

Procedure for ensuring the suitability of directors and general managers and similar officers and mechanisms for complying with regulations on incompatibilities

Members of the Board of Directors

As set out in the article 10 of the Board of Directors Regulations of BBVA, directors must meet the requirements of **suitability** established for their position at any time by applicable legislation.

The Board of Directors assesses the requirements of suitability after receiving a report from the Appointments Committee. Moreover, for the purpose of conducting an ongoing assessment of the suitability of its members, the Board of Directors of BBVA has established a procedure for assessing the suitability of its members based on the criteria of good repute, experience and good governance set forth in applicable regulations.

In the performance of their duties, directors are subject to the regime of **limitations and incompatibilities** established under the applicable regulations at any time and in particular, to the provisions of Spanish Act 10/2014, June 26, on the organisation, supervision and solvency of credit institutions. In addition, the article 11 of the Board of Directors Regulations of BBVA establishes other circumstances as regards the limitations and incompatibilities of BBVA's directors.

For more information, see the Board of Directors Regulations of BBVA on the following link:

<http://shareholdersandinvestors.bbva.com/TLBB/tlbb/bbvair/ing/governance/regulations/index.jsp>

Members of the Senior Management and other key positions

BBVA has established an internal procedure for assessing the **suitability** of the members of its Senior Management and the managers of internal control areas and other key positions for the day-to-day carrying out of the Bank's activity (hereinafter "Subject Positions").

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For this purpose, BBVA has set up a specific Committee (“Suitability Committee”) which is in charge of assessing the suitability of Subject Positions, as established under the applicable legislation at any time, both for new appointments and for the purpose of conducting an ongoing assessment of their suitability.

Likewise, in the performance of their duties, Subject Positions are bound by the regime of **limitations and incompatibilities** established under the applicable regulations at any time and must submit a statement to the Suitability Committee indicating that they are not affected by any of the limitations or incompatibilities established in the Spanish Act 10/2014, June 26, on the organisation, supervision and solvency of credit institutions, or in any other applicable regulation.

Based on the available information, the mission of the Suitability Committee is to assess the suitability of Subject Positions in accordance with the criteria established in the internal suitability assessment procedure and in applicable legislation at any time, issuing its decision.