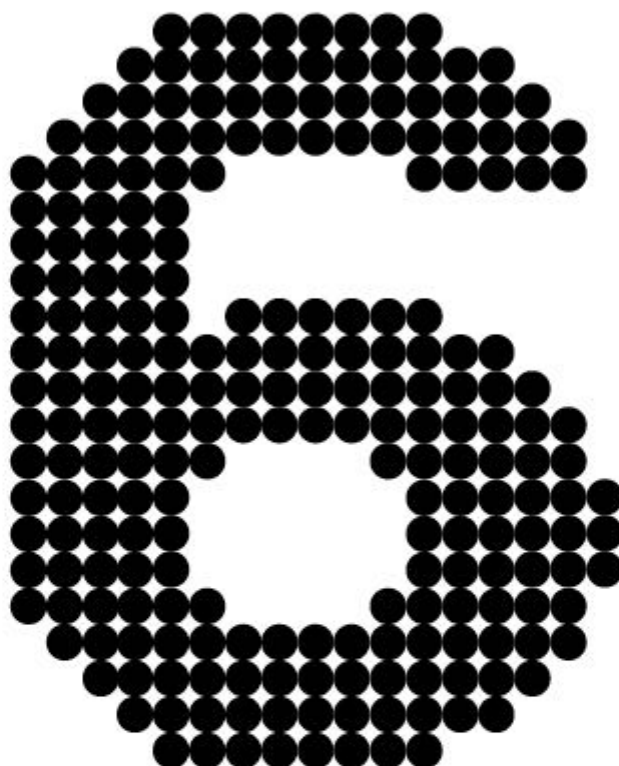


Other material disclosures



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Other material disclosures

6.1 R&D and innovation

In the area of technology, Banco Sabadell Group is deepening its approach of providing each geography with the functionalities that best adapt to the needs of the market in question, supported by enhanced capabilities and standards aligned with industry best practices.

In 2025, the digitalisation of processes and products accelerated across all segments in Spain, with significant developments such as the expansion of the digital catalogue, the development of the new mobile app and the incorporation of AI-driven technology enablers. In parallel, the resilience of the IT platform was strengthened by the consolidation of the journey to cloud, the upgrade of critical infrastructures and improvements in cyber defence capabilities. At the international level, TSB upgraded its mainframe and core banking services, while Banco Sabadell Mexico migrated customers to the new online platform and optimised key services such as tax payments, further supplemented by the digitalisation of foreign branches and global services in Corporate Banking.

In the domestic context

In 2025, the Institution continued to leverage technological innovation as a strategic lever for competitiveness and improved customer experience. The development of new products for each business line was set as a priority, introducing solutions that expand the digital catalogue and enhance the value proposition.

In Retail Banking, the digital product offer was revamped with new products for insurance, mortgages and payment services, including cards and Bizum. In Business Banking, processes were further digitalised for the segment comprised of self-employed workers and small businesses, improving onboarding and product arrangement systems, and marketing new card products. Private Banking developed solutions tailored to high-net-worth individuals, while Corporate Banking initiated projects for treasury products scheduled for distribution in 2026.

Another important milestone was the development of the new mobile app to be launched in 2026, alongside the implementation of AI-driven technology enablers to facilitate future innovations. In parallel, the resilience of the IT platform was strengthened through actions to reduce application obsolescence, consolidate the journey to cloud and upgrade critical infrastructures such as ATMs and devices.

In the area of information security, cyber defence and fraud & scam prevention capabilities have been bolstered, with the introduction of smart systems to improve productivity and service quality. These initiatives are also supported by improvements in data management and the IT infrastructure, geared towards facilitating the Institution's digital growth.

In 2025, these investments in technology at the national level (including technology investments in the foreign branches) amounted to 329 million euros, which were invested in different companies, notably including 303 million euros in Sabadell Digital, S.A.U.

In the international context

In TSB (the UK subsidiary), most activities in the first half of the year focused on upgrading its mainframe and core banking systems. These initiatives strengthened its technological resilience and operational continuity in a critical environment.

