BBVA

"Information of Prudential Relevance"

Basel Accord Pilar III – September 2015



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1.Introduction

1.1 Executive Summary

The quantitative information presented as of the date of this document corresponds to provisional data, subject to approval of the interim consolidated Financial Statements and the statements sent to the Regulator, as the case may be.

1.1 Executive Summary

BBVA ended the **third semester of 2015** with CET 1 capital levels and a total fully-loaded capital ratio of 9.8% and 13.7%, respectively, as well as a leverage ratio (fully-loaded) of 5.7%.

Pursuant to solvency regulation requirements, below is the prudential information as of September 30th, 2015, in accordance with the European Banking Authority's "Guidelines on materiality, proprietary and confidentiality and on disclosure frequency under Articles 432(1), 432(2) and 433 of Regulation (EU) No 575/2013" published in December 2014, adopted by the Banco de España Executive Commission on February 12th, 2015, which specifies the prudential information to be reported within a year.

2. Total Eligible Capital

- 2.1 Breakdown
- 2.2 Variations

2.1. Breakdown

The table below shows the amount of total eligible capital, net of deductions, for the different items making up the capital base as of September 30th, 2015 and December 31st, 2014:



TABLE 1. Total Eligible Capital Breakdown

Description	Eligible Capital Resources	30/09/2015	31/12/2014
Column C	a) Capital and share premium	27,082	27,0°
Minority Interest 6,609 1.8		20,979	18,8
Description 1,031 1,8		(3,969)	(1,27
Ordinary Tier 1 Capital Before Other Regulatory Adjustments 51,732 48,5 g) Additional Value Adjustments (394) (3,744) (1,7,7) h) Deferred Tax Assets (103) (104) <t< td=""><td></td><td>6,609</td><td>1,8</td></t<>		6,609	1,8
f) Additional Value Adjustments (394) (3, 744) (1,7, 744) (1,17, 744) (1,17, 744) (1,17, 744) (1,17, 1		,	1,8
Securitization Security Sec			48,3
Deferred Tax Assets	•	. ,	(34
Expected Losses in Equity (33)	u, u		
Profit or Losses on Liabilities measured at Fair Value			(2
Direct and Indirect Holdings of Own Instruments (579) (58) Securitizations tranches at 1250% (129) (119) Temporary Adjustments CET1 (395) (2,710) Admissible deductions from CET1 (395) (2,710) Total Common Equity Tier 1 Regulatory Adjustments (5,272) (6,410) Common Equity Tier 1 (CET1) (46,460 41,810) O) Equity Instruments and share premium classified as liabilities (4,376 2,710) O) Equity Instruments and share premium classified as liabilities (4,376 2,710) O) Equity Instruments and share premium classified as liabilities (4,270) O) Equity Instruments and Share Premium (5,222) (4,210) O) Equity Instruments of Additional Tier 1 (5,222) (4,210) Otal Regulatory Adjustments of Additional Tier 1 (5,222) (4,210) Additional Tier 1 (AT1) (5,222) (4,210) Tier 1 (Common Equity Tier 1 + Additional Tier 1) (46,460 41,810) O) Equity Instruments and Share Premium (4,460 41,810) O) Equity Instruments and Share Premium (4,460 41,810) O) Equity Instruments insuments included in Consolidated Tier 2 (5,810 5,810 5,810 5,810 5,810 5,810 5,810 5,810 O) Equity Instruments issued by subsidiaries subject to ex-subsidiary stage (15 1,00) O) Equity Instruments insuments in the Instruments included in Consolidated Tier 2 (1,820 10,810) O) Equity Instruments insuments in the Instruments insuments in the Instruments in			(4
