

SUPPLEMENT DATED 5 MAY 2022 TO THE BASE PROSPECTUS DATED 31 MAY 2021



BANCO DE SABADELL, S.A.

(incorporated with limited liability under the laws of the Kingdom of Spain)

€ 15,000,000,000

Euro Medium Term Note Programme

This Supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 31 May 2021 (the "**Base Prospectus**") prepared by Banco de Sabadell, S.A. (the "**Issuer**") and its supplements dated 3 August 2021, 3 November 2021 and 27 January 2022 in connection with its Euro Medium Term Note Programme (the "**Programme**") for the issuance of up to Euro 15,000,000,000 in aggregate principal amount of notes (the "**Notes**"). This Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the "**Prospectus Regulation**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the "**CBI**") as competent authority for the purpose of the Prospectus Regulation. The CBI only approves this Base Prospectus as meeting the requirements of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such an approval should not be considered as an endorsement of the Issuer that is the subject of this Base Prospectus nor as an endorsement of the quality of any Notes that are the subject of the Base Prospectus.

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts and contains no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

The purpose of this Supplement is to (i) incorporate by reference the Consolidated Interim Financial Statements (as defined below) and (ii) confirm that there has been no significant change in the financial position of the Issuer since 31 March 2022.

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Base Prospectus shall be amended and/or supplemented in the manner described below.

2022 FIRST QUARTER REPORT

On 28 April 2022, the Group published its Quarterly Report for January to March 2022 (the **First Quarter Report**) which includes its unaudited consolidated interim financial statements for the three months period ended 31 March 2022.

A PDF copy of the 2022 First Quarter Report may be inspected, free of charge, at

https://www.grupbancsabadell.com/corp/files/1454451943242/informe_financiero_trimestral_1t22_en.pdf

GENERAL INFORMATION

The third paragraph of the "General Information" section on page 154 of the Base Prospectus is deleted and replaced by the following:

"Significant / Material Change

Since 31 December 2021 there has been no material adverse change in the prospects of the Issuer, and since 31 March 2022 there has been no significant change in the financial performance or position of the Issuer and its Subsidiaries taken as a whole.