

CAIXABANK, S.A. AUDIT AND CONTROL COMMITTEE

2020 ANNUAL MONITORING REPORT ON INTERNAL RELATIONS PROTOCOL COMPLIANCE THE INTERNAL RELATIONS PROTOCOL

1. Introduction

Article 43 of the Law on Savings Banks and Banking Foundations states that any banking foundation with a capital stake in a credit institution equal to or greater than 30% of the latter's capital, or a lesser holding enabling it to exercise its control under any of the terms of Article 42 of the Commercial Code, must draw up a protocol for managing the financial holding in the said credit institution.

Fundación Bancaria Caixa d'Estalvis i Pensions de Barcelona "la Caixa" (hereinafter referred to as "**Fundación Bancaria "la Caixa"**") has an indirect stake in the share capital of CaixaBank, S.A. (hereinafter referred to as "**CaixaBank**" or "**the Company**") that exceeds this percentage, and it consequently has a Protocol for management of the financial holding.

This protocol envisages that Fundación Bancaria "la Caixa" must sign an internal protocol with CaixaBank establishing the relations framework between Fundación Bancaria "la Caixa" and Criteria Caixa, S.A., Sociedad Unipersonal (hereinafter referred to as "**Criteria**"), on the one hand, and CaixaBank, on the other hand. A new Internal Relations Protocol was accordingly signed on 22 February 2018, with Fundación Bancaria "la Caixa" and Criteria as one party and CaixaBank as the other (hereinafter referred to as the "**Relations Protocol**" or the "**Protocol**") substituting the previous protocol of 19 December 2016.

2. Purpose of the Report

In accordance with Clause 7.2 (ii) of the Relations Protocol, the purpose of this Report is to describe the work carried out by the CaixaBank, S.A. Audit and Control Committee (the "**Committee**") during the financial year 2020 with regard to the Relations Protocol. The aim of this is to achieve adequate coordination and transparency in CaixaBank's relationship with Criteria and Fundación Bancaria "la Caixa", particularly with regard to the services provided by the Fundación Bancaria "la Caixa" Group Companies to the CaixaBank Group Companies and vice versa.

3. Work done by the Committee

3.1. Non-financial services

Before issuing this report, the Audit and Control Committee has been informed of the total amounts and breakdown of the non-financial services provided in the financial year 2020, in accordance with the description given in section 3 of the Relations Protocol between Fundación Bancaria "la Caixa" and the CriteriaCaixa Group and the CaixaBank Group. The Committee has thus been informed of the companies between which non-financial services have been provided and of the description and amount of each service provided, none of them having exceeded the amount of €5m as established in the Protocol.

The Committee has also been informed that the transactions carried out between related companies are evaluated at market prices, in accordance with the methods established by law.

3.2. Financial services

On the basis of the criteria set out in the Relations Protocol, no authorisation or specific report is required to contract any type of financial service with the following characteristics: a) the contracts have standardised terms applied across the board to a large number of customers, b) it is carried out with prices or fees generally established by the company acting as the supplier of the goods or services in question, and c) the amount of the service does not exceed 1% of CaixaBank's individual annual income.

In this regard, the habitual financial business transactions between the companies in both groups carried out during 2020 were not reported to the Committee, despite conforming to the provisions of the Relations Protocol and therefore having been carried out in accordance with market conditions or market practice.

4. Information Flows

The information submitted to Criteria and Fundación Bancaria "la Caixa" by CaixaBank has been drawn up in accordance with the provisions of the Relations Protocol and the Management Protocol, to enable them to carry out their management planning and control functions and fulfil their obligations as supervised entities.

These legal obligations include drawing up their financial statements, complying with their regular reporting and supervisory obligations with regard to the European Central Bank, the Bank of Spain, the Spanish Securities Market Commission and other supervisory authorities, analysis and monitoring of fiscal aspects deriving from the fact that they belong to the same tax group, the Fundación Bancaria "la Caixa"'s obligation to draw up a financial plan, analysis of compliance with the prudential deconsolidation conditions and CaixaBank's monitoring of the risk concentration limit with regard to the associate companies of the Fundación Bancaria "la Caixa" Group.

5. Companies in the CaixaBank Group and the Fundación Bancaria "la Caixa" Group

Within the framework of the corporate transactions conducted by the CaixaBank Group and the Fundación Bancaria "la Caixa" Group, some companies entered or left the respective scopes of consolidation in 2020 as a result of acquisitions, transfers, mergers, demergers, dissolutions or other corporate restructuring operations. Other companies adapted their corporate names.

Thus, **Annex 1** and **Annex 2** are attached to this document, the former containing the directory of companies making up the CaixaBank Group and the latter the directory of companies making up the Fundación Bancaria "la Caixa" Group, both at 31 December 2020. Both annexes were drawn up in accordance with the concept of a Group as set forth in Article 42 of the Commercial Code.

