

**NOTICE OF CALL
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2023
UNICAJA BANCO, S.A.**

The Board of Directors of Unicaja Banco, S.A. (hereinafter, the “**Company**” or “**Unicaja Banco**”), has resolved to call the Annual General Meeting of Shareholders of the Company (hereinafter, the General Meeting), to be held at the registered office of the Company, located in Málaga, Avenida de Andalucía, 10-12, on 30 March 2023, at 10:30, on first call and, if there is not a sufficient quorum, on second call, on 31 March 2023, at the same place and time, with the agenda below.

The Board of Directors, in the terms set in this notice of call, has resolved to allow remote attendance, approving the rules for the said attendance, as well as for remote voting and proxy, in accordance with the Spanish Corporate Enterprises Act (*Ley de Sociedades de Capital*), the Bylaws and the General Meeting Regulations.

AGENDA

One.- Approval of the Annual Accounts (balance sheet, profit and loss account, statement of recognized income and expense, statement of changes in equity, cash flow statement and notes) and Management Report of Unicaja Banco and its consolidated group, corresponding to the financial year ending on 31 December 2022.

- 1.1. Approval of the Annual Accounts of Unicaja Banco, S. A., drawn up by the Board of Directors, as well as of the Management Report, prepared by the same body, corresponding to the financial year ending on 31 December 2022.
- 1.2. Approval of the Annual Accounts of the Consolidated Group of Unicaja Banco, S. A., drawn up by the Board of Directors, as well as of the Management Report, prepared by the same body, corresponding to the financial year ending on 31 December 2022.

Two.- Approval of the Consolidated Non-financial Information Statement, corresponding to the financial year ending on 31 December 2022.

Three.- Approval of the Board of Directors’ management during the financial year ending on 31 December 2022.

Four.- Approval of the proposed allocation of profit corresponding to the financial year ending on 31 December 2022.

Five.- Appointment and ratification of Directors.

- 5.1. Appointment of Mr. Juan Antonio Izaguirre Ventosa as proprietary director, to replace Ms. Petra Mateos-Aparicio Morales.
- 5.2. Appointment of Mr. José Ramón Sánchez Serrano as proprietary director, to replace Mr. Manuel Muela Martín Buitrago.
- 5.3. Appointment of Ms. Natalia Sánchez Romero as proprietary director, to replace Ms. Teresa Sáez Ponte.
- 5.4. Ratification or, if applicable, appointment of Mr. Miguel González Moreno as proprietary director, to replace Mr. Juan Fraile Cantón.

5.5. Ratification of Mr. Isidoro Unda Urzaiz as independent director.

5.6. Ratification of Ms. Teresa Costa Campi as independent director.

Six.- Designation of the statutory auditor of the Company and its Consolidated Group for the years 2024, 2025 and 2026.

Seven.- Advisory vote on the Annual Report on Remuneration of Directors corresponding to the financial year ending on 31 December 2022.

Eight.- Delegation of powers to execute, construe, supplement, develop, correct and implement the resolutions adopted by the General Meeting of Shareholders.

Notice of Call

Pursuant to article 516 of the Spanish Corporate Enterprises Act (*Ley de Sociedades de Capital*) and Article 7.1 of the Regulations of the General Meeting of Shareholders of Unicaja Banco, S.A. (the "General Meeting Regulations"), the notice of call shall be published on the Company's corporate website (www.unicajabanco.com), on the website of the Comisión Nacional del Mercado de Valores (www.cnmv.es) as "Other Relevant Information" (*Otra Información Relevante*) and on some of the newspapers with the highest circulation in Spain/BORME, at least one month before the date set for the meeting to be held.

Supplement to the call and submission of proposed resolutions

In accordance with Article 519 of the Corporate Enterprises Act, and with sections 4 and 5 of Article 7 of the General Meeting Regulations, shareholders representing at least three per cent of the share capital may: (i) request the publication of a supplement to the call to the General Meeting, including one or more items on the agenda, provided that the new items are accompanied by an explanatory justification or, as applicable, a proposed resolution with an explanatory justification; and (ii) submit reasoned proposals for resolutions on matters already included or which must be included on the agenda of the General Meeting. The Company will publish on its corporate website (www.unicajabanco.com) the requested supplements, the proposed resolutions and the attached documents as they are received. The mentioned rights to supplement the call and to submit proposed resolutions must be exercised by certifiable notice, to be received at Unicaja Banco, S.A. - Shareholder and Bondholder Service Office; Avenida de Andalucía 10-12, 29007-Málaga, within five days following the publication of this call.

