CORPORATE PRESENTATION

April, 2015

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Overview of Ibercaja Banco

- **Introduction**
- Key Highlights
  1. Ibercaja Financial Group
  2. Cajatres Acquisition
  3. Asset Quality
  4. Liquidity & Solvency

2014 Results

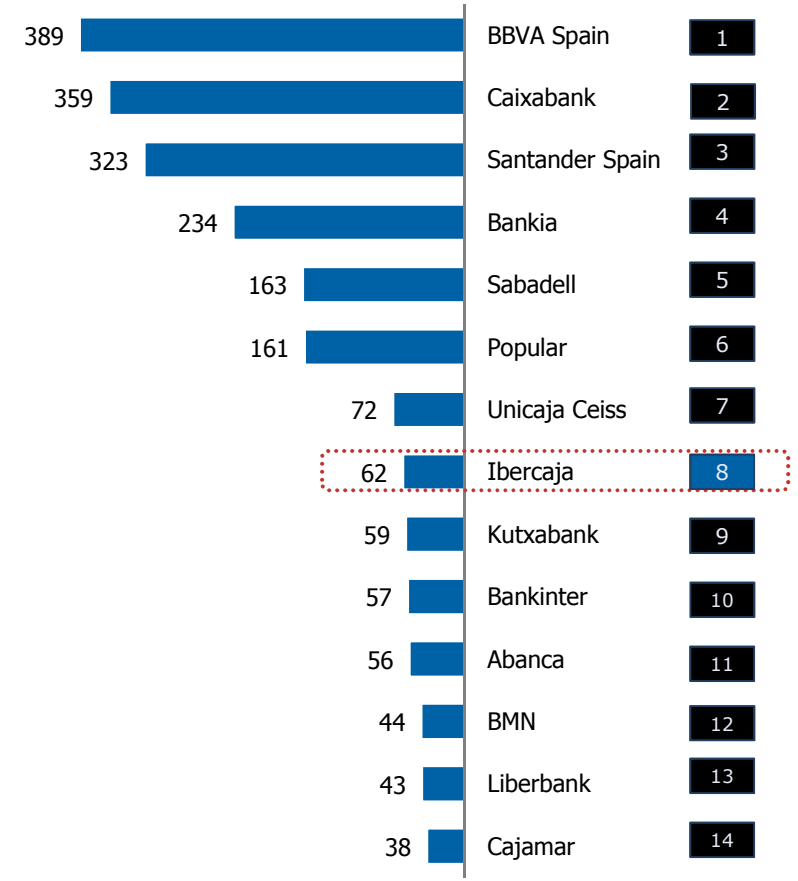
2017 Targets & Concluding Remarks

Overview of Ibercaja Banco

Business Description

- 8th largest bank in Spain in terms of assets (balance sheet size of €62bn as of 2014), with market shares of 2.7% in customer loans and 3.2% in customer deposits
- Acquired Banco Grupo Cajatres ("Cajatres") (resulting entity from the merger of 3 savings banks) in July 2013
- 5th largest domestic financial entity in asset gathering with over €19.6bn assets under management: Mutual Funds (€7.8bn), Life Savings and Insurance (€6.4bn), Pension Plans (€4.4bn), Others (€1bn)
- One of the four former savings banks (out of 45) that has not directly received any state aid
- Rated "BB" by Standard & Poor's, "Ba3" by Moodys, and "BB+" by Fitch

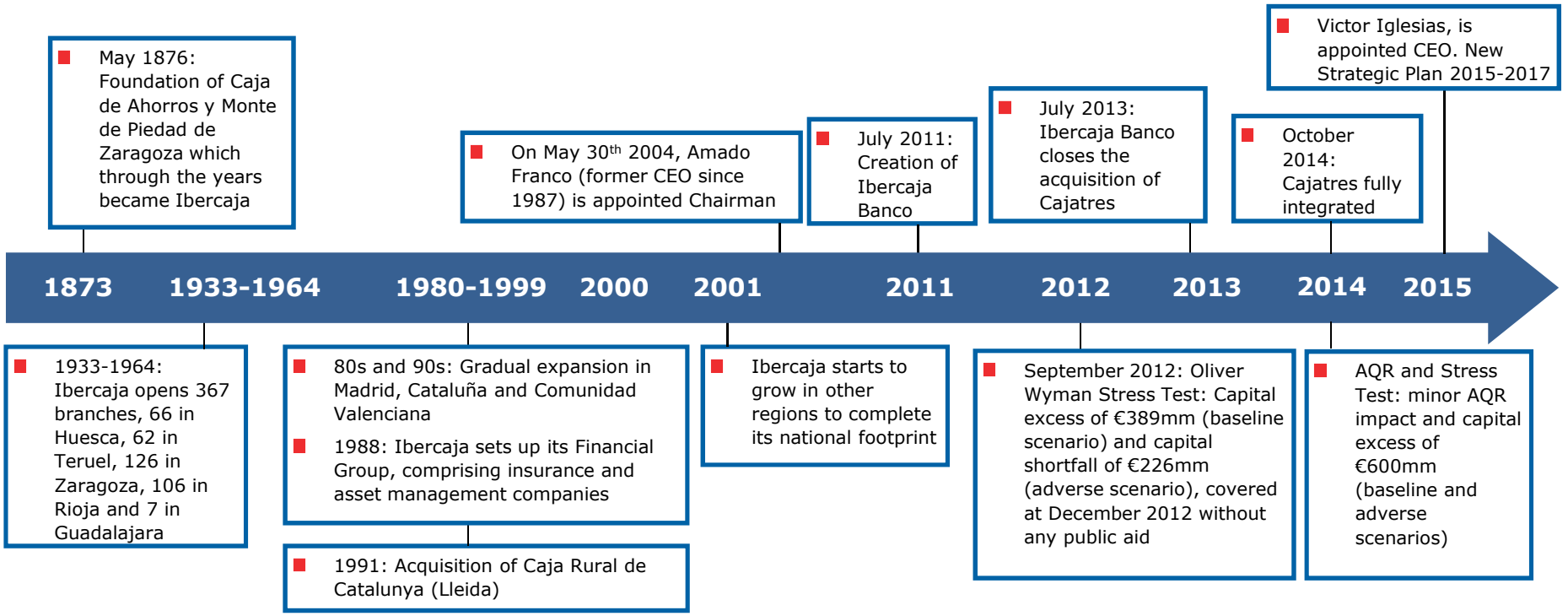
Ranking by Assets (€bn, Dec 2014)



Source: Company information, Bank of Spain

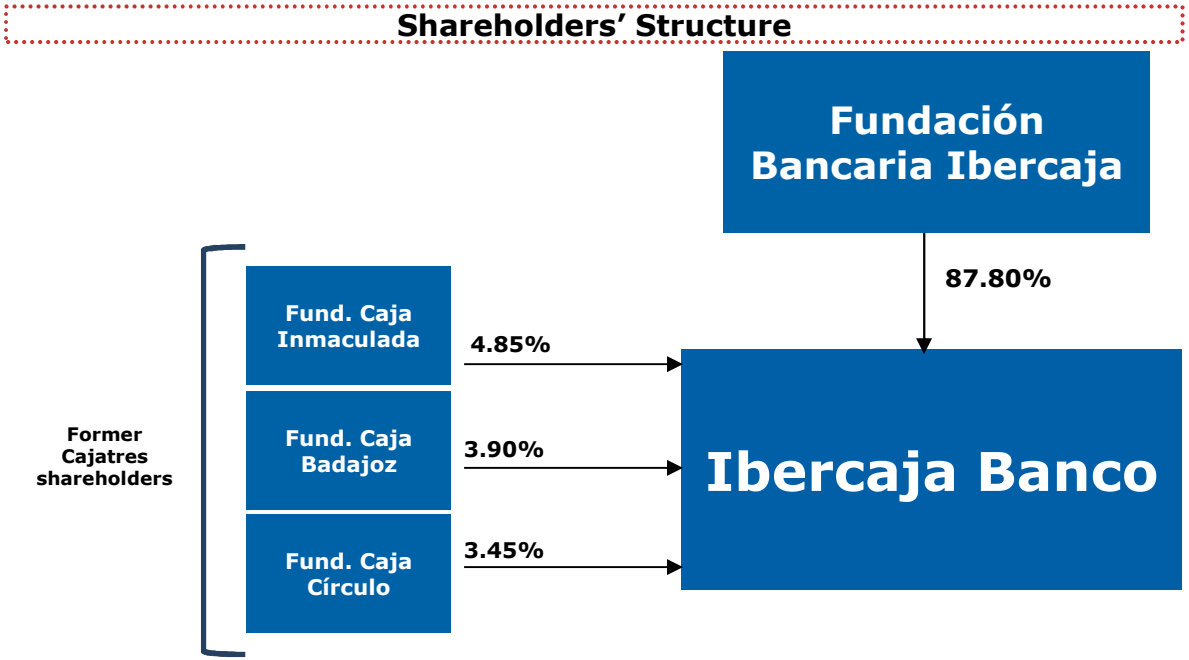
History

- Over the last 139 years, Ibercaja has evolved into the 8th largest Spanish banking group, with €62bn balance sheet and 3.1mm clients



Shareholder Structure

- The main shareholder of the bank, Ibercaja, became a banking foundation in June 2014
- By law, the Fundación Bancaria Ibercaja's stake in the Bank will have to be below 50% by 2018
- An IPO is expected to take place no later than 2018

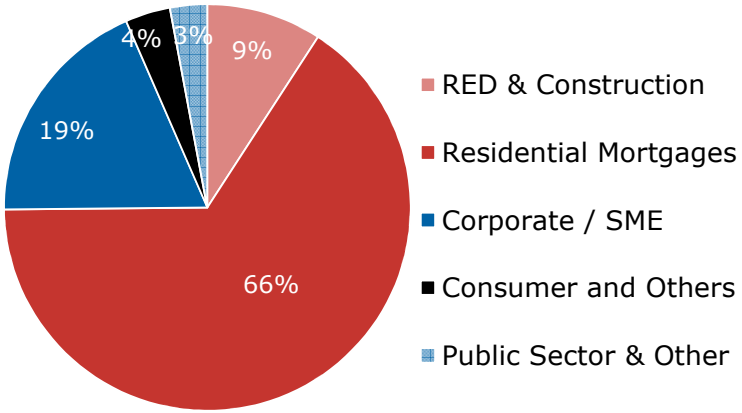


More information regarding Corporate Governance on Annex 1

Banking Business

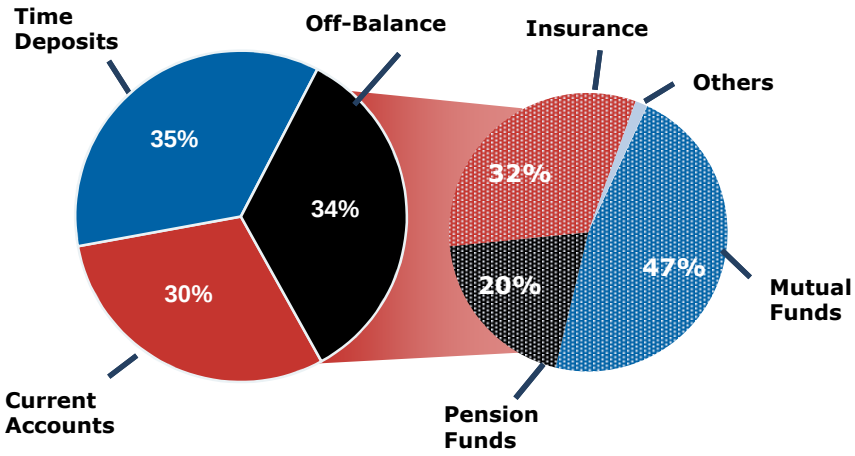
- **Ibercaja is a pure retail bank**
- **Specialist in first home retail mortgages and asset gathering**
- **Profitable and stable retail funds mix** : 64.5% of customer funds are in current accounts or off-balance funds

Lending Split by Segment (Dec 2014)



Gross loans: €36.0bn

Customer Funds (Dec 2014)

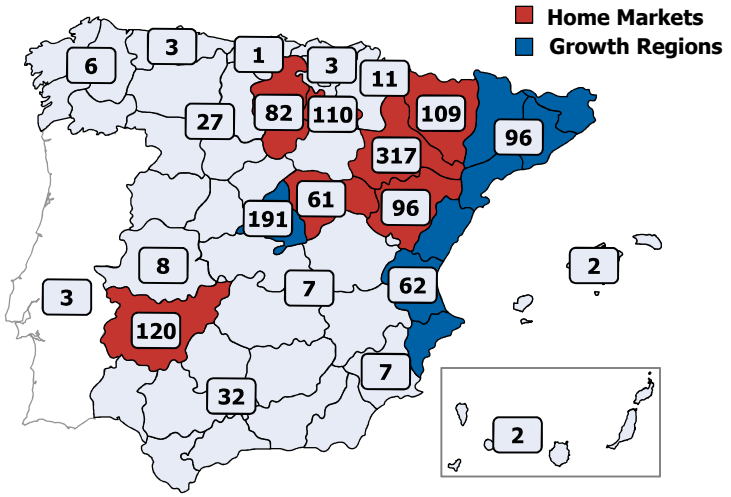


Retail Customer Funds : €48.5bn

Positioning in the Spanish Market

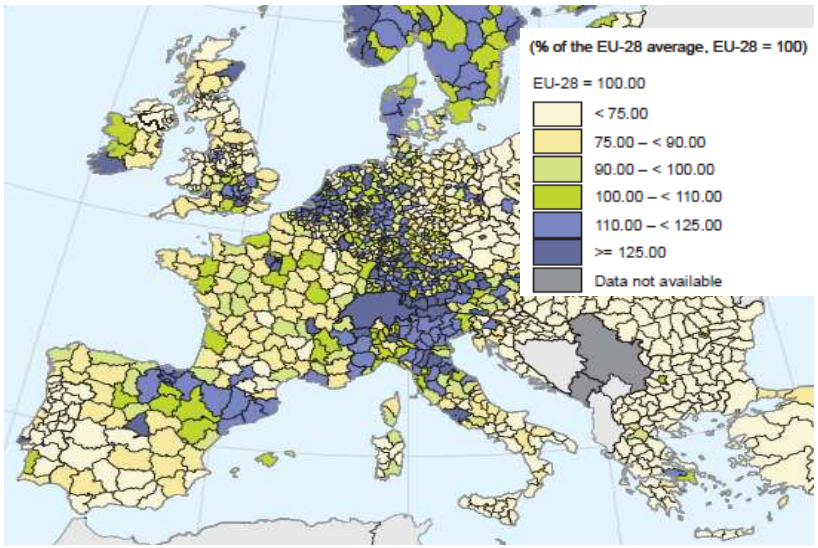
- Clear leadership in the Home Markets of Aragón (c. 40% market share), La Rioja, Guadalajara, Burgos and Badajoz (15%+ market shares). These markets represent 60% of Ibercaja's business volume
- Throughout the 80's and 90's, the bank built a significant presence in key regions of the Spanish economy as Madrid and the Mediterranean Basin (Cataluña and Comunidad Valenciana), with 191 and 158 branches, respectively. This early expansion has resulted in a well established footprint in key regions of the Spanish economy
- Nationwide distribution network of 1,356 branches with 6,000 employees, serving c. 3.1mm clients

Branch Network (Dec. 2014)



1,356 branches (Dec. 2014)

GDP per Capita 2011 Average EU28=100



Source: Company information, Bank of Spain, Eurostat
Note: Home Markets consist of Aragón, La Rioja, Guadalajara, Burgos and Badajoz; Growth Regions consist of Madrid and Mediterranean Basin (includes Cataluña and Comunidad Valenciana)
More information regarding Spanish Economy / Aragón on Annex 2/3

Well Established Presence in our Core Markets

- Early expansion has resulted, over the years, in a **well established footprint outside our Home Markets** in key regions of the Spanish economy

Distribution by Branches, Business Volume and Clients (%)

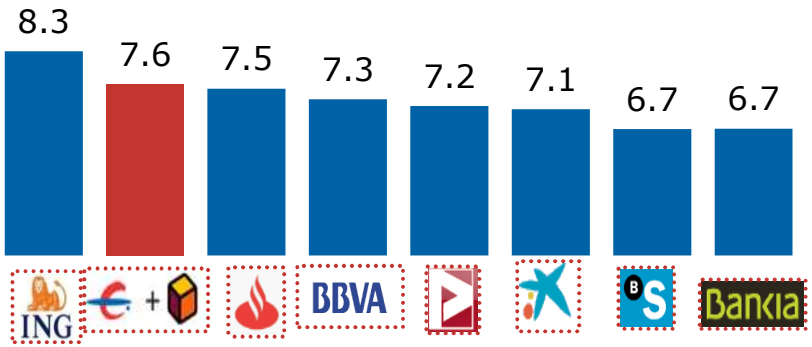
Region (Dec. 2014)	Branches	Business Volume[1]	Clients
Home Markets	66.1%	60.5%	62.8%
Growth Regions	25.8%	29.0%	28.1%
Madrid	14.1%	17.6%	17.1%
Mediterranean Basin	11.7%	11.4%	11.1%
Core Markets	**91.9%**	**89.5%**	**90.9%**
Rest of Spain	8.1%	10.5%	9.1%

Commercial network distribution
Note: Home Markets consist of Aragón, La Rioja, Guadalajara, Burgos and Badajoz; Mediterranean Basin consists of Cataluña and Comunidad Valenciana
[1] Defined as the sum of customer loans, retail customer deposits and off-balance sheet customer funds

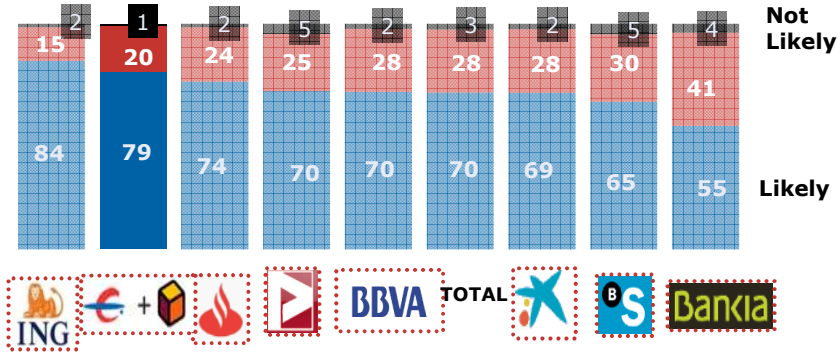
Best-in-Class Customer Service Levels

- Ibercaja has achieved its position in these markets thanks to its **best-in-class customer service levels**

Customer Satisfaction (2014)[1]



Customer Loyalty (2014)[2]



- In 2007 Ibercaja was awarded with the stamp for the European Foundation for Quality Management (EFQM) where it has achieved the 500+ mark
- Only 2 more banks in Spain are entitled with this distinction: Banco Sabadell (2006) and La Caixa (2012)

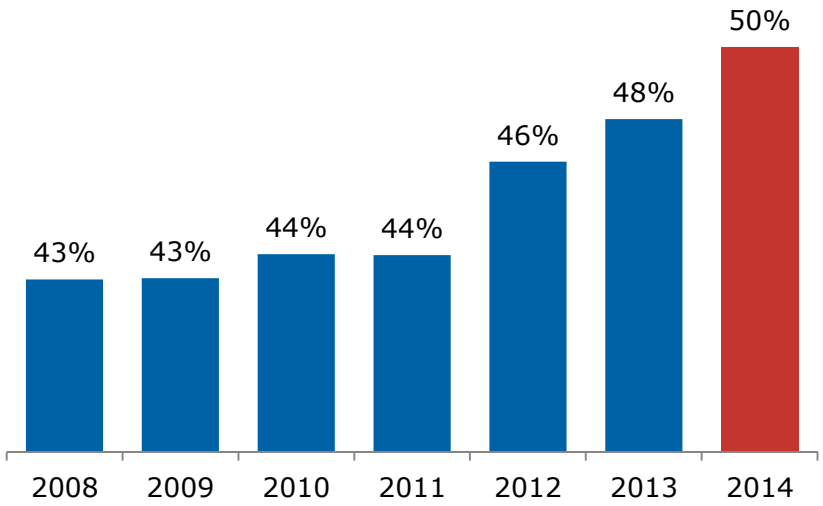
- In 2012, Ibercaja was the first Spanish bank certified by the Spanish Association for Standardization and Certification (AENOR) for its excellence in personal banking advisory

[1] Source: FRS INMARK scale 1 to 10. Average of answers per bank
[2] Source: FRS INMARK, Is it likely you will maintain your current relationship with the bank?

