

ORDINARY GENERAL MEETING OF SHAREHOLDERS, MARCH 2014

Card of Attendance, Proxy and Remote Voting for the Ordinary General Meeting of Bankia, S.A. to be held in Valencia, at the Palacio de Congresos – Avenida de las Cortes Valencianas no. 60, on 21 March 2014, at 12 noon, at first call or, in the absence of the requisite quorum, at second call, on 22 March 2014, at the same place and time, (the Meeting is expected to be held on the first call). The doors of the meeting venue will be opened so that shareholders can enter and attend from 10.00 am onwards, both for the first and the second call.

Shareholders may also vote by proxy or remotely, by electronic means, as indicated on the reverse of this card and on the Bank's website (www.bankia.com).

ATTENDANCE

Shareholders who wish to attend the General Meeting in person

Any shareholder who wishes to attend the General Meeting in person must sign this card in the space below and present it on the day of the Meeting at the place where the Meeting is held.

Signature of the shareholder who is to attend in person

BANKIA, S.A.
The General Secretary

..... [place], [day] [month], 2014

Shareholder Number:
Number of Shares:



PROXY

REMOTE VOTING

ORDINARY GENERAL MEETING OF SHAREHOLDERS, MARCH 2014

ORDINARY GENERAL MEETING OF SHAREHOLDERS, MARCH 2014

The holder of this card may grant a proxy or vote remotely by filling out the appropriate fields in the table of points on the Agenda and by signing the proxy appointment or remote voting section, as appropriate. If both sections are signed, remote voting will prevail and the proxy appointment will be void.

Shareholders wishing to appoint a proxy

The shareholder in whose name this card was issued appoints the following person as a proxy:
(Check only one of the following boxes and, where applicable, name the proxy. For this proxy to be valid, the shareholder who appoints the proxy must sign in the space provided.)

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

Any proxy appointment that does not name the individual or legal entity who is to hold the proxy will be deemed to appoint the Chairman of the Board of Directors. If the proxy holder appointed as described above has a conflict of interest in the vote on any of the proposals, whether on the agenda or not, that are submitted to the vote of the General Meeting, the proxy will be deemed to be given to the General Meeting Secretary, except in cases where precise voting instructions have been given for each of said proposals. If the General Meeting Secretary is likewise subject to a conflict of interest, he/she shall abstain.

It is hereby disclosed for the record that the Chairman is affected by a conflict of interest in relation to points 2.3 and 9 of the agenda.

To give voting instructions, check the appropriate box in the following table. If no instructions are given, the proxy will vote on the proposals as he/she deems fit, taking the company's interests into account.

Shareholders who wish to vote remotely in relation to the proposals on the Agenda

If, before the General Meeting is held, the shareholder in whose name this card was issued wishes to vote remotely in relation to the proposals on the Agenda of this General Meeting, said shareholder must check the appropriate box to indicate a vote in favour, against, or abstention.

Remote voting on proposals not included in the agenda is not permitted. If, in relation to any point on the Agenda, no box is checked, it will be understood that the shareholder votes in favour of the Board of Directors' proposal.

In any case, besides the provisions of the Law, the Bylaws and the General Meeting Regulations, any rules stated in the notice of General Meeting or on the Bankia website (www.bankia.com) must also be followed.

POINT ON THE AGENDA	1.1	1.2	1.3	1.4	2.1	2.2	2.3.	2.4	2.5	3.1	3.2	3.3	4º	5º	6º	7º	8º	9º
IN FAVOUR																		
AGAINST																		
ABSTENTION																		
BLANK																		

Proposals on points not included in the Agenda

The proxy extends to proposals on points not included in the Agenda. In such cases the proxy will vote on the proposal as he/she deems fit, taking the company's interests into account.

If you do not wish this to be the case, check the "NO" box below, in which case it will be understood that the shareholder instructs the proxy to abstain.

NO

PROXY

Signature of the shareholder who appoints the proxy

..... [place], [day] [month], 2014

Any shareholder who votes remotely will be considered present for quorum purposes.

REMOTE VOTING

Signature of the shareholder who is to vote remotely

..... [place], [day] [month], 2014

Shareholder Number:
Number of Shares:



RIGHT OF ATTENDANCE

The Meeting may be attended by all shareholders holding one or more shares registered in the accounting record at least 5 days before the date of the Meeting.

SHAREHOLDERS WISHING TO APPOINT A PROXY BY MEANS OF THIS CARD

Any shareholder who does not propose to attend may appoint any other individual or legal entity as his/her proxy. To do this the shareholder must complete the proxy appointment form on the other side of this card and sign it in the space provided. The proxy form may be delivered to the Bank by hand or by regular mail, in accordance with the Bylaws and the General Meeting Regulations. Any rules stated in the notice of General Meeting or on the Bankia website (www.bankia.com) must also be followed.

