

## **FREQUENTLY ASKED QUESTIONS ABOUT THE 2020 GENERAL MEETING OF SHAREHOLDERS**

### **I. NOTICE OF MEETING, PLACE AND ATTENDANCE**

#### **1 On what date and at what time and where will the forthcoming General Meeting be held?**

The Annual General Meeting will be held in Bilbao, at Palacio Euskalduna, Avenida Abandoibarra number 4, on 13th March 2020, at 12:00 p.m. at first summons or on 14th March 2020 at second summons at the same time and in the same place.

The General Meeting will foreseeably be held at first summons on 13th March 2020 at the time and place indicated, unless shareholders are otherwise notified through the daily press and the Bank's corporate website ([www.bbva.com](http://www.bbva.com)).

#### **2 How can BBVA shareholders contact the Bank?**

Shareholders can contact the Shareholders Helpline by calling +34.912.249.821, between 8:00 a.m. and 10:00 p.m., from Monday to Friday. Alternatively, shareholders may send an e-mail to: [accionistas@bbva.com](mailto:accionistas@bbva.com), or write to:

BBVA Shareholders Helpdesk (Oficina de Atención al Accionista):

Calle Azul, number 4 – 28050 Madrid  
From 9:00 a.m. to 6:00 p.m., Monday through Friday

BBVA Registered Office:

Plaza de San Nicolás, number 4 – 48005 Bilbao  
From 9:00 a.m. to 2:00 p.m., Monday through Friday

To exercise the right to information prior to the holding of the General Meeting as envisaged in Articles 197 and 520 of the Corporate Enterprises Act, see question number 39.

To exercise the right to complete the agenda and to submit new proposed resolutions as provided in Article 519 of the Corporate Enterprises Act, see questions numbers 15 to 18.

#### **3 At what time will shareholders be allowed into the building where the General Meeting will be held?**

Access to the building where the General Meeting is to be held will begin at 11:00 a.m. of the day of the meeting, this is, one hour before it starts.

#### **4 Who may personally attend the General Meeting?**

Holders of 500 or more shares who have registered them in the respective accounting registry at least five days prior to the day on which the meeting is scheduled may attend the

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meeting, pursuant to the Securities Exchange Act and other applicable provisions, provided they remain in possession of at least such number of shares until the meeting is held. As the General Meeting will foreseeably be held on first summons, the deadline by which shareholders must have registered their shares in their name will be no later than March 8<sup>th</sup>, 2020 in order to participate in and vote at the Meeting.

Holders of fewer than 500 shares may group together to reach or exceed the required number, and shall name a representative. To do this, shareholders must request the corresponding group card, available at any BBVA branch in Spain.

## **5 What must shareholders do to attend the General Meeting?**

Each shareholder must own at least 500 shares. At the entrance to the building where the General Meeting is to be held, staff will want to see the Attendance Card and the national identity card or any other official document generally accepted for these purposes as proof of identity.

If you are representing a legal entity that holds BBVA shares, you should also bring the original and a photocopy of the proving proxy.

## **6 If various shareholders' names appear on the Attendance Card, does that mean they can all attend?**

If several joint shareholders appear in the Attendance Card, only one may attend the General Meeting. Pursuant to article 126 of the Corporate Enterprises Act, it is understood that the member of the group that carries out an action (proxy, voting or attendance in person) has been appointed by the other shareholders in that group to exercise their shareholder rights.

## **7 What does a non-shareholder representative need to do to attend the General Meeting?**

At the entrance to the place where the General Meeting will be held, staff will request the Proxy document (Proxy Card or a printout of the e-proxy from the Bank's corporate website ([www.bbva.com](http://www.bbva.com))), which must be duly signed by the represented shareholder. Staff will also ask for the national identity card or any other official document generally accepted for these purposes as proof of identity.

BBVA will then inform the representative regarding the treatment on personal data in connection with the development of the General Meeting, pursuant to the regulations on personal data protection.

Should a person attend the meeting in representation of a legal entity, the representative must also bring the original and a photocopy proving the proxy.