Right of Attendance

In accordance with Article 9.3 of the Bylaws and with Article 10.2 of the General Meeting Regulations, shareholders who hold at least one thousand (1,000) shares and have those shares registered in the corresponding accounting registry at least five (5) days prior to the date on which the General Meeting is to be held on first call, shall be entitled to attend the General Meeting. Holders of fewer shares may group together until they reach at least that figure, and they shall appoint their representative.

In person attendance at the venue

In order to provide proof of identity of the shareholders, or of those who validly represent them, at the entrance of the venue where the General Meeting will be held, the attendees will be asked to present their attendance, proxy and voting card and to show their national identity document or any other official document generally accepted for identification purposes and, if applicable, certificate of legitimation or the documents proving the status of the representative.

Without prejudice to the fact that the Company, the entities participating in IBERCLEAR or the corresponding intermediary, management or depository institutions send to each shareholder entitled to attend a nominative attendance card, the Company may issue the mentioned card before the beginning of the General Meeting in favor of those holders of shares which prove that these have been registered in the corresponding accounting registry at least five (5) days before the day on which the meeting is to be held on the first call.

Additionally, shareholders shall also be able to get the attendance, proxy and remote voting card by collecting it at the Company's registered address or by requesting it to the Shareholder and Bondholder Service Office, on the phone number +34 952 13 81 65, or by e-mail sent to buzondeaccionistas@unicaja.es.

One hour before the scheduled time for the start of the meeting, that is, from 9:30, the shareholders, or those who validly represent them, will be able to present to the staff their respective attendance, proxy and voting cards and, as the case may be, documents proving legal representation.

Remote attendance:

In accordance with the provisions of Article 9.2 of the Bylaws, the Board of Directors has resolved to allow the holding and attendance to the General Meeting by remote and simultaneous means which duly guarantee the identity of those participants in the meeting and the cast of votes at the General Meeting.

Shareholders with the right to attend and vote at the General Meeting may attend and vote at the said event, on their name or duly represented, via remote means which allow their simultaneous connection to the place where the meeting is held.

Those attending the General Meeting by remote means, and any other interested person, shall be able to follow the General Meeting, which will be streamed live through the link enabled on the corporate website for that purpose.

The shareholders and proxies attending by remote means shall observe the following rules:

1) Prior registration

Shareholders and proxies shall register in advance by clicking the link enabled on the corporate website for that purpose from 08:00 on 25 March 2023 and not later than 15:00 on 29 March 2023. After that moment, registrations will not be admitted for the exercise of remote attendance.

Shareholders or proxies who wish to register on the corporate website shall prove their identity by any of the following means: (a) electronic national identity document or (b) electronic certificate issued by the Autoridad Pública de Certificación Española (CERES) dependent on the Fábrica Nacional de Moneda y Timbre ("FNMT").

For the shareholder's proxy to be able to attend the General Meeting remotely, he/she shall prove his/her appointment as proxy and his/her identity to the Company, by the submission of the Attendance, Proxy and Voting Card subscribed by the shareholder, or, if applicable, copy of the power registering the proxy, and a copy of the national identity document (DNI), foreigner ID (NIE) or passport of the proxy, which will have to be received by the Company not later than 15:00 on 29 March 2023, by ordinary post sent to the Company's registered address (Avenida de Andalucía, 10-12, 29007 Málaga) or by e-mail (buzondeaccionistas@unicaja.es).