1 Securitizations tranches at 1250% (129) (11 m) Temporary Adjustments CET1 (233 (77			•
Temporary Adjustments CET1 233 (77 17 17 11 15 15 15 15			(58
Name			
Total Common Equity Tier 1 Regulatory Adjustments (5,272) (6,44 Common Equity Tier 1 (CET1) 46,460 41,8 46,460			
Common Equity Tier 1 (CET1) 46,460 41,8 o) Equity Instruments and share premium classified as liabilities 4,376 2,7 p) Items Referred in Article 484 (4) of the CRR 846 1,4 Additional Tier 1 before Regulatory Adjustments 5,222 4,2 q) Temporary Adjustments Tier 1 (5,222) (4,2) Total Regulatory Adjustments of Additional Tier 1 (5,222) (4,2) Additional Tier 1 (AT1) - - Tier 1 (Common Equity Tier 1 + Additional Tier 1) 46,460 41,8 r) Equity Instruments and Share Premium 2,031 2,2 s) Amount of the Admissible Items, pursuant to Article 484 528 6 t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 5,810 5,3 ssued by Subsidiaries and held by Third Parties 5 5,810 5,3 -Of which: instruments issued by subsidiaries subject to ex-subsidiary stage 15 1,0 u) Credit Risk Adjustments 3,451 2,7 Tier 2 Begulatory Adjustments 11,820 10,5 Total Capital (Tier 1 + Tier 2) 58,280 52,8 <tr< td=""><td>,</td><td></td><td></td></tr<>	,		
Equity Instruments and share premium classified as liabilities	, , , ,		
P Items Referred in Article 484 (4) of the CRR		46,460	41,8
Additional Tier 1 before Regulatory Adjustments 5,222 4,2 q) Temporary Adjustments Tier 1 (5,222) (4,24) Total Regulatory Adjustments of Additional Tier 1 (5,222) (4,24) Additional Tier 1 (AT1)	, , ,	4,376	2,7
Q) Temporary Adjustments Tier 1 (5,222) (4,21)	p) Items Referred in Article 484 (4) of the CRR	846	1,4
Total Regulatory Adjustments of Additional Tier 1 (5,222) (4,21)	Additional Tier 1 before Regulatory Adjustments	5,222	4,2
Additional Tier 1 (AT1) Tier 1 (Common Equity Tier 1 + Additional Tier 1) Tier 1 (Common Equity Tier 1 + Additional Tier 1) Tier 1 (Common Equity Tier 1 + Additional Tier 1) To Equity Instruments and Share Premium 2,031 2,2 3) Amount of the Admissible Items, pursuant to Article 484 528 6 6 6 6 6 6 6 6 6 7 8 8 8 6 6 6 6 6 7 8 8 8 8 8 8 8 8 8 8 8 8	q) Temporary Adjustments Tier 1	(5,222)	(4,20
Tier 1 (Common Equity Tier 1 + Additional Tier 1) 46,460 41,6 r) Equity Instruments and Share Premium 2,031 2,2 s) Amount of the Admissible Items, pursuant to Article 484 528 6 t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 5,810 5,810 Issued by Subsidiaries and held by Third Parties 15 1,0 -Of which: instruments issued by subsidiaries subject to ex-subsidiary stage 15 1,0 u) Credit Risk Adjustments 3,451 2,7 Tier 2 Begulatory Adjustments 11,820 10,8 Tier 2 Regulatory Adjustments - - Tier 2 Regulatory Adjustments 11,820 10,8 Total Capital (Tier 1 + Tier 2) 58,280 52,8 Total RWA's 397,936 350,8 CET 1 (phase-in) 11,7% 11. CET 1 (fully-loaded) 9,8% 10. Tier 1 (fully-loaded) 10,9% 11. Total Capital (phase-in) 14,6% 15.	Total Regulatory Adjustments of Additional Tier 1	(5,222)	(4,20
r) Equity Instruments and Share Premium 2,031 2,2 s) Amount of the Admissible Items, pursuant to Article 484 528 6 t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 Issued by Subsidiaries and held by Third Parties 5,810 Cof which: instruments issued by subsidiaries subject to ex-subsidiary stage 15 1,00 U Credit Risk Adjustments 3,451 2,7 Tier 2 before Regulatory Adjustments 11,820 10,8 Tier 2 Regulatory Adjustments 11,820 10,9 Total Capital (Tier 1 + Tier 2) 58,280 52,8 Total RWA's 397,936 350,8 CET 1 (phase-in) 11,7% 11. CET 1 (fully-loaded) 9,8% 10. Tier 1 (fully-loaded) 11,9% 11. Tier 1 (fully-loaded) 10,9% 11. Total Capital (phase-in) 14,6% 15.	Additional Tier 1 (AT1)	-	