## **8 Can a shareholder be represented by more than one representative?**

A single shareholder may not be represented at the meeting by more than one representative.

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Notwithstanding the above, intermediary entities that appear as registered shareholders under accounting record of the shares but who act on behalf of several persons, may in any case split the vote and exercise it heterogeneously following different voting instructions, if that is how they were received. Additionally, they may delegate the vote to each of the indirect holders or third parties designated by them, without being able to limit the number of delegations granted.

#### **9 Can a representative hold the representation of more than one shareholder?**

The representative may represent more than one shareholder without limitation as to the number of shareholders represented. When a proxy represents several shareholders, he may cast different votes according to the instructions given by each shareholder.

#### **10 Will shareholders receive a gift for attending the General Meeting? Where can they pick up the gift?**

As in other occasions, shareholders entitled to attend the General Meeting may pick up a gift at the branch office indicated in the Attendance Card, prior to March 12<sup>th</sup>, 2020.

The collection of the gift is not linked to the attendance or remote participation of the shareholder in the General Meeting.

#### **11 Is there going to be an attendance premium for shareholders attending the General Meeting?**

It is not foreseen that this General Meeting will pay any attendance premium to shareholders who attend it.

#### **12 If I have not received the Attendance Card, where can I request it?**

To ease shareholders' participation in the General Meeting, BBVA sends the Attendance Card to all shareholders owning at least 500 shares.

If shareholders have not received the Attendance Card and are entitled to attend, they may request a duplicate at any BBVA branch office in Spain. They may also request a duplicate Attendance Card at the building where the General Meeting is held, as of one hour prior to the time it is scheduled to start. Shareholders will be asked to present their national identity card or any other official document generally accepted for these purposes as proof of identity.

#### **13 How can I request changes in the personal information shown on the Card?**

If the personal information shown on the Attendance Card is not correct, you may request rectification at any BBVA branch office in Spain, by writing to the Shareholders Helpdesk (Oficina de Atención al Accionista) (please see question 2) or sending an email to [accionistas@bbva.com](mailto:accionistas@bbva.com), accompanying the request with a copy of the national identity card.

#### **14 What quorum is required for the General Meeting to be validly constituted?**

Given the nature of the matters on the Agenda, and pursuant to article 193 of the Corporate Enterprises Act, the shareholders present and represented at first summons must own at

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least twenty-five percent of the subscribed capital with voting rights. On second summons, there is no minimum percentage required for the General Meeting to be validly constituted.

**15 Can a shareholder request one or more items to be included in the Agenda before the General Meeting is held?**

Pursuant to the Corporate Enterprises Act, shareholders representing at least three per cent of the share capital may request the publication of a supplement to the Notice of Meeting, including one or more items in the Agenda.

**16 How can one requisition a supplement to the Agenda? Is there a time limit?**

The right to do this may be enforced by duly attested notification to the Bank registered office, at Plaza San de Nicolás 4, 48005 Bilbao, within five days after the Notice of Meeting is published. The requisition must be accompanied by substantiation of the grounds for the supplement or, as the case may be, a duly substantiated proposed resolution.

**17 Can a shareholder propose alternatives on matters included in the General Meeting Agenda?**

Pursuant to the Corporate Enterprises Act, shareholders representing at least three per cent of the share capital may present substantiated proposals for resolutions on matters already included or that should be included in the Agenda.

**18 How can I exercise my right to present proposals for resolutions on matters included in the Agenda? Is there any time limit for this?**

The right to do this may be enforced by duly attested notification to the Bank registered office at Plaza de San Nicolás 4, 48005, Bilbao, within five days after the Notice of Meeting is published.

**19 How many voting rights does a shareholder present or represented in the General Meeting have?**

The share capital of Banco Bilbao Vizcaya Argentaria, S.A. is represented by a total of 6,667,886,580 shares (6,667,886,580 voting rights).

Each share present or represented in the General Meeting confers one voting right.

