | | | | | | | | | |
| | 2013 individual and consolidated annual accounts and the respective management reports Management performance by the Board of Directors Proposed distribution of profit corresponding to financial year 2013 Re-election of the accounts auditor for the company and its consolidated group for 2015 Ratification and appointment of Mr. Antonio Sáinz de Vicuña Barroso Re-election of Mr. David K.P. Li Re-election of Mr. David K.P. Li Re-election of Mr. Juan Rosell Lastortras Appointment of Ms. María Amparo Moraleda Martínez Amendment of articles 1 and 2 of the Articles of Association, effective as of the transformation of Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona indirectly exercises its business as a credit entity Capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Second capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market | 2013 individual and consolidated annual accounts and the respective management reports Management performance by the Board of Directors Proposed distribution of profit corresponding to financial year 2013 Re-election of the accounts auditor for the company and its consolidated group for 2015 Ratification and appointment of Mr. Antonio Sáinz de Vicuña Barroso Re-election of Mr. David K.P. Li 3,773,295,967 Re-election of Mr. David K.P. Li 3,773,295,967 Re-election of Mr. Juan Rosell Lastortras 3,862,666,194 Re-election of Mr. María Amparo Moraleda Martínez 3,845,293,689 Amendment of articles 1 and 2 of the Articles of Association, effective as of the transformation of Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona indirectly exercises its business as a credit entity Capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Second capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Third capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market | 2013 individual and consolidated annual accounts and the respective management reports Management performance by the Board of Directors Proposed distribution of profit corresponding to financial year 2013 Re-election of the accounts auditor for the company and its consolidated group for 2015 Ratification and appointment of Mr. Antonio Sáinz de Vicuña Barroso Re-election of Mr. David K.P. Li Re-election of Mr. Juan Rosell Lastortras Appointment of Mr. Juan Rosell Lastortras Appointment of Ms. María Amparo Moraleda Martínez Amendment of articles 1 and 2 of the Articles of Association, effective as of the transformation of Caixa d'Estalvis i Pensions de Barcelona indirectly exercises its business as a credit entity Capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Third capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Third capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Third capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market | In favour % (1) Against | In favour % (1) Against % (1) 2013 individual and consolidated annual accounts and the respective management reports Management performance by the Board of Directors 4,041,057,615 99.603 327,408 0.008 Proposed distribution of profit corresponding to financial year 2013 Re-election of the accounts auditor for the company and its consolidated group for 2015 Ratification and appointment of Mr. Antonio Sáinz de Vicuña Barroso Re-election of Mr. David K.P. Li 3,773,295,967 93.004 267,716,231 6.598 Re-election of Mr. Alain Minc 3,862,666,194 95.207 178,336,381 4.395 Re-election of Mr. Juan Rosell Lastortras 3,800,942,663 93.685 240,156,410 5.919 Appointment of Mrs. María Amparo Moraleda Martínez 3,845,293,689 94.778 195,761,184 4.825 Amendment of articles 1 and 2 of the Articles of Association, effective as of the transformation of Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona into a banking foundation, in order to suppress that CaixaBank is the bank through which Caixa d'Estalvis i Pensions de Barcelona indirectly exercises its business as a credit entity Capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market Third capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market | Infavour %(1) Against %(1) Total | Infavour % 1 Against % 1 Total % 1 2013 individual and consolidated annual accounts and the respective management reports 4,039,170,533 99.557 2,370,095 0.058 4,041,540,628 99.615 4,041,057,615 99.603 327,408 0.008 4,041,385,023 99.611 Proposed distribution of profit corresponding to financial year 2013 99.576 1,615,773 0.039 4,041,553,788 99.615 1,615,773 0.039 4,041,553,788 99.615 1,615,773 0.039 4,041,553,788 99.615 1,615,773 0.039 4,041,035,363 99.615 1,615,773 0.039 4,041,035,363 99.615 1,615,773 0.039 4,041,035,363 99.615 1,615,773 0.039 4,041,035,363 1, | Infavour 10 Against 10 No. 10 | In favour % (i) Against % (i) Total % (i) % (ii) % (ii) % (iii) % (iii) % (iii) % (iiii) % (iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii | Infavour X, Infavour X | Infavour X ⁽¹⁾ Against X ⁽¹⁾ Total X ⁽¹⁾ X ⁽²⁾ Abstentions X ⁽¹⁾ Abstentions Abstention |



Annual General Meeting 24/04/2014 Votes



| Р. | Brief description of the proposal | Valid votes | | | | | | | Abstentions | % ⁽¹⁾ | Absences (3) | % |
|-----|--|---------------|------------------|-------------|------------------|-------------------|------------------|------------------|-------------|------------------|--------------|-------|
| | | In favour | % ⁽¹⁾ | Against | % ⁽¹⁾ | Total | % ⁽¹⁾ | % ⁽²⁾ | | | | |
| 7.4 | Fourth capital increase against reserves. Possibility of selling free subscription rights to the Company or on the market | 4,039,581,500 | 99.567 | 2,196,482 | 0.054 | 4,041,777,982 | 99.621 | 74.827 | 15,348,051 | 0.378 | 25,074 | 0.000 |
| 8 | Establishment of the Board members' remuneration | 3,976,047,699 | 98.001 | 27,825,027 | 0.685 | 4,003,872,726 | 98.686 | 74.125 | 53,253,307 | 1.312 | 25,074 | 0.000 |
| 9 | Delivery of company shares to the Deputy Chairman and Chief Executive Officer and the senior executives (altos directivos) as part of the variable remuneration | 3,905,537,453 | 96.263 | 135,008,420 | 3.327 | 4,040,545,873 | 99.590 | 74.804 | 16,580,160 | 0.408 | 25,074 | 0.000 |
| 10 | Approval of the maximum level of variable remuneration that may be earned by employees whose professional activities have a significant impact on the company's risk profile | 4,034,574,612 | 99.444 | 6,330,957 | 0.156 | 4,040,905,569 | 99.599 | 74.811 | 16,220,464 | 0.399 | 25,074 | 0.000 |
| 11 | Delegation of powers to interpret, correct, supplement, implement and develop the resolutions adopted | 3,963,543,780 | 97.693 | 77,905,357 | 1.920 | 4,041,449,137 | 99.612 | 74.821 | 15,676,896 | 0.386 | 25,074 | 0.000 |
| 12 | Consultative vote regarding the Annual Report on Remuneration of the members of the Board of Directors for the 2013 financial year | 3,928,947,734 | 96.840 | 74,219,464 | 1.829 | 4,003,167,198 | 98.669 | 74.112 | 53,958,835 | 1.330 | 25,074 | 0.000 |
| 13 | Communication of the audited balance sheets forming the basis for the four capital increases against reserves approved since last General Meeting | | | Poi | nt for info | ormation purposes | only | | | | | |

1 share = 1 vote

- (1) % on definitive quorum
- (2) % on share capital of CaixaBank at the date of the Annual General Meeting
- (3) Shares corresponding to shareholders/representatives that were absent from the meeting during the voting process and that requested a formal statement of their absence. Such shares are taken into consideration for the purposes of determining the definitive quorum