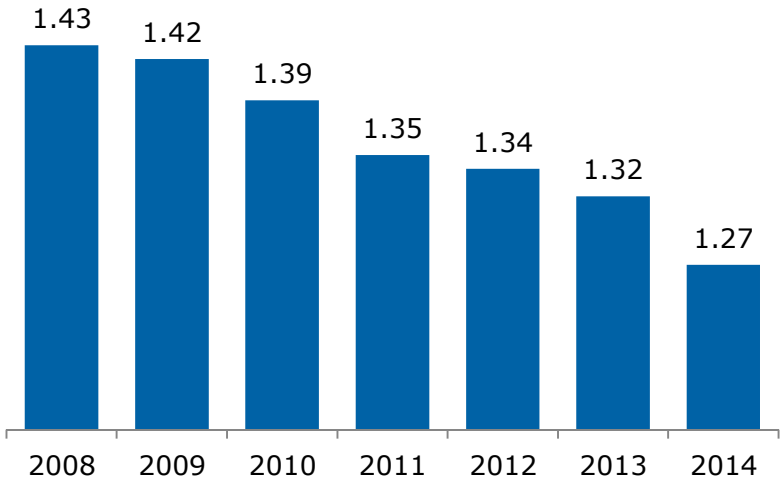
Strong Relationship with the Client

- **As a result of Ibercaja's high customer service levels, 50% of current clients are internally considered as well linked with the bank.**
  - A well linked client has, at least, payroll direct deposit, one saving or financing product, and one active credit card.
- **Ibercaja is a clear winner in a sector in which clients are reducing their number of banking relationships.**

Ibercaja´s % Well Linked Clients



Client's Banking Relationships
Spanish Financial Sector



[1] Source: FRS INMARK 2014, average

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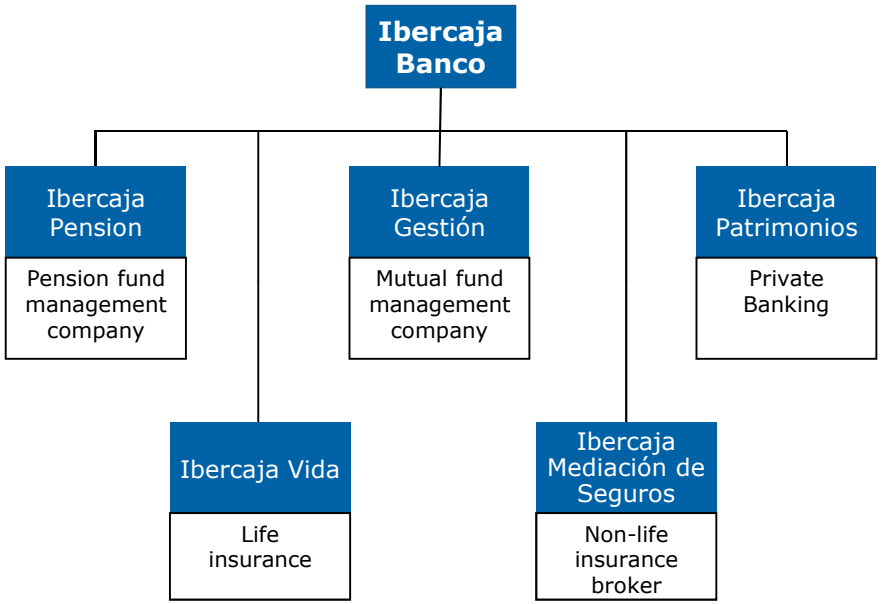
Ibercaja Financial Group (1/4)

Ibercaja Financial Group Overview

- Ibercaja has over the years built a sizeable Financial Group managing close to **€20bn**[1] of assets which provides a stable and diversified revenue base



100% OWNERSHIP

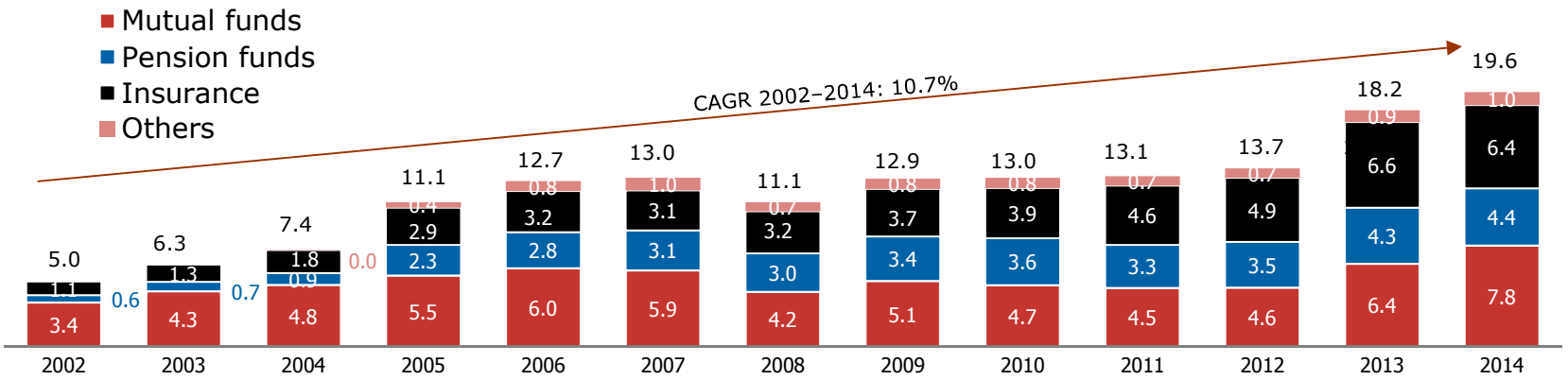
Financial Group

- Established in 1988, Ibercaja Financial Group consists of companies specialising in mutual funds, savings and pension plans, bancassurance, private banking, renting and leasing
- Ibercaja controls 100% of these businesses allowing it to retain the entire fee income without having to share it with a partner. This is a distinctive feature in the Spanish financial sector
- Market shares well in excess of the banking business

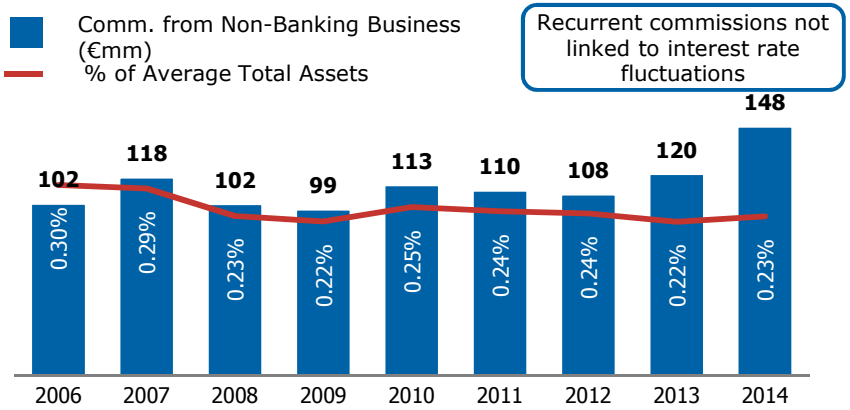
[1] Mutual Funds, Pension Funds and Insurance Products managed or intermediated by Grupo Ibercaja

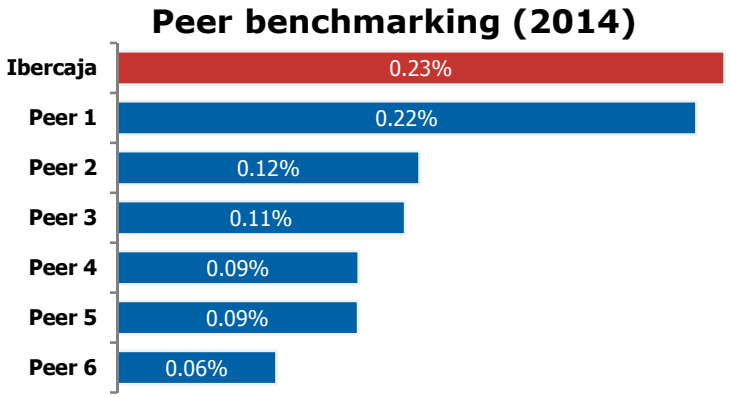
Ibercaja Financial Group (2/4)

Ibercaja AuM Evolution (€bn)



Commissions from Non-Banking Business / Average Total Assets (2014)





Peer Group includes Caixabank, Popular, Sabadell, Bankia, Bankinter and Liberbank

Ibercaja Financial Group (3/4)

Key Business Lines

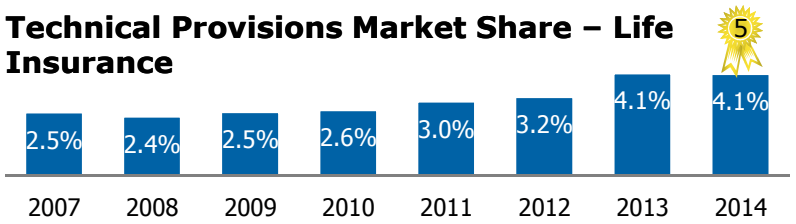
Insurance

- 5th largest Life Insurance Company (4.1% market share)
- Non-life insurance broker
  - Exclusive distribution agreement with Caser (€168mm premiums in 2014)

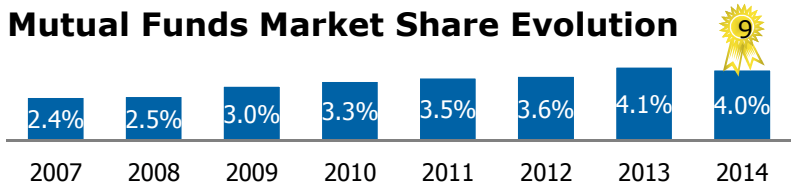
Asset Management

- 9th largest Mutual Fund Manager (4.0% market share)
- 5th largest Pension Fund Manager (5.9% market share)
- 3rd largest manager of company pension schemes (11.4% market share)

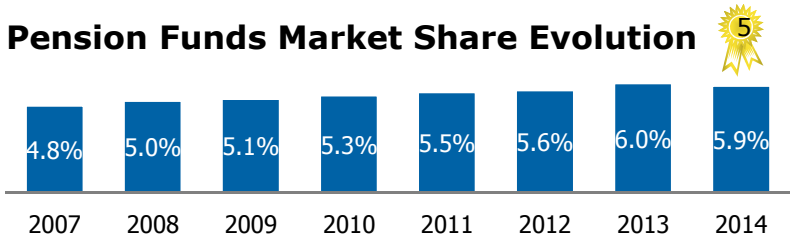
Technical Provisions Market Share – Life Insurance



Mutual Funds Market Share Evolution



Pension Funds Market Share Evolution



Source: Company information, ICEA, Inverco

Ibercaja Financial Group (4/4)

Personal Banking

- Leveraging on Ibercaja's strong position in asset gathering and its well established presence in Growth Regions, the company decided to establish a personal banking unit in 2009 within the bank to focus on affluent customers with savings over €100,000
- Ibercaja offers tailor made products and a personalised service through branch managers and 240 full time relationship managers in branches with critical mass in affluent customers
- Personal Banking funds represent close to 55% of total clients funds as of dec14

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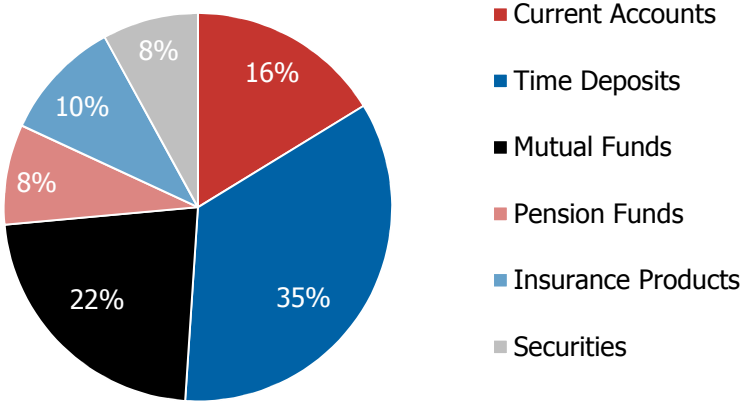
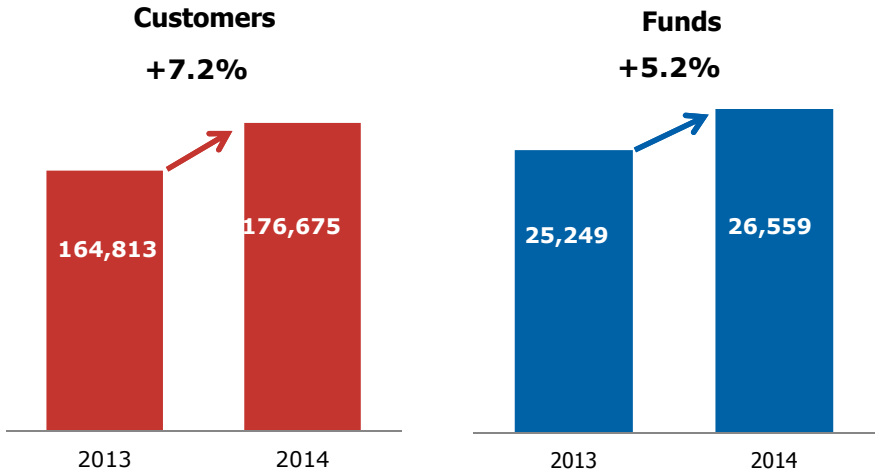
Personal Banking: Breakdown of Customer Funds
(Dec. 2014)



Personal Banking: Funds and Customers



Source: Company information

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Cajatres Acquisition (1/5)

The Opportunity

- Oliver Wyman's stress test of the Spanish banking system released in September 2012 identified a capital deficit at Cajatres of €779mm (7.5% RWA) under the adverse scenario. Consequently, Cajatres was classified as Group 2[1] entity
- The European Commission and the Bank of Spain required Cajatres to integrate into a larger financial group. On May 23rd, 2013, Ibercaja Banco agreed to acquire Cajatres. Effective acquisition took place in July 2013

Preconditions that Minimised the Transaction Risk

- Before the integration, several restructuring measures had to be accomplished by Cajatres:
  - ✓ Transfer to SAREB ("bad bank") of Real Estate Assets (net amount of €2.2bn) (February 2013)
  - ✓ Issue of Contingent Convertible Bonds (CoCo's), €407mm, subscribed by FROB (March 2013)
  - ✓ Burden sharing of hybrid capital instruments (subordinated debt), limited to institutional investors (profit of €39mm) (June 2013)
  - ✓ Labour agreement in Cajatres to reduce number of employees (592; -23%) and branches (187; -32.4%)

All these measures were implemented before integration with Ibercaja Banco

[1] Denomination established by the Memorandum of Understanding referring to banks with a capital shortfall, identified by the stress test, which needed State aid to cover it

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Cajatres Acquisition (2/5)

Strategic Rationale of the Acquisition of Cajatres

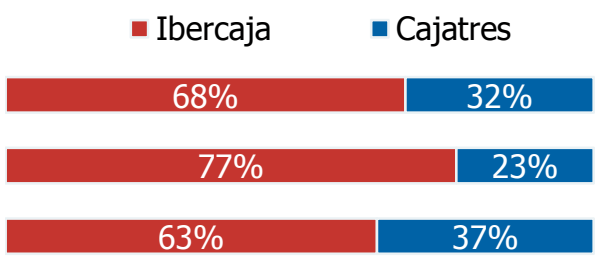
1 Reinforce and protect the home market

- Acquisition of the 2nd player in the region of Aragón with a market share of c. 15%, allowing Ibercaja to reach a clear leadership with a combined market share of 40%

2 Increase in size in a rapidly consolidating market

- The Cajatres acquisition allowed Ibercaja to move from 15th to today's 8th place in the ranking of Spanish banks by total assets

€bn, Dec. 2013*	Ibercaja	Cajatres	Grupo Ibercaja
Total assets	42.9	20.2	63.1
Customer loans (net)	28.2	8.6	36.8
Core customer deposits[1]	20.0	11.7	31.7



* Retail branch network information
[1] Defined as the sum of current accounts, savings accounts and time deposits

Cajatres Acquisition (3/5)

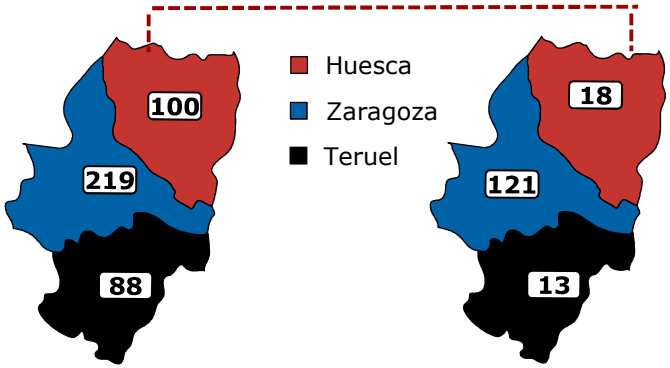
Strategic Rationale of the Acquisition of Cajatres

3 Strong cost and revenue synergies prospects

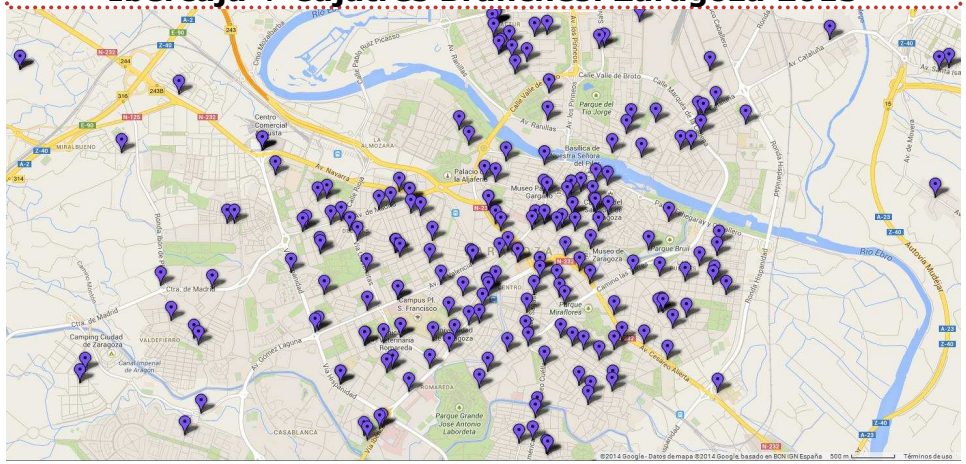
- Large geographic overlap branch network in Aragón