**20 The number of shares shown on the Card does not coincide with the number of shares I own.**

The Attendance and Proxy Cards are issued with the data recorded in the registries on the date of their issuance. If you have recently bought or sold shares on days close to the issue date, those shares may not appear in the Cards. However, shareholders will have the voting rights corresponding to the shares that they own five days prior to the day on which the General Meeting is scheduled, provided that their ownership is recorded in the corresponding accounting registry, and that such ownership remains until the day on which the General

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Meeting is held. As the General Meeting will foreseeably be held on first summons, for the effects of article 517 of the Corporate Enterprises Act, the deadline by which shareholders must have registered their shares in their name will be March 8<sup>th</sup>, 2020.

For any further clarification about the number of shares shown on the Card, please contact the Shareholders Helpdesk (Oficina de Atención al Accionista).

## **21 How can I obtain information on the proposed resolutions filed by the Board of Directors for this General Meeting?**

As of the date on which the Notice of Meeting is published, until the General Meeting is held, shareholders may find all the documents relating to the proposed resolutions shown on the Agenda at the Bank registered office, at Plaza de San Nicolás 4, 48005 Bilbao. These documents can also be consulted in the section "2020 Annual General Meeting" on the Bank's corporate's website ([www.bbva.com](http://www.bbva.com)) following the instructions therein.

Shareholders may also request the legal documents relating to the General Meeting to be delivered or sent to them immediately and free of charge by sending an e-mail to [accionistas@bbva.com](mailto:accionistas@bbva.com) or via the Shareholders Helpline at +34.912.249.821, between 8:00 a.m. and 10:00 p.m., Monday through Friday.

## **II. PARTICIPATION IN THE GENERAL MEETING USING REMOTE COMMUNICATION MEDIA – WRITTEN AND ELECTRONIC**

### **22 What mechanisms does the shareholder with attendance rights have to remote participation in the General Meeting?**

Shareholders with 500 or more shares will, upon publication of the Notice of Meeting, receive at their addresses the Attendance/Remote Voting Card and Proxy (*Tarjeta de Asistencia/Voto a Distancia and Tarjeta de Delegación*), together with the Agenda, a letter from the Secretary of the Board and a pre-paid envelope. Once the card has been completed and signed, it may be presented at any BBVA office in Spain or branch or sent by post using the pre-paid envelope (please see question 26).

The Bank has set up the following mechanisms for remote participation for shareholders entitled to attend the General Meeting:

- a. **Remote voting prior to the General Meeting:** Shareholders can vote by presenting their duly signed Attendance/Remote Voting Card (*Tarjeta de Asistencia/Voto a Distancia*) at any BBVA branch office in Spain or by posting it using the pre-paid envelope sent to their addresses (please see question 26).

They can also vote electronically via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the mobile banking application BBVA Spain (hereinafter, the BBVA Spain app), which is available free of charge from the Play Store and App Store, in each case, following the applicable instructions for exercising of each of these rights (please see question 24).

- b. **Proxy:** Shareholders can appoint a representative to attend the General Meeting on their behalf by using the proxy form shown on the Proxy Card (*Tarjeta de Delegación*). This Card must be duly signed by the shareholder and sent to the representative, who must present it on the day of the General Meeting to the staff responsible for shareholder registration, as of one hour before the Meeting begins.

Shareholders can also confer proxy on the Chairman of the General Meeting by presenting the duly signed Proxy Card at any BBVA branch office in Spain or by posting it using the pre-paid envelope that will be sent to their addresses together with the Attendance Card (please see question 26). In accordance with the text shown on the Proxy Card, where the name of the representative is not shown on the Card, the proxy is understood to be conferred on the Chairman of the General Meeting.

The conferral of proxy can also be done electronically, via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app, which is available free of charge from the Play Store and App Store, in each case, following the applicable instructions for exercising of each of these rights.

### 23 What mechanisms do shareholders have to take part in the General Meeting where they do not have attendance rights?

The Bank has set up the following mechanisms to allow shareholders with less than 500 shares, who do not have the right to attend, to take part in the General Meeting:

- a. **Remote voting prior to the General Meeting:** To vote remotely, shareholders must obtain a Remote Voting Card from any BBVA branch office in Spain or from the Shareholders Helpdesk (Oficina de Atención al Accionista). Once signed, this Card must be presented at any BBVA branch office in Spain or sent by registered post with return receipt to the Shareholders Helpdesk.

