

Banco de Sabadell, S.A.



Ordinary General Meeting of Shareholders · April 2018

A · Attendance Card

Attendance card for the Ordinary General Meeting of Shareholders of Banco de Sabadell, S.A., which will be held **at Auditorio de la Diputación de Alicante, Paseo Campoamor, s/n, in the city of Alicante, at 18:00 on 19 April 2018**, at second call, since it will foreseeably not be quorate at first call, which is scheduled for the previous day at the same location and time. The agenda is attached.

Banco de Sabadell, S.A.  
Secretary of the Board

To access the Meeting room, this Attendance Card (A) must be submitted to register the attendance of the shareholder or his/her proxy, who must identify themselves via a National Identity Card or other legal document.

Shares

Votes

Reference



Banco de Sabadell, S.A.



Ordinary General Meeting of Shareholders · April 2018

B · Shareholder/ proxy identification

The shareholder or proxy attending the General Meeting in person must retain this B card until the meeting is over.

Shares

Votes

Reference



Banco de Sabadell, S.A.



Ordinary General Meeting of Shareholders · April 2018

C · Proxy card

Proxy card for the Ordinary General Meeting of Shareholders of Banco de Sabadell, S.A., which will be held **at Auditorio de la Diputación de Alicante, Paseo Campoamor, s/n, in Alicante**, at 18:00 on 19 April 2018, at second call, since it will foreseeably not be quorate at first call, which is scheduled for the previous day at the same location and time.

The agenda is attached.

To grant proxy, this card must be signed on the back and submitted at any Banco Sabadell group branch or at the Meeting reception desk.

Shares

Votes

Reference



Banco de Sabadell, S.A.



Ordinary General Meeting of Shareholders · April 2018

D · Gift

This voucher may be exchanged for your gift until 18 April at any Banco Sabadell group branch.

Branch

Shareholder

*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 General 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 General 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 branch or send it in the attached envelope 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 appropriate 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 General 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, 8, 9, 10 and 11 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 General 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 \_\_\_\_\_ 3.5 \_\_\_\_\_ 4 \_\_\_\_\_ 5 \_\_\_\_\_ 6 \_\_\_\_\_ 7 \_\_\_\_\_ 8 \_\_\_\_\_  
9 \_\_\_\_\_ 10 \_\_\_\_\_ 11 \_\_\_\_\_ 12 \_\_\_\_\_ 13 \_\_\_\_\_

Abstain on motions not included in the agenda

**Shareholders' signature**

\_\_\_\_\_, \_\_\_\_\_ 2018

