



Caixa Terrassa Societat de Participacions Preferents, S.A.U.

Annual Accounts
31 December 2019

Directors' Report
2019

(With Independent Auditor's Report Thereon)

(Free translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)



KPMG Auditores, S.L.
Paseo de la Castellana, 259 C
28046 Madrid

Independent Auditor's Report on the Annual Accounts

(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

To the Sole Shareholder of Caixa Terrassa Societat de Participacions Preferents, S.A.U.

Opinion

We have audited the annual accounts of Caixa Terrassa Societat de Participacions Preferents, S.A.U. (hereinafter the "Company"), which comprise the balance sheet at 31 December 2019, and the income statement, statement of changes in equity and statement of cash flows for the year then ended, and notes.

In our opinion, the accompanying annual accounts give a true and fair view, in all material respects, of the equity and financial position of the Company at 31 December 2019, and of its financial performance and its cash flows for the year then ended in accordance with the applicable financial reporting framework (specified in note 2 to the accompanying annual accounts) and, in particular, with the accounting principles and criteria set forth therein.

Basis for Opinion

We conducted our audit in accordance with prevailing legislation regulating the audit of accounts in Spain. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Annual Accounts* section of our report.

We are independent of the Company in accordance with the ethical requirements, including those regarding independence, that are relevant to our audit of the annual accounts in Spain pursuant to the legislation regulating the audit of accounts. We have not provided any non-audit services, nor have any situations or circumstances arisen which, under the aforementioned regulations, have affected the required independence such that this has been compromised.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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Most Relevant Aspects of the Audit_____

The most relevant aspects of the audit are those that, in our professional judgement, have been considered as the most significant risks of material misstatement in the audit of the annual accounts of the current period. These risks were addressed in the context of our audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these risks.

Related party balances and transactions (see note 13 to the annual accounts)

The Company performs its activity as issuer of preference shares within the Banco Bilbao Vizcaya Argentaria Group (hereinafter, "BBVA Group"), and management thereof is carried out by personnel of this Group. At 31 December 2019 all of the Company's assets reflect balances held with other BBVA Group companies. Furthermore, all revenues obtained by the Company are from transactions carried out with these companies.

The nature of related party relationships and transactions can, in some circumstances, give rise to a greater risk of material misstatement in the annual accounts than in the case of transactions with unrelated parties, insofar as the determination of prices applied to such transactions requires a high level of judgement by the Company's Directors. Accordingly, due to their large volume, this has been considered a relevant aspect of the audit.

Our audit procedures included assessing the valuation and documentation of related party transactions, as well as confirming the balances, procuring contracts, inspecting collections carried out through a bank current account, etc. Moreover, we verified that documentation of the related party transactions is not mandatory, as they are carried out with companies that form part of the same tax group.

We also assessed whether the information disclosed in the annual accounts meets the requirements of the financial reporting framework applicable to the Company.

Other Information: Directors' Report_____

Other information solely comprises the 2019 directors' report, the preparation of which is the responsibility of the Company's Directors and which does not form an integral part of the annual accounts.

Our audit opinion on the annual accounts does not encompass the directors' report. Our responsibility for the directors' report, in accordance with the requirements of prevailing legislation regulating the audit of accounts, consists of assessing and reporting on the consistency of the directors' report with the annual accounts, based on knowledge of the Company obtained during the audit of the aforementioned accounts and without including any information other than that obtained as evidence during the audit. It is also our responsibility to assess and report on whether the content and presentation of the directors' report are in accordance with applicable legislation. If, based on the work we have performed, we conclude that there are material misstatements, we are required to report them.



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Based on the work carried out, as described in the preceding paragraph, the information contained in the directors' report is consistent with that disclosed in the annual accounts for 2019 and the content and presentation of the report are in accordance with applicable legislation.

Directors' Responsibility for the Annual Accounts

The Company's Directors are responsible for the preparation of the accompanying annual accounts in such a way that they give a true and fair view of the equity, financial position and financial performance of the Company in accordance with the financial reporting framework applicable to the Company in Spain, and for such internal control as they determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Company's Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Company's Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Annual Accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with prevailing legislation regulating the audit of accounts in Spain will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence economic decisions of users taken on the basis of these annual accounts.

As part of an audit in accordance with prevailing legislation regulating the audit of accounts in Spain, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.



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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Company's Directors.
- Conclude on the appropriateness of the Company's Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves a true and fair view.

We communicate with the Directors of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

From the significant risks communicated to the Directors of Caixa Terrassa Societat de Participacions Preferents, S.A.U., we determine those that were of most significance in the audit of the annual accounts of the current period and which are therefore the most significant risks.

We describe these risks in our auditor's report unless law or regulation precludes public disclosure about the matter.

**CAIXA TERRASSA SOCIETAT DE
PARTICIPACIONS PREFERENTS, S.A.U.**

Financial Statements and Management Report for
the year ended December 31, 2019

Translation of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Caixa Terrassa Societat de Participacions Preferents, S.A.U. (Sole-Shareholder Company)

BALANCE SHEETS AS OF DECEMBER 31, 2019 AND 2018 (Notes 1 to 4)
(Thousand Euros)

ASSETS		12/31/2019	12/31/2018 (*)	SHAREHOLDER'S EQUITY AND LIABILITIES		12/31/2019	12/31/2018 (*)
NON-CURRENT ASSETS	Long-term investments in Group and associated companies	75.000	75.000	EQUITY			
	Loans to companies (Note 6)	75.000	75.000	SHAREHOLDER'S EQUITY (Note 8)		1.444	1.477
	Deferred tax assets (Note 10)	82	68	Capital Stock		100	100
	Total non-current assets	75.082	75.068	Reserves		1.377	1.410
CURRENT ASSETS	Loans to companies (Note 6)			Legal and bylaw reserves		20	20
	Cash and cash equivalents			Other reserves		1.357	1.390
	Cash (Note 7)			Profit/(Loss) of the year		(33)	(33)
	Total current assets			Total shareholder's equity		1.444	1.477
TOTAL ASSETS		75.413	75.709	NON-CURRENT LIABILITIES			
Short-term investments in Group and associated companies	Loans to companies (Note 6)			Long-term payables		73.966	73.927
	Cash and cash equivalents			Debtentures and other marketable securities (Note 9)		73.966	73.927
	Cash (Note 7)			Total non-current liabilities		73.966	73.927
	Total current assets						
TOTAL ASSETS		75.413	75.709	CURRENT LIABILITIES			
Short-term investments in Group and associated companies	Loans to companies (Note 6)			Short-term payables		-	301
	Cash and cash equivalents			Debtentures and other marketable securities (Note 9)		-	301
	Cash (Note 7)			Trade and other payables		3	4
	Total current assets			Other payables (Note 14)		3	4
TOTAL ASSETS		75.413	75.709	Total current liabilities		3	305
TOTAL ASSETS		75.413	75.709	TOTAL SHAREHOLDER'S EQUITY AND LIABILITIES		75.413	75.709

(*) Presented for comparison purposes only
The accompanying Notes 1 to 16 are an integral part of the balance sheet as of December 31, 2019.

