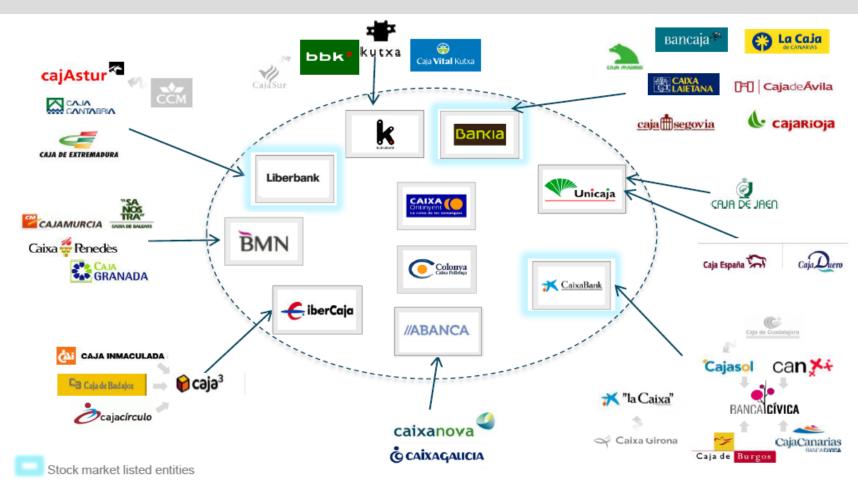






Restructuring process





BRANCHES

13,971 46% of SFS **EMPLOYEES**

79,708 41% of SFS **DEPOSITS**

560,308 EUR Mill. 41% of SFS **CREDITS**

546,409 EUR Mill. 39% of SFS TOTAL ASSETS

876,002 EUR Mill. 34% of SFS

AVERAGE ENTITIES SIZE

85,975 EUR Mill.







Law 26/2013 on savings banks and banking foundations

Reform of the Savings Banks regime

- **Delimitation of the activity**: entities engaged in deposit taking and lending with a business scope restricted to one autonomous region, or neighboring provinces with a maximum of 10.
- **Stricter incompatibility regime**: executives of political parties, trade unions and professional associations, elected representatives of government, senior officials of the government, or persons which held that position in the last two years, cannot be members of the governing bodies.
- **Transformation into banking foundations**: the savings bank will have to transfer its financial activity to a credit institution when the value of its assets exceeds 10 billion euros, or its market share in deposits in its autonomous region exceeds 35%.

New figure: banking foundations

- **Definition**: Foundation that maintains a holding in a credit institution that reaches, directly or indirectly, at least 10% of the capital or voting rights, or allows it to appoint or remove at least one member of its board of directors.
- **Purpose**: development of their social project and management of their participation in the financial institution.
- Requirements depending on their participation in credit institutions:
 - o If it exceeds 30% or grants control: obligation to prepare a management protocol for the financial participation, and a financial plan.
 - o If it exceeds 50% or grants control: in addition, the financial plan should include a plan for investment diversification and risk management, and a reserve fund has to be created (the fund will not be compulsory if the plan for diversification includes a divestment strategy in order to reduce the participation below 50% within five years).
 - If it does not reach 10% and cannot appoint at least one member of the board of directors, the banking foundation will be transformed into a general-regime (regular) foundation.







Royal Decree 877/2015 on reserve fund

Content

- The minimum target amount of the reserve fund will be a percentage of the total RWAs of the group or consolidated subgroup whose parent company is the credit institution. Adjustments may be applied in different circumstances.
- The fund must be invested in financial instruments of **high liquidity and credit quality**, and may be allocated within the banking foundation itself or through a **holding company**.



Order 2575/2015 on Annual Corporate Governance Report and banking foundation accounting obligations

Report

• It details the content and structure of the Annual Corporate Governance Report of banking foundations, and its reporting and disclosure requirements.

Accounting

• Rules and financial information templates applicable to banking foundations are established. Bank of Spain is authorized to develop them.



Circular Bank of Spain 6/2015 on Annual Corporate Governance Report and Annual Remuneration Report of savings banks and banking foundation obligations

Reports

• It develops the content of the Annual Corporate Governance Report and Annual Remuneration Report of savings banks which do not issue securities listed for trading on the Stock Exchange.

