

15 May 2017

CaixaBank, S.A.

**Issue of EUR 1,000,000,000 1.125 per cent. Notes due May 2024
under the EUR 10,000,000,000 Euro Medium Term Note Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 13 June 2016 and supplemented on 1 September 2016, 26 September 2016, 1 November 2016, 12 December 2016, 3 February 2017, 22 March 2017 and 28 April 2017 which together constitute a base prospectus for the purposes of the Prospectus Directive and any relevant implementing measure in a relevant Member State of the European Economic Area (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the Central Bank of Ireland's website at <http://www.centralbank.ie> and on the website of the Irish Stock Exchange at www.ise.ie. In addition, if the Notes are to be admitted to trading on the regulated market of the Irish Stock Exchange, copies of the Final Terms will be published on the website of the Irish Stock Exchange at www.ise.ie.

1. Issuer: CaixaBank, S.A.
2. (a) Series Number: 3
(b) Tranche Number: 1
(c) Date on which the Notes will be consolidated and form a single Series: Not Applicable
3. Specified Currency or Currencies: Euro (EUR)
4. Aggregate Nominal Amount:
 - (a) Series: EUR 1,000,000,000
 - (b) Tranche: EUR 1,000,000,000
5. Issue Price: 99.779 per cent. of the Aggregate Nominal Amount
6. (a) Specified Denominations: EUR 100,000
(b) Calculation Amount: EUR 100,000
7. (a) Issue Date: 17 May 2017
(b) Interest Commencement Date: Issue Date
8. Maturity Date: 17 May 2024

9. Interest Basis: 1.125 per cent. Fixed Rate
(see paragraph 14 below)
10. Redemption Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11. Change of Interest Basis: Not Applicable
12. Put/Call Options: Investor Put (Condition 6.6) Not Applicable
Issuer Call (Condition 6.3) Not Applicable
Issuer Call – Capital Event (Tier 2 Subordinated Notes) (Condition 6.4) Not Applicable
Issuer Call – Eligible Liabilities Event (Senior Subordinated Notes) (Condition 6.5) Not Applicable
13. (a) Status of the Notes: Senior Notes
(b) Date Board approval for issuance of Notes obtained: 25 April 2013

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. Fixed Rate Note Provisions Applicable
- (a) Rate(s) of Interest: 1.125 per cent. per annum payable in arrear on each Interest Payment Date
- (b) Interest Payment Date(s): 17 May in each year up to and including the Maturity Date, commencing on 17 May 2018
- (c) Fixed Coupon Amount(s): EUR 1,125 per Calculation Amount
- (d) Broken Amount(s): Not Applicable
15. Day Count Fraction: Actual/Actual (ICMA)
16. Determination Date(s): 17 May in each year
17. Fixed Reset Provisions: Not Applicable
18. Floating Rate Note Provisions: Not Applicable
19. Zero Coupon Note Provisions: Not Applicable

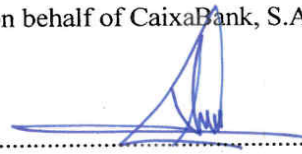
PROVISIONS RELATING TO REDEMPTION

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| 20. | Notice periods for Condition 6.2: | Minimum period: 30 days
Maximum period: 90 days |
| 21. | Call Option Capital Event (Condition 6.4) | Not Applicable |
| | Eligible Liabilities Event (Condition 6.5) | Not Applicable |
| | Issuer Call (Condition 6.3): | Not Applicable |
| 22. | Investor Put: | Not Applicable |
| 23. | Final Redemption Amount: | EUR 100,000 per Calculation Amount |
| 24. | Early Redemption Amount payable on redemption for taxation reasons, on an event of default: | EUR 100,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 25. | Form of Notes: | |
| | (a) Form: | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event including the exchange event described in paragraph (iii) of the definition in the Permanent Global Note |
| | (b) New Global Note: | Yes |
| 26. | Additional Financial Centre(s): | Not Applicable |
| 27. | Talons for future Coupons to be attached to Definitive Notes: | No |

Signed on behalf of CaixaBank, S.A.:

By: 

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing: Application has been made by the Issuer (or on its behalf) for the Notes to be listed on the Official List of the Irish Stock Exchange and admitted to trading on the Regulated Market of the Irish Stock Exchange with effect from the Issue Date.
- (b) Admission to trading: Application has been made by the Issuer (or on its behalf) to the Official List of the Irish Stock Exchange for the Notes to be admitted to trading on its Regulated Market with effect from the Issue Date.
- (c) Estimate of total expenses related to admission to trading: EUR 600

2. RATINGS

- Ratings: The Notes to be issued are expected to be rated:
- BBB by Standard and Poor's Credit Market Services Europe Limited
- BBB by Fitch Ratings España, S.A.U.
- Baa2 by Moody's Investor Services España, S.A.
- AL by DBRS Ratings Limited
- Each of Standard and Poor's Credit Market Services Europe Limited, Fitch Ratings España, S.A.U., Moody's Investor Services España, S.A., and DBRS Ratings Limited is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended). As such Standard and Poor's Credit Market Services Europe Limited, Fitch Ratings España, S.A.U., Moody's Investor Services España, S.A., and DBRS Ratings Limited are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with such Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Joint Lead Managers and the Co-Manager, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer (other than CaixaBank, S.A. in its capacity as Joint Lead Manager). The Joint Lead Managers and the Co-Manager and their respective affiliates have engaged, and may in the future engage, in investment

banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. YIELD

Indication of yield: 1.158 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5. OPERATIONAL INFORMATION

- (a) ISIN: XS1614722806
- (b) Common Code: 161472280
- (c) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- (d) Delivery: Delivery against payment
- (e) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (f) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

6. DISTRIBUTION

- (a) Method of distribution: Syndicated
- (b) Names of Joint Lead Managers: Barclays Bank PLC
CaixaBank, S.A.
Credit Suisse Securities (Europe) Limited
Deutsche Bank AG, London Branch
Natixis
- Name of Co-Manager: Landesbank Hessen-Thüringen Girozentrale
- (c) Date of Subscription Agreement: 15 May 2017
- (d) Stabilising Manager(s) (if any): Barclays Bank PLC

(e) If non-syndicated, name of Not Applicable
relevant Dealer:

(f) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D