s) Amount of the Admissible Items, pursuant to Article 484 528 6 t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 5,810 5,3 Issued by Subsidiaries and held by Third Parties 5,810 5,3 Of which: instruments issued by subsidiaries subject to ex-subsidiary stage 15 1,6 U) Credit Risk Adjustments 3,451 2,7 Tier 2 before Regulatory Adjustments 11,820 10,8 Tier 2 Regulatory Adjustments - 11,820 10,8 Total Capital (Tier 1 + Tier 2) 58,280 52,8 52,8 Total RWA's 397,936 350,8 52,8 CET 1 (phase-in) 11,7% 11. CET 1 (fully-loaded) 9,8% 10. Tier 1 (fully-loaded) 11,7% 11. Tier 1 (fully-loaded) 10,9% 11. Total Capital (phase-in) 14,6% 15.	Tier 1 (Common Equity Tier 1 + Additional Tier 1)	46,460	41,8
t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 Issued by Subsidiaries and held by Third Parties 5,810	r) Equity Instruments and Share Premium	2,031	2,2
Ssued by Subsidiaries and held by Third Parties 5,810 5,310 6,310	s) Amount of the Admissible Items, pursuant to Article 484	528	6
u) Credit Risk Adjustments 3,451 2,7 Tier 2 before Regulatory Adjustments 11,820 10,9 Tier 2 Regulatory Adjustments - 11,820 10,9 Total Capital (Tier 1 + Tier 2) 58,280 52,8 52,8 Total RWA's 397,936 350,8 6ET 1 (phase-in) 11,7% 11. CET 1 (fully-loaded) 9,8% 10. Tier 1 (fully-loaded) 11,7% 11. Tier 1 (fully-loaded) 10,9% 11. Total Capital (phase-in) 14,6% 15.	t) Admissible Shareholders' Funds Instruments included in Consolidated Tier 2 Issued by Subsidiaries and held by Third Parties	5,810	5,3
Tier 2 before Regulatory Adjustments 11,820 10,8 Tier 2 Regulatory Adjustments - 11,820 10,8 Total Capital (Tier 1 + Tier 2) 58,280 52,8 52,8 Total RWA's 397,936 350,8 350,8 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	-Of which: instruments issued by subsidiaries subject to ex-subsidiary stage	15	1,0
Tier 2 Regulatory Adjustments - Tier 2 11,820 10,8 Total Capital (Tier 1 + Tier 2) 58,280 52,8 Total RWA's 397,936 350,8 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	u) Credit Risk Adjustments	3,451	2,7
Tier 2 11,820 10,8 Total Capital (Tier 1 + Tier 2) 58,280 52,8 Total RWA's 397,936 350,8 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (fully-loaded) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	Tier 2 before Regulatory Adjustments	11,820	10,9
Total Capital (Tier 1 + Tier 2) 58,280 52,6 Total RWA's 397,936 350,6 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	Tier 2 Regulatory Adjustments		
Total RWA's 397,936 350,8 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	Tier 2	11,820	10,9
Total RWA's 397,936 350,8 CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.	Total Capital (Tier 1 + Tier 2)	58.280	52,8
CET 1 (phase-in) 11.7% 11. CET 1 (fully-loaded) 9.8% 10. Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.			350,8
CET 1 (fully-loaded) 9.8% 10.4 Tier 1 (phase-in) 11.7% 11.5 Tier 1 (fully-loaded) 10.9% 11.5 Total Capital (phase-in) 14.6% 15.5			11.9
Tier 1 (phase-in) 11.7% 11. Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.			
Tier 1 (fully-loaded) 10.9% 11. Total Capital (phase-in) 14.6% 15.			
Total Capital (phase-in) 14.6% 15.			
	Total Capital (fully-loaded)	13.7%	15.1