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Caixa Terrassa Societat de Participacions Preferents, S.A.U. (Sole-Shareholder Company)

INCOME STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2019

AND 2018 (Notes 1 to 4)

(Thousand Euros)

	2019	2018 (*)
CONTINUING OPERATIONS		
Net Revenue	472	745
Revenue from marketable securities and other financial assets	472	745
- Group companies and associates (Note 6)	472	745
Expenses from marketable securities	(511)	(784)
- On debts to third parties (Note 9)	(511)	(784)
Other operating expenses (Note 11)	(8)	(8)
External services	(6)	(6)
Taxes	(2)	(2)
PROFIT/LOSS FROM OPERATIONS	(47)	(47)
FINANCIAL PROFIT/LOSS	-	-
PROFIT/LOSS BEFORE TAX	(47)	(47)
Income tax (Note 10)	14	14
PROFIT/LOSS FOR THE YEAR FROM CONTINUING OPERATIONS	(33)	(33)
DISCONTINUED OPERATIONS	-	-
Profit/Loss for the year from discontinued operations net of tax	-	-
PROFIT/LOSS FOR THE YEAR	(33)	(33)

(*) Presented for comparison purposes only.

The accompanying Notes 1 to 16 are an integral part of the income statement for the year ended December 31, 2019.

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Caixa Terrassa Societat de Participacions Preferents, S.A.U. (Sole-Shareholder Company)

STATEMENTS OF CHANGES IN TOTAL EQUITY FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018
(Notes 1 to 4)

A) STATEMENTS OF RECOGNISED INCOME AND EXPENSE
(Thousand Euros)

	2019	2018 (*)
PROFIT/LOSS PER INCOME STATEMENT (I)	(33)	(33)
Income and expenses recognised directly in equity		
Arising from revaluation of financial instruments	-	-
Arising from cash flow hedges	-	-
Grants, donations or gifts and legacies received	-	-
Arising from actuarial gains and losses and other adjustments	-	-
Tax effect	-	-
TOTAL INCOME AND EXPENSES RECOGNISED DIRECTLY IN EQUITY (II)	-	-
Transfers to profit or loss		
Arising from revaluation of financial instruments	-	-
Arising from cash flow hedges	-	-
Grants, donations or gifts and legacies received	-	-
Tax effect	-	-
TOTAL TRANSFERS TO PROFIT OR LOSS (III)	-	-
TOTAL RECOGNISED INCOME AND EXPENSE (I+II+III)	(33)	(33)

(*) Presented for comparison purposes only

The accompanying Notes 1 to 16 are an integral part of the statement of changes in total equity for the year ended December 31, 2019.

Translation of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Note 2 and 16). In the event of a discrepancy, the Spanish-language prevails.

Caixa Terrassa Societat de Participacions Preferents, S.A.U. (Sole-Shareholder Company)

STATEMENTS OF CHANGES IN TOTAL EQUITY FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018 (Notes 1 to 4)

B) STATEMENTS OF CHANGES IN TOTAL EQUITY

(Thousand Euros)

	Capital Stock	Legal Reserves	Other Reserves	Profit/Loss for the year	TOTAL
BALANCE AT DECEMBER 31, 2017 (*)	100	20	1,423	(33)	1,510
Adjustments due to changes in accounting policies 2017	-	-	-	-	-
Adjustments due to errors 2017	-	-	-	-	-
ADJUSTED BALANCE AT THE BEGINNING OF 2018 (*)	100	20	1,423	(33)	1,510
Total recognised income and expenses	-	-	-	(33)	(33)
Other changes in equity	-	-	-	-	-
- Capital increases	-	-	-	-	-
- Capital reductions	-	-	-	-	-
- Dividends paid	-	-	-	-	-
- Treasury share transactions (net)	-	-	-	-	-
- Other transactions	-	-	-	-	-
Other changes in equity	-	-	(33)	33	-
BALANCE AT DECEMBER 31, 2018 (*)	100	20	1,390	(33)	1,477
Adjustments due to changes in accounting policies 2018	-	-	-	-	-
Adjustments due to errors 2018	-	-	-	-	-
ADJUSTED BALANCE AT THE BEGINNING OF 2019	100	20	1,390	(33)	1,477
Total recognised income and expenses	-	-	-	(33)	(33)
Other changes in equity	-	-	-	-	-
- Capital increases	-	-	-	-	-
- Capital reductions	-	-	-	-	-
- Dividends paid	-	-	-	-	-
- Treasury share transactions (net)	-	-	-	-	-
- Other transactions	-	-	-	-	-
Other changes in equity	-	-	(33)	33	-
BALANCE AT DECEMBER 31, 2019	100	20	1,357	(33)	1,444

(*) Presented for comparison purposes only

The accompanying Notes 1 to 16 are an integral part of the statement of changes in total equity for the year ended December 31, 2019.

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Caixa Terrassa Societat de Participacions Preferents, S.A. (Sole-Shareholder Company)

CASH FLOW STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018 (Notes 1 to 4)

(Thousand Euros)

	2019	2018 (*)
CASH FLOW FROM OPERATING ACTIVITIES (I)	(9)	(7)
Profit/Loss for the year before tax	(47)	(47)
Adjustments for:	39	39
- Depreciation and amortisation charge	-	-
- Impairment losses	-	-
- Changes in provisions	-	-
- Recognition of grants in profit or loss	-	-
- Gains/Losses on derecognition and disposal of non-current assets	-	-
- Gains/Losses on derecognition and disposal of financial instruments	-	-
- Finance income	(472)	(745)
- Finance costs	511	784
- Exchange differences	-	-
- Changes in fair value of financial instruments	-	-
- Other income and expenses	-	-
Changes in working capital	(1)	1
- Inventories	-	-
- Trade and other receivables	-	-
- Other current assets	-	-
- Trade and other payables	(1)	1
- Other current liabilities	-	-
- Other non-current assets and liabilities	-	-
Other cash flows from operating activities	-	-
- Interest paid	(773)	(730)
- Dividends received	-	-
- Interest received	773	730
- Income tax recovered (paid)	-	-
- Other amounts received (paid)	-	-
CASH FLOWS FROM INVESTING ACTIVITIES (II)	-	-
Payments due to investment	-	-
- Group companies and associates	-	-
- Intangible assets	-	-
- Property, plant and equipment	-	-
- Investment property	-	-
- Other financial assets	-	-
- Non-current assets classified as held for sale	-	-
- Other assets	-	-
Proceeds from disposal	-	-
- Group companies and associates	-	-
- Intangible assets	-	-
- Property, plant and equipment	-	-
- Investment property	-	-
- Other financial assets	-	-
- Non-current assets classified as held for sale	-	-
- Other assets	-	-
CASH FLOWS FROM FINANCING ACTIVITIES (III)	-	-
Proceeds and payments relating to equity instruments	-	-
- Proceeds from issue of equity instruments	-	-
- Redemption of equity instruments	-	-
- Purchase of treasury shares	-	-
- Disposal of treasury shares	-	-
- Grants, donations or gifts and legacies received	-	-
Proceeds and payments relating to financial liability instruments	-	-
- Proceeds from issue of debt instruments and other marketable securities	-	-
- Proceeds from issue of bank borrowings	-	-
- Proceeds from issue of borrowings from Group and associated companies	-	-
- Proceeds from issue of other borrowings	-	-
- Redemption of debt instruments and other marketable securities	-	-
- Repayment of bank borrowings	-	-
- Repayment of borrowings from Group and associated companies	-	-
- Repayment of other borrowings	-	-
Dividends and returns on other equity instruments paid	-	-
- Dividends	-	-
- Returns on other equity instruments	-	-
EFFECT OF FOREIGN EXCHANGE RATE CHANGES (IV)	-	-
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS (I+II+III+IV)	(9)	(7)
Cash and cash equivalents at the beginning of the year	340	347
Cash and cash equivalents at the end of the year	331	340