Banco Sabadell Mexico made progress on migrating customers to the new online banking platform, improving the digital experience and ensuring regulatory compliance. Furthermore, the tax payment service was optimised, increasing the efficiency and speed of these transactions.

In the area of Corporate Banking, the digitalisation of foreign branches and the enhancement of global services such as factoring and guarantee systems have been advanced, consolidating the Group's international offering.

Technology investments on an international scale during 2025 (booked in the accounts under "Other intangible assets") amounted to 58.1 million euros at TSB Banking Group plc, and 17.3 million euros invested by the Mexican entity Institución Banca Múltiple (IBM).

6.2 Acquisition and sale of treasury shares

See Note 23 to the consolidated annual financial statements.

6.3 Days payable outstanding

The average time taken to pay suppliers (days payable outstanding) by consolidated entities located in Spain was 25.48 days (26.82 days in the case of the Bank).

6.4 Material post-closing events

Since 31 December 2025, there have been no significant events worthy of mention, with the exception of those described below:

At its meeting held on 5 February 2026, the Board of Directors, in agreement with César González-Bueno Mayer, approved his replacement as Chief Executive Officer of Banco Sabadell and accepted his resignation as a Director of the Institution, effective as of the upcoming Annual General Meeting. The Board of Directors also approved the appointment of Marc Armengol Dulcet as a new Executive Director with the status of Chief Executive Officer to fill the vacancy that will arise from César González-Bueno Mayer's resignation. With a view to ensuring continuity in the performance of the duties associated with the position of Chief Executive Officer and promoting an orderly transition, the resignation and appointment will take effect at the end of the Bank's upcoming Annual General Meeting, provided that the European Central Bank's fit and proper assessment for the appointment of Marc Armengol Dulcet has been received by that time. If received after the aforementioned General Meeting, the handover will take place on the date on which such fit and proper assessment is received.

Moreover, at the aforementioned meeting of 5 February 2026, the Board of Directors approved the appointment of Carlos Ventura Santamans as Executive Director of this body, with responsibility for the business in Spain, encompassing Business Banking, Retail Banking, Private Banking and the branch network.

6.5 Other reports related to the consolidated Directors' Report

Consolidated Non-Financial and Sustainability Disclosures Report of Banco de Sabadell, S.A. and subsidiaries (Sustainability Report)

In accordance with prevailing business regulations on non-financial disclosures and in line with the provisions of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 as regards corporate sustainability reporting (CSRD) and with the recommendations of the joint statement issued by the CNMV and Spain's Accounting and Audit Institute (Instituto de Contabilidad y Auditoría de Cuentas, or ICAC) on 19 November 2025, Banco Sabadell Group has prepared the consolidated Non-Financial and Sustainability Disclosures Report of Banco de Sabadell, S.A. and subsidiaries (Sustainability Report) for 2025, which, as established in Article 44 of Spain's Commercial Code, forms part of this consolidated Directors' Report and is included as a separate accompanying document..

Annual Corporate Governance Report

The Annual Corporate Governance Report corresponding to the 2025 financial year forms an integral part of the consolidated Directors' Report in accordance with the provisions of the Spanish Capital Companies Act. This report is signed off by the Board of Directors on the same date as the consolidated annual financial statements and consolidated Directors' report and is sent separately to the CNMV. From the date of publication of the consolidated annual financial statements and consolidated Directors' report, it is available on the CNMV's website (www.cnmv.es) and on the corporate website of Banco Sabadell Group (www.grupbancsabadell.com).

Annual Report on Director Remuneration

The Annual Report on Director Remuneration corresponding to the 2025 financial year forms an integral part of the consolidated Directors' Report in accordance with the provisions of the Spanish Capital Companies Act. This report is signed off by the Board of Directors on the same date as the consolidated annual financial statements and consolidated Directors' report and is sent separately to the CNMV. From the date of publication of the consolidated annual financial statements and consolidated Directors' report, it is available on the CNMV's website (www.cnmv.es) and on the corporate website of Banco Sabadell Group (www.grupbancsabadell.com).

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