2.2. Variations

The variations in the CET1 capital ratio are mainly due to two corporate transactions that took place in the last quarter and had a negative cumulative effect of 44 basis points: the 14.89% acquisition of Garanti Bank on July 27th, 2015 and the sale of 29.68% ownership in Citic International Financial Holdings Limited (CIFH).

In addition, other relevant events that have occurred in the first two quarters of this year are the depreciation of equity holding in Venezuela as a result of the application of the new SIMADI system exchange rate, the incorporation of Catalunya Banc and the issue of €1,500 million of Additional Tier I Capital.



3. Capital Requirements

- 3.1 Breakdown
- 3.2 Variations

3.1. Breakdown

The third part of the CRR sets out the capital requirements, in accordance with the new Basel III framework, as well as techniques for calculating the different minimum regulatory capital ratios.

The table below shows the total capital requirements broken down by type of risk as of September 30th, 2015 and December 31st, 2014. The total amount for credit risk includes the securitization positions (standardized and advanced measurement approaches) and the equity positions.



TABLE 2. Capital Requirement Breakdown by Risk Type

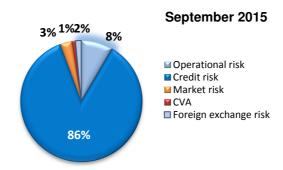
Exposure Categories and Risk Types	Capital Amount Sep 15	Capital Amount Dec 14	RWA's Sep 15 ⁽¹⁾	RWA's Dec 14 ⁽¹⁾
Credit Risk	17,954	14,194	224,419	177,425
Central governments or central banks	2,740	2,388	34,256	29,850
Regional governments or local authorities	251	264	3,136	3,30
Public Sector Entities	127	107	1,582	1,33
Multilateral Development Banks	2	2	26	2
Institutions	635	211	7,933	2,63
Corporations	7,684	5,314	96,051	66,39
Retail	2,881	2,458	36,014	30,72
Secured by mortgages on immovable property	1,584	1,581	19,803	19,76
Exposure at default	382	436	4,777	5,45
High Risk Items	8	12	95	15
Covered Bonds	14	10	172	12
Short-term claims on institutions and corporations	37	34	465	42
Collective investments undertakings (CIU)	4	1	51	1:
Other Exposures	1,605	1,378	20,058	17,22
Securitized Positions	79	85	986	1,06
Securitized Positions	79	85	986	1,06
TOTAL CREDIT RISK BY TE STANDARDIZED APPROACH	18,033	14,279	225,405	178,48
Credit Risk	7,804	7,589	97,557	94,85
Central governments or central banks	26	30	326	370
Institutions	881	994	11,016	12,42
Corporations	4,979	4,880	62,242	60,99
Of which: SME	916	887	11,456	11,08
Of which: Specialized lending	817	842	10,216	10,52
Of which: Other	3,246	3,151	40,571	39,39
Retail	1,918	1,685	23,973	21,05
Of which: Secured by real estate collateral, SME	68	26	846	32
Of which: Secured by real estate collateral, non-SME	991	808	12,392	10,099
Of which: Qualifying revolving retail	580	576	7,250	7,20
Of which: Other retail assets, SME	101	77	1,264	96
Of which: Other retail assets, non-SME	178	198	2,221	2,47
Equity	1,477	1,749	18,464	21,86
By method used:				
Of which: Simple Method	795	787	9,932	9,84
Of which: PD/LGD Method	549	833	6,864	10,41
Of which: Internal Models	133	129	1,668	1,60
By nature:				
Of which: Exchange-traded equity instruments	602	822	7,529	10,28
Of which: Non-traded equity instruments in sufficiently diversified portfolios	875	927	10,935	11,58
Securitized Positions	51	57	637	71:
Securitized Positions Securitized Positions	51	57	637	71:
TOTAL CREDIT RISK BY THE ADVANCED MEASUREMENT APPROACH	9,332	9,395	116,658	117,43
TOTAL CREDIT RISK	27.365	23,674	342.063	295,92
Standarized:	200	234	2,500	2,92
Of which; Price Risk from fixed-income positions	176	202	2,205	2,52
Of which: Price Risk for securitizations	2	2	20	2,52
Of which: The Hisk to secure authors Of which: Correlations price risk	6	6	72	7:
Of which: Price Risk from Equity Portfolios	16	24	203	30
Advanced: Market Risk	789	712	9.860	8.90
TOTAL TRADING-BOOK ACTIVITY RISK	989	946	12,360	11,82
EXCHANGE RATE RISK (STANDARDIZED APPROACH)	482	732	6,025	9,15
RISK DUE TO CVA ADJUSTMENT	322	360	4,031	4,49
OPERATIONAL RISK	2,677	2,252	33,457	29,400
CAPITAL REQUIREMENTS	31,835	28,064	397,936	350,80

⁽¹⁾ Corresponding temporary Risk-Weighted Assets (*phase-in*).