(*) Presented for comparison purposes only

The accompanying Notes 1 to 16 are an integral part of the cash flow statement for the year ended December 31, 2019.

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

CAIXA TERRASSA SOCIETAT DE PARTICIPACIONS PREFERENTS, S.A.U. (Sole-Shareholder Company)

Notes to the financial statements
as of December 31, 2019

1. Company description

Caixa Terrassa Societat de Participacions Preferents, S.A.U. (Sole-Shareholder Company) (hereinafter, the "**Company**") was constituted on November 20, 2000 under the name of Caixa Terrassa Preference Limited with registered offices in the Cayman Islands. On December 30, 2004 it changed its company name to the current one and its registered offices to La Rambla d'Ègara, 350, of Terrassa (Barcelona). It currently has its registered offices in Gran Vía Don Diego Lopez de Haro, 12, Bilbao due to its relocation under the decision of Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA" or the "Sole Shareholder") in the year 2014.

The Company's exclusive corporate purpose is to issue preferred securities for placement in the Spanish and international markets. The cash obtained from the issues of financial instruments is deposited in Banco Bilbao Vizcaya Argentaria, S.A. (henceforth "BBVA" or the "Sole-shareholder").

In July 2010, Caixa d'Estalvis Unió de Caixes de Manlleu, Sabadell i Terrassa became the Company's Sole-Shareholder with a participation amounting to 100% of the Company's capital.

On September 26, 2011, a public deed for segregation was granted, which entailed the transmission of all assets and liabilities of Caixa d'Estalvis Unió de Caixes de Manlleu, Sabadell i Terrassa to Unnim Banc, S.A.U. (hereinafter, "**Unnim**"), replacing the latter in all rights and obligations of the former. The public deed for segregation was registered in the Mercantile Registry in Barcelona on September 30, 2011. Therefore, the Company's shares belonging to Caixa d'Estalvis Unió de Caixes de Manlleu, Sabadell i Terrassa were transferred to Unnim.

On September 30, 2011, the Bank of Spain agreed the restructuring process of Unnim, with the intervention of the Fund for the Orderly Restructuring of the Banking Sector (**FROB**). In October 2011 a capital increase and the conversion of preferred securities by the FROB were announced, which made the FROB Unnim's sole-shareholder. During this process, the FROB was named Provisional Administrator of Unnim in the aim of stabilizing, capitalizing and restructuring the Unnim Group.

On March 7, 2012, the FROB's Steering Committee formulated Unnim's restructuring plan, which contemplated its integration in the Banco Bilbao Vizcaya Argentaria Group (hereinafter, the "**BBVA Group**"). Such plan was approved by the Bank of Spain's Executive Body. Once all the approvals from the competent authorities were obtained, on July 27, 2012, BBVA completed the acquisition of 100% of Unnim's capital.

On January 31, 2013, the Boards of Directors of Unnim and BBVA approved the plan for the merger by absorption of Unnim into BBVA and the consequent transfer of all Unnim's assets and liabilities to BBVA, which would acquire all rights and obligations. In March 15, 2013, BBVA's Shareholders Meeting approved the merger. Therefore, as the date of that merger, BBVA is the Company's Sole-Shareholder (see Note 8).

For an appropriate interpretation of these financial statements it must be taken into account that the Company develops its activity as a member company of the Banco Bilbao Vizcaya Argentaria Group (see Note 8) whose parent company is BBVA (which has its registered office in Plaza San Nicolás 4, Bilbao), that obtains permanently from it the guarantees necessary for its activity and is managed by personnel from the Group. Consequently, these financial statements must be interpreted in the context of the Group in the Company performs its operations and not as an independent company.

The BBVA Group's consolidated financial statements for 2019 were prepared by BBVA Board of Directors at the Board Meeting held on February 10, 2020, and were approved by their shareholders at the Annual General Meeting held on March 13, 2020, and were subsequently filed at the Mercantile Registry of Bizkaia.

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Given the business activity to which the Company devotes herself, it does not have any responsibilities, expenses, assets, provisions or contingencies of environmental nature that could be significant in relation with the shareholders' equity, the financial position and the income of the Company. Therefore, no specific disclosures relating to environmental issues are included in these notes to financial statements.

Regulation of Sole-Shareholder companies

As discussed in Notes 1 and 8, as of December 31, 2019, all the Company's share capital was held by BBVA and, accordingly, the Company was a Sole-Shareholder company as of such date. Pursuant to current legislation on Sole-Shareholder companies (article 12 et seq. of the Consolidated Text of the Spanish Companies Act, approved by Royal Legislative Decree 1/2010 of July 2 ("the Spanish Companies Act")) it is hereby stated that at the date of preparation of these financial statements, the Company had formalized the appropriate register book of contracts with its Sole-Shareholder.

The nature and main characteristics of the most significant contracts entered into with the Sole-Shareholder Company are detailed in Note 6 for the deposit contract and Note 7 for cash and cash equivalents, in what refers to the non-remunerated current account that the Company keeps with BBVA.

2. Basis of presentation of the financial statements

a) Regulatory financial reporting framework applicable to the Company

The financial statements have been prepared by the Company's directors one established in:

- The Spanish Trade Code and the other commercial regulation,
- The Spanish National Chart of Accounts approved by Royal Decree 1514/2007, which has been amended by Royal Decree 602/2016, and its adjustments for the different economic sectors, with its subsequent amendments, in its case;
- The mandatory rules approved by the Spanish Accounting and Audit Institute (ICAC) in accordance to the Spanish National Chart of Accounts and its complementary regulation, and
- The other Spanish accounting regulation that applies to the Company.

