

This attendance, proxy and remote voting card is issued in relation to the Annual General Meeting of Shareholders (General Meeting) of Unicaja Banco, S.A. (the Company) which will be held in Malaga, at the conference hall of the registered office, in Avenida de Andalucía 10-12, post code 29007, at 9:30 a.m. on 26 April 2018, on first call, or the following day, 27 April 2018, on second call, at the same place and time, following the agenda on the back of this card.

The holder of this card may, alternatively: use the card as an accrediting document to attend the General Meeting in person, exercise his/her right to vote remotely, or delegate his/her representation in favour of a third party, whether or not a shareholder of the Company.

SHAREHOLDER name:

Address:

Number of shares:

Shareholder number:

Securities Account Code:

ATTENDANCE

Shareholders who wish to attend the Meeting in person

Shareholders who wish to attend the Meeting in person must sign this card, in the space below and present it on the day of the Meeting at the place where it is to be held

SIGNATURE OF THE SHAREHOLDER ATTENDING IN PERSON

In, on 2018

PROXY

Shareholders who wish to appoint a proxy

The shareholder in whose favour this card has been issued appoints as a proxy for this General Meeting: (Check the relevant box.)

- ☐ 1. The Chairman of the Board of Directors.
☐ 2.

If no name is indicated, it will be deemed that proxy is granted to the Chairman of the Board of Directors.

If the proxy appointed by the Shareholder is a member of the Board of Directors (including the Chairman), he/she could be in a situation of conflict of interest with regard to the agenda items number Four, Eight 1, Eight 2, Nine, and the CEO also with regard to item Eight 3; in that case, it will be deemed that proxy is granted to the Deputy Secretary Non-member of the Board of Directors, except in those case in which precise voting instructions are given for each of the said items.

The shareholder can give his/her specific voting instructions, by checking the corresponding box in the table below. If no instructions are given for any box, it will be deemed that the proxy is authorized to vote in favour of the proposed resolutions made by the Board of Directors and in the direction that he/she deems convenient in the case of voting proposed resolutions not assumed by the Board of Directors. It is hereby noted that the shareholder Fundación Bancaria Unicaja has presented "alternative proposed resolutions" on items 6.1, 8.1 and 8.2 of the agenda. As these do not change the essence of the initially submitted proposed resolutions, the Board of Directors has assumed them as of its own, and shall submit them to voting at the General Meeting in lieu of its initial proposed resolutions. The updated proposed resolutions and the rationale given are available on the website (www.unicajabanco.com).

Voting instructions for proxy with this card.

Vote direction	1.1	1.2	2	3	4.1	4.2	4.3	4.4	4.5	4.6	4.7	4.8	4.9	4.10	4.11	5	6.1	6.2	7	8.1	8.2	8.3	9	10
In favour																								
Against																								
Abstention																								
Blank																								

Proposals regarding items not included on the agenda of the call

Proxy will be extended to proposals regarding items not included on the agenda. In that case, unless the box 'Abstention' is checked or other voting instructions are given, the Shareholder instructs the proxy to vote in the direction that he/she considers most favourable for the interests of the represented party, within the framework of corporate interest.

- ☐ 1. Abstention
☐ 2. Other instructions

If the proxy appointed by the Shareholder is a member of the Board of Directors (including the Chairman), he/she could be in a situation of conflict of interest with regard to the items not included on the agenda and which make reference to the separation or social responsibility action against the proxy. If that is the case, it will be deemed that proxy is granted to the Deputy Secretary Non-member of the Board of Directors. In case of conflict of interest, in absence of precise instructions, the proxy shall abstain from voting.

SIGNATURE OF THE SHAREHOLDER APPOINTING A PROXY AND SIGNATURE OF THE PROXY ATTENDING THE MEETING

SIGNATURE OF THE SHAREHOLDER APPOINTING A PROXY

SIGNATURE OF THE PROXY ATTENDING THE MEETING

In on 2018

REMOTE VOTING

Shareholders who wish to vote remotely with regard to the proposals on the Agenda.