Ibercaja Branches in Aragón (Dec 2013)

Cajatres Branches in Aragón (Dec 2013)



Ibercaja + Cajatres Branches: Zaragoza 2013



- Potential for revenues synergies arising from the implementation of Ibercaja's commercial best practices at Cajatres

Dec 2013*	Ibercaja	Cajatres	
AuM	39%	19%	as % of total retail funds
Non-banking commissions	0.25%	0.11%	as % of average total assets
Cost of retail funding	1.1%	1.4%	

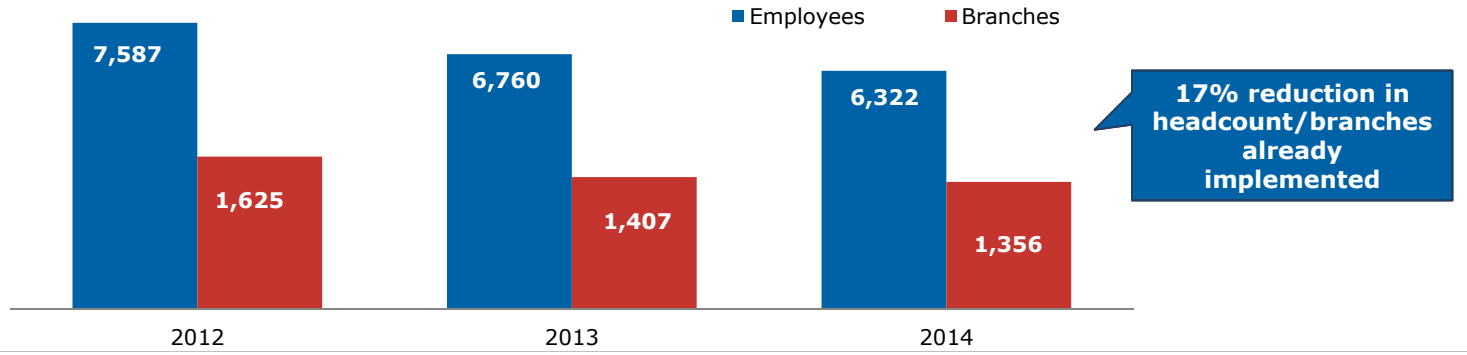
* Retail branch network information

Cajatres Acquisition (4/5)

Cost Synergies

- As the integration process has advanced, **Ibercaja has increased the total cost savings expected from the initial estimate of €134mm to over €170mm** (22% of the combined costs in 2012). This amount includes the savings from the restructuring process of Cajatres in addition to the synergies from the integration of Ibercaja + Cajatres.
- Over **60% of the total adjustment has already been implemented** (in terms of headcount and branches).
  - New redundancy plan with further reduction up to 375 employees expected to be approved in 1H2015. Main conditions have already been agreed
- Ibercaja expects to reach a ratio of **Total Operating costs / ATA of 1% in 2018 (vs. current 1.25%)**

Ibercaja´s Structure

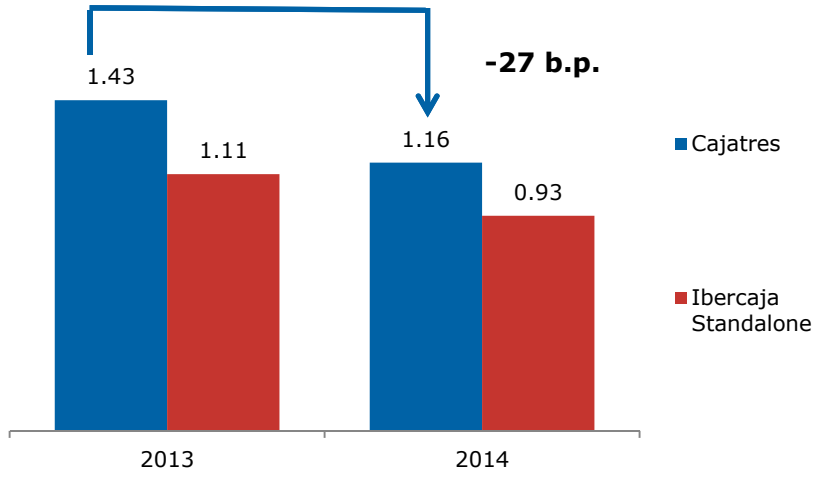


Cajatres Acquisition (5/5)

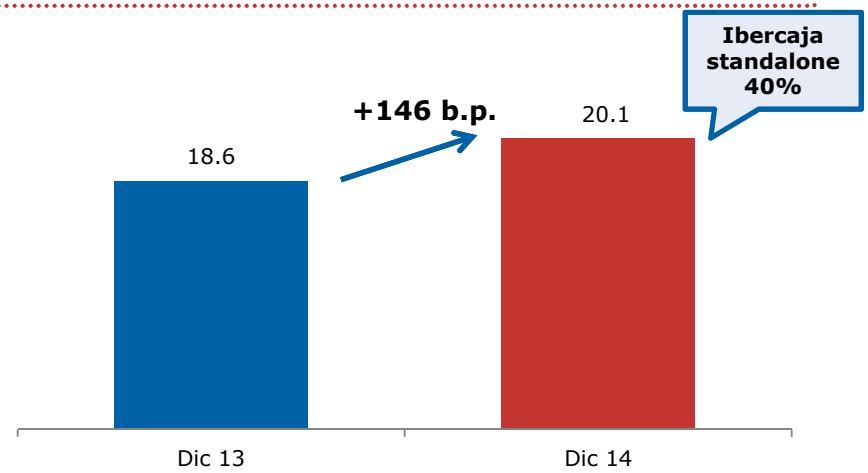
Revenue Synergies

- **Revenue synergies are already materializing with a strong improvement in Cajatres customer funds cost and off balance funds evolution.**
  - Total customer funds lost in branch closures is less than 3% of total

Customer Funds Cost



Cajatres Off Balance Funds as % of total Retail Funds

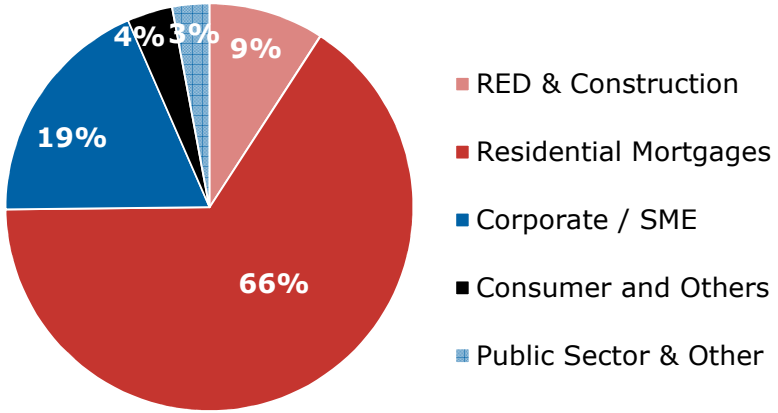


Asset Quality (1/8)

Loan Portfolio

- **High exposure to residential mortgages, 66% of total lending portfolio,** of which second home mortgages represent less than 7%
- **Highly collateralised portfolio (84%)**
- **High granularity**

Lending Split by Segment (Dec. 2014)



Gross loans: €36.0bn

Concentration Index * ICAAP ECB

Ibercaja's Individual Concentration Index 0.027

Individual Concentration Index	Add-on
0.1	0.00%
0.15	1.70%
0.3	7.40%
0.6	15.40%
1.2	26.60%
2.4	60.20%
4.8	129.00%
9.6	247.90%
>= 36.54	915.20%

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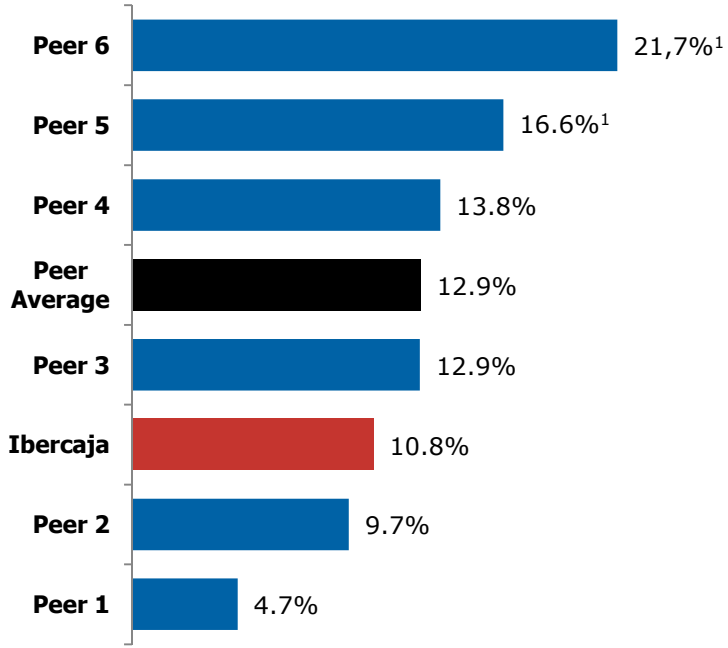
Asset Quality (2/8)

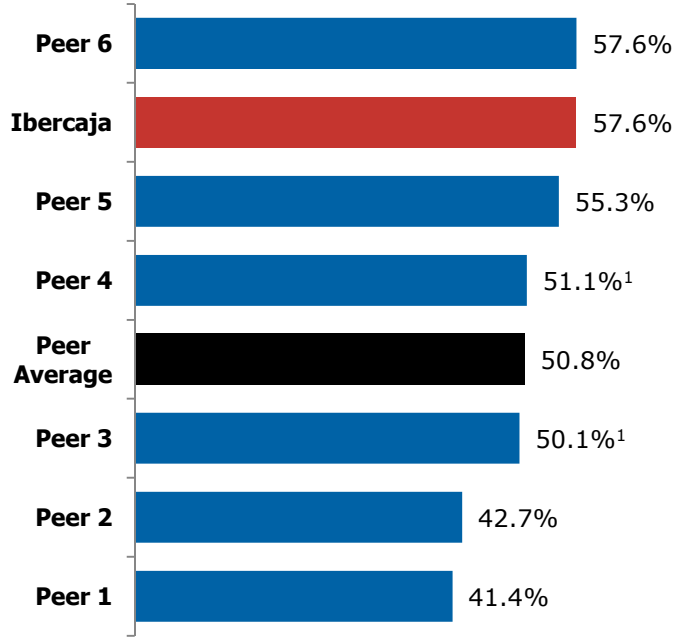
Non Performing Loans & Coverage Ratio

- **Ibercaja has consistently outperformed the sector in terms of asset quality.** Ibercaja NPL ratio is 15% lower than the sector while maintaining one of the highest coverage levels.
- NPL assets decrease 3% YoY or €118mm, marking the first year since the beginning of the crisis with reduction in NPL.

NPL Ratio



Coverage Ratio



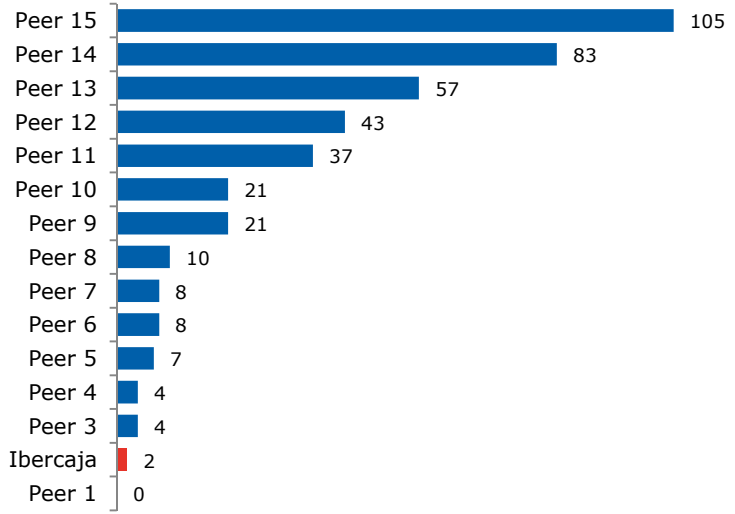
Peer Group includes Caixabank, Popular, Sabadell, Bankia, Bankinter and Liberbank
[1] Including exposure within the APS

Asset Quality (3/8)

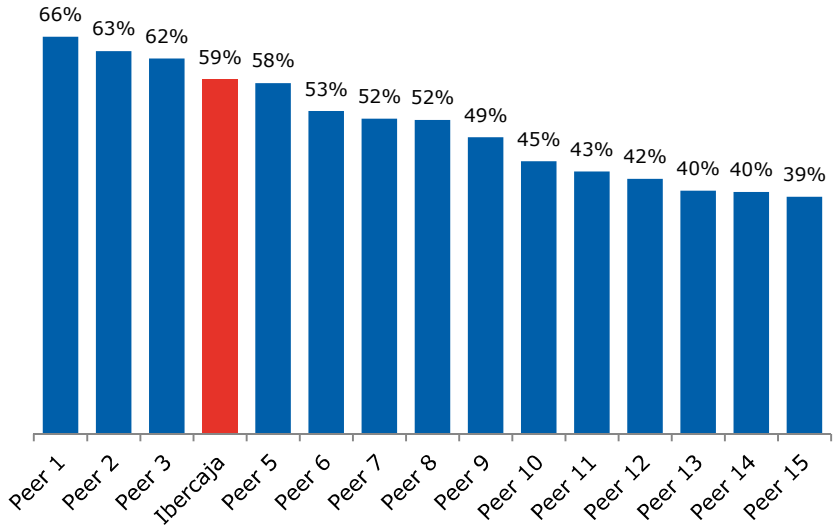
AQR

- **European AQR highlighted the quality of Ibercaja Banco loan portfolio, its high standards of provisioning and its strict policy for categorising and identifying risks within its portfolio.**
  - AQR additional provisions were irrelevant and accounted for net €4.9mm, or 0.05% of the revised portfolio. This meant a CET1 ratio adjustment of just 2 b.p., being the average adjustment for the Spanish sector of 14 b.p.
  - Ibercaja has one of the highest provisioning levels in the Spanish financial sector.

AQR Impact - CET1 b.p.



Coverage Ratio

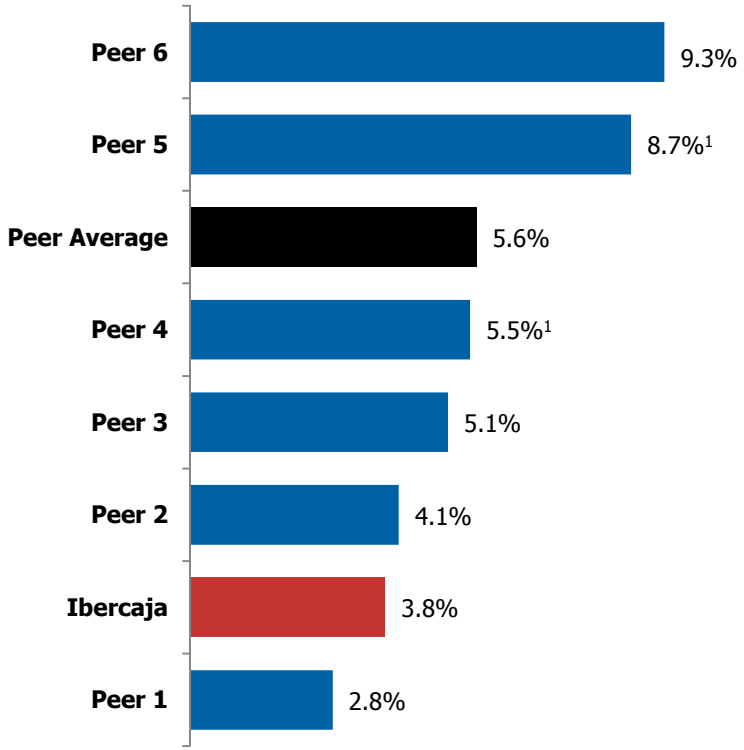


Source: ECB/EBA

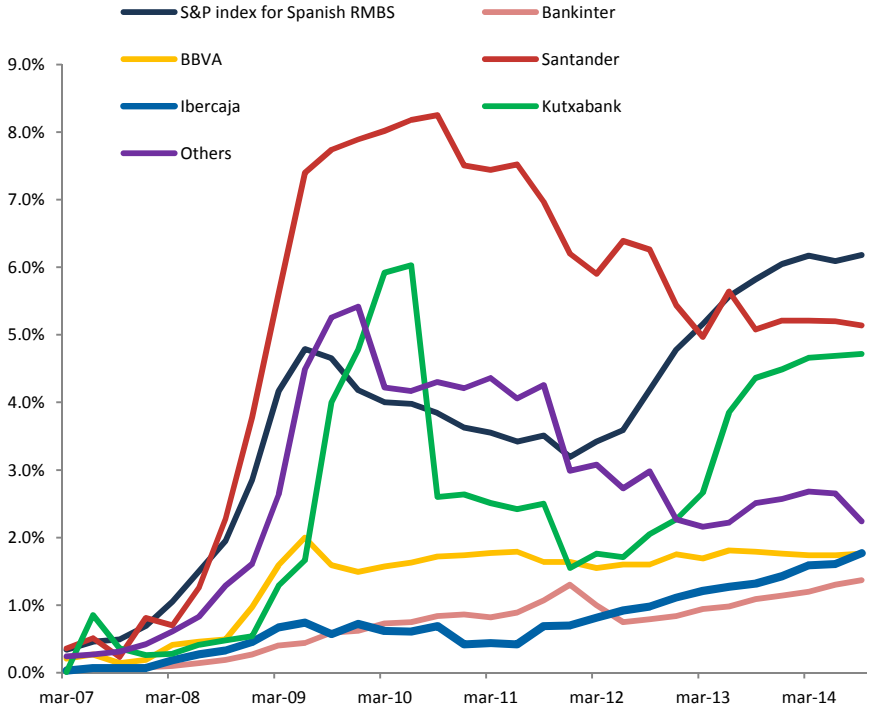
Asset Quality (4/8)

Specialists in Mortgages

Mortgages NPL Ratio



RMBS Delinquency Rates Evolution (S&P)[2]



- **Ibercaja's RMBS amongst the best in the Spanish banking sector.**

Peer Group includes Caixabank, Popular, Sabadell, Bankia, Bankinter and Liberbank
[1] Including exposure within the APS
[2] S&P outperforming RMBS

Asset Quality (5/8)

Specialists in Mortgages

- Ibercaja has a residential mortgage NPL ratio of 3.9%, well below sector average of 5.9% (Dec. 2014).