The figures of these financial statements are presented in thousands of euro, except for some accounts that have to be represented in euros; otherwise, they would appear in the financial statements with zero balance. In order to reflect the balances in thousands of euros, the figures have been rounded.

b) True and fair view

The Company's financial statements for 2019 have been obtained from the Company's accounting records, and are presented in accordance with the regulatory financial reporting framework applicable to the Company and, in particular, with the accounting principles and rules contained therein, so that they provide a true and fair view of the Company's net worth and financial position as of December 31, 2019 and the results of operations as well as the cash flows generated during the year then ended. These financial statements will be submitted for approval to the Company's Sole-Shareholder, and it is expected that they will be approved without any changes. The financial statements for 2018 were approved by the Sole-Shareholder held on April 29, 2019.

c) Non-mandatory accounting principles applied

The financial statements have been prepared by applying the generally accepted accounting principles described in Note 3. All mandatory accounting principles and/or valuation standards with a material effect on the financial statements were applied in preparing them.

Article 537 of the Spanish Companies Act provides that companies that have issued securities listed on a regulated market of any Member State of the European Union and that, pursuant to current legislation, only publish individual financial statements, must disclose in the notes to the financial statements the main changes that would have arisen in the equity and in the income statement of the Company had International Financial Reporting Standards as adopted under the regulations of the European Union ("EU-IFRSs") been applied, indicating the measurement bases criteria applied. In this regard, the

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

Company's equity at December 31, 2019 and its income statement for this year would not include any changes had EU-IFRS been applied.

Given the characteristics and the symmetry of the financial assets and financial liabilities measured at amortized cost (see Notes 6 and 9), the fair value of the issues launched does not differ significantly from the amount of the deposits made as their features (amount, term and interest rate) are the same (see Note 9).

d) Key issues in relation with the measurement and estimation of the uncertainty

In preparing the accompanying financial statements, estimates were made by the Company's directors in order to measure certain of the assets, liabilities, income, expenses and obligations reported therein. These estimates relate basically to assessment of eventual impairment losses on certain assets (see Notes 3.a and 6) and the recoverability of deferred taxes (see Notes 3.c and 10).

Although these estimates were made on the basis of the best information available at 2019 year-end, events that take place in the future might make it necessary to change these estimates (upwards or downwards) in coming years. Changes in accounting estimates would be applied prospectively, in accordance with the current legislation.

e) Grouping of items

Certain items in the accompanying Balance Sheet, Income Statement, Statement of Changes in Total Equity and Cash Flow Statement are grouped together in order to enhance their understanding. However whenever the information is material, it is presented broken down in the related notes to these financial statements.

f) Comparative information

For comparison purposes the Company Board of Directors presents, in addition to the figures for 2019 for each item in the balance sheet, income statement, statement of changes in equity, statement of cash flows and notes to the financial statements, the figures for 2018.

Consequently, the figures for 2018 included in these notes to the financial statements are presented for comparison purposes only and do not constitute the Company's statutory financial statements for 2018.

g) Changes in accounting policies

In 2019, there have been no significant changes in accounting policies with respect to those applied in 2018.

h) Correction of errors

During the preparation of these financial statements there has not been detected any significant error that would require the re-expression of the amounts included in the financial statements for 2018.

i) Going concern

As of December 31, 2019, the Company, despite the losses recorded in the income statement, has the support of the Sole-Shareholder to continue with its activity (see Note 1).

3. Accounting policies and measurement bases

The principal accounting principles and valuation methods used by the Company in preparing its financial statements, in accordance with the Spanish National Chart of Accounts, have been as follows:

a) Financial instruments

Financial assets

Classification

Translation of financial statements originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 and 16). In the event of a discrepancy, the Spanish-language version prevails.

The financial assets held by the Company are classified in "Loans and receivables" category, that includes financial assets arising from the sale of goods or the rendering of services in the ordinary course of the Company's business, or financial assets which, not having commercial origin, are not equity instruments or derivatives, have fixed or determinable payments and are not traded in an active market.

Initial recognition

Financial assets are initially recognised at the fair value of the consideration given, plus any directly attributable transaction costs.

When the deposits arising from preferred securities issued by the Company were made at BBVA (see Note 6), the balance of "Long-term investments in Group and associated companies - Loans to companies" reflected the nominal amount of the deposits, net of premiums received when the deposits were made at BBVA, which was equal to the placement costs of the issue plus, for issues below par, the difference between the issue price and the nominal value or the repayment value of the issue (see Note 9).

Subsequent measurement

Loans and receivables are measured at amortised cost.

The balance of "Long-term investments in Group and associated companies - Loans to companies" in the accompanying balance sheets reflects the nominal amount of the deposits with maturity exceeding 12 months from the date of such balance sheets held by the Company at BBVA arising from the aforementioned issues (see Note 9).

"Short-term investments in Group and associated companies - Loans to companies" in the accompanying balance sheets includes mainly the accrued uncollected interest arising from the aforementioned deposits at the date of the accompanying balance sheets, and the amount of the deposits relating to the issues that mature at less than one year, if any (see Note 6).

At least at each reporting date the Company makes an impairment test to its financial assets that are not registered at a fair value. The impairment will be equal to the difference between the book value and the present value of the cash flows that are expected to generate, discounted the effective interest rate calculated at the moment of its initial recognition. The value adjustment of the impairment, as well as its reversion when the amount of that loss decreases as a result of a subsequent event, will be recognized as a profit or a loss, respectively, in the income statement. The limit of the reversion of impairment will be the book value of the credit recognized at the moment of the reversion if the impairment had not been registered yet. During 2019 and 2018, the company have not registered any impairment due to the fact that the balancing entries of all the financial assets is BBVA.

The Company derecognises a financial asset when it expires or when the rights to the cash flows, the risks and rewards of ownership related to the financial asset have been substantially transferred.

Financial liabilities

Financial liabilities include accounts payable by the Company that have arisen from the purchase of goods or services in the normal course of the Company's business and those which, not having a commercial origin cannot be classified as derivative financial instruments. Accounts payable are initially recognised at the fair value of the consideration received, adjusted by the directly attributable transaction costs. These liabilities are subsequently measured at amortised cost.

As of December 31, 2019 and 2018, the Company had recognised the amount of the outstanding issues of preferred securities under "Long-Term payables - Debentures and other marketable securities" on the liability side of the accompanying balance sheet net of the incurred expenses from the emissions of preferred securities, minus the expenses charged to income, since its constitution until the first anticipated amortization option of the issue.

"Short-term payables - Debentures and other marketable securities" in the accompanying balance sheets includes the interest borne but not paid on the aforementioned issues and on issues maturing in less than one year, if any at the reporting date (see note 9).

The Company derecognises financial liabilities when the obligations giving rise to them cease to exist. Additionally, if an exchange of debt obligations is produced between the Company and a third party,

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provided that they have significant different conditions, the Company will derecognise the original financial liability and will recognize the new financial liability. In the same way, a substantial modification of the current terms of a financial liability will be recognized.

The difference between the book value of the financial liability, or the part thereof that has been derecognized, and the price paid, including transactional costs and any asset different to cash or liabilities assumed, will be recognized in the Income Statement of the year in which they occur.

b) Recognition of income and expenses

The financial revenues and expenses related to the issuance of notes and bonds and to the constitution of deposits with the Parent Company are registered using the amortized cost method as part of the "Profit from Operations" under the headings "Net Revenue – Revenue from marketable securities and other financial assets – Group companies and associates" and "Expenses from marketable securities- On debt to third parties" of the income statement of the year, respectively, according to the consultation with the ICAC, number 79. Other income and expenses are recognised on an accrual basis.

c) Corporate income tax

The Company files Consolidated Corporate Income Tax returns as part of the consolidated tax group headed by BBVA (see Note 10).