2) Connection on the day of the General Meeting

The shareholder or proxy registered, pursuant to the provisions of the section above, to attend the General Meeting remotely shall connect through the enabled site on the corporate website on the day of the General Meeting (30 March 2023, or, as the case may be, 31 March 2023, depending on the meeting being held on first or second call), between 9:15 and 10:15, and shall identify following the instructions given at the moment of access. Connection of the attendees outside the said time windows will not be admitted. In the event that the General Meeting is held on second call, those attending by remote means and who have connected on first call, shall connect again for the remote attendance to the General Meeting on second call, between 9:15 and 10:15 on 31 March, and no prior registration is needed in addition to that made for the first call.

3) Exercise of the right to speak, receive information and make proposed resolutions

Shareholders or their proxies attending the General Meeting remotely, may: i) speak at the General Meeting; ii) request information or clarifications; iii) submit proposed resolutions on matters not included on the Agenda of the Meeting but which, as permitted by the Law, may be proposed during the General Meeting. The presentations, requests of information or proposals must be received by the Company, in writing, not later than 15:00 on 29 March 2023, by ordinary post sent to the Company's registered address (Avenida de Andalucía, 10-12, 29007 Málaga), to the attention of "Shareholder and Bondholder Service Office", or by e-mail (buzondeaccionistas@unicaja.es)

If the shareholder or his/her proxy wishes to have his/her presentation verbatim recorded in the minutes of the meeting, he/she shall state that expressly and shall attach the full text of the presentation through any of the mentioned ways to contact the Company.

The requests for information or clarification made by shareholders or their proxies attending remotely, pursuant the provisions of Article 182 of the Corporate Enterprises Act, will be replied to at the meeting or in writing within seven days following the end of the General Meeting.

4) Voting

Shareholders or their proxies attending remotely shall cast their vote on the proposals related to the items on the Agenda or to those corresponding to items which, although not initially included, may be added during the development of the General Meeting, through the mentioned corporate website and according to the corresponding voting form. In any case, the process for remote voting for all the proposed resolutions submitted to the General Meeting will end when the voting period of the proposed resolutions is declared ended by the panel.

5) Leaving the meeting

If a person attending the meeting remotely wishes to inform of his/her express will to leave the Meeting, he/she shall send an e-mail to buzondeaccionistas@unicaja.es. Once his/her express will to leave the meeting has been communicated, any action that he/she may carry out after that shall be considered as not carried out.

6) Other topics

Shareholders or proxies attending the General Meeting remotely may report the reservations that they deem appropriate regarding the quorum of the General Meeting by e-mail sent to buzondeaccionistas@unicaja.es in the deadlines set during the General Meeting.

The remote attendance of shareholders will be equivalent to their attendance in person at the General Meeting. Therefore, shareholders casting their votes using remote means shall be considered as present for all purposes. The remote attendance of shareholders or their proxies will leave without effect the voting or proxy previously made by any other procedure established by the Company. Also, attendance in person at the General Meeting shall leave remote attendance without effect.

It is the sole responsibility of the shareholder or his/her proxy to custody the identification means and, if applicable, keys required to access and use the remote attendance service.

The Company shall not be liable for the damages that may be caused to the shareholder or his/her proxy arising from faults, overloads, failure in the lines of communication, connection failures or any other event of the same or similar nature, unrelated to the will of the Company, which could result in the occasional unavailability of its website, without prejudice to it taking the required measures, such as the eventual temporary suspension or extension of the Meeting, should that be needed to ensure that shareholders or proxies exercise their rights in full.

In those topics not expressly regulated, the same rules applicable for attendance in person will be applied to shareholders attending remotely to the General Meeting.

Right to Information

As from the date of publication of the notice of call, and until the General Meeting is held, shareholders have the right to examine, at the registered address, in Malaga, Avenida de Andalucía 10-12 (from 08:00 to 15:00, Monday to Friday), or on the corporate website, the documents related to the General Meeting or to be submitted to its approval. Additionally, they may obtain from the Company the said documents, immediately and free of charge.

For that purpose, and in accordance with the provisions of article 518 of the Corporate Enterprises Act and Article 8 of the General Meeting Regulations, as from the date of publication of this call, the following information will be incorporated into the corporate website of the Company (www.unicajabanco.com) in an uninterrupted manner until the date of the General Meeting:

- (i) Notice of call
- (ii) Full text of the proposed resolutions.
- (iii) Annual accounts and management reports, both individual and consolidated, corresponding to the financial year 2022, together with the corresponding reports of the statutory auditor.

