

Doña Marian Coscarón Tomé en su calidad de Apoderado de BBVA Global Markets, B.V., a los efectos del procedimiento de inscripción por la Comisión Nacional de Mercado de Valores de la emisión denominada "Notas Estructuradas Serie 99" de BBVA Global Markets, B.V.

## **MANIFIESTA**

Que el contenido del documento siguiente se corresponde con el folleto informativo de admisión ("FINAL TERMS") de la emisión de Notas Estructuradas Serie 99 presentado a la Comisión Nacional del Mercado de Valores e inscrito en sus Registros Oficiales el día 10 de Agosto de 2017

Que se autoriza a la Comisión Nacional del Mercado de Valores la difusión del citado documento en su web.

Y para que así conste y surta los efectos oportunos se expide la presente certificación en Madrid a 10 de Agosto de 2017.

Doña Marian Coscarón Tomé  
Apoderado de BBVA Global Markets, B.V.

## FINAL TERMS

4 August 2017

### **BBVA GLOBAL MARKETS B.V.**

*(a private company with limited liability (besloten vennootschap met beperkte aansprakelijkheid) incorporated under Dutch law with its seat in Amsterdam, the Netherlands but its tax residency in Spain)  
(as "Issuer")*

Issue of EUR 13,000,000 Equity Linked Interest Notes due 2025 (the "**Notes**")

### **under the €2,000,000,000 Structured Medium Term Note Programme**

**guarantee by**

### **BANCO BILBAO VIZCAYA ARGENTARIA, S.A. (incorporated with limited liability in Spain) (as "Guarantor")**

Mrs. Marian Coscarón Tomé, acting on behalf of BBVA Global Markets B.V. , (the Issuer) with registered office at Calle Saucedo 28, 28050 Madrid, Spain in her capacity as director of the Issuer and according to the resolution of the general shareholders and board of directors meeting of 6 April 2017 agrees, under the terms and conditions of the €2,000,000,000 Structured Medium Term Note Programme Base Prospectus dated 18 April 2017 and the supplement to the Base Prospectus dated 6 June 2017, which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the **Prospectus Directive**) (the **Base Prospectus**) registered and approved by the Comisión Nacional del Mercado de Valores on 18 April 2017, to fix the following terms and conditions of issuance of Notes described herein and declares that the information contained in these Final Terms is, to the best of his knowledge, in accordance with the facts and contains no omission likely to affect its import.

In relation to the guarantee granted by Banco Bilbao Vizcaya Argentaria, S.A. (the Guarantor) in respect of the Notes, Mrs. Marian Coscarón Tomé, acting on behalf of the Guarantor according to the resolution of the Board of Directors of the Guarantor dated 29 March 2017, with the signature of this document hereby accepts the Guarantor responsibility as guarantor of the Notes for the information contained in this document. Mrs. Marian Coscarón Tomé, declares that the information regarding the Guarantee and the Guarantor contained in these Final Terms is, to the best of her knowledge, in accordance with the facts and contains no omission likely to affect its import.

These Notes are not intended for, and are not to be offered to, the public in any jurisdiction of the EEA

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or the Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor the Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

## **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the General Conditions of the Notes (and, together with the applicable Annex(es), the "**Conditions**") set forth in the Base Prospectus dated 18 April 2017 and the supplement to it dated 6 June 2017 which together constitute a base prospectus for the purposes of the Prospectus Directive (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the

Base Prospectus. The Base Prospectus has been published on the website of CNMV ([www.cnmv.es](http://www.cnmv.es)) and on the Guarantor's website ([www.bbva.com](http://www.bbva.com)).

