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**CaixaBank**

**CaixaBank, SA**

**2013 Annual Banking Report**

In accordance with article 87 and Transitional Provision 12 of Law 10/2014, of 26 June, on the organisation, supervision and solvency of credit institutions, as from 1 July 2014, credit institutions will be required for the first time to publish the following information on a consolidated basis for the last financial year ended, broken down by country where the credit institutions are established:

- a) Name, nature and geographical location of activity
- b) Business volume
- c) Number of full-time employees

Pursuant to the above, the information required is provided hereon:

#### **a) Name, nature and geographical location of activity**

CaixaBank, SA, with tax identification number (NIF) A08663619 and registered address at Avenida Diagonal 621, Barcelona, was created through the transformation of Criteria CaixaCorp, SA which culminated on 30 June 2011 with the entry of CaixaBank in the Bank of Spain's Registry of Banks and Bankers ("Registro Especial de Bancos y Banqueros") and its listing on the Spanish stock markets – as a credit institution – on 1 July 2011.

It is the bank through which Caixa d'Estalvis i Pensions de Barcelona ("la Caixa") conducts its business indirectly as a credit institution in accordance with its by-laws. "la Caixa" is CaixaBank's majority shareholder, with a stake of 64.37% at 30 June 2014.

As a result of the entry into force of Law 26/2013, of 27 December, on savings banks and banking foundations, the "la Caixa" General Assembly held on 22 May 2014 approved a motion to transform "la Caixa" into a banking foundation (the "la Caixa" Banking Foundation). It also resolved to reorganise the Group through:

- the dissolution and liquidation of the existing "la Caixa" Foundation; and
- the transfer (formalised in October 2014) of the stake in CaixaBank held by "la Caixa" Banking Foundation to Criteria CaixaHolding, SAU, a solely-owned subsidiary of "la Caixa" (Criteria), along with the debt instruments issued by "la Caixa." Accordingly, "la Caixa" Banking Foundation has taken possession of its stake in CaixaBank through Criteria CaixaHolding.

In this context, at CaixaBank's Annual General Meeting held on 24 April 2014, a resolution was adopted, subject to subsequent approval by the Ordinary General Assembly of "la Caixa" as indicated in the preceding paragraph, to amend the By-laws, eliminating any reference to indirectly carrying out the banking activity. Accordingly, CaixaBank is no longer the bank through which "la Caixa" conducts its business indirectly as a credit institution.

In accordance with Transitional Provision One of Law 26/2013, of 27 December, until its transformation into a banking foundation "la Caixa" was governed by Law 31/85, of 2 August, regulating the basic rules on governing bodies of savings banks, and the implementing regulations thereto, and, where applicable, by the provisions of Royal-Decree Law 11/2010, of 9 July, on the governing bodies and other matters relating to the legal framework for savings banks, including their taxation, and Article 8.3.d) of Law 13/1985, of 25 May, on investment ratios, capital and disclosure obligations for financial intermediaries.

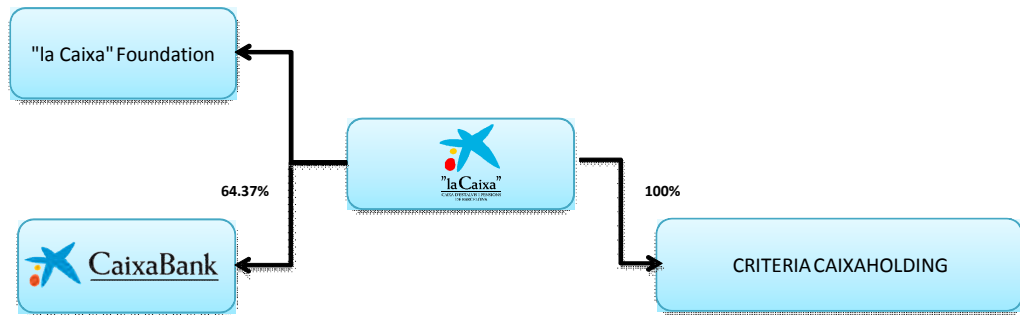
The corporate purpose of CaixaBank mainly entails:

- a) all manner of activities, operations, acts, contracts and services related to the banking sector in general, including the provision of investment services and ancillary services and performance of the activities of an insurance agency;
- b) receiving public funds in the form of irregular deposits or in other similar formats, for the purposes of application on its own account to active credit and microcredit operations, and other investments, providing customers with services including dispatch, transfer, custody, mediation and others; and
- c) acquisition, holding, enjoyment and disposal of all manner of securities and drawing up takeover bids and sales of securities, and of all manner of ownership interests in any entity or company.