- **Ibercaja has maintained high standards of credit underwriting throughout the cycle…**
  - Strong control of LTV: 92% of mortgages with a LTV<80% (average LTV: 57.7%)
  - High granularity: Average mortgage at inception since 2003: €122,703
    - Average outstanding mortgage: €72,028
  - Additional guarantees: Family involvement in a significant percentage of the mortgage portfolio (20%)
  - 80% of borrowers maintain their payroll / pension with Ibercaja
  - In October 2007, Ibercaja further tightened its underwriting standards. Since then, the average loan size is €122,381 and the NPL ratio is 1.74%

- **…avoiding the riskier segments of the mortgage market**
  - Mortgages to foreigners (<4%)
  - Mortgages originated by brokers (<5%)
  - Second home mortgages (<7%)

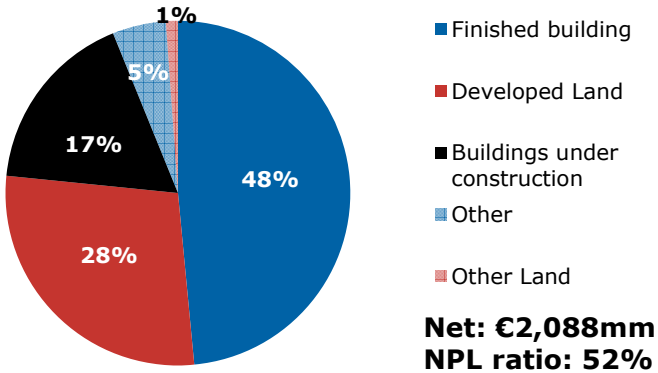
Overlap

Source: Company information

Asset Quality (6/8)

RED & Construction Loans

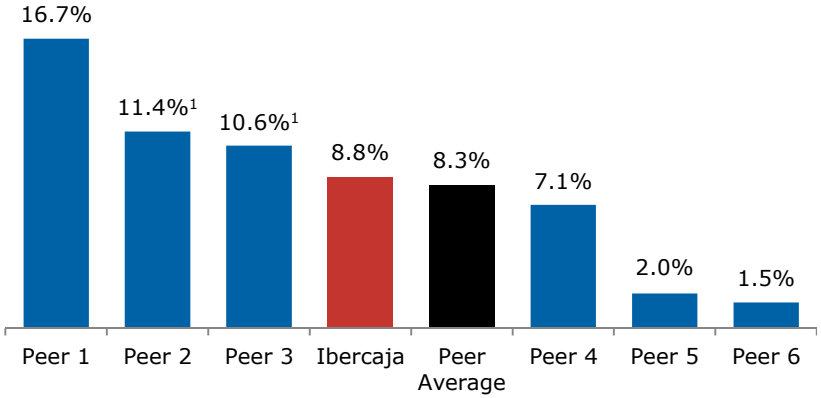
Net RED & Construction Loans Split



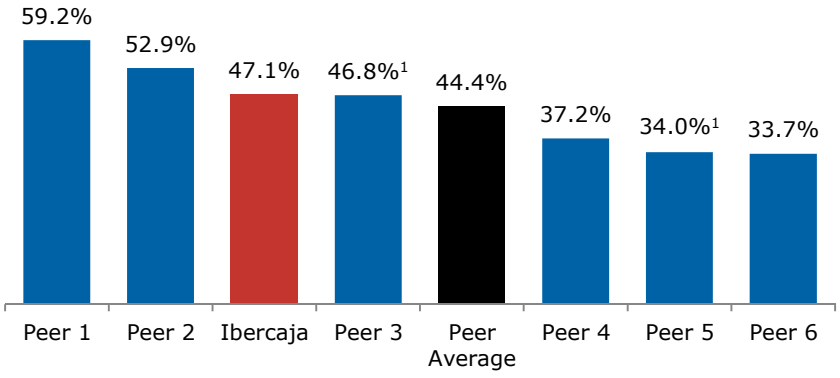
Net: €2,088mm
NPL ratio: 52%

- Net Lending to RED & constructions activities has declined 17% in 2014 or €420mm.
- Low LTV at inception. Ibercaja stopped funding new projects for real estate developers in 2006, 2 years ahead of the peak in the housing market.
- Negligible exposure to non-developed land
- Cooperating agreements with real estate and retail clients to help them sell assets through our branch network, have resulted in sales of more than 8,600 units with value of almost €1,300mm in 4 years.

RED & Construction loans as % of Gross Loan Portfolio



Problematic RED Coverage Ratio[2]



Peer Group includes Caixabank, Popular, Sabadell, Bankia, Bankinter and Liberbank
[1] Including exposure within the APS
[2] Defined as the provisions on the RED loans divided by the sum of doubtful and sub-standard RED loans

Asset Quality (7/8)

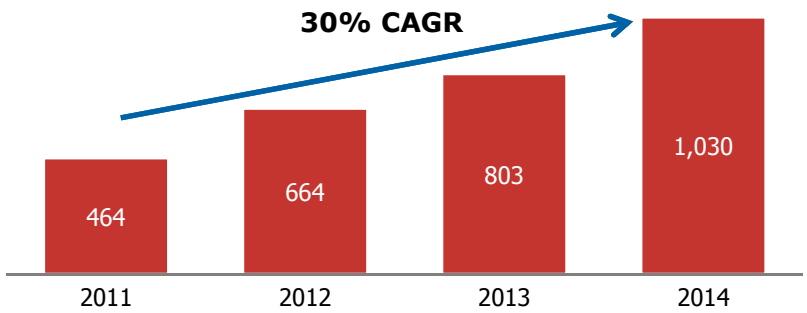
Foreclosed Assets (Dec. 2014)

€mm	Gross	Specific coverage	Coverage Ratio
RED & Construction foreclosed assets	**1,352**	**722**	**53%**
Finished properties	*442*	*181*	*41%*
Under construction	*38*	*20*	*52%*
Land	*872*	*521*	*60%*
Retail mortgages foreclosed assets	**401**	**160**	**40%**
Others	**84**	**40**	**47%**
Total	**1,837**	**922**	**50%**

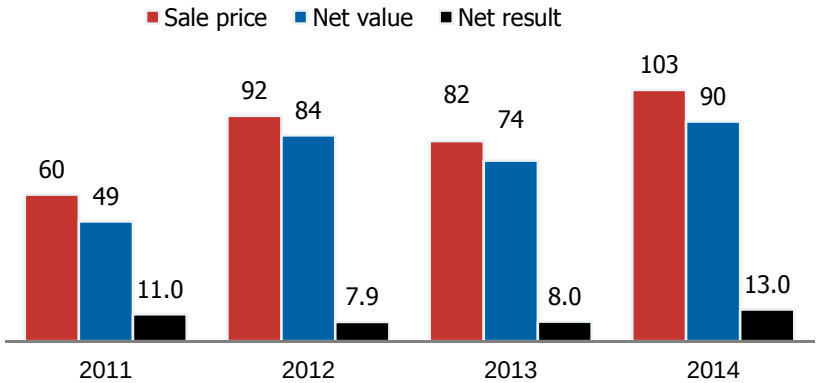
Evolution of RE Units Sold

- Sales of foreclosed assets so far have resulted in recovery of provisions.

No. of units sold



Foreclosed asset sales (€mm)

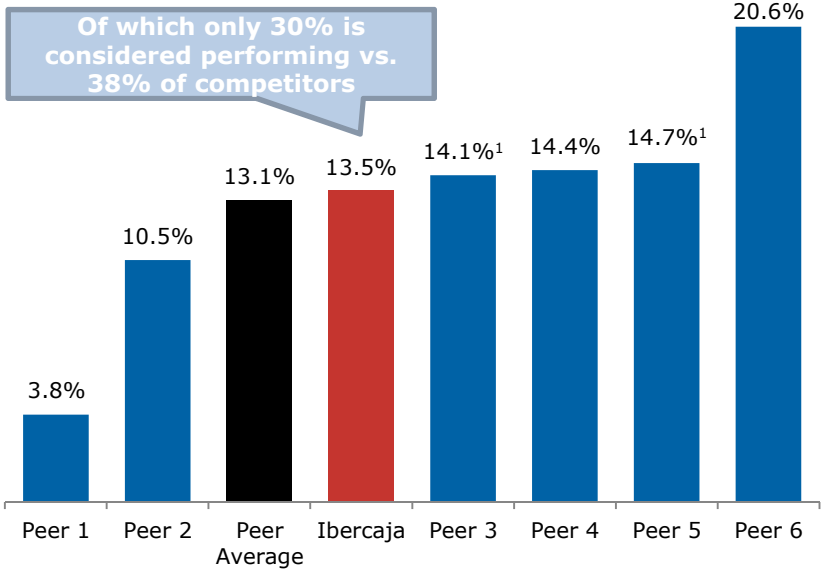


Asset Quality (8/8)

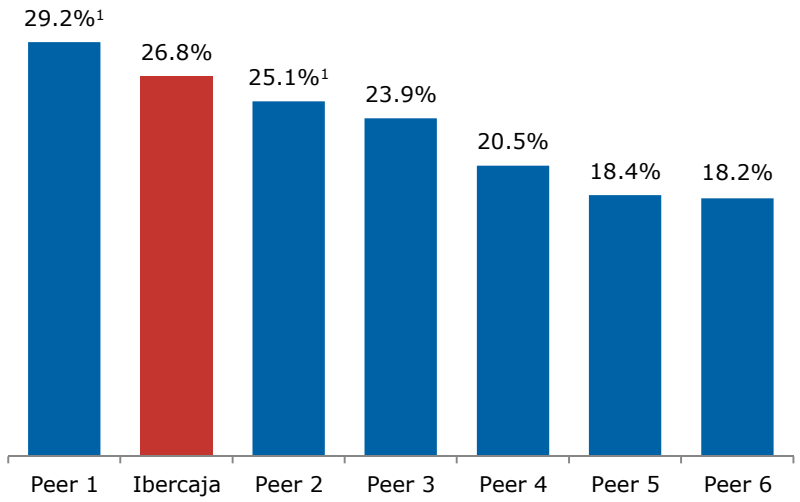
Refinanced Loans

- **Ibercaja has set high standards regarding underwriting of refinanced loans. All refinanced loans have the followings conditions:**
  - Maintain or increase the credit quality through new guarantees.
  - Maximum maturity of operations of 40 years for mortgages.
  - Maximum grace period for amortization (24 months) and interest (12 months).
  - Refinanced loans have to be marked and are subject to regular monitoring.

Refinanced Loans % Gross Loans
(dec14)



Coverage Ratio of Total Refinanced Loans
(dec14)



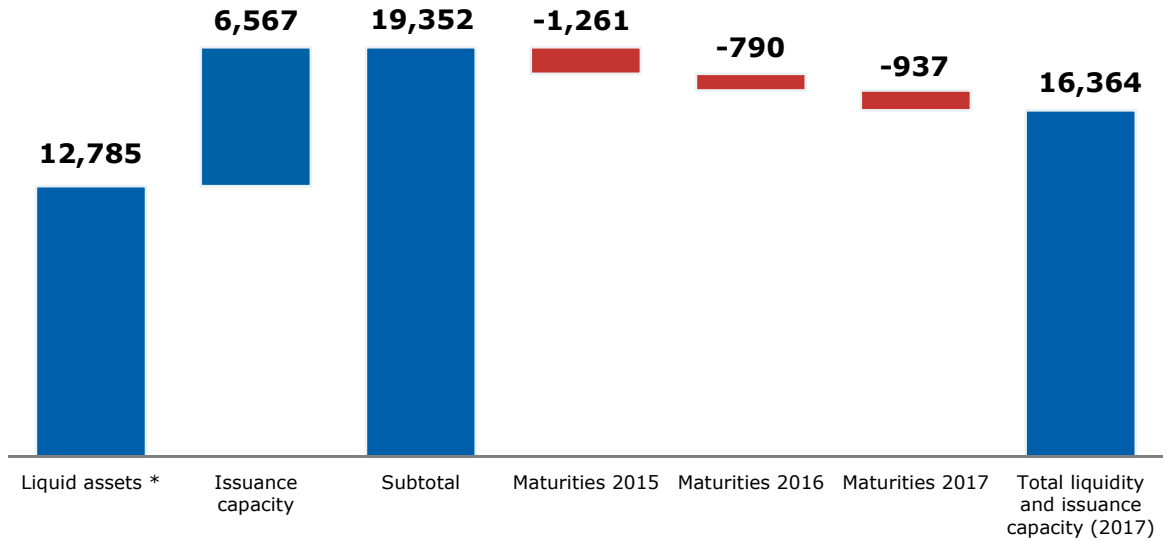
Peer Group includes Caixabank, Popular, Sabadell, Bankia, Bankinter and Liberbank
[1] Including exposure within the APS

Liquidity and Solvency (1/6)

Liquidity and Maturities

- **Ibercaja Banco benefits from a comfortable liquidity position**
  - Liquid assets stood at over €12,700mm which represents 20% of the total assets.
- **LCR and NSFR of 424% and 109% respectively** (Dec. 2014).
- **The LTD ratio stands at 91%.**

Liquidity Position - €mm / Dec. 14



* Liquid assets include unencumbered public debt + available & eligible fixed income assets (ECB haircut applied)

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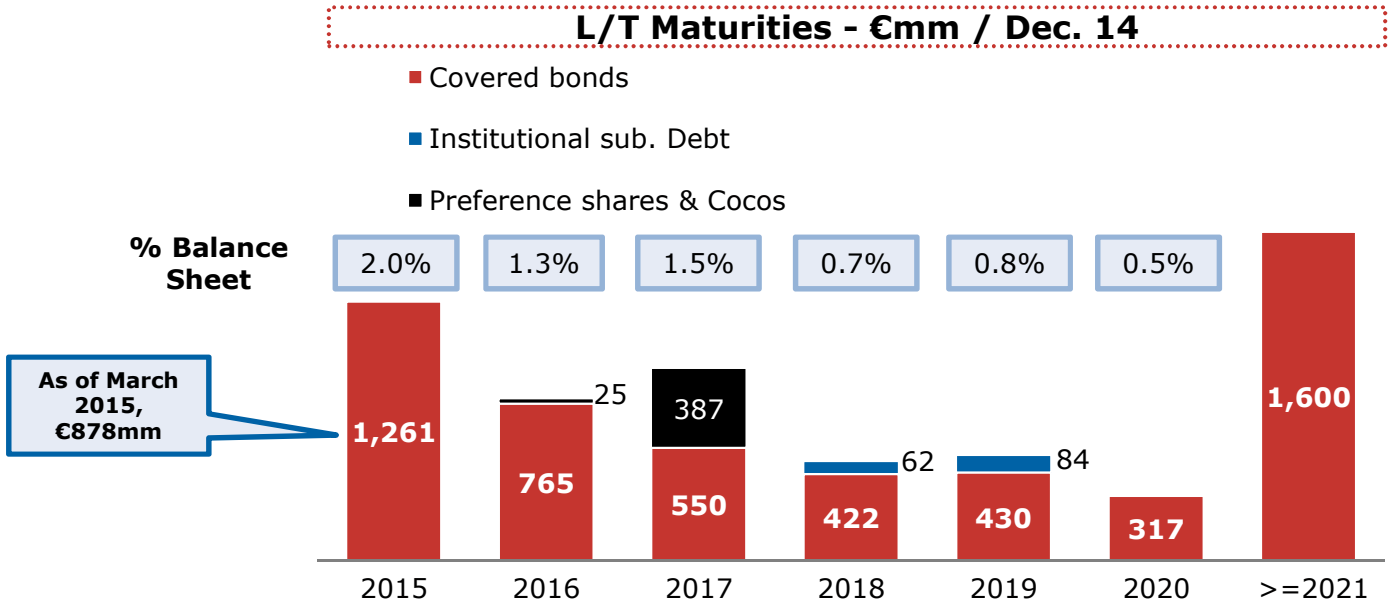
Liquidity and Solvency (2/6)

Liquidity and Maturities

- **Maturities are well diversified, with no significant concentration.**
- Short-term funding 100% collateralised.
- **ECB funding: €2.7bn[1] (below 5% of Total Assets) of which TLTRO is €1.2bn. Additional available credit line at ECB stands at €4.8bn.**



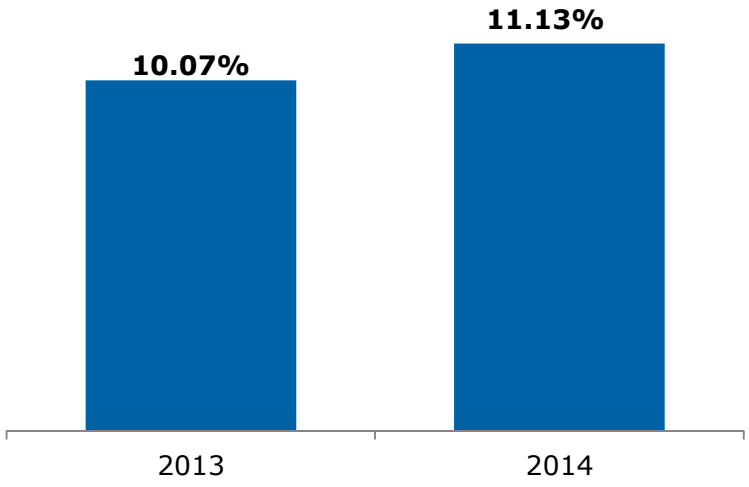
[1] As of March 2015

Liquidity and Solvency (3/6)

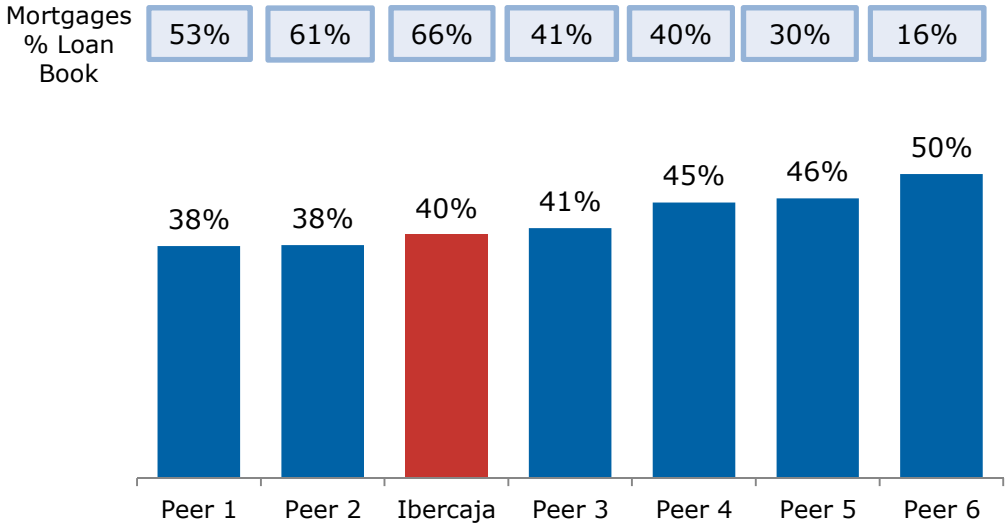
Solvency

- **CET1 Phased-In ratio: 11.13%[1] (Dec. 14).**
- **CET1 Fully Loaded ratio: 9.62%[2] (Dec. 14).**
- **High density of RWA (standardised approach)**

Core Equity Tier 1 Phased-In – %



RWA / TA %



[1] Including €407mm CoCos;not including unrealised AFS gains
[2] Not including CoCos; including unrealised AFS gains

Liquidity and Solvency (4/6)