Banking foundations

• It establishes the content of: the management protocol, the financial plan and the reinforced financial plan, which some banking foundations have to develop. It also establishes the criteria for concerted action.



Draft accounting Circular for banking foundations

Content

- It develops standards and models of financial information for banking foundations.
- It adapts accounting regulation of non-profit entities to the specific characteristics of banking foundations. Additionally, banking foundations will apply the General Accounting Plan, complemented with sectorial adaptations and Resolutions of the Institute of Accounting and Audit.

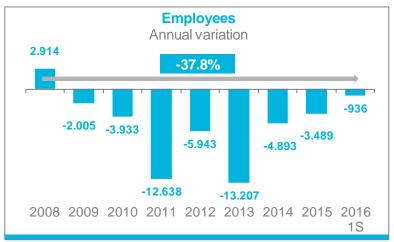


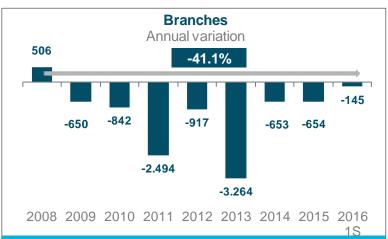
FINANCIAL DATA (I)

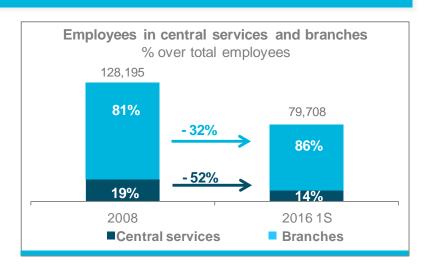




CAPACITY ADJUSTMENT







In a process of continuous adaptation to the economic and financial framework...

...it has carried out an intense structural adjustment since late 2008...

...that has come to reduce employees by 38% and the branches by 41% until the first half of 2016

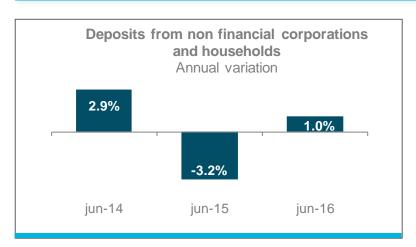


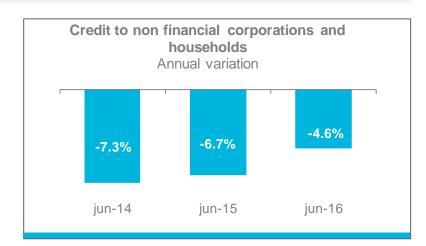
FINANCIAL DATA (II)

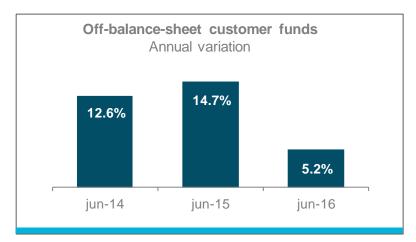




BUSINESS ACTIVITY







Deposits has returned to the pace of positive growth in 2016 thanks to the development of sight deposits...

...while the off-balance-sheet customer funds growth slows

Credit deleveraging process continues to moderate



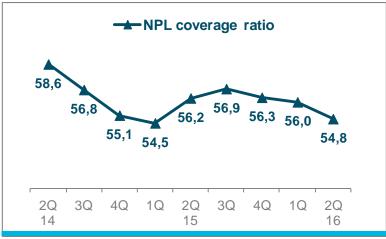


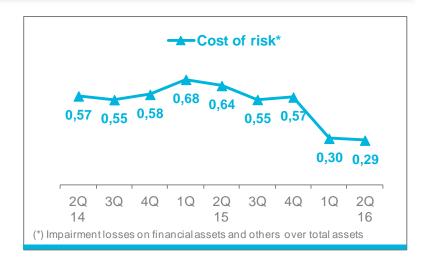




CREDIT RISK







The decreasing trend in non performing loans ratio continues....