The chart below shows the total risk-weighted assets broken down by type of risk as of September 30^{th} , 2015:



CHART 1. Breakdown of RWA's by Risk Type



The greater weight of credit risk is explained by the composition of BBVA Group's portfolio, which is primarily made up of the loan book.

3.2. Variations

The evolution of RWA's since December 2014 has been affected mainly by the Garanti acquisition and its consequent inclusion in the Financial Statements through global consolidation, the incorporation of Catalunya Banc and the positive increases in lending activity outside Spain.

This growth of RWA's has been offset by the devaluation of the different currencies (specially the Venezuelan bolivar) and the sale of CIFH holdings.



4. Leverage Ratio

- 4.1 Breakdown
- 4.2 Variations

4.1. Breakdown

The BBVA Group's leverage ratio is low due to the type of business focused on retail and commercial banking activities.

The table below shows a breakdown of the items making up the leverage ratio as of September 30th, 2015 and December 31st, 2014:

TABLE 3. Elements Comprising the Leverage Ratio

	Summary table of accounting assets and leverage	30/09/2015	30/09/2015	31/12/2014	31/12/2014
	ratio	Phase-In	Fully Loaded	Phase-In	Fully Loaded
a)	Total assets as per published financial statements	746,477	746,477	631,942	631,942
b)	Adjustment for entities which are consolidated for accounting purposes but are outside the scope of regulatory consolidation	(16,625)	(16,625)	5,629	5,629
c)	Adjustments for derivative financial instruments	(28,124)	(28,124)	(22,688)	(22,688)
d)	Adjustments for securities financing transactions "SFTs"	30	30	(9,539)	(9,539)
e)	Adjustments for off-balance sheet items (ie. Conversion to credit equivalent amounts of off-balance sheet exposures)	69,972 ⁽¹⁾	69,972 ⁽¹⁾	54,402 ⁽¹⁾	54,402 ⁽¹⁾
f)	(Adjustments for intragroup exposures excluded from the leverage ratio exposure measure in accordance with Article 429 (7) de la CRR)	-	-	20,991	20,991
g)	Other Adjustments	(11,521)	(12,668)	(9,656)	(10,668)
	Total Leverage Ratio Exposure	760,028	758,881	671,081	670,069
h)	Tier 1	46,460	43,200	41,832	39,037
	Total Leverage Ratio Exposures	760,028	758,881	671,081	670,069
	Leverage Ratio				
	Leverage Ratio	6.1%	5.7%	6.2%	5.8%

⁽¹⁾ This corresponds to off-balance sheet exposure after application of the conversion factors obtained in accordance with Article 429, paragraph 10 of CRR.

The activities making up the Group's regulatory reporting include the monthly measurement and control of the leverage ratio. The estimates and the development of the leverage ratio are reported on a regular basis to different governing bodies and committees to collateral an adequate control of the entity's leverage levels and ongoing monitoring of the main capital indicators.

4.2. Variations

There has been a decline in the leverage ratio with respect to December 2014 fundamentally due to an increase in assets from the incorporation of Catalunya Banc and, especially due to the effects from the Garanti Bank operation, consolidating by the full integration method. Both effects have been partly offset by the increase in Tier 1.



Glossary

Acronym	Description
RWAs	Risk-Weighted Assets.
BBVA	Banco Bilbao Vizcaya Argentaria.
Basel III	Set of proposals to reform banking regulation, published December 16 th , 2010 and with a phase implementation period ending in 2019.
CVA (Credit Valuation Adjustment)	For the purpose of this Title and Title II, Chapter 6, "credit valuation adjustment" or "CVA" means a valuation adjustment at average market prices of the portfolio of transactions with a counterparty. This adjustment will reflect the current market value of the counterparty's credit risk with respect to the bank, but will not reflect the current market value of the bank's credit risk with respect to the counterparty.
LGD (Loss Given Default)	Loss in the event of default: the ratio between the losses in an exposure due to default by the counterparty and the outstanding amount at the time of default.
PD (Probability of Default)	Probability of default of a counterparty during a one-year period.
PD-TTC (Through the Cycle)	Probability of default over the course of the cycle.
TIER I (CET 1)	First-tier capital (basic capital).
TIER II (CET 2)	Second-tier capital (second-class capital).