SHAREHOLDERS WISHING TO VOTE REMOTELY PRIOR TO THE SHAREHOLDERS' MEETING BY MEANS OF THIS CARD

Any shareholder who does not propose to attend and who does not wish to appoint a proxy may vote remotely on the points on the Agenda. To do this the shareholder must complete the remote voting space on the other side of this card and sign it in the space provided. Any shareholder who votes remotely will be considered present for quorum purposes. Remote votes may be delivered to the Bank by hand or by regular mail, in accordance with the Bylaws and the General Meeting Regulations. Any rules stated in the notice of General Meeting or on the Bankia website (www.bankia.com) must also be followed.

PROXY APPOINTMENT AND REMOTE VOTING PRIOR TO THE GENERAL MEETING BY ELECTRONIC MEANS

Shareholders may also appoint a proxy or vote on the points on the Agenda of the General Meeting, prior to the date of the Meeting, by electronic means, in accordance with the provisions of the Bylaws and the General Meeting Regulations. To do this they must follow the rules included in the notice of General Meeting and on the Bank's website (www.bankia.com).

AGENDA

1. Approval of the Annual Accounts and Management Report of BANKIA and of its consolidated Group, which were subject to an audit report. Allocation of results. Approval of the corporate management for the year. All of the above in reference to the year closed 31 December 2013.

1.1. Approval of the Annual Accounts and Individual Management Report of Bankia.

1.2. Approval of the Annual Accounts and Consolidated Management Report of the Bankia Group.

1.3. Approval of the corporate management by the Board of the Company in 2013.

1.4. Allocation of results.

2. Approval of the amendment of the following articles of the Company Bylaws: article 6.1 (shareholder rights); article 13.1 (capital increase); article 21.1 (distribution of authority); article 23.2 (call of general meeting); introduction of article 23 ter (right to information); articles 24.1 and 24.2 (right of attendance); article 25.1 and introduction of article 25.6 (proxies and online attendance at general meeting); article 26.2 (place and time of meeting); article 31.1 (manner of adopting resolutions); introduction of article 36 bis (non-delegable responsibilities of the board); article 38.3 (kinds of directors); article 39.1 (term of office); articles 42.3 and 42.4 (adoption of resolutions by board of directors); articles 44.1, 44.6 and introduction of article 44.9 (positions on and committees of board of directors); articles 46.1 and 46.4 (audit and compliance committee); article 47 (appointments committee); introduction of article 47 bis (remuneration committee); introduction of article 47 ter (appointments and remuneration committee); article 49.7 (remuneration of directors); article 51.1 (annual corporate governance report); article 52.1 (website); and introduction of the transitional provision, to introduce certain technical improvements and adapt to the recommendations made by the Committee of Experts on Corporate Governance.

2.1. Shares and capital: article 6 (shareholder rights); article 13 (capital increase).

2.2. General Meeting Rules of Procedure: article 21 (distribution of authority); article 23 (call of general meeting); article 23 ter (right to information); article 24 (right of attendance); article 25 (proxies and online attendance at general meeting); article 26 (place and time of meeting); article 31 (manner of adopting resolutions).

2.3. Rules of procedure and responsibilities of the Board of Directors: article 36 bis (non-delegable responsibilities of the board); article 38 (kinds of directors); article 39 (term of office); article 42 (adoption of resolutions by board of directors); article 49 (remuneration of directors); and transitional provision.

2.4. Board Committees: article 44 (positions on and committees of board of directors); article 46 (audit and compliance committee); article 47 (appointments committee); article 47 bis (remuneration committee); article 47 ter (appointments and remuneration committee).

2.5. Annual corporate governance report and website: article 51 (annual corporate governance report); article 52 (website).

3. Approval of the amendment of the following articles of the General Meeting Regulations: article 2.2 (general meeting of shareholders); article 4.1 (call of the general meeting); article 5.3 (notice of call); articles 6.2 and 6.4 (information available from the call date); article 7.2 and introduction of article 7.6 (right of information prior to the holding of the general meeting); article 9.1 and introduction of article 9.3 (right of attendance); article 18 (information), article 19 (proposals); article 21.3 (voting on proposed resolutions); article 23.1 (adoption of resolutions and declaration of results), in order to make them consistent with the amendments made to the Bylaws to introduce certain technical improvements and adapt to the recommendations made by the Committee of Experts on Corporate Governance.