- (iv) Consolidated Non-financial Information Statement, together with the report of the independent verification service provider.
- (v) Mandatory information on those directors whose ratification or appointment is proposed, including the mandatory report of the Board of Directors and the report (proprietary directors) and proposal (independent directors) of the Appointments Committee with regard to the said appointments, as well as the CV and the category of directorship of each candidate.
- (vi) Annual corporate governance report.
- (vii) Annual report on the remuneration of directors.
- (viii) Annual activity report of the Audit and Regulatory Compliance Committee, including the reports by the said Committee on the auditor's independence and on related transactions.
- (ix) Annual activity report of the Remuneration Committee.
- (x) Annual activity report of the Appointments Committee.
- (xi) Annual activity report of the Risk Committee.
- (xii) Annual activity report of the Technology and Innovation Committee.
- (xiii) Applicable rules for attendance, proxy and voting through remote means, and the documents required for that purpose.
- (xiv) Attendance, proxy and remote voting card.
- (xv) Rules of the Shareholders' Electronic Forum.
- (xvi) Total number of shares and voting rights of the Company as at the date of the call to General Meeting.
- (xvii) Information about the venue where the General Meeting is to be held.
- (xviii) Valid requests for information, clarifications or questions submitted by the shareholders pursuant to their right to information and the replies provided, if applicable, by the directors.

Pursuant to articles 197 and 520 of the Corporate Enterprises Act and Article 9 of the General Meeting Regulations, as from the publication of the notice of call and until the fifth (5th) day prior to that scheduled for holding the General Meeting on first call, shareholders may request, in writing or by electronic communication, information or clarifications, or ask questions about the items on the agenda, or about the information available to the public that may have been provided by the Company to the Comisión Nacional del Mercado de Valores since the last General Meeting and, also, the auditor report.

Valid requests for information, clarifications or questions made in writing, and the answers provided in writing by the Board of Directors will be posted on the Company's website and will be made available to all shareholders attending the Meeting at the beginning of the corresponding session.

During the General Meeting, shareholders, or their proxies, attending in person or remotely may verbally request information or clarifications that they deem appropriate regarding the items included on the

agenda. In the event that it is not possible to satisfy the right of the shareholder during the Meeting, the directors shall provide in writing the information requested to the interested shareholder within seven (7) days following the end of the General Meeting.

In order to facilitate or clarify any information or documentation related to this General Meeting, shareholders may contact Unicaja Banco, S.A. - "Shareholder and Bondholder Service Office", in person, from Monday to Friday, from 8:00 to 15:00; by post sent to the registered office, located at the following address: Avenida de Andalucía, 10 -12, 29007 - Málaga; by e-mail, through the mailbox: "buzondeaccionistas@unicaja.es"; or by calling the following phone number +34 952 138 165. In case of electronic communications, and for the purpose of providing the system with the appropriate guarantees of the authenticity and identification of the shareholder exercising his/her right, the shareholder shall incorporate to the electronic document used to request information his/her electronic signature or, if failing, his/her name and surname (or company name), tax identification number and number of shares that he/she holds.

Shareholders' electronic forum

Pursuant to articles 539.2 of the Corporate Enterprises Act and 8.3 of the General Meeting Regulations, from the date of this call, the Company has enabled a shareholders' electronic forum at the Company's corporate website (www.unicajabanco.com), which can be accessed with the due guarantees both by individual shareholders and voluntary associations that may be established in accordance with the provisions of article 539.4 of the Corporate Enterprises Act, in order to facilitate their communication prior to the holding of the Meeting. The rules of operation of the shareholders' electronic forum are available on the Company's corporate website (www.unicajabanco.com).

Procedure to appoint a proxy

Pursuant to Article 11 of the General Meeting Regulations, shareholders with the right to attend may exercise their right to attend personally or to be represented at the General Meeting by another person, whether or not a shareholder. The proxy must be appointed in writing or by remote communication means, with special status for each Meeting, except if the appointed proxy is the spouse, ascendant or descendant of the person represented or of it is general proxy, in a public document, to manage all the assets that the shareholder has in the national territory.