The Corporate Income Tax expense (revenue) corresponds to the expense (revenue) for current and deferred taxes.

The current income tax expense is the amount payable by the Company as a result of income tax settlements for a given year. Tax credits and other tax benefits, excluding tax withholdings and pre-payments, and tax loss carry forwards from prior years effectively offset in the current year reduce the current income tax expense. Current income tax assets or liabilities are valued at the amounts expected to pay or recover from the tax authorities, using the legislation and tax rates in force or approved and pending of publication at the end of the year.

The expense or income from deferred tax arises from the recognition and cancellation of assets and deferred tax liabilities. They include temporary differences between the book income and the taxable income, the negative basis of book income that has not been compensated and the tax deduction credits that have not been applied. Those amounts are registered by applying the temporary difference or correspondent credit the tax rate at which the Company expects their recovery or settlement.

Deferred tax liabilities are recognised for all taxable temporary differences, except for those arising from the initial recognition of goodwill or of other assets and liabilities in a transaction that is not a business combination and affects neither accounting profit (loss) nor taxable profit (tax loss).

Deferred tax assets, on the other hand, are only recognized to the extent that it is either considered probable that the Company will have sufficient taxable profits in the future against which it will be possible to recover them; or due to the fact that the parent company of the Tax Group to which the Company belongs, establishes the recognition of such tax assets to the companies with which files consolidated tax returns as it considers that they will be compensated by the Tax Group to which the Company belongs to in the income tax statement (see Note 10).

Deferred tax assets and liabilities arising from transactions charged or credited directly to equity are also recognized directly in equity.

At each accounting close, the deferred tax assets recognized are reviewed and appropriate adjustments are made where there are doubts as to their future recoverability. Likewise, at each accounting close the deferred tax assets that have not been recognized in the balance sheet are assessed and are recognized to the extent that their recovery against future taxable profits has become probable.

Deferred tax assets and liabilities will be recognised in the balance sheet as uncommon assets or liabilities, independently of the expected realisation or settlement date.

According to the current legislation, tax losses for a period may be offset for tax purposes using the subsequent period's profits under certain conditions. As of December 31, 2019, the Company has no negative taxable basis neither deductions to be activated.

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d) Foreign currency transactions

The Company's functional currency is the Euro. As of December 31, 2019, there were no operations in currencies other than the euro.

e) Related party transactions

The Company performs all its transactions with related parties on an arm's length basis (see Note 13). Additionally, the transfer prices are adequately supported and, therefore, the Company's directors consider that there are no material risks in this connection that might give rise to significant liabilities in the future.

f) Current and non-current items

Different items on the Balance Sheet have been classified as either current or non-current depending on the fact that they will reach maturity within or after one year, from the end of the period onwards.

g) Statement of Changes in Total Equity

The consolidated statement of changes in equity presented in these consolidated financial statements shows the total changes in consolidated equity in the year. This information is in turn presented in two statements: the consolidated statement of recognised income and expense and the consolidated statement of changes in total equity. The main characteristics of the information contained in the two parts of the statement are explained below:

The Consolidated Statement of recognised income and expense

This part of the statement of changes in equity comprises the income and expenses generated by the Company, as a result, of its activity during the year, distinguishing those recorded as profit and loss in the income statement for the period and other income and expenses recorded, in accordance with the provisions of the current regulations, directly in the equity.

An entity shall present a statement of changes in equity showing on the face of the statement:

- a) Profit or loss for the period
- b) Each item of income and expense for the period that, as required by other standards or by interpretations, is recognised directly in equity, and the total of these items.
- c) The transfers made to the income statement, as specified in the adopted valuation rules.
- d) The tax effect of b) and c)
- e) Total income and expense for the period (calculated as the sum of (a), b), c) and d)).

The Consolidated Statement of changes in total equity

This part of the consolidated statement of changes in equity presents all the changes in consolidated equity, including those arising from changes in accounting policies and from the correction of errors. This statement, therefore, shows a reconciliation between the carrying amount at the beginning and the end of the period, for each component of equity, grouping the changes, regarding their nature, in the following accounts:

- a) Total revenue and expenditure recognised: includes, in an aggregate basis, the total items recorded in the statement of recognised income and expense indicated above.
- b) Shareholder transactions: includes changes in equity resulting from subscriptions and reimbursements made during the period.
- c) Other changes in equity: it includes other items registered in equity, such as profit or loss distribution, transfers between equity items and any other increase or decrease in equity.

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h) Cash Flow Statement

On the cash flow statements, the following expressions are used:

- Cash flows: inflows and outflows of cash and cash equivalents, which are short-term, highly liquid investments that are subject to an insignificant risk of changes in value.
- Operating activities: principal revenue-producing activities of the enterprise and other activities that are not investing or financing activities.
- Investing activities: the acquisition and disposal of long-term assets and other investments not included in cash and cash equivalents.
- Financing activities: activities that result in changes in the size and composition of the equity and liabilities that are not operating activities.

For cash flow statement preparation purposes, it is classified as "Cash and Other Equivalents" the balance of the assets section "Cash and Cash Equivalents", without taking into consideration the accrued interests on these balances.

4. Appropriation of income

The Board of Directors will submit for approval by the Sole-Shareholder the application of the net loss for the year ended 2019, amounting to EUR 33 thousands, to "Results from previous years".

The Board of Directors will submit for approval by the Sole-Shareholder the reduction of the voluntary reserves account during the year of 2020 in order to compensate the losses from previous years.

5. Risk exposure

The Company carries out its business activity as an issuer of preferred securities as part of the BBVA Group, obtaining the financing facilities required for its operations from the Group on an on-going basis, and is managed by employees of the Group. The main financial risks affecting the Company are as follows:

- Interest rate risk: Changes in interest rates affect the interest received from deposits and the interest paid on issues. Therefore, the changes in interest rates offset each other, and the margins are maintained (see Notes 6 and 9).
- Liquidity risk: The Company obtains the liquidity required to meet interest payments, redemptions of issues and the needs for its business activities from subordinated deposits on the issues arranged with the Sole-Shareholder and its cash and cash equivalents (see Notes 6 and 7, respectively).
- Credit risk: Since in all cases the counterparty of the deposits is its Sole-Shareholder, the Company considers that its exposure to this risk is not relevant.
- Market risk: The fair value of the issues launched does not differ significantly from the amount of the deposits made, as their features (amount, term and interest rate) are the same (see Note 9).

6. Loans to Companies of the BBVA Group

The detail of "Long-term investment in Group and associated companies - Loans to companies" in the balance sheet as of December 31, 2019 and 2018 consist of the deposit held by the Company as a result of the issue of preferred securities (see Note 9).