If, prior to the holding of the Meeting, the shareholder in whose favour this card was issued wishes to vote remotely with regard to the proposed resolutions on the Agenda for this Meeting, he/she must check the corresponding box with an X, depending upon the voting direction or abstention. Remote voting is not permitted for possible proposed resolutions not included on the Agenda. If none of the boxes provided is checked, it will be deemed that the vote is in favor of the proposed resolutions made by the Board of Directors. In any event, in addition to the provisions of the Law, the Bylaws and the General Meeting Regulations, the rules included in the Notice of Call and on Unicaja Banco corporate website must also be followed. It is hereby noted that the shareholder Fundación Bancaria Unicaja has presented "alternative proposed resolutions" on items 6.1, 8.1 and 8.2 of the agenda. As these do not change the essence of the initially submitted proposed resolutions, the Board of Directors has assumed them as of its own, and shall submit them to voting at the General Meeting in lieu of its initial proposed resolutions. The updated proposed resolutions and the rationale given are available on the website (www.unicajabanco.com). In relation to those items not included on the attached agenda, the shares of shareholders participating in the Meeting through remote voting systems shall not be considered as shares present or represented.

Vote direction	1.1	1.2	2	3	4.1	4.2	4.3	4.4	4.5	4.6	4.7	4.8	4.9	4.10	4.11	5	6.1	6.2	7	8.1	8.2	8.3	9	10
In favour																								
Against																								
Abstention																								
Blank																								

SIGNATURE OF THE SHAREHOLDER VOTING REMOTELY

In on 2018

AGENDA

One.- Approval of the annual accounts (balance sheet, profit and loss account, statement of recognised income and expense, statement of changes in equity, cash flow statement and notes) and management report of Unicaja Banco, S.A. and its consolidated group, corresponding to the year ended on 31 December 2017.

1.1 Approval of the annual accounts of Unicaja Banco, S.A., stated by the Board of Directors, and of the Management Report, prepared by the same body, corresponding to the financial year ended on 31 December 2017.

1.2 Approval of the annual accounts of the Consolidated Group of Unicaja Banco, S.A., stated by the Board of Directors, and of the Management Report, prepared by the same body, corresponding to the financial year ended on 31 December 2017

Two.- Approval of the Board of Directors' management during the financial year ended on 31 December 2017.

Three.- Approval of the proposed allocation of profit for the year ended on 31 December 2017.

Four.- Re-election, ratification and appointment of Directors.

4.1 Re-election of Mr. Manuel Azuaga Moreno.

4.2 Re-election of Mr. Agustín Molina Morales.

4.3 Re-election of Mr. Juan Fraile Cantón.

4.4 Re-election of Mr. Eloy Domínguez-Adame Cobos.

4.5 Re-election of Mr. Victorio Valle Sánchez.

4.6 Re-election of Mrs. Petra Mateos-Aparicio Morales.

4.7 Ratification and appointment of Mr. Manuel Muela Martín-Buitrago.

4.8 Appointment of Mr. María Antonia Otero Quintas.

4.9 Appointment of Mrs. Ana Lucrecia Bolado Valle.

4.10 Appointment of Mr. Manuel Conthe Gutiérrez.

4.11 Appointment of Mrs. María Teresa Sáez Ponte.

Five.- Approval of the merger by absorption of Banco de Caja España de Inversiones, Salamanca y Soria, S.A., in accordance with the common draft terms of merger dated 26 January 2018. Consideration of Unicaja Banco, S.A. individual annual balance sheet, as of 31 December 2017, as merger balance sheet. Submission to the special tax regime for mergers. Delegation of authority to the Board of Directors, with authority to subdelegate.

Six.- Amendment of the Corporate Bylaws.

6.1 Amendment of Article 29 of the Corporate Bylaws.

6.2 Derogation of the Transitional Provisions of the Corporate Bylaws.

Seven.- Delegation to the Board of Directors of the authority to issue debentures (obligaciones), bonds (bonos) and other non-convertible fixed-income securities, with the maximum limit of one thousand and five hundred million euros (€1,500,000,000), as well as to develop a promissory notes programme, with the maximum limit of one thousand and five hundred million euros (1,500,000,000), annulling, in the amount not yet used, the delegation related thereto granted by resolution adopted at the Annual General Meeting held on 30 April 2015.

Eighth.- Remuneration of Directors.

8.1 Approval of the Policy for the Remuneration of Directors.

8.2 Maximum amounts to be received by the members of the Board of Directors.

8.3 Approval of the delivery of shares to executive Directors, due to the performance of executive functions.

Nine.- Advisory vote on the Annual Report on Remuneration of Directors corresponding to the financial year 2017.

