

**FOURTH SUPPLEMENT DATED APRIL 20, 2023 TO THE REGISTRATION DOCUMENT
DATED MAY 3, 2022**



Ibercaja Banco, S.A.

(a sociedad anónima incorporated in the Kingdom of Spain)

This fourth supplement (the “**Supplement**”) is supplemental to, forms part of and must be read and construed in conjunction with the registration document dated May 3, 2022 (the “**Registration Document**”) and the supplements to the Registration Document dated May 31, 2022, September 29, 2022 and December 20, 2022 in each case, prepared by Ibercaja Banco, S.A. (“**Ibercaja Banco**”, or the “**Company**”). Terms given a defined meaning in the Registration Document shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement constitutes a supplement to the Registration Document for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of the EU of June 14, 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (as amended, the “**Prospectus Regulation**”) and has been approved by and registered with the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*, the “**CNMV**”) as competent authority under the Prospectus Regulation and the consolidated text of the Securities Market Act approved by Royal Legislative Decree 4/2015 of October 23 (*texto refundido de la Ley del Mercado de Valores aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*, the “**Securities Market Act**”). The CNMV only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation.

This Supplement has been prepared for the purposes of incorporating by reference the Company’s audited consolidated annual accounts as of and for the year ended December 31, 2022 and including information relating certain additional risk factors.

RESPONSIBILITY STATEMENT

Mr. Jesús Sierra Ramírez, acting in the name and on behalf of the Company, in his capacity as General Secretary of Ibercaja Banco and acting under a general power of attorney granted by the Chief Executive Officer of the Company before the notary public of Zaragoza Mr. Francisco de Asís Pizarro Moreno on 11 April 2022 with number 1,439 of his records accepts responsibility for the information contained in this Supplement. To the best of his knowledge, the information contained in this Supplement is in accordance with the facts and contains no omissions likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Registration Document by this Supplement and (b) any other statement in, or incorporated by reference into, the Registration Document, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to information included in the Registration Document has arisen or been noted, as the case may be, since the publication of the Registration Document.

AMENDMENTS OR ADDITIONS TO THE REGISTRATION DOCUMENT

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Registration Document shall be amended and/or supplemented in the manner described below.

RISK FACTORS

The information set out below shall replace the second paragraph of the risk factor entitled “We are subject to substantial regulation and regulatory and governmental oversight which imposes significant costs on us and drives how we conduct our business” in subsection “LEGAL, REGULATORY AND COMPLIANCE RISKS” on page 28 of the Registration Document:

“The wide range of actions or regulatory proposals adopted during the last few years include, among other things, provisions for more stringent regulatory capital and liquidity standards (which could require us to maintain a greater proportion of our assets in highly-liquid but lower-yielding financial instruments, negatively affecting our net interest margin^{APM}), restrictions on compensation practices, special bank levies (such as the temporary levy for credit entities created by virtue of Lay 38/2022 (see “Regulation – Temporary Banking Levy in Spain” for additional information)) on and financial transaction taxes, recovery and resolution powers to intervene in a crisis including “bail-in” of creditors, separation of certain businesses from deposit taking, stress testing and capital planning regimes, heightened reporting requirements and reforms of derivatives, other financial instruments, investment products and market infrastructures. See “Regulation” for additional information. As a result, we may be subject to an increasing number of liability or regulatory sanctions and may be required to make greater expenditures and devote additional resources to address potential liability.”

REGULATION

The information set out below shall supplement the section of the Registration Document entitled “Regulation” after subsection entitled “Spanish Auditing Act” on page 240 of the Registration Document:

“Temporary Banking Levy in Spain

On 29 December 2022, Spain enacted Law 38/2022 for the establishment of temporary levies on energy and credit institutions and the creation of the temporary solidarity tax for high-net-worth individuals (Ley 38/2022, de 27 de diciembre, para el establecimiento de gravámenes temporales energético y de entidades de crédito y establecimientos financieros de crédito y por la que se crea el impuesto temporal de solidaridad de las grandes fortunas, y se modifican determinadas normas tributarias). This law creates a temporary levy for credit institutions operating in Spain with a total interest and commission income in the year ended 31 December 2019 equal to or greater than €800 million (on an individual or a consolidated basis). This bank levy will apply during the years 2023 and 2024 (unless the Spanish Government decides to make this levy permanent) and taxes, at a rate of 4.8%, the sum of the net interest income and commission income and expenses derived from the activity carried out in Spain. Amounts payable for the proposed levy will not be tax deductible in the taxable base for the purposes of the Corporate Income Tax (Impuesto sobre Sociedades). Moreover, the law expressly prohibits the direct or indirect pass-through of payments of the levy and failure to comply with this obligation would result in sanctions to the corresponding credit institution in the amount of 150 per cent. of the amount passed through. On January 1, 2023 we recorded expenses for an amount of € 28 million under “other operating expenses” in our consolidated income statement in relation to the temporary levy to be paid by us during 2023.

INFORMATION INCORPORATED BY REFERENCE

The information set out below shall supplement the section of the Registration Document entitled “Information Incorporated by Reference” on page 318 of the Registration Document:

“The documentation set out below shall be deemed to be incorporated by reference in, and to form part of, this Registration Document. However, any statement contained in any such document shall be deemed to be modified or superseded for the purpose of this Registration Document to the extent that a statement contained in this Registration Document modifies or supersedes such statement:

- 1. The Company’s audited consolidated annual accounts as of and for the year ended December 31, 2022, prepared in accordance with IFRS-EU, available at Ibercaja Banco’s website (https://media3.ibercaja.net/www-ibercaja-com/2023/ibercaja_banco_consolidado_2022.pdf) (the “2022 Annual Accounts”).*
- 2. English translation of the 2022 Annual Accounts, available at Ibercaja Banco’s website (https://media.ibercaja.net/www-ibercaja-com/2023/ibercaja_banco_consolidated_2022.pdf)”*