



Banco Bilbao Vizcaya Argentaria, S.A. ("**BBVA**"), in compliance with the Securities Market legislation, hereby communicates the following:

RELEVANT EVENT

BBVA, pursuant to section 4.6.3.c).2 of the securities note regarding the issue of subordinated mandatory convertible bonds – December 2011 issued by BBVA (the "**Convertible Bonds**"), filed with the official records of the Spanish National Securities Exchange Commission (CNMV) on November 25, 2011 (the "**Securities Note**"), hereby reports that on June 30, 2013 (the maturity date), BBVA will proceed to the mandatory total conversion of the Convertible Bonds outstanding on such date.

The Conversion Ratio will be equal to the quotient between the nominal value of the Convertible Bonds (ie, €50) and the Conversion Price, that will be the arithmetic mean of the closing prices of the BBVA share on the SIBE exchange interconnection system corresponding to the five trading days prior to June 30, 2013, pursuant to section 4.6.3.b).(ii) of the Securities Note.

Thus, the number of shares corresponding to each Convertible Bond holder as a consequence of the mandatory total conversion will be the number resulting from multiplying the Conversion Ratio by the number of Convertible Bonds held. Should this operation result in fractions, the number will be rounded down to the nearest whole number of shares and BBVA will pay the fractions in cash on the same date on which the shares are filed in Iberclear under the investor's name.

Madrid, June 21, 2013