Companies over which the CaixaBank Group has joint control or a significant influence have been excluded from Annex 1.

Barcelona, 23 March 2021

Annex 1
CAIXABANK GROUP COMPANIES

Company name	Shareholding (%) at 31/12/2020
Abside Capital SICAV S.A.	91
Alicante Capital SICAV S.A.	100
Aris Rosen, S.A.U.	100
Arquitrabe Activos, S.L.	100
Banco BPI, S.A.	100
BPI (Suisse), S.A.	100
BPI Gestão de Activos - Sociedade Gestora de Fundos de Investimento Mobiliário, S.A.	100
BPI Vida e Pensões - Companhia de Seguros, S.A.	100
BPI, Incorporated	100
BuildingCenter, S.A.U.	100
Caixa Capital Biomed S.C.R. S.A.	91
Caixa Capital Fondos Sociedad De Capital Riesgo S.A.	100
Caixa Capital Micro SCR S.A.	100
Caixa Capital Tic S.C.R. S.A.	81
Caixa Corp, S.A.	100
Caixa Empreendedor XXI, S.A.U.	100
Caixabank Asset Management Luxembourg, S.A.	100
CaixaBank Asset Management, SGIC, S.A.U.	100
CaixaBank Brasil Escritório de Representação Ltda.	100
Caixabank Business Intelligence, S.A.U.	100
CaixaBank Equipment Finance, S.A.U.	100
CaixaBank Facilities Management, S.A.	100
Caixabank NEX, S.A.U.	100
CaixaBank Notas Minoristas, S.A.U.	100
Caixabank Operational Services, S.A.	100
Caixabank Payments & Consumer, E.F.C., E.P., S.A.	100
CaixaBank Titulizacion S.G.F.T., S.A.	100
CaixaBank Wealth Management Luxembourg, S.A.	100
Cestainmob, S.L.	100
Coia Financiera Naval, S.L.	76

Corporación Hipotecaria Mutua, E.F.C., S.A.	100
El Abra Financiera Naval, S.L.	76
Estugest, S.A.	100
Grupo Aluminios de Precisión, S.L.U.	100
HipoteCaixa 2, S.L.	100
Hiscan Patrimonio, S.A.	100
ImaginTech, S.A.	100
Inter Caixa, S.A.	100
Inversiones Coridith SICAV S.A.	100
Inversiones Corporativas Digitales, S.L.	100
Inversiones Inmobiliarias Teguisse Resort, S.L.	60
Líderes de Empresa Siglo XXI, S.L.	100
Negocio de Finanzas e Inversiones II, S.L.	100
Nuevo Micro Bank, S.A.U.	100
PremiaT Comunidad Online, S.L.	100
PromoCaixa, S.A.	100
Puerto Triana, S.A.U.	100
Sercapgu, S.L.	100
Silc Inmobles, S.A.	100
Silk Aplicaciones, S.L.U.	100
Sociedad de Gestión Hotelera de Barcelona, S.L.	100
Telefónica Consumer Finance E.F.C., S.A.	50
Unión de Crédito para la Financiación Mobiliaria e Inmobiliaria, E.F.C., S.A.U.	100
VidaCaixa Mediació, Sociedad de Agencia de Seguros Vinculada, S.A.U.	100
VidaCaixa, S.A. de Seguros y Reaseguros Sociedad Unipersonal	100

Annex 2

FUNDACIÓN BANCARIA "LA CAIXA" GROUP COMPANIES

Name	Shareholding (%) at 31.12.2020
Caixa Assistance, S.A.	100
Caixa Capital Risc, S.G.E.I.C., S.A.	100
Caixa Podium I, S.A.	100
Clever Wave SA	100
Club Caixa I, S.A.	100
Criteria Caixa, S.A.U.	100
Criteria Industrial Ventures SA	100
Criteria Venture Capital	100
Els Arbres de la Tardor	100
Green Smoke S.L.	100
GrupCaixa, S.A.U.	100
Inmo Criteria Arrendamiento II, S.L.U	100
Inmo Criteria Patrimonio, S.L.	100
Inmo Criteria Arrendamiento, S.L.U.	100
Inmo Criteria Caixa	100
Lumine Travel	100
Mediterranea Beach & Golf Community	100
Proyecto Luciernaga S.A	100
Vivienda Asequible Arrendamiento y Servicios, S.L.U.	100
Asociación de Voluntarios de "la Caixa"	100
Fundació l'Esperança	100
Saba Infraestructuras	99.52
Caixa Capital Micro II	56.80
Caixa Capital TIC II	54.54
Caixa Innvierte Industria SCR	46.57
Caixa Innvierte Biomed II	45.29
Caixa Innvierte Start	41.71