As a bank, it is subject to the oversight of the European Central Bank and the Bank of Spain.

CaixaBank is also a public limited company (*sociedad anónima*) whose shares are admitted to trading on the Barcelona, Madrid, Valencia and Bilbao stock exchanges and on the continuous market, forming part of the IBEX 35 since 4 February 2008. Accordingly, it is subject to the oversight of the Spanish Securities Market Regulator (Comisión Nacional del Mercado de Valores or CNMV). CaixaBank is also included in other international stock market indices, such as the Euro Stoxx Bank Price EUR, the MSCI Europe, the MSCI Pan-Euro, the FTSE4Good, a prestigious FTSE index that rates the investments of companies as sustainable on the basis of their corporate social responsibility practices, the FTSE Eurofirst 300, consisting of the 300 leading European companies by market capitalisation, and the Dow Jones Sustainability Index, which reflects, inter alia, the company's commitment to sustainability and corporate reputation in its business activities and investments. It is also a constituent of the Advanced Sustainable Performance Index (ASPI), composed of the top 120 DD Euro Stoxx companies in terms of sustainable development performance.

CaixaBank, SA and its subsidiaries compose the CaixaBank Group. At 31 December 2013, the Group's corporate structure was as follows:



FINANCIAL AND INSURANCE COMPANIES	INTERNATIONAL FINANCIAL COMPANIES	OTHER	REAL-ESTATE COMPANIES	INDUSTRIAL HOLDINGS
Caixa Card 100%	BancoBPI 46.22%	Teléfonoica 5.37%	Mediterránea B. 100%	Gas Natural 34.52%
Comercia Global Payments 49%	Boursorama 20.68%	Repsol 12.02%	Colonial 5.79%	Abertis 23.09% <sup>1)</sup>
Finconsum 100%	GF Inbursa 9.01%	B.M.E. 5.01%		Saba 50.1%
InverCaixa 100%	The Bank of East Asia 16.51%			HISUSA 24.26%
Credifimo 100%	Erste GroupBank 9.12%			
CaixaRenting 100%				
CaixaBank Electronic Money 100%				
INSURANCE COMPANIES	REAL-ESTATE COMPANIES			
Vidacaixa 100%	BuildingCenter 100%			
SegurCaixa Adeslas 49.9%	Sareb 12.44%			
	Servihabitat Servicios Inmobiliarios 49%			

## b) Business volume

Business volume by country, on a consolidated basis, is as follows:

### Geographical information: distribution of ordinary income (\*)

(€M)			TOTAL
	Banking and insurance	Investments	CaixaBank GROUP
	2013	2013	2013
Spain	12.929	88	13.017
Poland	9		9
Romania	3		3
Morocco	3		3
Share of profit/(loss) of international associates accounted for using the equity method (**)		274	274
<b>Total ordinary income</b>	<b>12.944</b>	<b>362</b>	<b>13.306</b>

(\*) Corresponds to the following items on the CaixaBank Group consolidated income statement: 1. Interest and similar income, 4. Return on equity instruments, 5. Share of profit/(loss) of entities accounted for using the equity method, 6. Fee and commission income, 8. Gains/(losses) on financial assets and liabilities (net), 10. Other operating income

(\*\*) Corresponds to the share of profit/(loss) of international associates accounted for using the equity method, primarily: GF Inbursa (Mexico), Banco BPI (Portugal), The Bank of East Asia (Hong Kong) and Erste Group Bank (Austria).

## c) Full-time workforce by country

At 31 December 2013, the full-time workforce by country is as follows:

### Full-time workforce by country

(€M)	
	<b>31/12/2013</b>
Spain	31.834
Poland	13
Morocco	13
Other countries – Representative offices	30
<b>Total ordinary income</b>	<b>31.890</b>