Ten.- Delegation of authority to execute, interpret, supplement, develop, correct and implement the resolutions adopted by the General Meeting of Shareholders.

RIGHT OF ATTENDANCE

The General Meeting may be attended only by shareholders who hold at least one thousand (1,000) shares, individually or grouped together until reaching that number and appointing a representative. In any case, the shares representing that capital must be registered in the corresponding book-entry registry at least five (5) days prior to the date on which the General Meeting is to be held. Shareholders must bring to the General Meeting their national identity document or any other document which legally proves their identity. This present attendance card may only be replaced by a certificate of legitimation showing compliance with the attendance requirements.

RIGHT TO REMOTE ATTENDANCE

Shareholders having the right to attend (or their representatives) may attend the General Meeting through the use of data transmission means, pursuant to that indicated on the corporate website.

SHAREHOLDERS WHO WISH TO DELEGATE THEIR VOTE BY MEANS OF THIS CARD

If the Shareholder does not intend to attend, he/she may grant proxy to any other individual or legal person. To do so, the shareholder must complete the section 'Proxy' in the Attendance and Proxy Card, and sign it. The proxy form can be delivered to the Bank by hand or by regular mail at the registered office of UNICAJA BANCO, S.A. (Avenida de Andalucía, 10-12, 29007 Málaga; Ref.: Shareholder and Bondholder Service Office). The duly completed and signed card must be received at the registered office at least 24 hours before the holding of the General Meeting on first call. The proxy shall attend the General Meeting bringing his/her national identity document or any other document proving his/her identity, unless proxy is granted to any member of the Board of Directors. The rules included in the Call to the Meeting and on the corporate website must also be followed.

SHAREHOLDERS WHO WISH TO VOTE REMOTELY PRIOR TO THE MEETING BY MEANS OF THIS CARD

If the Shareholder does not intend to attend and does not wish to delegate his/her right of attendance, he/she may vote remotely regarding the items on the Agenda. To do so, the shareholder must complete the section 'Remote Voting' in the front of this document and sign it in the space provided. The shareholder who votes remotely will be considered as present for the purposes of setting up the General Meeting. Remote votes may be sent to the Bank by regular mail or hand delivery, in accordance with that established in the General Meeting Regulations. The rules included in the Call to the Meeting and on Unicaja Banco corporate website must also be followed. If both the proxy and remote voting sections are signed, the remote voting shall prevail and the proxy shall be rendered ineffective.

SHAREHOLDERS WHO WISH TO DELEGATE OR VOTE REMOTELY PRIOR TO THE MEETING BY ELECTRONIC MEANS

Shareholders may delegate representation and vote regarding the items on the agenda of the Meeting by electronic means, in accordance with the provisions of the Bylaws and the General Meeting Regulations. To do so, the rules included in the Call to the Meeting and on the corporate website must also be followed

NOTARY ATTESTATION

The Board of Directors has agreed to request the presence of a Notary to draw up the minutes of the Meeting.

PERSONAL DATA PROTECTION

The personal data on this Attendance, Proxy and Remote Voting Card, and those provided during the General Meeting shall be handled under the responsibility of UNICAJA BANCO, S.A. (and included, where applicable, in files owned by it) for the development, management and control of the exercise of the rights of the shareholder (in whose favour this card has been issued), as well as for the management and control of the holding and, if applicable, broadcasting of the General Meeting and for compliance with legal obligations. Such data will be made available to the notary who is to attend the General Meeting and may be made available to third parties in the exercise of their right to receive information laid down in the Law or made accessible to the public to the extent that there are included in the information available on the website (www.unicajabanco.com) or are stated at the General Meeting, the proceedings of which may be recorded by audiovisual means and broadcast on such website. By attending the General Meeting, attendees consent to such recording and broadcast. Pursuant to the provisions of the Organic Law 15/1999, of 13 December, on the Protection of Personal Data, the owners of the personal data may request, access, cancel their data or challenge certain ways of processing thereof by written notice sent to 'Shareholder and Bondholder Service Office', Unicaja Banco, Avenida de Andalucía 10-12, C.P. 29007 Málaga.

GENERAL INFORMATION

The Board of Directors expects the General Meeting to be held on first call.