

Significant Event

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In accordance with article 228 of the Spanish Securities Market Law (*Ley del Mercado de Valores*), Criteria Caixa, S.A.U. ("**Criteria**") hereby informs the market of the approval and implementation of the placement, through an accelerated book build among institutional and/or qualified investors, of a package of 100,000,000 shares in CaixaBank, S.A. ("**CaixaBank**") owned by Criteria (the "**Transaction**"), representing approximately 1.7% of CaixaBank's capital.

J.P. Morgan Securities PLC and Morgan Stanley & Co. International plc have been named managers of the Transaction for the purpose of placing CaixaBank shares (the "**Managers**").

So that the Transaction may be duly carried out, the Managers have released Criteria from the obligation to refrain from transferring the CaixaBank shares, which Criteria assumed in the framework of the placement by CaixaBank of treasury shares, reported to the market on 22 September 2016.

The agreement signed between Criteria and the Managers in connection with the Transaction sets out recitals, guarantees and undertakings that are customary for this type of transaction, including Criteria's undertaking to refrain from transferring or using CaixaBank shares or securities that have CaixaBank shares as their underlying, during 60 days from the date on which the stock market transaction transferring the shares to the pertinent investors is carried out.

The definitive terms of the Transaction, including the sale price, will be determined once the bookbuilding period has elapsed. Criteria will inform the market of the Transaction terms through the pertinent significant event filing, foreseeably tomorrow morning.

Barcelona, 13 December 2016