

Barcelona, 14 October 2014

SIGNIFICANT EVENT

Dear Sirs,

Criteria CaixaHolding, S.A., Sociedad Unipersonal (the “**Company**”) hereby informs that, in the framework of the envisaged reorganization operations to which, among others, Fundación Bancaria Caixa d’Estalvis i Pensions de Barcelona, “la Caixa” (“**Fundación Bancaria “la Caixa”**”) significant events number 203311 dated 10 April 2014, number 203715 dated 16 April 2014 and number 206040 dated 22 May 2014, a public deed of spin-off (*segregación*) has been registered today with the Commercial Registry of Barcelona by virtue of which Fundación Bancaria “la Caixa” has transferred to the Company, among other assets and liabilities: (i) Fundación Bancaria “la Caixa” 58.91% shareholding interest in CaixaBank, S.A., and (ii) the debt instruments listed below, of which Fundación Bancaria “la Caixa” was the issuer (together with hedging derivatives and valuation adjustments associated to these debt instruments):

- (1) Simple bond guaranteed issue (Caixa Girona) with ISIN code ES0313249064.
- (2) Subordinated bond issue with ISIN code ES0214970073.
- (3) Subordinated bond issue with ISIN code ES0214970081.
- (4) Senior exchangeable bond issue (exchangeable for ordinary shares in CaixaBank, S.A.) with ISIN code XS0995390621.
- (5) Senior notes issue with ISIN code ES0314970239.

As a consequence of the spin-off the Company has substituted Fundación Bancaria “la Caixa” as the issuer of the abovementioned debt issues.

Yours faithfully,

Criteria CaixaHolding, S.A., Sociedad Unipersonal