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The main characteristics of the deposit at long term as of December 31, 2019 and 2018 in BBVA is as it follows:

	Contractual Date	Date of Maturity	Interes rate	Amount (Thousands of Euro)
Deposit "Serie B" (Euro)	08/10/2005	Perpetual maturity with an early redemption option from the fifth year	Annual assessments: type CMS to 10 more years of a 0.10% (*)	75,000
			Total	75,000

() If the Agent Bank is unable to determine the 10-year CMS rate, 6-month Euribor will be used as an alternative interest rate.*

"Short-Term Investments in Group and Associated companies - Loans to companies" in the accompanying statement as of December 31, 2018, reflected the amount corresponding to the receivable interests accrued to the long-term deposit, which amounted to EUR 301 thousands as of December 31, 2018. As of December 31, 2019, the Company did not hold receivable interests accrued from that deposit.

The interests of these deposits during the years 2019 and 2018 amounted to EUR 472 and EUR 745 thousands respectively, and figure under "Net revenue – Revenue from marketable securities and other financial assets – Group companies and associates".

The average effective interest rate accrued by these assets has been 0.63% and 0.99% annually, during 2019 and 2018, respectively.

7. Cash and cash equivalents

The balance of this caption of the balance sheets as of December 31, 2019 and 2018 corresponds to a non-remunerated current account held at BBVA which amount to EUR 331 and EUR 340 thousands, respectively.

8. Equity

Share Capital

As of December 31, 2019 and 2018, the share capital, which amounted to EUR 100,000, is represented by 10,000 ordinary shares of EUR 10 par value each, fully subscribed and paid by BBVA.

The Company's shares are not listed on a stock exchange.

Legal Reserves

Under the revised Spanish Companies Act, the companies who obtain profits in the economic exercise will have to allocate 10% of such profits as legal reserve until this one reaches at least 20% of the share capital. The legal reserve could be used for increasing the share capital in the part of the balance that exceeds 10% of the already increased capital. Apart from this purpose, and while it does not overcome the 20% of the share capital, this reserve will only be able to be used to compensate for losses providing that there do not exist other reserves to meet this requirement. As of December 31, 2019 and 2018, the legal reserve of the Company amounted to EUR 20 thousand, having reached the stipulated level.

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9. Long-term payables

The detail of the aforementioned issues as of December 31, 2019 and 2018 is the following:

Concept	Thousands of Euro	
	2019	2018
Issues	75,000	75,000
Deferred charges	(1,034)	(1,073)
Total	73,966	73,927

The outstanding issue under "Long-term payables – Debentures and other marketable securities" as of December 31, 2019 and 2018 are as it follows:

	Date of placement	Date of maturity	Interest rate	Amount (Thousands of Euro)
Issue of "Series B" Preferred Securities	08/10/2005	Perpetual maturity, with an early redemption option from the fifth year.	Annual settlements: type CMS to 10 more years of a 0.10%.	75,000
			Total	75,000

(*) If the Agent Bank is unable to determine the 10-year CMS rate, 6-month Euribor will be used as an alternative interest rate.

The issue is severally and irrevocably guaranteed by BBVA. The resources obtained from this issue have been deposited at BBVA (see Note 6).

As of December 31, 2019 and 2018, redeemable expenses from issues, not yet recognized in the Income Statement, amounted to EUR 1,034 and EUR 1,073 thousands, respectively.

The interests on these issues, as well as the amortizable expenses associated with the same, in 2019 and 2018 amounted to EUR 511 thousands and EUR 784 thousands, respectively, included under "Expenses from marketable securities – On debts to third parties" of the accompanying income statements.

Additionally, the interest remained unpaid as of December 31, 2018 recorded in the caption "Short-term payables - Debentures and other marketable securities" of the liability side of the balance sheet amounted to EUR 301 thousands. As of December 31, 2019, the Company did not hold receivable interests accrued from that issue.

The average effective interest rate accrued by these assets has been 0.63% and 0.99% annually, during 2019 and 2018, respectively.

The outstanding issue on December 31, 2019 and 2018, is listed on the Amsterdam's Euronext Market. The fair value by Series B ascends quote 82.17% of the nominal value on December 31, 2019 (70.63% on December 31, 2018). Given the symmetrical nature of the associated deposits, the reasonable value thereof is equivalent to emissions that are linked.

10. Tax matters

Pursuant to the provisions Law 27/2014 of November 27, on Corporate Income Tax, the Company is subject to corporate income tax. The Company also files consolidated tax returns as part of the 2/82 Group, whose parent company is BBVA.

At the date of preparation of these financial statements, 2014 and subsequent years are open for review by the tax authorities for income tax and the last four years for other applicable taxes, to the extent that they are likely to be affected by the inspection of the Group.

Due to the possible, different interpretations that can arise of the tax regulations, the results of future inspections by the tax authorities for the years open to inspection could give rise to contingent tax liabilities which cannot be objectively quantified. Nevertheless, the directors of the Company and its tax advisers consider that the possibility of these contingent liabilities arising is remote and that, in any case, the tax charge that might arise would not materially affect the Company's financial statements.

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Current balances with Public Administrations

As of December 31, 2019 and 2018, the company does not present current balances with Public Administrations.

Reconciliation of the accounting profit to the taxable profit of the exercises 2019 and 2018

The breakdown of the account reconciliation between taxable income and taxable corporate income tax as of December 31, 2019 and 2018 is as follows:

Concept	Thousands of Euro	
	2019	2018
Profit before taxes	(47)	(47)
Permanent Differences		
Increases	-	-
Decreases	-	-
Adjusted Profit before taxes	(47)	(47)
Temporary Differences		
Increases	-	-
Decreases	-	-
Compensation of loss carryforwards	-	-
Taxable profit	(47)	(47)
Tax rate	30%	30%
Gross tax payable	-	-
Deduction-Double international contribution	-	-
Other tax deductions	-	-
Tax withholdings and pre-payments	-	-
Net tax payable	-	-

Reconciliation of the accounting profit to the income tax expense of the exercises 2019 and 2018

The reconciliation between the accounting profit and the Company Tax expense of the exercises 2019 and 2018 is as follows:

Concept	Thousands of Euro	
	2019	2018
Taxable income	(47)	(47)
Tax payable (30%)	-	-
Temporary differences impact	-	-
Compensation of loss carryforwards	-	-
Deduction for double taxation	-	-
Accrued tax	-	-
(Activation)/Cancellation of negative taxable income	(14)	(14)
(Activation)/Cancellation of tax deductions	-	-
Adjustment of Income Tax due to temporary differences	-	-
Adjustment of Income Tax of precedent years	-	-
Corporate income tax expense/(income)	(14)	(14)

Tax losses, tax credit carry forwards and other deferred assets registered by the Company are offset by the BBVA Tax Group as they are included in the Company's Corporate Income Tax Return, to the extent that the Group obtains enough profits.

BBVA is ultimately responsible for the Tax Group before the Tax Agency, which accepts the registration of the aforementioned tax assets by the Companies belonging to BBVA's Tax Group to the extent that they have been offset or will be offset in the Tax Return for consolidated Companies.