3.1. Rules of procedure of the General Meeting: article 2 (general meeting of shareholders); article 4 (call of general meeting); and article 5 (notice of call).

3.2. Voting rights of shareholders: article 6 (information available from the call date); article 7 (right of information prior to the holding of the general meeting); article 9 (right of attendance); article 18 (information).

3.3. Conduct of business at the General Meeting: article 19 (proposals); article 21 (voting on proposed resolutions); article 23 (adoption of resolutions and declaration of results).

4. Delegation to the Board of Directors of the authority to increase the share capital by up to a maximum of 50% of the subscribed share capital, by means of one or more increases and at any time within a maximum of five years, by means of cash contributions, with authority, if applicable, to disapply preferential subscription rights, annulling the delegation of authority conferred at the previous General Meeting.

5. Delegation to the Board of Directors of the authority to issue securities convertible into and/or exchangeable for shares of the Company, as well as warrants or other similar securities that may directly or indirectly entitle the holder to subscribe for or acquire shares of the Company, for an aggregate amount of up to five thousand million (5,000,000,000) euros; as well as the authority to increase the share capital in the requisite amount, and the authority, if applicable, to disapply preferential subscription rights.

6. Delegation to the Board of Directors of the authority to issue debentures, bonds and other straight non-convertible fixed-income securities (including, inter alia, asset-backed notes and commercial paper), warrants and instruments, up to a maximum of thirty thousand million (30,000,000,000) euros and promissory notes up to a maximum of fifteen thousand million (15,000,000,000) euros, subject to the limits and to the requirements laid down in the Spanish Corporations Act (Ley de Sociedades de Capital — LSC), for a maximum term of five years as from the time this resolution is adopted.

7. Authorisation enabling the derivative acquisition by the Board of Directors of own shares of the Company subject to the limits and to the requirements established by the Spanish Corporations Act (Ley de Sociedades de Capital — LSC), with express authority to reduce, if applicable, the share capital one or more times in order to retire the own shares acquired. Delegation within the Board of Directors of the authority to execute this resolution.

8. Delegation of authority to the Board of Directors, with authority to subdelegate, for the formal execution, interpretation, correction and implementation of the resolutions adopted at the General Meeting.

9. Submission for consultative vote of the annual report on remuneration of members of the BANKIA Board of Directors.

10. Information on the amendment of the Regulations of the Board of Directors in the following articles: article 4.7 (general supervisory function and other authority); article 8.2 (qualitative composition); articles 9.1, 9.5 and 9.6 (chairman of the board); article 10.1 (chief executive officer); articles 11.1, 11.4 and 11.5 (secretary of the board); articles 13.3 and 13.6 and elimination of article 13.8 (executive committee); articles 14.1 and 14.6 (audit and compliance committee); articles 15.1, 15.2 and 15.7 (appointments committee); introduction of article 15 bis (remuneration committee); introduction of article 15 ter (appointments and remuneration committee); article 18.1 (board meetings); article 22.1 (term of office); article 27.7 (remuneration of directors); article 29.1 and introduction of 29.2 (general obligations of directors); articles 32.1 and 32.4 (conflicts of interest); and introduction of the transitional provision in order to make them consistent with the amendments made to the Bylaws to introduce certain technical improvements and adapt to the recommendations made by the Committee of Experts on Corporate Governance.

PROTECTION OF PERSONAL DATA The data sent to Bankia in order to exercise the rights provided for on the Card shall be processed in order to manage the shareholding relationship, and, where relevant, representation. All the data contained on the Card are necessary and obligatory in order to exercise the rights indicated on it. If not properly completed, Bankia may not permit the exercise of the above-mentioned rights. Shareholders shall be responsible, where relevant, for seeking the consent of their designated representative, so that their data can be processed by Bankia for the indicated purpose. These data may be communicated to the notary attending the General Meeting, as well as to third parties in the exercise of the right to prior information, or be made accessible to the public insofar as they are contained in the documentation available on the web page of the Company or are revealed in the General Meeting, the proceedings of which may be recorded and publicly disseminated on the web page. By attending the General Meeting, attendants give their consent to such recording and dissemination. Likewise, in accordance with Organic Act 15/1999, of 13 December, on the Protection of Personal Data, shareholders and shareholders' representatives are informed that their data will be stored in an automatic file, owned by Bankia. Shareholders or representatives may exercise their right of access, rectification, cancellation and objection at any time by sending a written request to such effect, with proof of their identity, to the email address protecciondedatos@bankia.com or to the postal address Apartado de Correos 61076 Madrid 28080, giving "LOPD-derechos ARCO-Accionistas" as reference.