



## General Meeting of Shareholders · 26.03.2021

### Right to information

The Articles of Association of Banco de Sabadell, S.A. acknowledge that shareholders have all the rights to information provided under articles 197 and 520 of the Capital Companies Act. Those articles, setting out shareholders' information rights, are reproduced below.

#### ***Article 197. Right to information in a corporation***

*1. Until the seventh day prior to the date planned for the Shareholders' Meeting, shareholders may request in writing from the directors the information or clarification they require, and they may write the questions they deem fit relating to the items on the agenda.*

*Directors are obliged to provide such information in writing up until the day of the General Meeting.*

*2. During the meeting, the company's shareholders may verbally request such information or clarifications as they consider appropriate about the items on the agenda. If the information requested by the shareholder cannot be provided at that time, the directors shall be obliged to provide it, in writing, within seven days from the end of the Shareholders' Meeting.*

*3. The directors must supply all the information requested in accordance with the preceding two paragraphs except where it is not necessary to safeguard the shareholder's rights or there are objective reasons to believe it may be used for purposes unrelated to the company or that its disclosure might be detrimental to the company or to related companies.*

*4. The request for information may not be denied if it is supported by shareholders representing at least twenty-five per cent of the company's capital. The Articles of Association may specify a smaller percentage, which must be greater than five per cent of the capital.*

*5. Breach of the right to information provided in paragraph 2 shall entitle the shareholder only to demand fulfilment of his/her right to information and to claim for damages, but it shall not give grounds for challenging the validity of the General Meeting of Shareholders.*



6. *Shareholders shall be liable for any harm caused by their abusive or prejudicial use of the information they requested.*

***Article 520. Exercise of shareholders' right to information***

1. *Exercise of the shareholders' right to information shall be governed by the provisions of article 197, although requests for information or clarification and questions may be presented in writing up to the fifth day before the date scheduled for the meeting. In addition, shareholders may request from the directors, in writing and up to seven days prior to a General Meeting of Shareholders, or verbally during the Meeting, any clarification that they deem appropriate with respect to the publicly-accessible information that the company provided to the National Securities Market Commission since the last General Meeting of Shareholders was held and with respect to the auditor's report.*

2. *Valid requests for information, clarification and questions made in writing and the answers given in writing by the directors will be posted on the company's website.*

3. *Where, before a specific question is raised, the information sought is already clearly, expressly and directly available to all shareholders on the Company's website in a question and answer form, the directors may confine themselves to referring the shareholder to the information provided in that format."*

In connection with shareholders' right to information, shareholders may gain access to such information on the company's website at [www.grupobancosabadell.com](http://www.grupobancosabadell.com). On that website, shareholders may also obtain the notice of the General Meeting of Shareholders; the total number of shares and voting rights; the documents made available to shareholders; and the other documents and reports made public via the Company's website; the Articles of Association; the Regulation of the General Meeting of Shareholders and proxy rules for shareholders, as well as the full text of the motions, and any supporting reports which the Board of Directors will submit to the shareholders for approval.

Additionally, in compliance with the provisions of the Capital Companies Act, the Articles of Association and the Regulation of the General Meeting of Shareholders of Banco de Sabadell, S.A., as from the date of this notice, all shareholders are entitled to examine the documents listed above at the registered offices in Avenida Óscar Esplá, 37, Alicante, and to obtain copies of them from Banco de Sabadell, S.A., in hand or by mail, immediately and free of charge.

Up until five days before the General Meeting of Shareholders, shareholders may apply in writing for clarifications of the matters on the Agenda and of the



information provided to the Spanish National Securities Market Commission since the last General Meeting, and of the auditor's report, such questions will be answered before the General Meeting. In view of the extraordinary circumstances referred to in the notice of the General Meeting of Shareholders, the right to request information is extended from five days prior to the General Meeting up to 18.00 on 24 March 2021; in this case, questions may be answered before or during the General Meeting or in the seven days after the General Meeting.

Shareholders wishing to exercise their right to information may do so in writing, addressed to the shareholder relations department: Dirección de Relación con Accionistas e Inversores, calle Sena 12, Pol. Ind. Can Sant Joan, 08174, Sant Cugat del Vallés, Barcelona (Spain); or by e-mail to [accionista@bancsabadell.com](mailto:accionista@bancsabadell.com).

### **Other rights**

In accordance with the provisions of article 519 of the Capital Companies Act, shareholders are entitled to add items to the agenda and to present additional motions. Below is the literal wording of that article, which establishes the form and deadline for exercising that right.

***Article 519. Right to add items to the agenda and present additional motions.***

- 1. Shareholders representing at least three per cent of capital may request the publication of a supplement to the notice of the ordinary General Meeting of Shareholders in which one or more items are added to the agenda, provided that such new items are accompanied by a justification or a reasoned motion. This right shall not apply, in any event, to the notice of extraordinary meetings of shareholders.*
- 2. To exercise this right, certifiable notice must be given at the company's registered offices in the five days following the publication of the notice of the meeting. The supplement must be published at least fifteen days before the scheduled meeting date. Failure to publish the supplement by that deadline shall give grounds for challenging the meeting's validity.*
- 3. Shareholders representing at least three per cent of capital may, by the same deadline established in the preceding paragraph, present reasoned motions on items that are already on the agenda or which ought to be on the agenda for the scheduled meeting. The company shall ensure that such motions and any accompanying documentation are distributed to the other shareholders, as provided in paragraph d) of the preceding article."*