They can also vote electronically through the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app, which is available free of charge from the Play Store and App Store, in each case, following the applicable instructions for exercising of each of these rights (please see question 24).

- b. **Shareholders groups:** Shareholder without attendance rights can pool their shares with other shareholders so that together they reach the minimum number of shares needed to attend, and confer proxy. For this, the corresponding Group Card must be requested from any BBVA branch office in Spain.

Where proxy is conferred on the Chairman of the General Meeting, the Card must be completed, signed and presented at the BBVA branch or posted to the Shareholders Helpdesk (Oficina de Atención al Accionista). If another representative is appointed, the Card must be sent to the representative so that, on the day of the General Meeting, they can provide proof of identity



to the staff in charge of shareholder registration, as of one hour before the Meeting begins.

They can also form a Group electronically through the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app, which is available free of charge from the Play Store and App Store, in each case, following the applicable instructions for exercising of each of these rights.

## **24 What is needed for electronic voting and proxy?**

For electronic voting and proxy, shareholders must obtain a passcode.

- a. Shareholders who use BBVA electronic banking (shareholders who have a Multichannel Contract with the Bank) may vote or delegate proxies electronically using the passcode they use to access the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app. passcode
- b. Shareholders who do not use electronic banking and shareholders who are legal entities must obtain a valid passcode via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) to access the computer applications that are available for the 2020 Annual General Meeting on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) To do this, shareholders must follow the instructions in the 2020 Annual General Meeting/Electronic Vote and Proxy page of the Bank's corporate website ([www.bbva.com](http://www.bbva.com)).

Proof of identity in order to obtain the password may be provided through: **the accreditation process designed for non-users of the electronic banking website ([www.bbva.es](http://www.bbva.es))** and legal entities, who must complete the form set up for this purpose, which will generate a document called "Conditions to Access and Use the Web Services «Electronic Voting and Proxy» and «On-line Shareholders Forum» for the BBVA General Meeting". This document must be printed off, signed and presented at any BBVA branch office in Spain where their chosen password will be activated.

Once the password has been obtained and activated, the shareholder may vote or confer proxy by following the instructions that appear on the Company website ([www.bbva.com](http://www.bbva.com)).

## **25 In case various shareholders appear on the Attendance Card, who can vote or confer proxy electronically?**

Any of the joint shareholders that appear on the Attendance Card can vote or confer proxy on-line by following the procedure outlined in the answer to the previous question.

Pursuant to article 126 of the Corporate Enterprises Act, it is understood that the member of the group that carried out an action (proxy, voting or attendance in person) has been appointed by the other shareholders in that group to exercise their shareholder rights.

## **26 What is the Bank's deadline for receiving the electronic votes and proxies?**

To allow time for the votes to be processed, in accordance with the General Meeting Regulations, these must be received by the Bank at least 24 hours before the date on which the General Meeting is scheduled at first summons. Votes received after this deadline will not be counted.

Electronic voting and proxy is permitted until 12:00 hours of the day before the General Meeting is scheduled at first summons.

After the deadlines indicated for receiving remote voting and proxy, only proxies conferred on paper and duly signed by the shareholder represented will be accepted. The representative must present this written proxy to the staff in charge of shareholder registration on the day of the General Meeting, as of one hour before the Meeting begins.

## **27 Can proxy be revoked?**

Shareholders may revoke their proxy at any time.

If the proxy has been conferred using the Proxy Form, shareholders must go to any BBVA branch office in Spain, where they will be provided with a form of revocation to be signed. After this, they can confer another proxy if they so wish.

If the proxy was conferred electronically over the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app, the revocation must be done over the same medium. After this, they can confer another proxy if they so wish.

## **28 Who can vote/confer proxy for an under-age shareholder?**

Either parent or, as applicable, the legal custodian of the minor must vote or confer proxy in person or by written or electronic means via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the most up-to-date version of the BBVA Spain app. They will be required to prove that they are the minor's legal representatives.