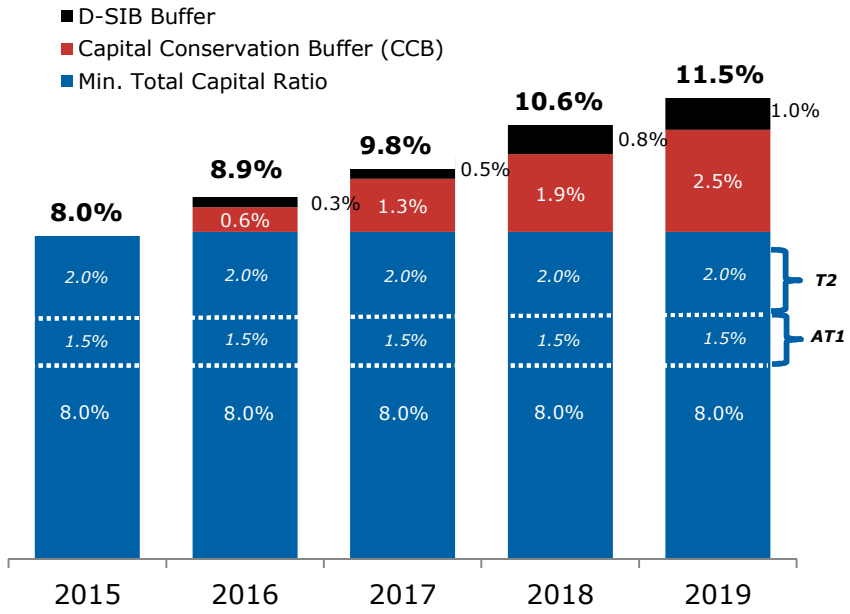
Solvency – ECB Stress Test		
	Base Scenario	**Adverse Scenario**
CET 1 phased-in (CRDIV/CRR Dec-13)	10.03%	10.03%
AQR Impact	**-2 b.p.**	**-2 b.p.**
Capital ratio after AQR	10.01%	10.01%
Stress Test Impact	**+56 b.p.**	**-213 b.p.**
CET 1 phased-in (CRDIV/CRR dec-16)	10.57%	7.88%
Capital surplus (€mm)	**694**	**657**

- **Ibercaja, under both scenarios, had a capital ratio that exceeded in more than two percentage points the minimum requirements, being such excess over €600mm of equity.**

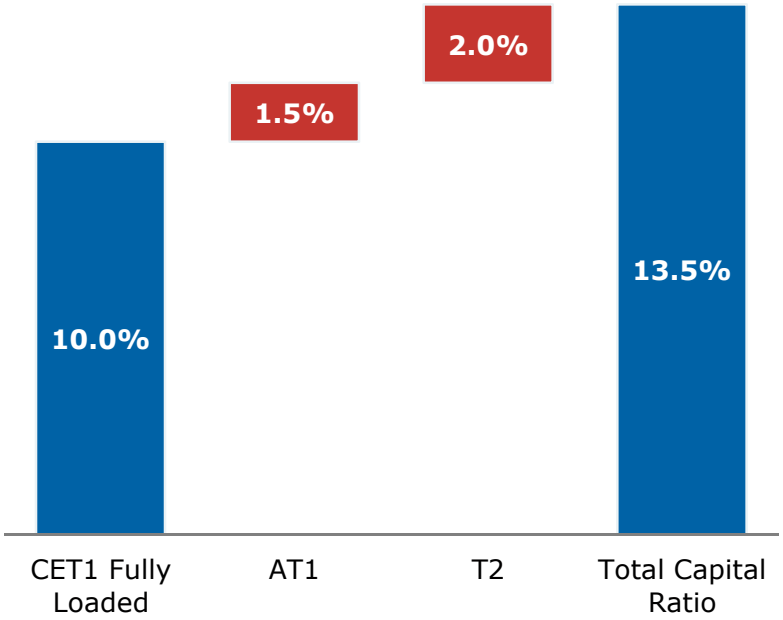
Liquidity and Solvency (5/6)

Solvency

Ibercaja Capital Requirements



2017 Solvency Targets



- **Target: 10% CET1 Fully Loaded and 13.5% Total Capital Ratio**
- Feasible objective, through organic generation of core capital, and building of AT1/T2 buckets

Liquidity and Solvency (6/6)

Solvency

- Over the last years, Ibercaja has made a strong effort in provisioning and acquired Cajatres while maintaining adequate solvency **without**:

Requiring Direct Public Aid

Selling Strategic Assets (100% owned Financial Group)

Performing Burden Sharing with Clients

- Additionally, Ibercaja has several levers to raise capital if required:

Sale and leaseback of branches (over 40% of the branches are owned by Grupo Ibercaja)

Sale of non core assets: real estate servicer, credit recovery platform, credit cards, value of in-force life business…

Fixed income portfolio with unrealised gains (over €300mm)

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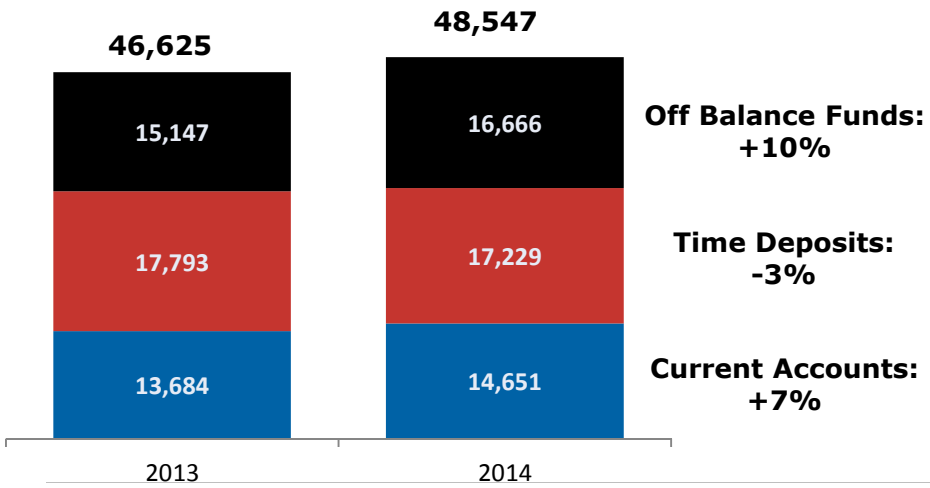
- Overview of Ibercaja Banco
- **2014 Results**
- 2017 Targets & Concluding Remarks

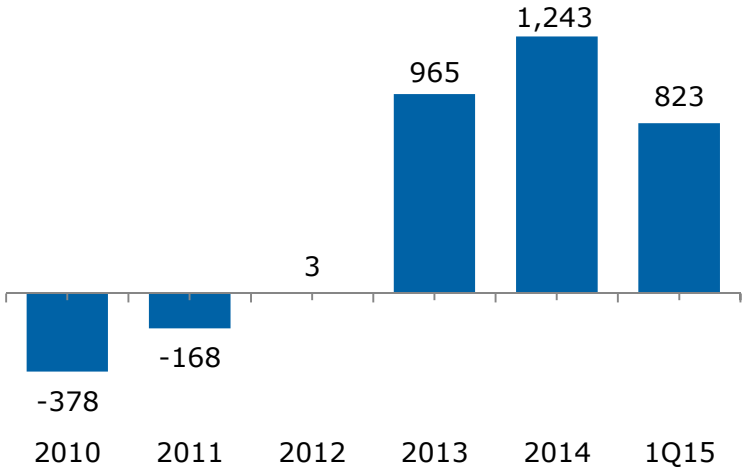
Retail Funds

- **Total retail funds grow 4.1% in the year.** Ibercaja's market share improves 7 basis points to 3.57%.
  - **Profitable retail funds mix** with a high share of current accounts and off-balance sheet funds. These two items represent 64.5% of total retail funds vs. 61.8% last year.
  - **Ibercaja Financial Group consolidates its 5th position in the market** with a 10% increase in funds. Strong growth in mutual funds (+18.8%) and pension funds (+8.2%)

Total Retail Runds – mm€



Mutual Funds Growth Evolution – mm€[1]

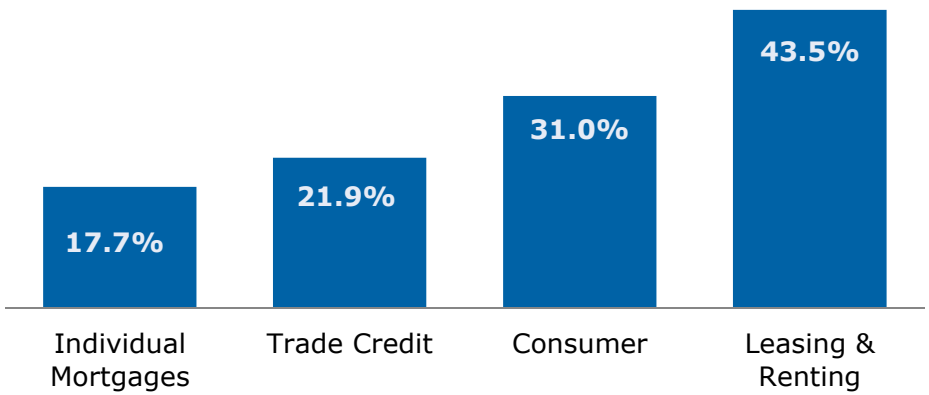


[1] Ibercaja Gestion

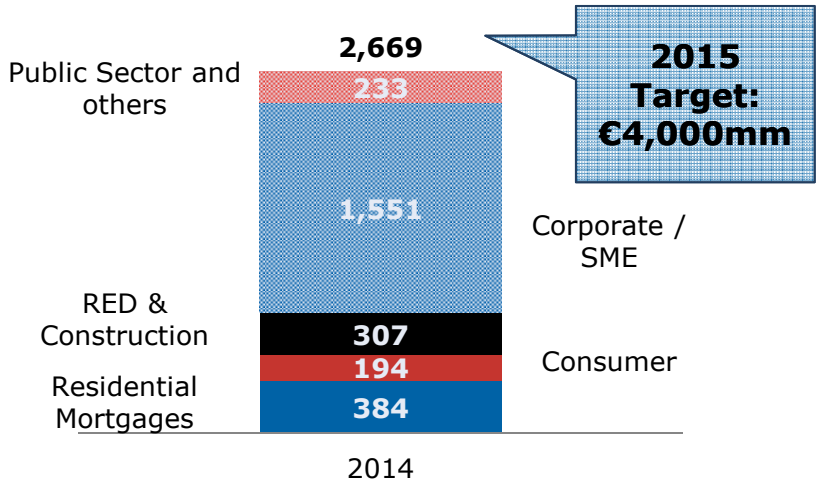
Customer Loans

- **Deleveraging still taking place with a 5.6% fall in customer loans, in line with the sector.**
- **Clear positive signs in new loan production**
  - New lending reaches €2,669mm, Corporate/SME account for 58% of total.
  - 42% of the new loan production comes from our growth markets (Madrid + Mediterranean Basin). Ibercaja home regions represent 45% of the new loan production.

New Lending Increase 2014[1]– %



New Lending – mm€



[1] Increase in new loan production for Ibercaja Standalone

2014 Results

mm€	2013[1]	2014	Var. i.a.
Net Interest Income	**715**	**699**	**-2.2%**
Net Fee Income	302	316	4.5%
Trading Income	228	425	86.7%
Other Operating Inc. / Exp. (Net)	-91	-30	-67.3%
Gross Operating Income	**1,154**	**1,410**	**22.2%**
Operating Costs	-730	-789	8.0%
Pre Provision Profit	**424**	**621**	**46.7%**
Total Provisions	-572	-432	-24.8%
Other Gains and Losses	23	26	11.7%
Profit Before Taxes	**-125**	**215**	**n/a**
Taxes & Minorities	62	-64	n/a
Net Profit Attributable to Shareholders	**-63**	**151**	**n/a**

[1] Pro-forma information for comparison purposes, includes 12 months for Cajatres and DGF effect

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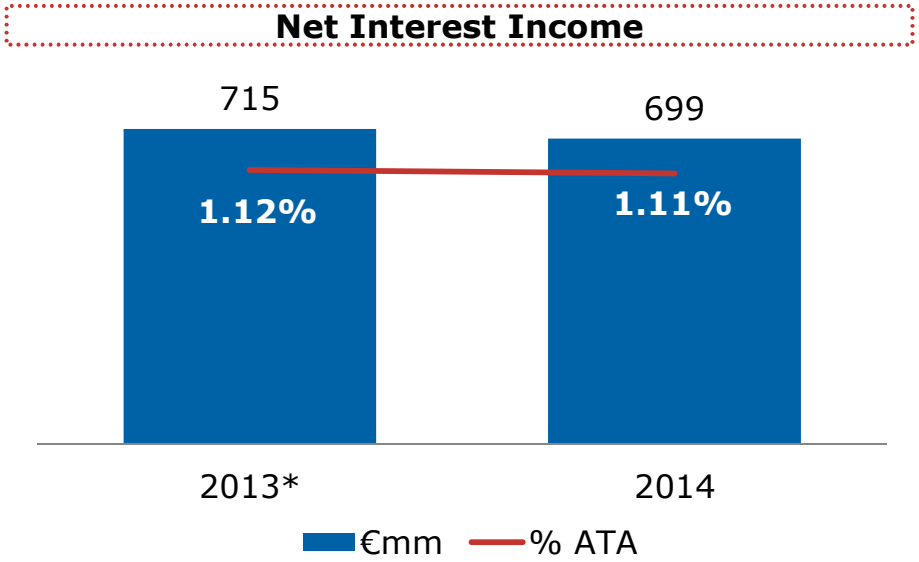
Net Interest Income



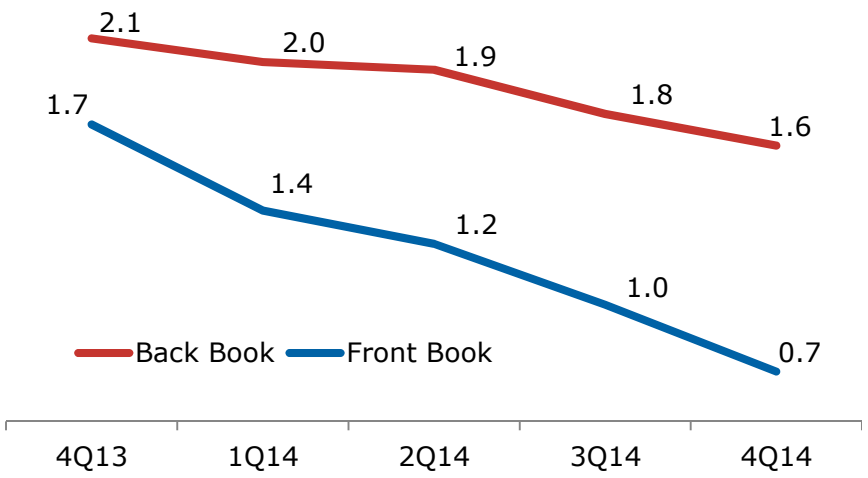
- **Net interest income has stabilised during the year.** The deposit cost reduction is offset by lower Euribor and deleveraging.

* Pro-forma information for comparison purposes,

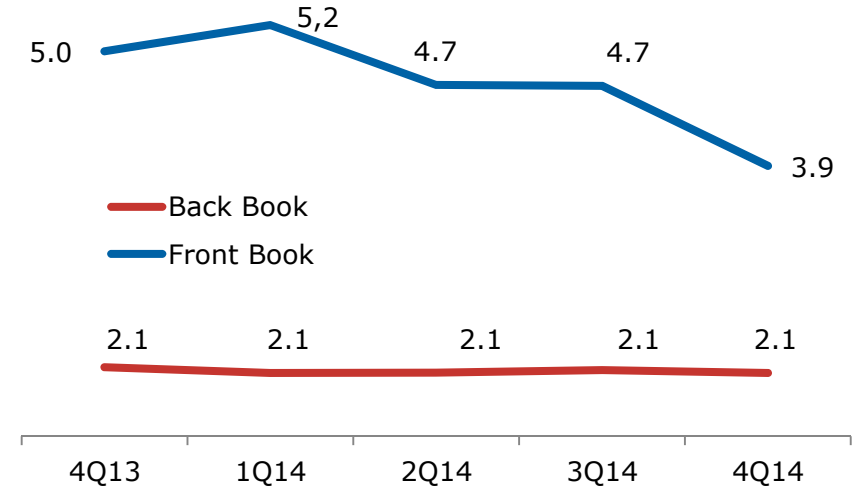
Margin Evolution (1/2)

- **The repricing of time deposits represents a significant revenue opportunity for the next 12 months.**
  - In March 2015, cost of new time deposits has fallen below 0.5%
- **Loan pricing for new operations is significantly above the current portfolio.**
  - Back book loan yield has remained stable in spite of falling Euribor

Time Deposits Cost - %



Loan Yield - %



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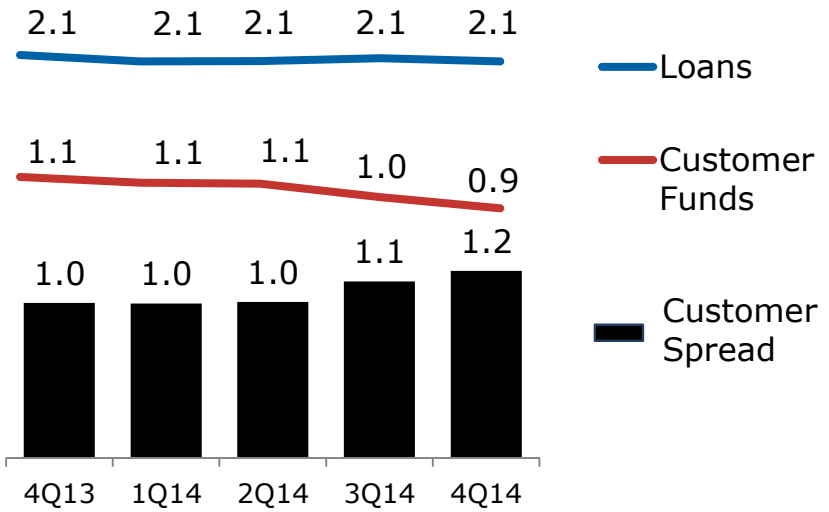
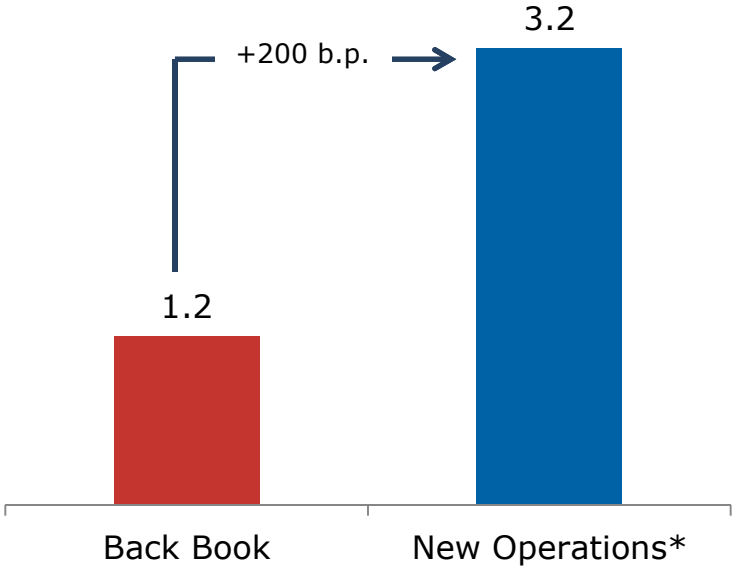
Margin Evolution (2/2)

- **Customer spread has turned the corner.** The reduction in time deposits costs is the main driver for the 20 basis points improvement.
- New operations have a significant higher customer spread and will positively impact the NII in coming quarters

Customer Spread - %



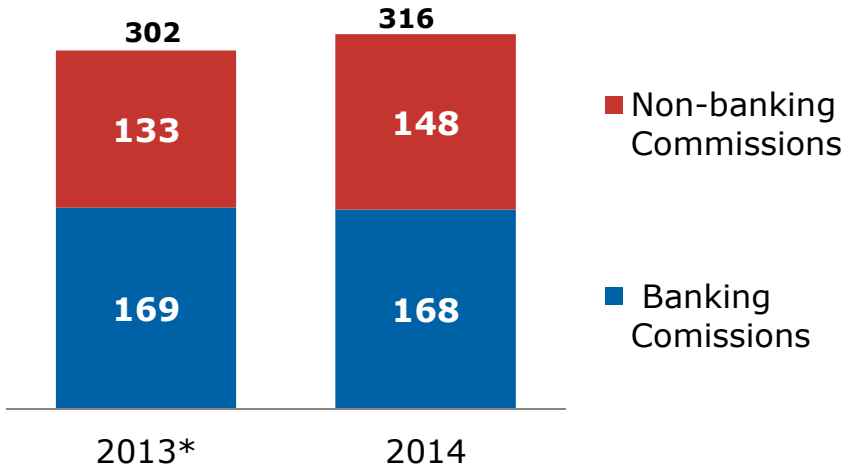
Customer Spread 4Q14 – %



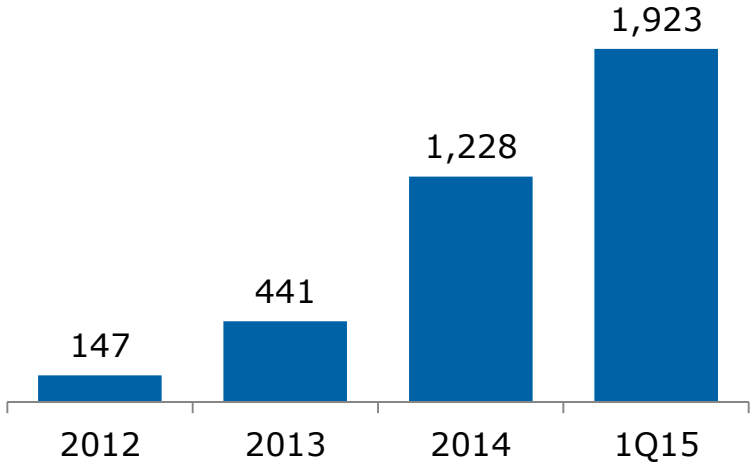
* Loan yield – time deposit cost for new operations in the quarter

Net Fee Income

Net Fee Income – €mm



Managed Accounts - €mm volume



- **Sound growth in net fee income (+4.5% YoY)** driven by non banking commissions (+11.5%).
- Banking commissions (-1%) are affected by lower activity levels and regulation changes.