When a proxy is appointed by remote means of communication, it will only be considered valid if it is performed by:

a) Postal delivery or correspondence.

The proxy will be appointed by filling in the space allocated for that purpose on the attendance, proxy and voting card provided by the depository entity or by the Company itself. The shareholder may obtain the attendance, proxy and voting card of the Company by downloading it from the Company website; by withdrawing it at the registered office; or may request its free shipping to the "Shareholder and Bondholder Service Office".

The attendance, proxy and voting card, duly completed and signed by an autograph, must be sent to the Company to the following address: Unicaja Banco, S.A. - "Shareholder and Bondholder Service Office "; Avenida de Andalucía, 10-12, 29007-Málaga.

b) Electronic means.

The appointment of proxies and notification to the Company may be made electronically through the system enabled for this purpose on the Company's corporate website (www.unicajabanco.com) from 17 March. It explains in detail the procedure to be followed by the shareholder to exercise this right. The shareholder must provide proof of his/her identity by means of a valid electronic Spanish identity document (DNI) or by means of a recognized electronic certificate, which does not include its revocation, issued by the FNMT.

A proxy may represent several shareholders, being able to cast votes in different directions, depending on the instructions given by each shareholder, but a shareholder may not grant representation to more than one proxy.

The proxy may attend the General Meeting in person or remotely, as long as he/she reaches the minimum number of shares that confer the right to attend. In case of remote attendance, the previously mentioned rules on "prior registration" must be observed.

In the case of attendance in person, the proxy shall deliver the attendance, proxy and voting card signed by the shareholder, at the desks for the registration of shareholders.

The shareholder entrusting his/her representation must inform the appointed proxy of the representation he/she has been given in his/her favor and, where appropriate, the voting instructions. When the representation is granted in favour of a member of the Board of Directors, the communication shall be understood to be made through reception at the registered office.

Conflict of interest of the proxy director

For the purposes of articles 523 and 526 of the Corporate Enterprises Act, it is noted that if the proxy is a director of the Company, he/she may be in a situation of conflict of interest in relation to the proposed resolutions formulated by the Board of Directors, as well as to proposals or items that, although not included on the agenda, may be submitted to voting at the Meeting, as permitted by Law.

Remote voting

Pursuant to Article 23 of the General Meeting Regulations, shareholders may cast their votes on proposals related to items included on the agenda without having to attend the General Meeting and will be considered as present for the purpose of setting up the General Meeting in question. Shareholders have the following means:

a) Postal delivery or correspondence

The same procedure as that established for remote appointment of a proxy will be followed. If the card does not indicate the direction of the vote, it will be understood in any case that the shareholder votes in favour of the proposed resolutions formulated by the Board of Directors on the items of the Agenda published in the call.

b) Electronic means

The vote may be issued electronically through the system enabled for this purpose on the Company's corporate website (www.unicajabanco.com) from 17 March. It explains in detail the procedure to be

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followed by the shareholder to exercise this right. Shareholders who wish to use this voting process must prove their identity by means of a valid electronic Spanish identity document (DNI) or by means of a recognized electronic certificate, which does not include its revocation, issued by the FNMT.

Common rules to the exercise of rights of proxy and voting by remote communication means

Verification of details

The Company reserves the right to verify the identity of the shareholders and their proxies, to verify ownership (by contrasting the information provided by each shareholder with that provided by the institution in charge of the accounting registry of Company's shares), as well as the legitimacy of their rights and to admit the validity of the document to prove attendance or proxy, and should only consider as invalid that document which lacks the minimum essential requirements and provided that these cannot be solved.

Legal persons

In the case of shareholders who are legal persons, the Company reserves the right to require evidence of the sufficiency and validity of the power of the individual acting on behalf of the shareholder.

Deadline for reception by the Company

For it to be valid, the proxy and/or the vote issued by any of the aforementioned means of remote communication must be received by the Company before 15:00 on 29 March 2023.

