

**SUPPLEMENT DATED 11 MAY 2021 TO THE BASE PROSPECTUS DATED
27 APRIL 2021**



CAIXABANK, S.A.
(Incorporated as a limited liability company (sociedad anónima) in the Kingdom of Spain)

EURO 30,000,000,000
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 27 April 2021 (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 30,000,000,000 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 Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). The CBI only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Approval by the CBI should not be considered as an endorsement of the Issuer or of the quality of the Notes that are the subject of the Base Prospectus. Investors should make their own assessment as to the suitability of investing in the Notes.

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and makes 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 factor, material mistake or inaccuracy relating to the information included in the Base Prospectus which may affect 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.

The purpose of this Supplement is to incorporate CaixaBank's unaudited consolidated quarterly business activity and results report by reference into the Base Prospectus as described below. The Base Prospectus contains statements (under the sections headed "*Important Notices - Information on the merger*", "*Information Reliability Risk*", "*Increasingly onerous capital requirements constitute one of the Group's main regulatory challenges (Solvency Risk)*" and the section headed "*Capital and Eligible Liabilities Requirements*") relating to the inexistence of financial information and information on the regulatory own funds or eligible liabilities position and requirements of CaixaBank and the Group resulting from the merger. Following the publication of this Supplement, such statements shall be superseded in so far as financial information and information on the regulatory own funds or eligible liabilities position and estimated requirements of CaixaBank and the Group resulting from the merger will be available and incorporated into the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Base Prospectus shall be supplemented and/or amended in the manner described below:

DOCUMENTS INCORPORATED BY REFERENCE

The information set out below shall supplement the section of the Base Prospectus headed "Documents incorporated by reference" on page 49 of the Base Prospectus:

"an English language translation of CaixaBank's unaudited quarterly business activity and results report prepared under management criteria for the three months ended 31 March 2021 (the "**Report for the period ended 31 March 2021**"), available at:

<https://live.euronext.com/en/product/bonds-detail/p698%7C25116/documents> "

The Report for the period ended 31 March 2021 contains the consolidated balance sheet and the consolidated income statement of the Group. The table below sets out the relevant page references:

Report for the period ended 31 March 2021	Page reference
Consolidated Income Statement	12
Consolidated Balance Sheet	21

The Report for the period ended 31 March 2021 also contains unaudited quarterly business activity and results information for Bankia stand-alone.

It should be noted that the historical information on Bankia and that referring to the evolution of Bankia has been subject to certain adjustments and reclassifications in order to adapt it to the Group's presentation criteria. Additionally, in order to show the recurring evolution of the *proforma** results of the new entity resulting from the merger and its Group, the extraordinary impacts associated with the integration of Bankia have been presented separately.

** aggregated combined information which does not constitute pro forma financial information for the purposes of, nor has it been prepared in accordance with, Annex 20 of Commission Delegated Regulation (EU) 2019/980 and has not been reviewed, audited or verified by any third party*

GENERAL INFORMATION

The section headed "Significant or Material Change" of the "General Information" section on page 264 of the Base Prospectus is deleted and replaced by the following:

"Significant or Material Change

Save as disclosed in the Base Prospectus, there has been no material adverse change in the prospects of the Issuer since 31 December 2020.

Save as disclosed in the Base Prospectus, there has been no significant change in the financial performance or position of the Group since 31 March 2021."