* Pro-forma information for comparison purposes,

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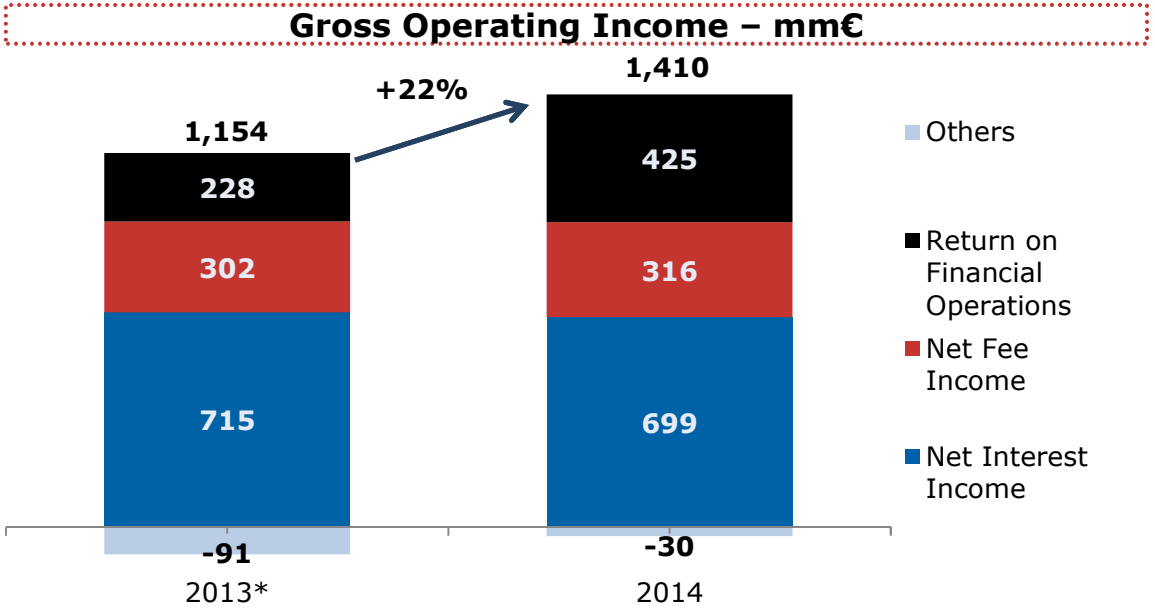
Gross Operating Income



- **Strong growth in Gross Operating Income (+22% YoY) due to:**
  - Trading income of €425mm, related to ALCO portfolio sale in June. The results of the sale has been allocated to a new redundancy program and to increase the provisioning levels.
  - Good performance in net fee income
  - The extraordinary payment to DGF in 2013 (€55mm included in "others")

* Pro-forma information for comparison purposes,

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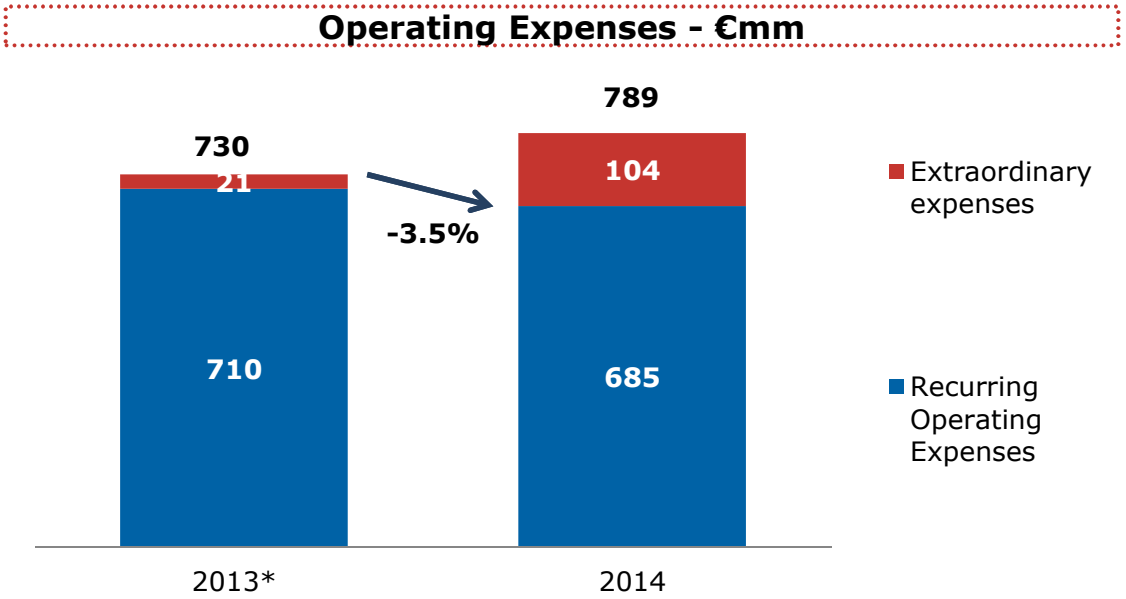
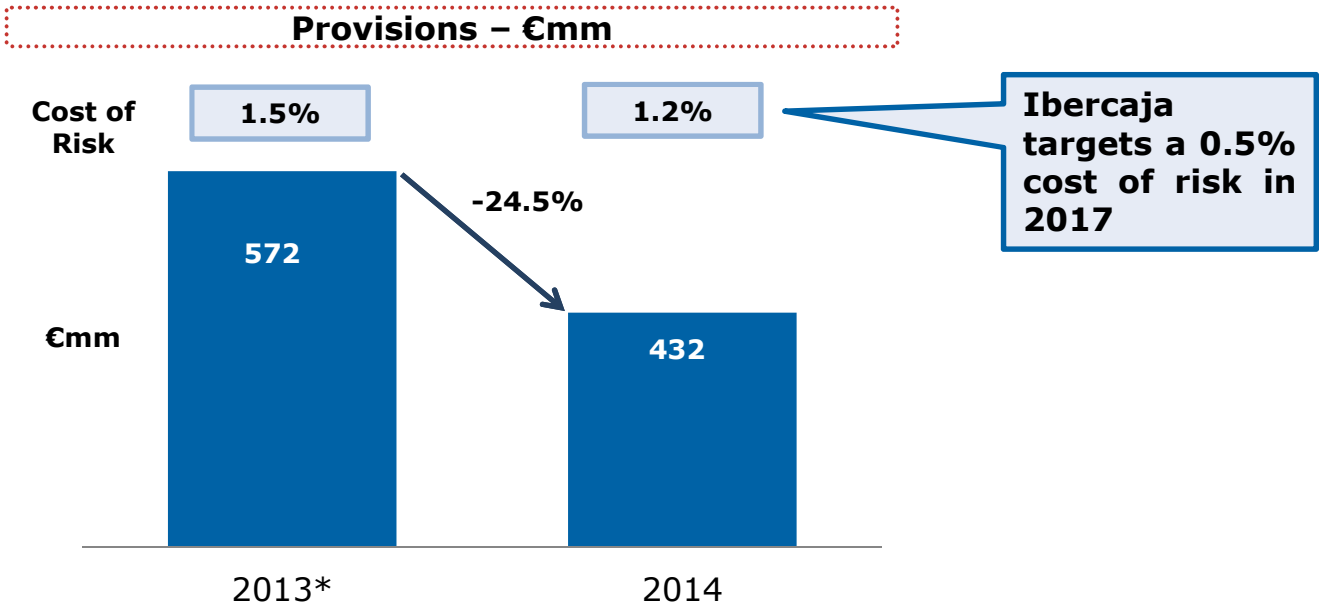
Operating Expenses



- Total operating expenses increase 8% YoY. Excluding extraordinary items, **total operating expenses drop 3.5%**
  - Extraordinary expenses in 2014 already include the new redundancy plan expected to be approved in 1H2015 (up to 375 employees)
- **Ibercaja expects to achieve over €170mm cost synergies and a total operating costs/ATA ratio of 1% in 2018** (vs. current 1.25%)

* Pro-forma information for comparison purposes,

Provisions and Net Profit



- **Total provisions fall 24.5% to €432mm.**
  - Cost of risk of 1.2% is above normalised levels due to extraordinary provisions in the 4th quarter.
- **Ibercaja returns to positive net profit (€151mm) after strong provisioning effort in the last two years.**
- **Net Profit completely aimed to reinforce solvency ratios.**

* Pro-forma information for comparison purposes

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- **2017 Targets & Concluding Remarks**

10 Global Targets

PLAN+

Solvency

CET1 (fully loaded)	10%
Total Capital	13.5%

Profitability

ROTE (2018)	10%
Cost to Income Ratio ex Trading Income (2018)	50%

Leverage

Loan to Deposits Ratio	100%

Asset Quality

NPL/ NPA Ratio vs. Competitors	-25%
Cost of Risk	50 p.b.

Market Position

Market Share (Business Volume)	10 b.p. / p.a.
Reputation Ranking	Top 3
Service Quality Ranking	Top 3

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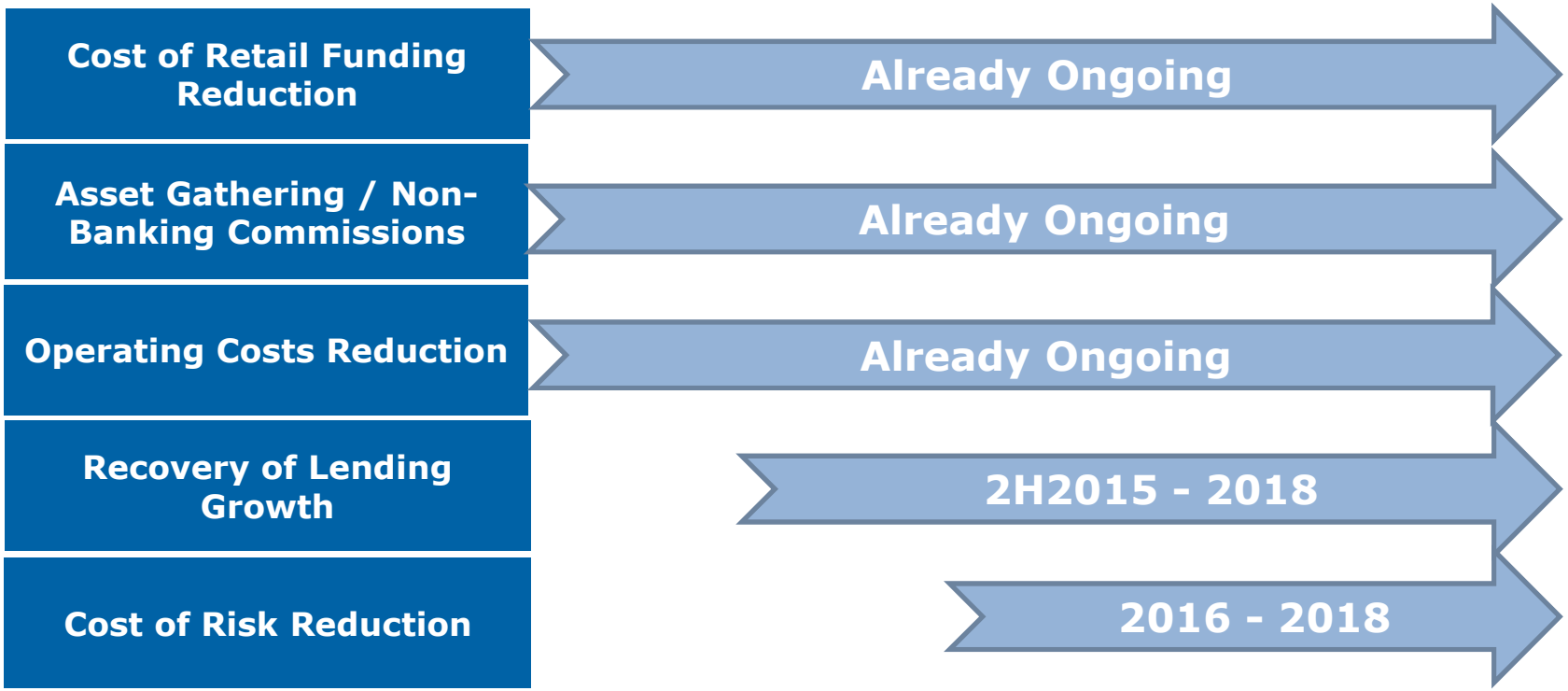
Strategic Plan 2015-2017 Main Value Drivers

- **Ibercaja's Business Plan includes 5 main value drivers that will boost the P&L account in coming quarters**



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Concluding Remarks

Prudent Risk Profile	■ Consistently outperforming the sector in terms of asset quality, Ibercaja has been able to absorb the significant impact of new provisioning requirements without raising capital or selling core assets ■ No direct public aid: Ibercaja (excluding Cajatres) is one of the four Spanish former savings banks which has not received any state aid
Best in Class Managing Customer Funds	■ High loyalty of customer base results in a low cost of retail funding ■ The Financial Group, created in the 80's manages 34% of total customer funds ■ This positioning offers a diversified and recurrent revenue base, and represents a solid base for growth in attractive niche markets, such as personal banking
Sensible Growth Strategy	■ Long-term early expansion in key areas of Spain (mainly in Madrid and Mediterranean basin), now offers a well established platform with high growth potential ■ Strong strategic rationale of Cajatres acquisition
Customer Service Excellence	■ Quality of customer service as a differentiating factor: Best Practice in Customer Satisfaction (FRS Inmark), EFQM 500+, first certificate AENOR CONFORM in personal banking advisory ever granted in Spain ■ Ibercaja's customer base not impacted by the sale of floors, retail sub-debt and preferred shares which have triggered substantial litigation in the system
2015-2017 Strategic Plan	■ New strategic plan based in extracting Cajatres acquisition synergies and improving the recurrent revenue generation with an special focus in Personal Banking and the SME sector ■ Ibercaja to IPO no later than 2018

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Annex 1: Corporate Governance

Corporate Governance (1/4)

Board of Directors

- 12 members, 4 independents
- According to the bylaws, the Board of Directors would have between 5-15 members
- The Board will:
  - Approve key corporate policies and strategies as well as monitor its implementation
  - Establish and monitor the Group's information and risk control systems
  - Prepare the Group and individual consolidated accounts
  - Appoint and remove of CEO

Name	Title	Type
Mr. Amado Franco Lahoz	Chairman	Non-executive proprietary director
Mr. José Luis Aguirre Loaso	First Vicechairman	Other external director
Mr. Francisco Manuel García Peña	Second Vicechairman	Non-executive proprietary director
Mr. Víctor Iglesias Ruiz	Chief Executive Officer	Executive
Mr. Jesús Bueno Arrese	Director	Non-executive proprietary director
Mr. Jesús Solchaga Loitegui	Director	Non-executive independent director
Ms. Gabriela González-Bueno Lillo	Director	Non-executive independent director
Mr. Manuel Pizarro Moreno	Director	Non-executive independent director
Mr. Juan María Pemán Gavín	Director	Non-executive proprietary director
Mr. Vicente Eduardo Ruiz de Mencía	Director	Non-executive proprietary director
Mr. Vicente Cóndor López	Director	Non-executive independent director
Mr. Jesús Barreiro Sanz	Secretary of the Board	Non-executive proprietary director

Corporate Governance (2/4)

Other Committees

- **Audit and Compliance Committee.** 4 members, 2 independent (being the Chairman one of them). Its main powers, among others, are (i) to monitor the effectiveness of internal control, internal audit and risk management systems; (ii) monitor the preparation and presentation of regulated financial information (iii) issue annually, prior to the issuance of the audit report, a report stating an opinion about the independence of the auditor or the audit firm.
- **Appointments and Compensation Committee**. 4 members, 2 independent (being the Chairman one of them). It is entrusted with general powers to propose and report to the Board of Directors about any matters regarding compensation, appointments and terminations of Board members.
- **Large Exposures and Solvency Committee.** 3 members, 1 independent (Chairman). Its main powers, among others, are: (i) proposing to the Board of Directors setting limits by type of risk and business; (ii) reporting, prior to its approval by the Board, the Risk Appetite Framework ("RAF") and the Risk Appetite Statement ("RAS") of Ibercaja Banco (iii) analysing and evaluating the risk management (including tax risk) policies of the Group in terms of risk profile (expected loss) and (iv) proposing measures it deems appropriate in order to strengthen the solvency of the Company, reporting on the Capital Adequacy Policy.
- **Strategy Committee.** 4 members, 2 independent. It focuses on reporting to the Board about the strategic policy of Ibercaja Banco, ensuring that there is a specific organisation for its implementation.

Corporate Governance (3/4)

Board of Trustees of Fundación Bancaria Ibercaja

- The main Governing Body of Fundación Bancaria Ibercaja is a Board of Trustees (*Patronato*). Fundación Bancaria Ibercaja has elaborated a protocol on the management of its participation in Ibercaja Banco. Such protocol, approved by the Bank of Spain, establishes:
  - The strategic basic criteria which governs the management of the participation of the Fundación Bancaria Ibercaja in Ibercaja Banco;
  - The relationship between Fundación Bancaria Ibercaja and the governing bodies of Ibercaja Banco;
  - General criteria ruling transactions between the Fundación Bancaria Ibercaja and Ibercaja Banco and mechanisms to avoid potential conflicts of interests;
  - Flows of information allowing the Fundación Bancaria Ibercaja and Ibercaja Banco to prepare their respective financial statements and to comply with their reporting obligations;
  - Principles of a potential cooperation of the Fundación Bancaria Ibercaja and Ibercaja Banco on corporate responsibility issues.
- As a matter of law, by June 2016, the current Chairman of Ibercaja Banco / Fundación Bancaria Ibercaja will have to step down of one of the former positions.