Revocation and priority

The attendance of the shareholder in person or remotely to the General Meeting, or casting a remote vote, means the revocation of any proxy, regardless of the date and form thereof.

The proxy and the exercise of the right to vote issued by means of remote communication are always revocable. The revocation of the proxy and the exercise of the vote issued by means of remote communication will only take place through the attendance of the shareholder at the General Meeting, either in person or remotely.

The casting of vote and the delegation of proxy by electronic means shall prevail, in any case, over those which the same shareholder may make by postal delivery or correspondence.

Service availability

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms of electronic voting and proxy if so required or imposed by technical or security reasons.

The Company shall not be liable for the damages that may be caused to the shareholder arising from faults, overloads, failure in the lines of communication, connection failures, malfunction of the postal service or any other possibility of the same or similar nature, unrelated to the will of the Company, which could hinder or prevent the shareholder from exercising their voting or representation rights by means of remote communication.

Live streaming

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C.I.F. A-93139053. Inscrita en el RM de Málaga, Tomo 4952, Libro 3859, Sección 8ª, Hoja MA-111580, Folio 1, Inscripción 1ª.

The General Meeting will be broadcasted live through the corporate website (www.unicajabanco.com).

Notary Attestation

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

Data protection

In accordance with the regulations on personal data protection, the personal data of shareholders and, if applicable, their proxies, provided to the Company for the exercise of their rights to information, attendance, proxy and voting at the General Meeting, or provided by the banking institutions and securities companies and agencies in which the former have their shares deposited, through Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, SAU (IBERCLEAR), will be processed by Unicaja Banco, S.A., with registered address in Avenida de Andalucía, 10-12, Málaga (C.P. 29007), as responsible for the processing, in order to manage and control the call, holding and broadcast of the General Meeting in compliance with its legal obligations arising from the existing shareholding relationship. It is hereby notified that the General Meeting will be recorded using audiovisual means with the sole and exclusive purpose of being publicly broadcasted on the company's corporate website.

By attending to the General Meeting, the attendees expressly, unequivocally and conclusively accept and consent to the capturing, treatment, reproduction, distribution, public communication, viewing and dissemination of their voice, image and any other personal data that may be captured and expressed during the development of the General Meeting. Likewise, the purpose of the processing is based on the compliance with the Company's legitimate interest to record and broadcast the General Meeting, in compliance with the recommendations of the Good Governance Code for Listed Companies which are applicable to it, as well as in the consent of the attendee to the General Meeting, having at his/her disposal other means to exercise his/her rights.

In the case that natural persons different from the holder or, as the case may be, a third party different from the shareholder, attend the General Meeting, the shareholder must inform them of the topics mentioned in the paragraphs above related to the processing of personal data, must obtain the consent of the proxy appointed and meet any other requirement which may be applicable for the correct transfer of personal data to Unicaja Banco, which will not have to do any additional action with regard to the interested parties. The legal grounds for the processing of the said third party's data are the same as those described above for shareholders.

The data will be accessible to the Notary who will attend the General Meeting, and may be provided to third parties to comply with a legal obligation or available to the public from any location in and outside the European Union, insofar as they appear in the documentation available on the website (www.unicajabanco.com) or are stated in the General Meeting whose development will be the object of audiovisual recording and public dissemination on the said website.

The processing of the personal data is necessary for the mentioned purposes and is based on compliance with legal obligations arising from the existing shareholding relationship. The data will be conserved during the development of the said relationship and, then, during the applicable prescription periods of any legal or contractual actions.

The holders of the personal data may send their request of access, rectification, cancellation, opposition, limitation to the processing, portability or withdraw the consent previously given, by means of a written communication addressed to Personal Data Protection Office of Unicaja Banco, Avenida de Andalucía 10-12, 29007 Málaga, or by sending an e-mail to oficina.proteccion.datos@unicaja.es. In any case, they will always have the possibility to contact the Agencia Española de Protección de Datos, the Spanish authority on data protection, www.aepd.es.

General information

The General Meeting is expected to be held on first call, on 30 March 2023, at the place and time previously mentioned.

Malaga, 23 February 2023.

The Secretary of the Board of Directors.