

Right to attend

The right to attend is reserved for those shareholders who are registered in the Shareholders' Registry at least five days prior to the Meeting. In accordance with articles 37 and 38 of the Articles of Association, shareholders who do not hold the minimum number of shares required to vote (1,000 shares) may pool their shares to meet that requirement.

Proxies

If the shareholder is not going to attend the Meeting, he/she may appoint a proxy, who must be duly identified, by filling out and signing the Proxy Card (C) below.

If you are appointing a proxy, please sign and hand in the Proxy Card C, duly signed, at any Banco Sabadell group office or send it in the attached envelope to the Bank's registered offices so that it arrives before the Meeting.

Shareholders who use the Banco Sabadell group's distance banking service (BS Online or BS Móvil) may appoint a proxy via the internet using their personal ID code.

Identification of shareholders and their proxies

To access the General Meeting, natural persons who are shareholders must show their Attendance Card and National Identity Card or other legal document. Persons representing shareholders that are legal persons must accredit their standing appropriately. Proxies must also identify themselves by showing the appropriate legal documents.

Agenda: attached



B · Shareholder/ proxy identification



Proxies

Proxies which do not state the name of the designated representative are deemed to be granted to the Chairman of the Board of Directors. If there are no express instructions and the proxy is in a conflict of interest, representation is deemed to be granted to the Chairman of the Meeting or, if the latter is in a conflict of interest, to the person he/she designates. Except where express instructions are given, proxies are deemed to vote in favour of the motions presented by the Board of Directors; such instructions must be set out specifically (i.e. vote against or abstain) for each item on the agenda. In the event that items not included in the agenda are put to a vote, the proxy will vote on the new motions as he/she deems appropriate, except if the shareholder has expressly instructed the proxy to abstain by ticking the corresponding box. In the case of items 3, 7, 8 and 9 of the Agenda, proxies are deemed to be in favour of the Secretary of the General Meeting.

In accordance with the provisions in article 38 of the Articles of Association, I grant proxy for this Meeting to Mr/Ms _____ ID no. _____

whom I instruct to vote in favour of the motions presented by the Board under the various items on the agenda, except where otherwise indicated in the following voting instructions:

Agenda items:

1 _____ 2 _____ 3.1 _____ 3.2 _____ 3.3 _____ 3.4 _____ 4 _____ 5 _____ 6 _____ 7 _____ 8 _____
9 _____ 10 _____ 11 _____

Abstain on motions not included in the agenda

Shareholders' signature

_____, ____ of _____ 2017