... preserving a high degree of the NPL coverage ratio

The improvement of asset quality is reflected into a substantial decrease in the cost of risk in 2016

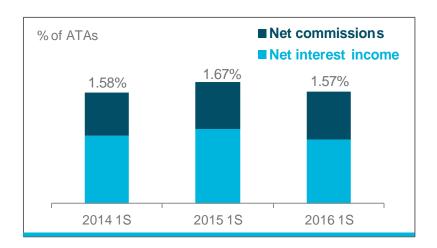


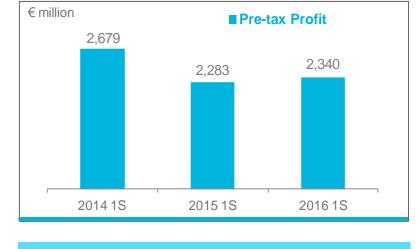
FINANCIAL DATA (IV)

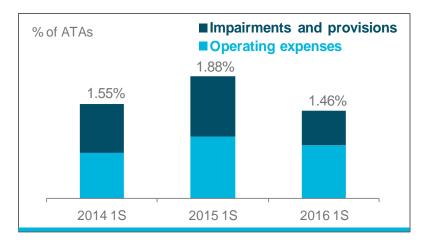




RESULTS







Recurrent income only decreases by 10 b.p. over ATAs despite the interest rate context

While a significant cost reduction occurs by 42 b.p.

Accordingly, the pre-tax profit increased by 2.5% year-on-year

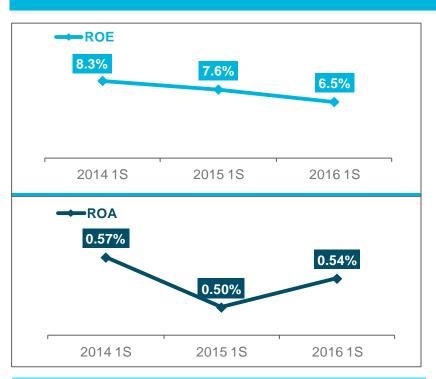


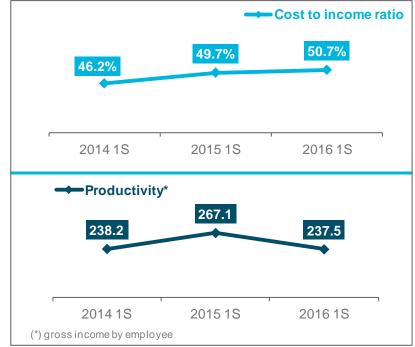
FINANCIAL DATA (V)





FINANCIAL RATIOS





In the first half of 2016, the return on equity stands at 6,5%...

... and the return on assets stands at 0,54%

It has remained a high level of efficiency in 2016...

... combined with an accurate productivity level per employee

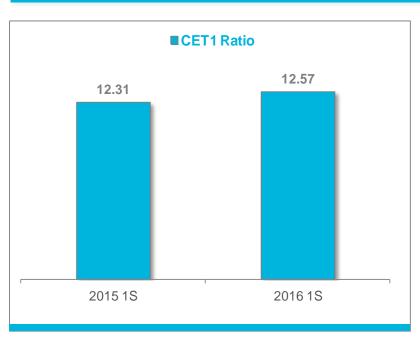


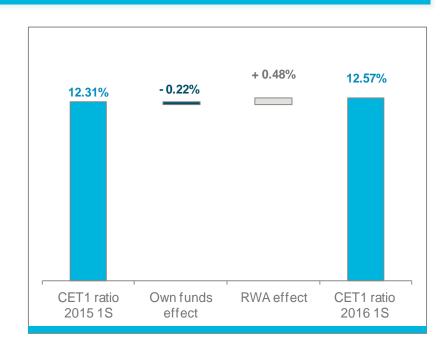
FINANCIAL DATA (VI)





SOLVENCY





The CET1 ratio stands at 12.57% in the first half of 2016 ...

... exceeding by 26 b.p. the level reached a year ago

The causal analysis of the annual variation of CET1 ratio reveals that...

...the own funds effect is -22 b.p. and the RWAs effect is 48 b.p.