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Deferred Tax Assets

As of December 31, 2019, tax credit carryforwards included in the "deferred tax assets" of the balance sheet are shown in the following table:

Years of origin	Thousands of Euro	
	Negative Taxable Income	Deferred Tax Assets
2014	46	14
2015	45	13
2016	43	13
2017	47	14
2018	47	14
2019	47	14
Total tax credit carryforwards	275	82

11. Other operating expenses

The balance of the heading "Other operating expenses – Exterior services" of the accompanying income statements includes the audit fees relative to the auditing services of the Company's financial statements. In 2019, the detail of the fees paid for the auditing of the financial statements and other services conducted by KPMG Auditores, S.L. or any other company related to the auditor by control, is as follows

	Thousands of Euro
Audit services	3
Total profesional Services	3

The services engaged from our auditors meet the independence requirements stipulated by the Consolidated Audit Law 22/2015, of July 20, and accordingly they did not include the performance of any work that is incompatible with the audit function.

The Company does not incur salary expenses, since it has no workforce. The Company's management is carried out by staff from the BBVA Group.

12. Remuneration of the Company's Board of Directors

During the financial years 2019 and 2018, the Company did not accrue or pay any wages, salaries or attendance fees to the members of the Board of Directors. It also did not grant any loans or advances or acquire any commitments derived from Pension Plans with any current or former members of the Board of Directors.

At the end of the 2019 financial year, and in accordance with the provisions of Articles 228 and 229 of the Law on Corporations, the Company's Directors must notify the other directors and, if appropriate, the General Shareholders' Meeting of any situation of conflict, direct or indirect, that they or persons related to them may have with the interests of the Company.

Pursuant to these articles, the Company's directors have confirmed that they were not in any of the situations of conflict of interest established by the Law on Corporations, which must be reported and/or disclosed in these financial statements.

All of the members of the Board of Directors perform their professional activity at the Company's Sole-Shareholder.

As of December 31, 2019, the Board of Directors of the company was formed by three members, all of them were men (four members as of 31 December 2018, all of them male).

In relation to the new disclosure requirements to be included in the notes to the financial statements introduced by Royal Decree 602/2016, at 31 December 2019, the Company did not have any employees with a disability equal to or greater than 33%, had not entered into any contractual relationships with its

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shareholders or directors in 2019 and had not paid any premiums for its directors' third-party liability insurance.

13. Related party balances and transactions

The detail of the main balances and transactions made by the Company with other companies belonging to the BBVA Group as of December 31, 2019 and 2018, respectively, correspond with balances and transactions in its entirety with its Sole-Shareholder or other companies of the BBVA Group and are as follows:

Concept	Thousands of Euro	
	2019	2018
BALANCE SHEET:		
Assets		
Long-term investments in Group and associated companies (Note 6)	75,000	75,000
Deferred tax assets (Note 10)	82	68
Short-term investments in Group and associated companies (Note 6)	-	301
Cash (Note 7)	331	340
INCOME STATEMENT:		
Income/(Expenses)		
Net amount turnover (Note 6)	472	745

14. Other creditors

Down below are the disclosures required by Additional Provision Three of Law 15/2010, of 5 July (amended by Final Provision Two of Law 31/2014, of 3 December) that has been prepared in accordance with the ICAC Resolution of January 29, 2016 on the information to be included in the notes of the financial statements in relation to the average payment period to suppliers in commercial operations (hereinafter, "**the Resolution**").

Concept	2019	2018
	Days	
Average suppliers' payment period	19	12
Paid operations ratio	25	18
Unpaid operations ratio	1	1
	Thousands of Euro	
Total payments made in the year	9	6
Total pending payments	3	4

Under the Resolution of the ICAC, to calculate the average payment period to suppliers, it is necessary to take into account the relevant commercial operations of goods or services deliveries accrued from the effective day of the implementation of the Law 31/2014, of 3 December.

"Average suppliers' payment period" means the period of time between the delivery of goods or the provision of services by the supplier and the effective payment of the operation.

The maximum legal payment term applicable to the Company as of December 31, 2019 and 2018, according to Law 11/2013, of July 26, on measures to support the entrepreneur and the stimulation of growth and job creation is 30 days, which is extendable by agreement between the parties with a limit of 60 calendar days. As a result, the Company has taken as reference 60 days in both exercises.

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15. Subsequent events

On March 11, 2020, the World Health Organization declared the outbreak of the new coronavirus, called COVID-19, as a pandemic, due to its rapid spread worldwide. This situation is significantly affecting the global economy, due to the interruption or slowdown of supply chains and the significant increase in economic uncertainty, evidenced by an increase in the volatility of asset prices and exchange rates and in a decrease in long-term interest rates.

Many organizations and governments are taking restrictive measures to contain the spread, including: isolation, confinement, quarantine and restriction of the free movement of people, closure of public and private premises except for basic necessities and sanitary facilities, closure of borders and drastic reduction of air, sea, rail and land transport. In Spain, the Government adopted Royal Decree 463/2020, of 14 March, declaring the state of alert for the management of the health crisis situation caused by COVID-19. Likewise, to mitigate the economic impact of this crisis, Royal Decree Law 8/2020 of 17 March on extraordinary emergency measures to deal with the economic and social impact of COVID-19 was published, among others.

The consequences derived from COVID-19 are considered a subsequent event that does not require an adjustment in the annual accounts for the 2019 financial year, notwithstanding that they must be recognized in the annual accounts for the financial year 2020, if applicable. However, as of the date of preparation of these annual accounts, the Company has not been affected, nor is it expected to be significantly affected by the impacts of COVID-19.

Since the closing date of the financial year 2019 and until the date of formulation of these annual accounts, there have been no additional events, despite of the one mentioned above, that have a significant effect on these annual accounts.

16. Explanation added for translation to English

These financial statements are presented on the basis of accounting principles generally accepted in Spain. Certain accounting practices applied by the Company that conform with generally accepted accounting principles in Spain may not conform with generally accepted accounting principles in other countries.

CAIXA TERRASSA SOCIETAT DE PARTICIPACIONS PREFERENTS, S.A. (Sole-Shareholder Company)

Management Report for the year ended December 31, 2019

Corporate Purpose

The sole company object of Caixa Terrassa Societat de Participacions Preferents, S.A. Unipersonal (the "Company") is the issuance of preference shares to be placed on domestic and international markets. The Company creates deposits out of cash obtained through issues of preference shares launched through Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA" or the "Sole Shareholder").

No issues were launched by the Company in 2019.

The issues launched by the Company through its sole shareholder are guaranteed.

At 31 December 2019, BBVA had the status of sole shareholder of the Company.

Income Statement

The net loss for the year 2019 amounted to EUR 33 thousands. The Company's operating income, income from marketable securities and other financial instruments in group companies and associates during the year have amounted to EUR 472 thousands. Besides, operating costs corresponding to marketable securities and other financial instruments on debts to third parties have amounted to EUR 511 thousands. Additionally, there are other operating expenses that have amounted to EUR 8 thousands.