## **29 How much does the Electronic Voting and Proxy service cost?**

The electronic voting and proxy service is free of charge. It aims at encouraging shareholders to take part in the General Meeting.

## **30 If I am not a resident in Spain, can I vote or confer proxy electronically?**

Shareholders that are not residents in Spain can vote or confer proxy on-line via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) by following the instructions that appear for this purpose in section "2020 Annual General Meeting" on this website.



### **31 How do I obtain my passcode if I am a non-resident shareholder?**

In order to be able to vote or confer proxy on-line, non-resident shareholders, whether individuals or legal entities, must complete and send the passcode application via the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), providing a contact e-mail address so that the Bank, once the shareholder's identity has been proven, can provide them with a specific passcode that will give access to the voting and electronic proxy forms for non-resident shareholders.

### **32 What happens if my access passcode for Electronic Voting and Proxy is blocked?**

Shareholders who use BBVA electronic banking that have their access passcode to the Bank's electronic banking website ([www.bbva.es](http://www.bbva.es)) blocked or the BBVA Spain app, or have forgotten or lost their passcode, can recover their passcode by accessing the section "have you forgotten your passcode?" on [www.bbva.es](http://www.bbva.es) or by accessing the section "have you forgotten your passcode" on the BBVA Spain app, following the instructions on each of these channels.

Shareholders who do not use electronic banking and shareholders who are legal entities whose passcode has been blocked after three attempts to access the web using an incorrect passcode can recover their the passcode by accessing "have you forgotten your passcode?" in the section "2020 General Meeting/Electronic Voting and Proxy on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) and request a new passcode following the instructions indicated therein.

### **33 How are remote votes submitted prior to the General Meeting counted?**

Shareholders voting remotely will be counted as in attendance for the purposes of constituting the quorum for the General Meeting.

### **34 Can I change my remote vote once it has been issued?**

To change the remote vote you issued using the Card or electronically, you must request a duplicate Card from any BBVA branch office in Spain that, once completed and signed, must be returned to the branch by the established deadline.

### **35 What is the order of precedence for the different forms of participation in the General Meeting?**

1. Attendance in person to the General Meeting by the shareholder who previously voted or conferred proxy will leave such vote or proxy null and void.
2. The vote submitted using the Remote Voting Card will prevail over the electronic vote.
3. The vote submitted using the Remote Voting Card or electronically, prior to the General Meeting, will prevail over any prior or subsequent proxy.
4. The proxy submitted using the Proxy Card will prevail over the electronic proxy, regardless of their respective dates.

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**36 What do “proposals not envisaged in the AGM Agenda” refer to on the Attendance Card?**

These are proposed resolutions that according to law can be put to the General Meeting by shareholders or their representatives attending the Meeting, with the aim of submitting them to vote during the Meeting.

**37 Is a representative able to validly vote on proposals not included in the Agenda attached to the Notice of Meeting?**

The proxy can also include those items that, although not included in the Agenda attached to the Notice of Meeting, may be dealt with in the General Meeting, as this is permitted by law.

The Proxy Card allows the representative to also vote on behalf of the shareholder regarding those proposals not included in the Agenda.

The Remote Voting Card includes a section that allows the vote to be conferred by proxy regarding proposals not included in the Agenda. For this, the proxy instructions contained in this form will apply.

Both Cards contain information regarding conflicts of interest that may arise for the Chairman of the General Meeting and for the rest of Directors.

**III. RIGHT TO INFORMATION**

**38 Where can I find all the documents and the legal information relating to the next General Meeting?**

It is available to shareholders on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) and at the registered office.

Shareholders may also request the legal documents relating to the General Meeting to be delivered or sent to them immediately and free of charge by sending an e-mail to [accionistas@bbva.com](mailto:accionistas@bbva.com) or via the Shareholders Helpline at +34.912.249.821, between 8:00 a.m. and 10:00 p.m., Monday through Friday.