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Corporate Governance (4/4)

Board of Trustees of Fundación Bancaria Ibercaja

Name	Title	Representation Group
Mr. Amado Franco Lahoz	Chairman	People with financial knowledge and experience
Mr. Honorio Romero Herrero	Trustee	Founding Entity*
Mr. Pilar de Yarza Monpeón	Trustee	Founding Entity*
Mr. Santiago Marraco Solana	Trustee	Entities that represent collective interests
Mr. Juan Francisco Sáenz de Buruaga y Marco	Trustee	Entities that represent collective interests
Mr. Juan Ramón Fabre Marqués	Trustee	Entities that represent collective interests
Mr. Jesús Máximo Bueno Arrese	Trustee	People with financial knowledge and experience
Ms. Eugenio Nadal Reimat	Trustee	People with financial knowledge and experience
Mr. Fernando Vicente Thomas	Trustee	People with financial knowledge and experience
Mr. Luis Enrique Arrufat Guerra	Trustee	People with financial knowledge and experience
Mr. Francisco Javier Palomar Gómez	Trustee	People with financial knowledge and experience
Mr. Jaime Jesús Sanaú Villaroya	Trustee	Renowned people in matters related to social welfare
Mr. José Luis Aguirre Loaso	Secretary (not a trustee)	-
Mr. Jesús Barreiro Sanz	Vicesecretary (not a trustee)	-

**Real y Excelentísima Sociedad Económica Aragonesa de Amigos del País*

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Annex 2: Macroecomic Recovery is Here

Main Macroeconomic Assumptions

Ibercaja Strategic Plan	2015 -2017 forecast	2008 - 2013 average[1]
GDP	1%/2% p.a.	-1,50%
CPI	-1% / 1% p.a.	1,70%
Job creation	500,000 / 700,000	-3,500,000 (total)
Euribor 12 months	< 1%	1,91%
Loan growth	0% / 2% p.a.	-4,0%
Customer funds	2% p.a.	2,50%
House prices	0%	-6,1%

- **Ibercaja's Strategic Plan is based on a conservative macroeconomic scenario considering the harsh evolution during the last 5 years and the positive current environment**

[1]*Source: Datastream unless otherwise specified*

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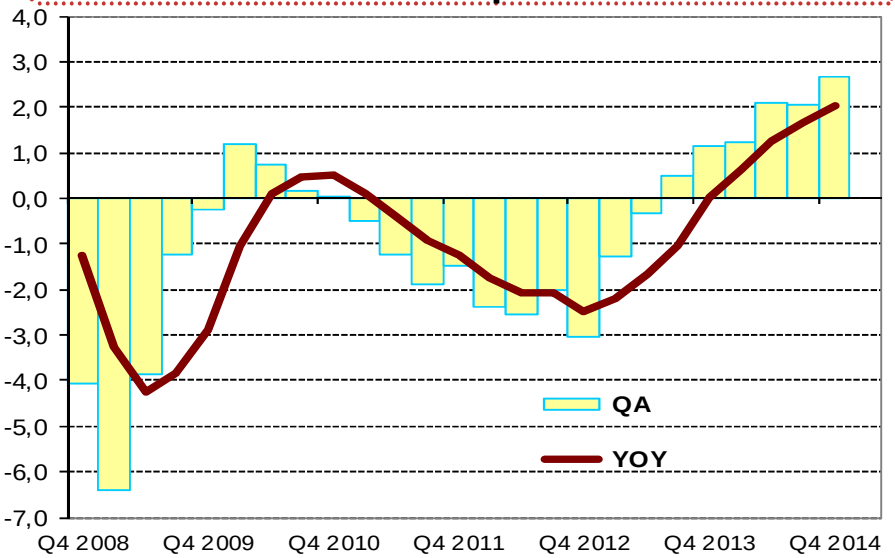
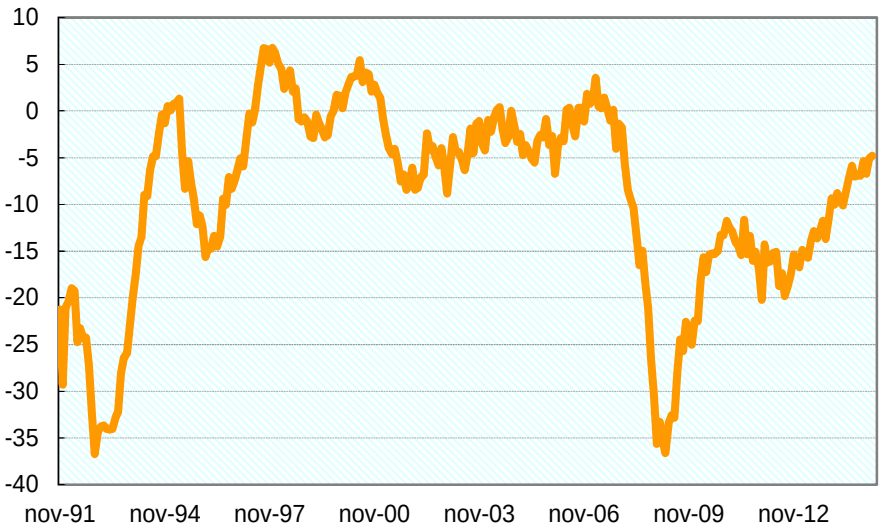
Macroeconomic Recovery is Here

- **2013 marked a turning point for the Spanish economy.**
- **After six consecutive quarters in positive territory, GDP growth is gaining momentum: 0.7% QoQ and 2.0% YoY on 4Q14.**
  - Confidence indicators such as the economic sentiment or the PMI keep improving.

GDP - Spain



Economic Sentiment - Spain



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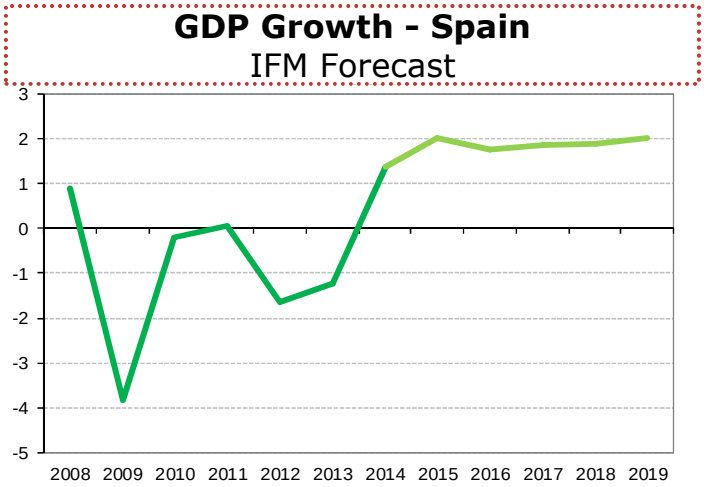
Forecast Consistently Revised Upwards

- **Both public and private institutions have increased their expectations for the Spanish economy.**



IMF GDP YOY Forecast Evolution			
	2014	2015	2016
oct-13	0.2	0.5	0.7
apr-14	0.9	1.0	1.1
oct-14	1.3	1.7	1.8
jan-15	1.4	2.0	1.8

GDP Growth Forecast - Spain			
	2014	2015	2016
IMF	1.4	2.0	1.8
Bank of Spain	1.4	2.8	2.7
European Comission	1.4	2.3	2.5
OECD	1.4	1.7	1.9
Bloomberg Consensus	1.4	2.2	2.2

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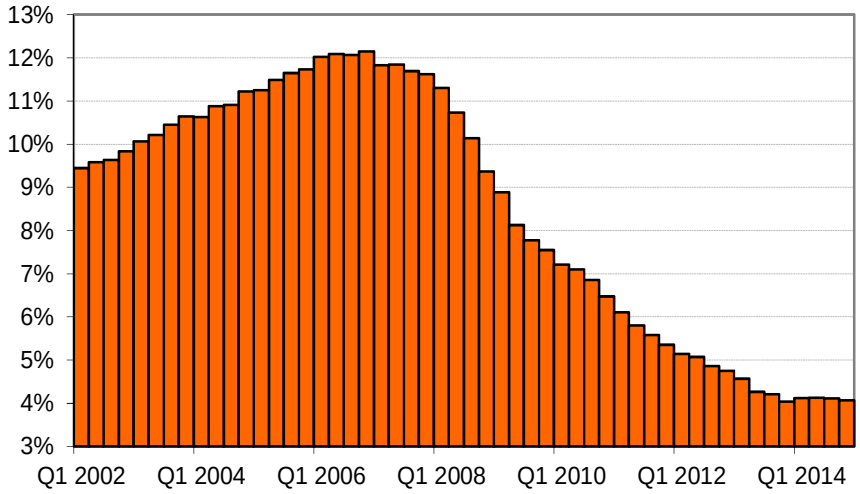
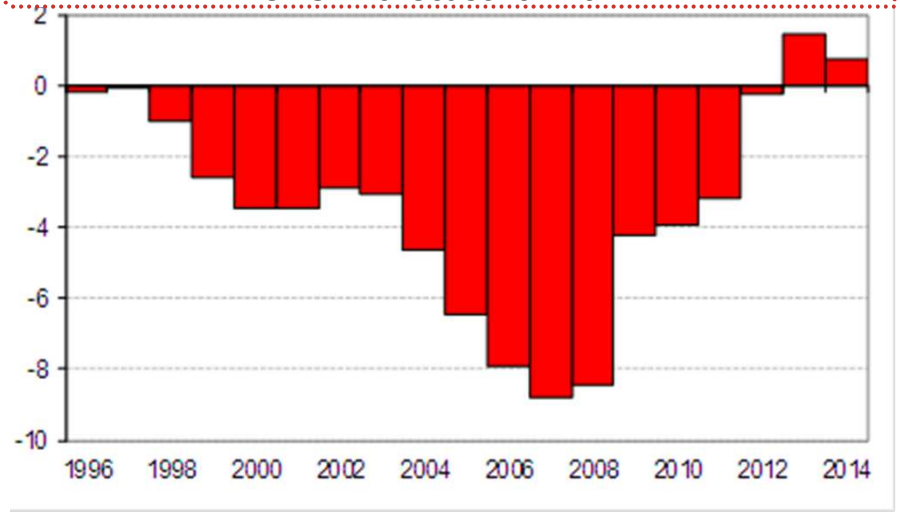
A New Economy: Imbalances Reduction

- **Residential construction is just a 4% of GDP, compared with more than a 12% in 2006.**
  - After six year falling, residential construction grew a 2.1% yoy in Q4 2014.
- **Current account balance has a surplus (versus -8.8% of GDP deficit in 2007).**

Housing Construction as % of GDP



Current Account Balance as % of GDP
OECD forecast for 2014



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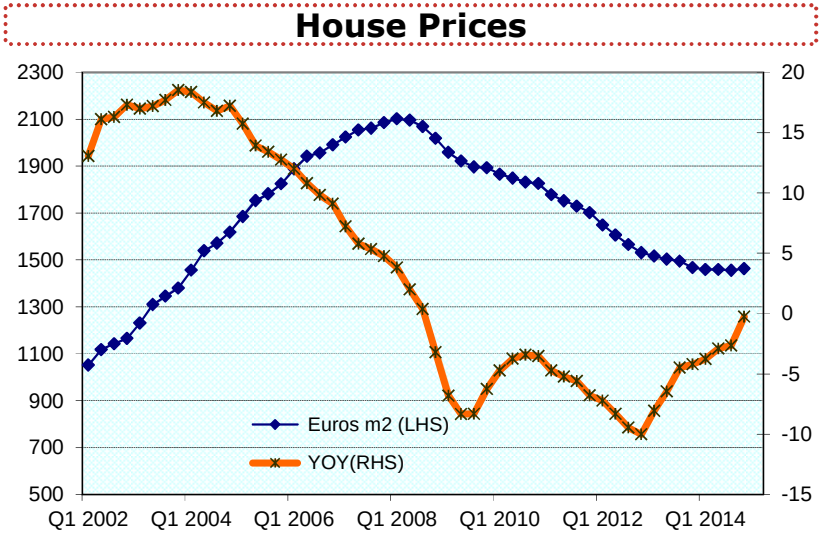
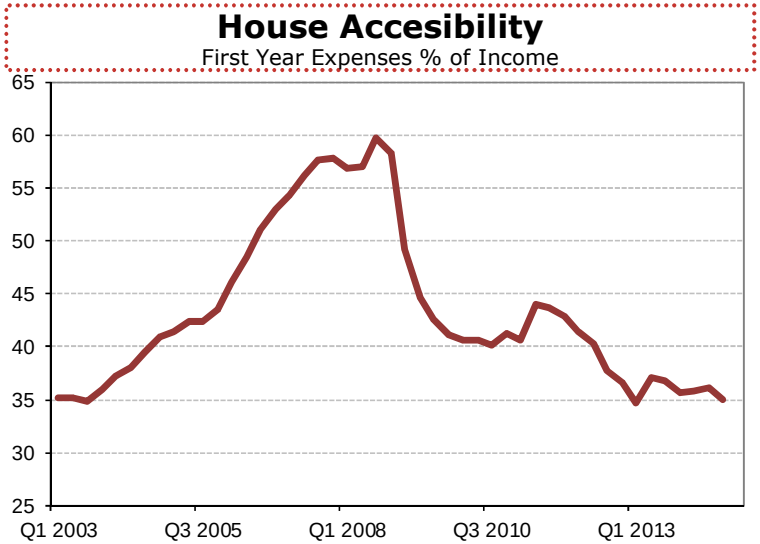
A New Economy: Real Estate Adjustment Finished

- In Q4 2014, house prices increased for first time since 2008.
- House sales grew a 6.3% in 2014.
- House accessibility has eased to 2003 levels.
- Foreign investment in property raised to 0.6% GDP in 2014 from 0.35% in 2010.





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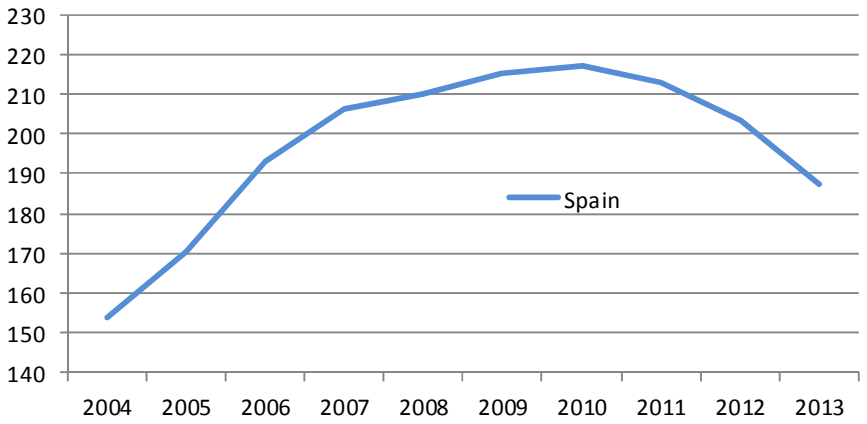
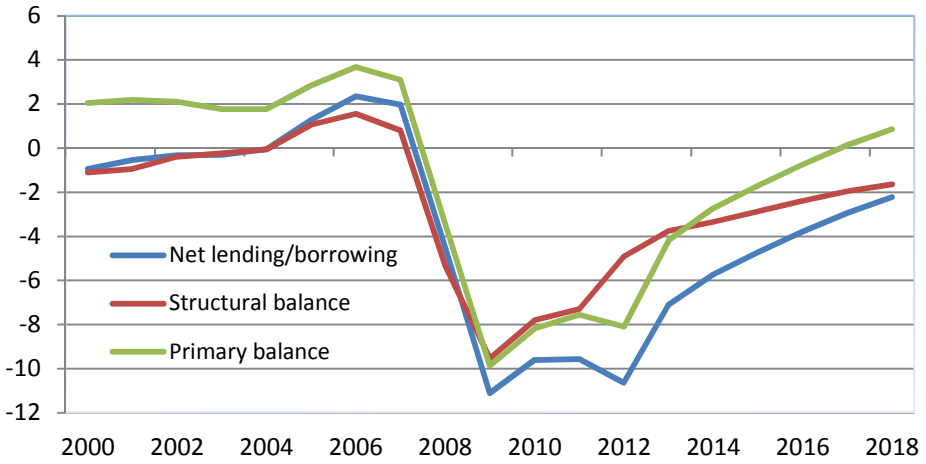
A New Economy: Imbalances Reduction

- **Private sector leverage has declined drastically.**
  - From 217% to 187% of GDP.
- **Public balance has improved.**
  - The structural balance from -9.5% in 2009 to -3.4% of GDP in 2014 according to IMF.

Private Debt - % GDP[1]



Public Balance - % GDP
IMF forecast



[1] *Eurostat*

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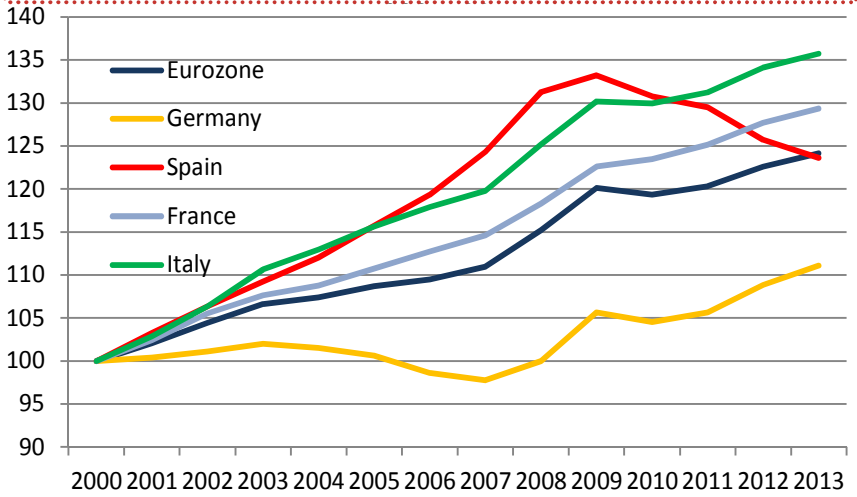
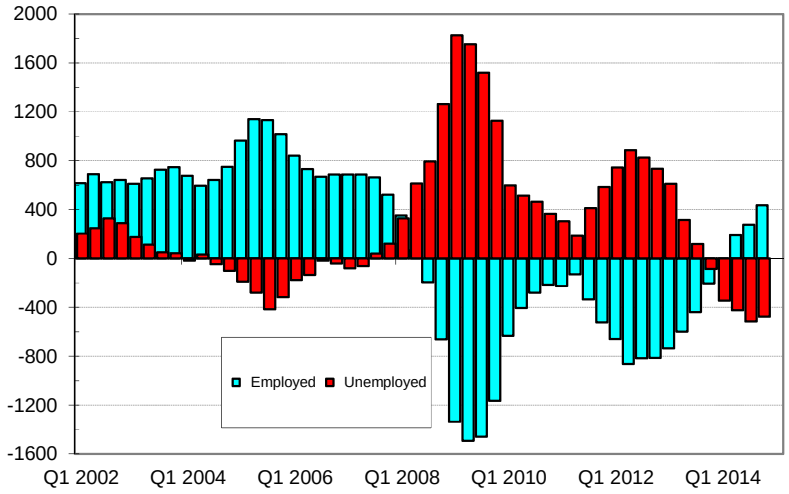
A New Economy: Imbalances Reduction

- **Structural reforms have been implemented to enhance productivity and competition.**
- **Unit labour costs have fallen more than a 7% since 2009.**
  - 434,000 jobs were created in 2014.