At 31 December 2019, the Company has recognized corporate tax profit of EUR 14 thousands.

Due to its activity, the Company does not incur in any environmental expenses.

The Company has no staff expenses, as it has no workforce. Company's management is carried out by personnel from Banco Bilbao Vizcaya Argentaria Group.

Profit distribution

The Company's Board of Directors will submit for approval by the Sole-Shareholder the distribution of the net loss for the year 2019, which amounts to EUR 33 thousands, to the section "Results from previous years".

During year 2020, the Company's Board of Directors will propose the Sole-Shareholder the reduction of the voluntary reserves to compensate prior year's losses.

Portfolio Shares

No purchases of shares of the Company or of its Sole-Shareholder have taken place.

Risk exposure

The Company carries out its business activity as an issuer of preferred securities as part of the BBVA Group, obtaining the financing facilities required for its operations from the Group on an on-going basis, and is managed by employees of the Group. The main financial risks affecting the Company are as follows:

- Interest rate risk: Changes in interest rates affect the interest received from deposits and the interest paid on issues. Therefore, the changes in interest rates offset each other, and the margins are maintained.

Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 to 16). In the event of a discrepancy, the Spanish-language version prevails.

- **Liquidity risk:** The Company obtains the liquidity required to meet interest payments, redemptions of issues and the needs for its business activities from subordinated deposits on the issues arranged with the Sole-Shareholder and its cash and cash equivalents.
- **Credit risk:** Since in all cases the counterparty of the deposits is its Sole-Shareholder, the Company considers that its exposure to this risk is not relevant.
- **Market risk:** The fair value of the issues launched does not differ significantly from the amount of the deposits made, as their features (amount, term and interest rate) are the same.

Use of financial instruments

Hybrid financial instruments are those that combine a non-derivative principal contract and a financial derivative (embedded derivative) that cannot be independently transferred.

As of December 31, 2019, the Company has not recognized any hybrid financial instrument on its balance sheet.

Research and Development

Due to the Company's activity, it does not incur into any research and development expenses.

Other Creditors

Set forth below are the disclosures required by additional provision three of Law 15/2010, of 5 July (amended by final provision two of Law 31/2014, of 3 December) that has been prepared in accordance with the ICAC Resolution of January 29, 2016 on the information to be included in the notes of the financial statements in relation to the average payment period to suppliers in commercial operations (hereinafter, "**the Resolution**").

Concept	2019	2018
	Days	
Average suppliers' payment period	19	12
Paid operations ratio	25	18
Unpaid operations ratio	1	1
	Thousands of Euro	
Total payments made in the year	9	6
Total pending payments	3	4

In accordance with the Resolution of the ICAC, to calculate the average payment period to suppliers, it is necessary to take into account the relevant commercial operations of goods or services deliveries accrued from the effective day of the implementation of the Law 31/2014, of 3 December.

"Average suppliers' payment period" means the period of time between the delivery of goods or the provision of services by the supplier and the effective payment of the operation.

The maximum legal payment term applicable to the Company as of December 31, 2019 and 2018, according to Law 11/2013, of July 26, on measures to support the entrepreneur and the stimulation of growth and job creation is 30 days, which is extendable by agreement between the parties with a limit of 60 calendar days. As a result, the Company has taken as reference 60 days in both exercises.

Subsequent events

On March 11, 2020, the World Health Organization declared the outbreak of the new coronavirus, called COVID-19, as a pandemic, due to its rapid spread worldwide. This situation is significantly affecting the global economy, due to the interruption or slowdown of supply chains and the significant increase in economic uncertainty, evidenced by an increase in the volatility of asset prices and exchange rates and in a decrease in long-term interest rates.

Many organizations and governments are taking restrictive measures to contain the spread, including: isolation, confinement, quarantine and restriction of the free movement of people, closure of public and private premises except for basic necessities and sanitary facilities, closure of borders and drastic reduction of air, sea, rail and land transport. In Spain, the Government adopted Royal Decree 463/2020, of 14 March, declaring the state of alert for the management of the health crisis situation caused by COVID-19. Likewise, to mitigate the economic impact of this crisis, Royal Decree Law 8/2020 of 17 March on extraordinary

Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain (see Notes 2 to 16). In the event of a discrepancy, the Spanish-language version prevails.

emergency measures to deal with the economic and social impact of COVID-19 was published, among others.

The consequences derived from COVID-19 are considered a subsequent event that does not require an adjustment in the annual accounts for the 2019 financial year, notwithstanding that they must be recognized in the annual accounts for the financial year 2020, if applicable. However, as of the date of preparation of these annual accounts, the Company has not been affected, nor is it expected to be significantly affected by the impacts of COVID-19.

Since the closing date of the financial year 2019 and until the date of formulation of these annual accounts, there have been no additional events, despite of the one mentioned above, that have a significant effect on these annual accounts.

Outlook for 2020

Despite of the circumstances mentioned in the previous section regarding the potential impact that the outbreak of the new coronavirus could have on the global economy, and given that the Company is not expected to be affected by this outbreak, it will continue to develop its activity within the BBVA Group's global strategy. In this regard, it has been decided not to continue to use issuing vehicles to issue financial instruments on national and international markets. Therefore, once the Company's only outstanding issue has matured, no future issues are planned.

The Company, will maintain its corporate purpose and will continue its strategy of managing its current issues, undertaking, if any, new issues under the Banco Bilbao Vizcaya Argentaria Group's strategy and under its outstanding programs.

Report of corporate governance

Caixa Terrassa Societat de Participacions Preferents, S.A., Unipersonal, an entity with registered office in Spain whose voting rights are all held directly by BBVA by virtue of Article 9 of Spanish Ministry of Economy and Competitiveness Order ECC/461/2013, of 20 March, determining the content and structure of the annual corporate governance report, of the annual report on remuneration and of other reporting instruments of listed public limited liability companies, savings banks and other issuers of securities admitted for trading on official stock markets, does not prepare an annual corporate governance report, since such report was prepared on February 10, 2020, and filed with the Spanish National Securities Market Commission, by its sole shareholder, BBVA, S.A., as parent of the BBVA Group, on February 12, 2020.

DISCLAIMER:

This English version is only a translation of the original in Spanish for information purposes. In case of discrepancy, the Spanish original prevails.

DECLARATION OF RESPONSIBILITY FOR THE ANNUAL FINANCIAL REPORT

The members of the Board of Directors of Caixa Terrassa Societat de Participacions Preferents, S.A. Unipersonal hereby declare that, to the extent of their knowledge, the annual financial statements corresponding to financial year 2019, drafted at the meeting dated 15 July 2020, prepared in accordance with applicable accounting standards, offer a faithful image of the net assets, financial situation and results of Caixa Terrassa Societat de Participacions Preferents, S.A. Unipersonal, and that the management report includes a faithful analysis of the performance, business earnings and position of Caixa Terrassa Societat de Participacions Preferents, S.A. Unipersonal, together with the description of the main risks and uncertainties that the Company faces.

Madrid, 15 July 2020

SIGNED BY ALL MEMBERS OF THE BOARD