**39 How can shareholders enforce their right to information before the General Meeting is held?**

BBVA has established a mailbox specifically for providing the information to which its shareholders are entitled. Shareholders can access it under the section "Right to Information" on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) section "2020 Annual General Meeting", where you can request information, clarification or ask questions about the matters on the Agenda.

In this same section of the Bank's corporate website ([www.bbva.com](http://www.bbva.com)), shareholders may request any clarification they wish regarding the publicly accessible information that BBVA

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has facilitated to CNMV (Spain's National Securities Market Commission) since the last General Meeting and the auditor's report.

Alternatively, shareholders may also write to the following postal address:

BBVA  
Shareholders Helpdesk (Oficina de Atención al Accionista)  
Calle Azul, number 4  
28050 Madrid

You may enforce your right to information until the fifth day before the date on which the General Meeting is scheduled to be held, or request the floor to ask your question during the Meeting itself.

#### **IV. ORGANISATION OF THE GENERAL MEETING: SPEAKERS AND APPROVAL OF RESOLUTIONS**

##### **40 What do I have to do to be able to take the floor at the General Meeting?**

Pursuant to the General Meeting Regulations, shareholders or their representatives wishing to take the floor during the Meeting, must request this when the General Meeting Panel so indicates. Once the floor is opened to the public, no further requests will be accepted. Shareholders must go to the Shareholders Helpdesk (Oficina de Atención al Accionista), located in the room where the General Meeting is being held.

The order of intervention will be established by the General Meeting Panel, which may also determine the time allocated to each speaker.

Should any shareholder wish the content of their speech to be recorded to the minutes of the General Meeting, they must deliver it in writing and signed to the Notary Public before the General Meeting, so that the Notary Public can follow the speech and duly record it to the minutes.

Each shareholder shall have one speaking turn regardless of the number of shares held or represented to be determined by the General Meeting Panel in accordance with the needs and organization of the General Meeting. This same rule may apply to the non-shareholder representative.

##### **41 How can I enforce my right to information during the General Meeting?**

Whilst the public has the floor, any shareholder may verbally request the information they deem necessary regarding the matters on the Agenda, or about the publicly available information that the Bank has filed with the CNMV (Spain's National Securities Market Commission) since the previous General Meeting was held, or about the auditor's report.

Should it not be possible to comply with the shareholders' right to information during the General Meeting, the directors will provide written information to the interested shareholder within seven days following the end of the Meeting.

The above notwithstanding, directors are not obliged to answer specific questions from shareholders in the cases established by law.

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**42 How are the resolutions approved by the General Meeting and the outcome of its ballots made public?**

The Bank publishes the resolutions adopted on its website, along with the outcome of the ballots, in the section "2020 Annual General Meeting".

**43 If I attend the General Meeting, when do I vote?**

Once the floor has been closed to the public, the General Meeting Panel will indicate the moment when voting will begin on the proposed resolutions on Agenda items, and on any other proposal that, while not appearing on the Agenda, is put to vote.

**44 How are the General Meeting minutes approved?**

The Board of Directors has resolved to require the presence of a Notary Public to record the minutes of the General Meeting. The notarial deed, pursuant to the Corporate Enterprises Act, will not be submitted to approval procedures, as it is considered to reflect the minutes of the General Meeting proceedings.

**V. ON-LINE SHAREHOLDERS FORUM:**

**45 What is the On-line Shareholders Forum?**

The On-line Shareholders Forum is a mechanism to facilitate communication amongst BBVA shareholders prior to the General Meeting.

The Forum does not constitute a communication channel between BBVA and its shareholders.

**46 What is the Forum for?**

Shareholders and voluntary associations of shareholders who have registered as Forum users following the instructions in the On-line Shareholders Forum section on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) may send and post communications, provided that these are:

- Proposals intended to be presented as a supplement to the Meeting Agenda published in the call to the General Meeting.
- Requests to second such proposals.
- Initiatives to reach the threshold percentage for minority rights established by law.
- Offers or requests for voluntary proxy.