Unit Labour Costs
2000=100



Labour market
12 month variation



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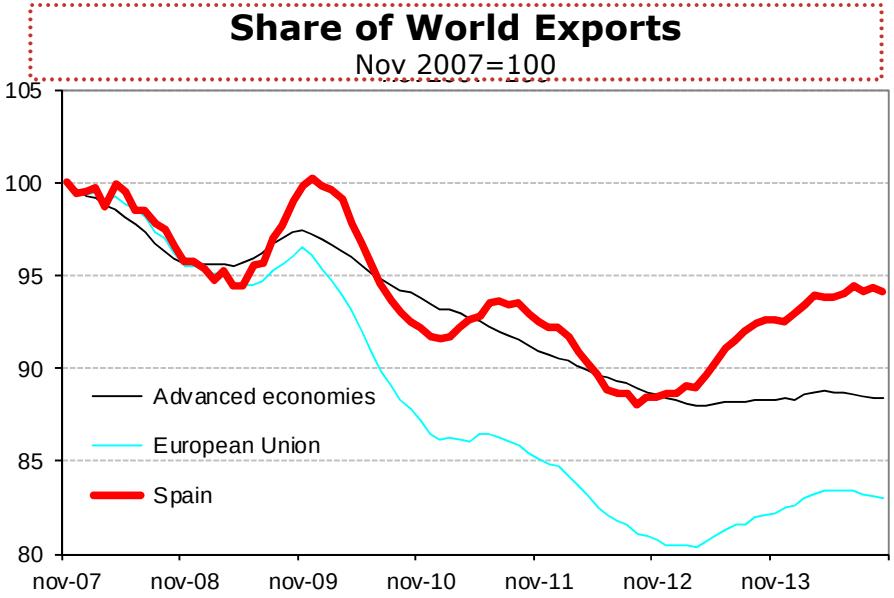
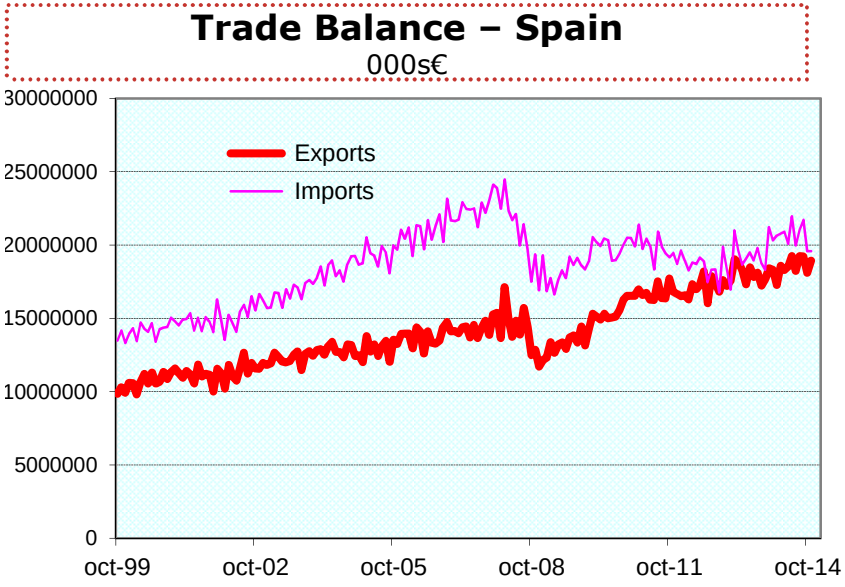
A New Economy: Imbalances Reduction

- **Spanish competitiveness has improved in recent years. Exports have grown firmly in a period of strong competition.**
  - The Spanish share of world exports performance compares favourably to those of other advanced countries.





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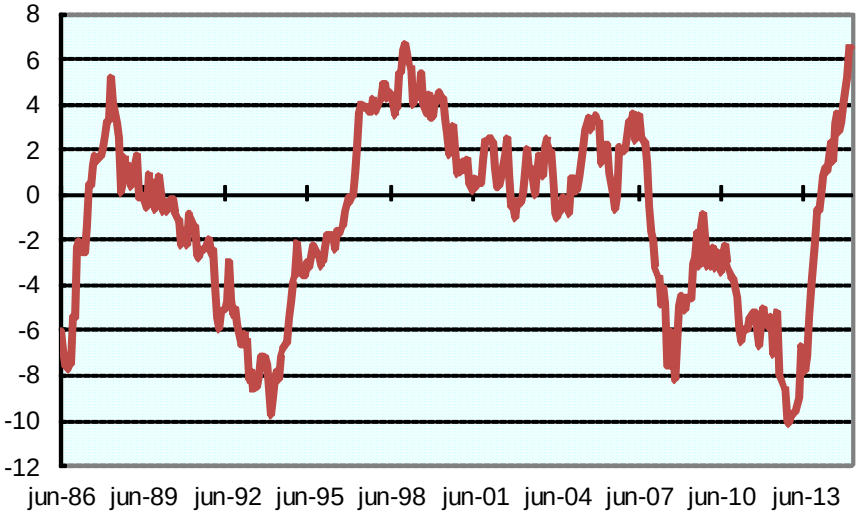
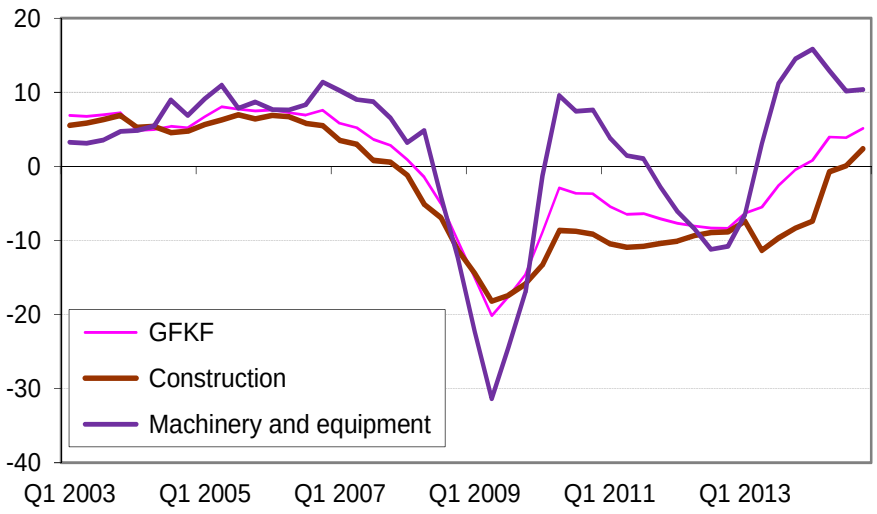
Conclusion: Macroeconomic Recovery is Here

- **After an initial export-led recovery stage, employment growth is strengthening domestic demand.**
- **Low interest rates, falling oil prices and a cheap euro supports the improvement.**
- **Spanish economy is ready for long term growth.**

Real Wages YoY - Spain



Investment YoY - Spain



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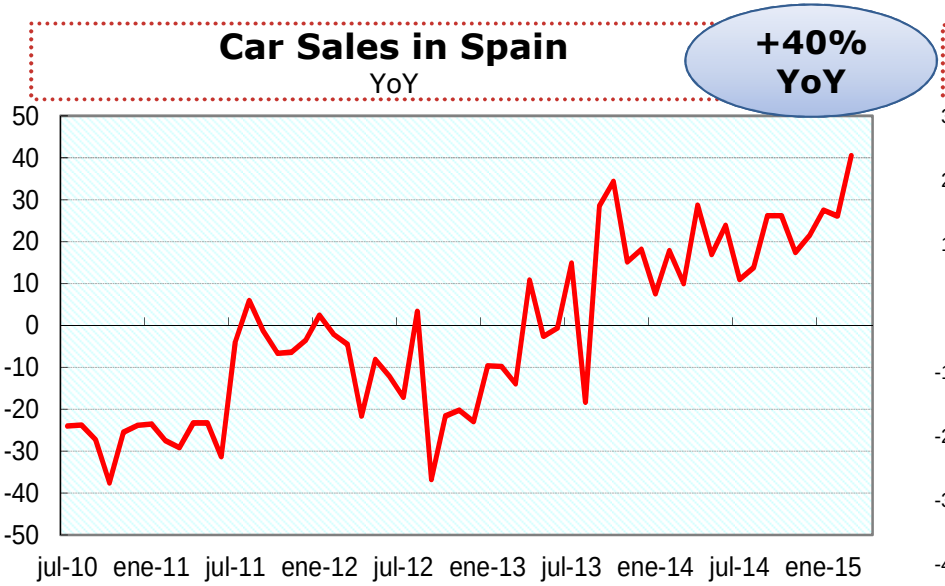
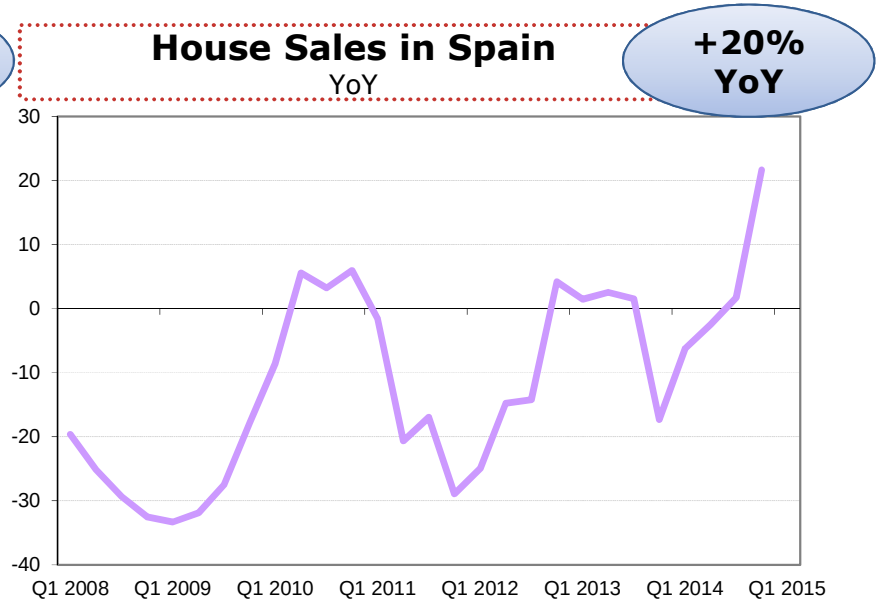
Conclusion: Good Perspectives for Credit Growth

- **After a 34% drop since 2010, credit is expected to grow in the coming years thanks to:**
  - The strong increase in private consumption
  - The rebound of the real state market
  - The solid investment rise in machinery and equipment





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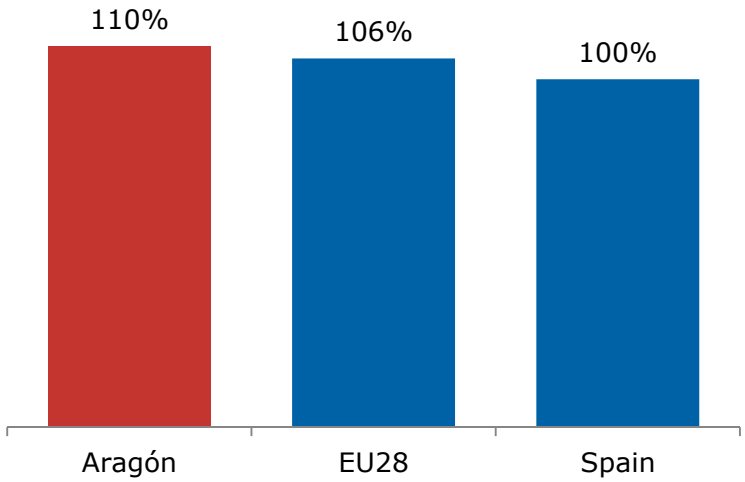
Annex 3: Aragón

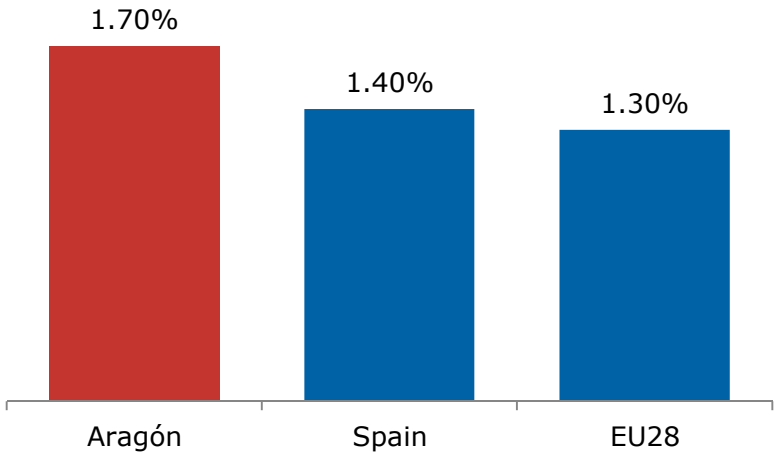
A Region above the Spanish Average

- **In the divergent reality of the Spanish regions, Aragón stands out in GDP per capita, growth and human capital.**

GDP per Capita – Spain = 100%



GDP Growth in 2014



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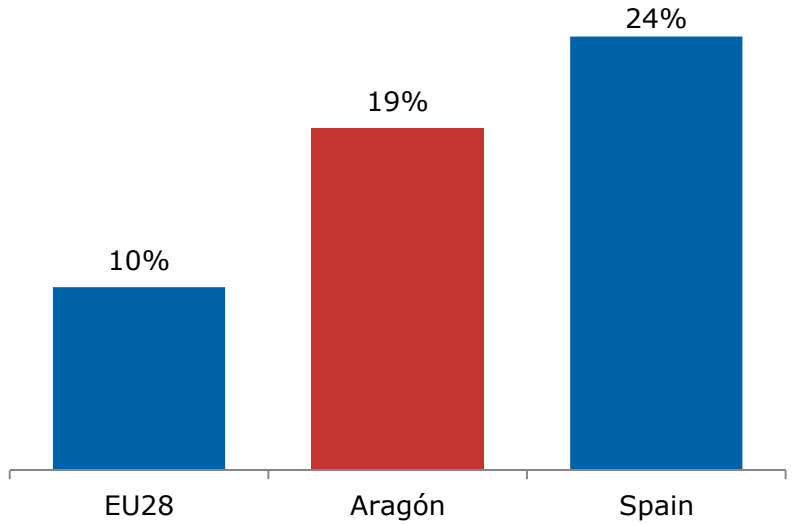
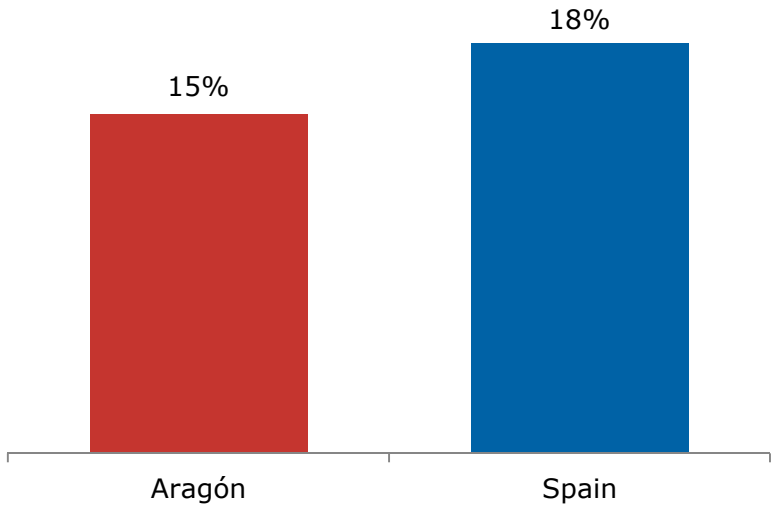
A Region with less Imbalances

- **Unemployment and regional debt are below the Spanish standards.**

Unemployment Rate - 4Q2014



Regional Debt / GDP - 4Q2014



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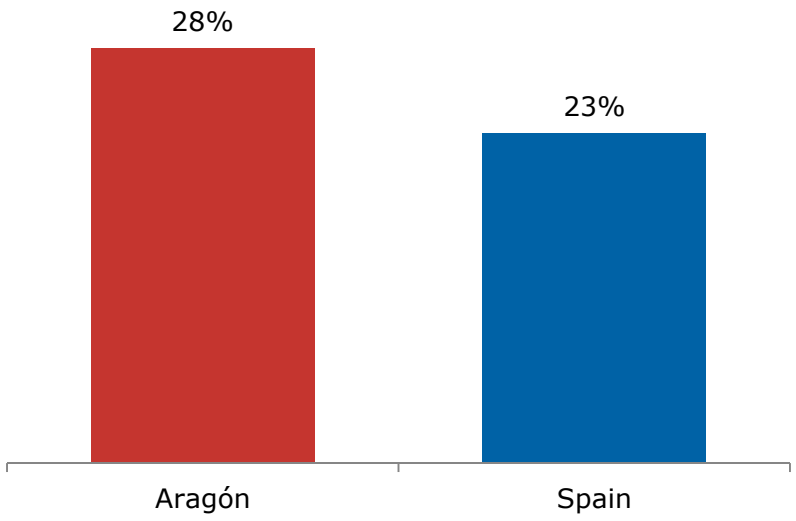
An Open Economy

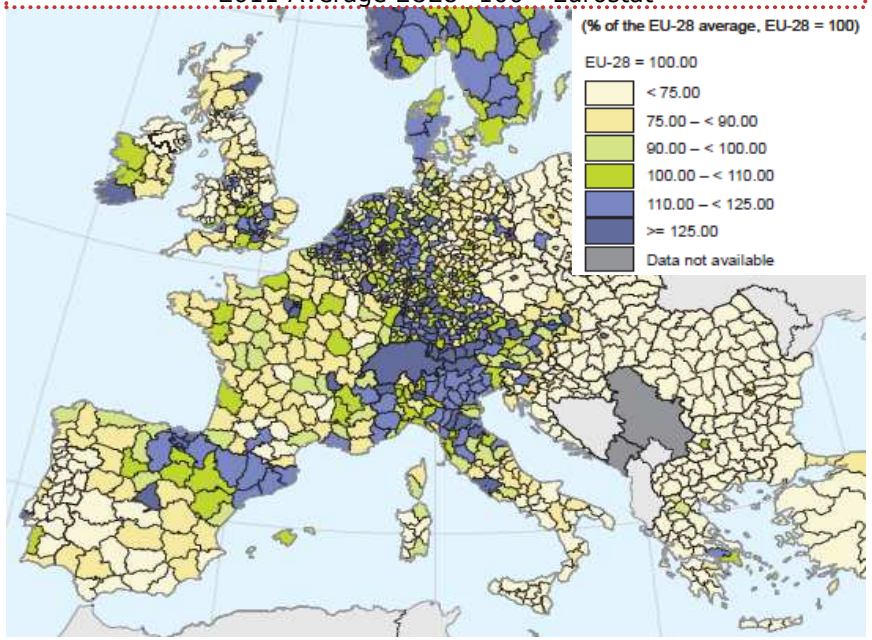
- **Aragón is more oriented to the external sector** than Spain and had a 2.1% of GDP commercial surplus in 2014.
- The **Zaragoza's strategic location,** central to Southwestern Europe's most prosperous cities, is a decisive factor for companies such as General Motors or Inditex to establish in the region.

Exports of Goods / GDP 2014



GDP per Capita

2011 Average EU28=100 - Eurostat



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