

SUPPLEMENT DATED 28 APRIL 2017 TO THE BASE PROSPECTUS DATED 13 JUNE 2016 AS SUPPLEMENTED BY THE SUPPLEMENTAL BASE PROSPECTUSES DATED 1 SEPTEMBER 2016, 26 SEPTEMBER 2016, 1 NOVEMBER 2016, 12 DECEMBER 2016, 3 FEBRUARY 2017 AND 22 MARCH 2017



CAIXABANK, S.A.

(Incorporated as a limited liability company (sociedad anónima) in the Kingdom of Spain)

EURO 10,000,000,000

Euro Medium Term Note Programme

This Supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 13 June 2016, the supplements thereto dated 1 September 2016, 26 September 2016, 1 November 2016, 12 December 2016, 3 February 2017 and 22 March 2017 collectively, (the "**Base Prospectus**") prepared by CaixaBank, S.A. (the "**Issuer**") in connection with its Euro Medium Term Note Programme (the "**Programme**") for the issuance of up to Euro 10,000,000,000 in aggregate principal amount of notes (the "**Notes**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the "**CBI**") in its capacity as competent authority under Directive 2003/71/EC, as amended including by Directive 2010/73/EU (the "**Prospectus Directive**"). The CBI only approves this Supplement as meeting the requirements imposed under Irish and European law pursuant to the Prospectus Directive.

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

DOCUMENTS INCORPORATED BY REFERENCE

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Base Prospectus under the heading "*Documents Incorporated by Reference*" shall be supplemented by the addition of the following:

"the unaudited consolidated management accounts for the three months ended 31 March 2017 of the Issuer (available at:

https://www.caixabank.com/deployedfiles/caixabank/Estaticos/PDFs/Inversores_institucionales/IPP1T17ENGDEF.PDF)"

GENERAL INFORMATION

The sixth paragraph of the "*General Information*" section on page 137 of the Base Prospectus is deleted and replaced by the following:

"Significant or Material Change

There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2016.

There has been no significant change in the financial position of the Group since 31 March 2017 and there has been no significant change in the financial or trading position of the Issuer since 31 March 2017."