Pursuant to article 519.1 of the Corporate Enterprises Act, the request for publication of a supplement to the Notice of Meeting, to include one or more items in its Agenda, must be submitted by shareholders representing at least three per cent of the Bank's share capital, by

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duly attested notification to the Bank registered office, within five days after the Notice of Meeting is published.

#### **47 Who can access and use the Forum?**

Access and use of the Forum is reserved exclusively to individual BBVA shareholders and voluntary associations of shareholders validly constituted and registered in the Commercial Registry of Vizcaya and, for the mere purpose of publicity in a special registry established for such purpose by the CNMV (Spain's National Securities Market Commission) pursuant to article 539.4 of the Corporate Enterprises Act.

Access and use of the Forum by registered users will be conditional on their continuing to be BBVA shareholders or a voluntary association of shareholders.

#### **48 How can I obtain a passcode to log into the Forum?**

Shareholders who use BBVA electronic banking (shareholders who have a Multichannel Contract with the Bank) may register in the Forum using the same passcode they use to access the electronic banking website ([www.bbva.es](http://www.bbva.es)) or the BBVA Spain app.

Shareholders who do not use electronic banking and shareholders who are legal entities must obtain a passcode, valid to access to the computer applications that are available for the 2020 Annual General Meeting on the corporate website ([www.bbva.com](http://www.bbva.com)) following the instructions provided under section "On-line Shareholders Forum" in "2020 Annual General Meeting" of the Bank's corporate website ([www.bbva.com](http://www.bbva.com)). Proof of identity in order to obtain the passcode may be provided through **the accreditation process designed for shareholders who do not use electronic banking and shareholders who are legal entities**, who must complete the form set up for the purpose, which will generate a document called "Conditions to Access and Use the Web Services «Electronic Voting and Proxy» and «On-line Shareholders Forum» for the BBVA General Meeting". This document must be printed off, signed and presented at any BBVA branch office in Spain where their chosen passcode will be activated.

Once the passcode has been obtained and activated, the shareholder may vote or confer proxy by following the instructions that appear on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)).

#### **49 When can I access the Forum?**

The Forum is set up on the Bank's corporate website ([www.bbva.com](http://www.bbva.com)) prior to the General Meeting allowing shareholders and voluntary associations of shareholders, duly legitimised in accordance with Article 539.4 of the Corporate Enterprises Act, to access it and use it until the General Meeting is held.

#### **50 If I already have a passcode for the Electronic Voting and Proxy as a shareholder who do not use electronic banking, must I request another passcode to register as a Forum user?**

The passcode requested by shareholders who do not use electronic banking to use the "Electronic Voting and Proxy" application or participate as a user in the "On-line Shareholders

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Forum" once activated, will be valid to access all the applications available for the 2020 General Meeting over the Bank's corporate website ([www.bbva.com](http://www.bbva.com)). Shareholders do not have to request different passcodes for each such application.

#### **51 How can I change my contact data on the Forum?**

You can change your telephone number and e-mail address via the "Amend my Data" link.

#### **52 What happens if I forget my Forum passcode or it is blocked?**

You must recover your passcode, following the procedure established in question 32 of this document.

#### **53 What duties does BBVA have with regard to the Forum?**

BBVA, as the Forum Administrator, will ensure, to the extent possible, that the communications published on it are in compliance with the law, with the Operating Standards and with the tenets of good faith. It reserves the right to refuse access to the Forum and to withdraw any communication that fails to comply with these conditions.

It may also withdraw communications made by shareholders that cease to be shareholders before the General Meeting is held, as well as the communications related or linked to them.

#### **54 How can I delete publication on the Forum?**

Forum users who have published a proposal, an initiative or a comment and subsequently wish to delete it, must request this via the contact mailbox contained in the Forum.

Likewise, comments posted by other Forum users to their Proposal or Initiative will automatically disappear once it is deleted.

#### **55 What is the Forum "Contact Mailbox" for?**

Forum users who have suggestions or proposals for improving the Forum, who require technical assistance, or wish to challenge any content that they feel is not compliant with the Operating Standards, or enforce any of the rights recognised in the personal data protection regulations, or delete any publication that they have published, may use this contact link contained in the Forum.