1. (i) Issuer: BBVA Global Markets B.V.  
NIF: N0035575J
- (ii) Guarantor: Banco Bilbao Vizcaya Argentaria, S.A.  
NIF: A48265169
2. (i) Series Number: 99
- (ii) Tranche Number: 1
- (iii) Date on which the Notes will be consolidated and form a single Series: Not applicable
- (iv) Applicable Annex(es): Annex 1: Payout Conditions  
Annex 3: Equity Linked Conditions
3. Specified Notes Currency : Euro (“EUR”)
4. Aggregate Nominal Amount:
  - (i) Series: EUR 13,000,000
  - (ii) Tranche: EUR 13,000,000
5. Issue Price: 100 per cent. of the Aggregate Nominal Amount
6. Specified Denomination: EUR 100,000
  - (i) Minimum Tradable Amount: Not applicable
  - (ii) Calculation Amount: EUR 100,000
  - (iii) Number of Notes issued: 130
7. (i) Issue Date: 4 August 2017
- (ii) Interest Commencement Date: Issue Date
8. Maturity Date: 17 July 2025 or if that is not a Business Day the immediately succeeding Business Day
9. Interest Basis: Applicable  
Equity Linked Interest  
(see paragraph 15 below)
10. Redemption/Payment Basis: Redemption at par
11. Reference Item(s): The following Reference Items(k) (from k = 1 to k = 3) will apply for Interest determination purposes:  
For k=1, Inditex S.A. (see paragraph 21 below)  
For k=2, Banco Santander, S.A. (see paragraph 21

below)

For k=3, Iberdrola S.A. (see paragraph 21 below)

- |     |                   |                |
|-----|-------------------|----------------|
| 12. | Put/Call Options: | Not applicable |
| 13. | Knock-in Event:   | Not applicable |
| 14. | Knock-out Event:  | Not applicable |

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- |        |  |  |
|--------|--|--|
| 15.    | <b>Interest:</b>   | Applicable   |
| (i)    | Interest Period End Date(s):                             | As per General Condition 4(b)  |
| (ii)   | Business Day Convention for Interest Period End Date(s): | Not applicable   |
| (iii)  | Interest Payment Date(s):                                | 17 July 2025   |
| (iv)   | Business Day Convention for Interest Payment Date(s):    | Following Business Day Convention  |
| (v)    | Minimum Rate of Interest:                                | Not applicable   |
| (vi)   | Maximum Rate of Interest:                                | Not applicable   |
| (vii)  | Day Count Fraction:                                      | 1/1  |
| (viii) | Determination Date(s):                                   | Not applicable   |
| (ix)   | Rate of Interest:  | In respect of the Interest Payment Date, the Rate of Interest shall be determined by the Calculation Agent in accordance with the following formula: |

#### Rate of Interest (xxvi) - "Multiplier"

$$0.80\% + \text{Max } [0\%; \text{Multiplier Number} * 2.35\%]$$

Where;

**"Initial Closing Price"** means the RI Closing Value of a Reference Item on the Strike Date.

**"Multiplier Condition"** shall be satisfied if, in respect of the Coupon Valuation Date, the Multiplier Value for any Observation Date, as determined by the Calculation Agent, is greater than the Multiplier Level.

**"Multiplier Level"** means 100%

**"Multiplier Number"** shall be the number of times that the Multiplier Condition is satisfied.

*Accordingly, the Multiplier Number will be equal to the number of Observation Dates (from 0 to 8) on which the Multiplier Condition has been satisfied, in respect of the relevant Coupon Valuation Date.*

**"Multiplier Value"** means, in respect of any Observation Date, the Worst Value.

**"RI Initial Value"** means, in respect of a Reference Item, the Initial Closing Price.

**"RI Value"** means, in respect of a Reference Item and an Observation Date, (i) the RI Closing Value for such Reference Item in respect of such Observation Date, divided by (ii) the relevant RI Initial Value.

**"Worst Value"** means, in respect of an Observation Date, the RI Value for the Reference Item(s) with the lowest or equal lowest RI Value for any Reference Item in the Basket in respect of such Observation Date.

<b>16. Fixed Rate Note Provisions:</b>	Not applicable
<b>17. Floating Rate Note Provisions:</b>	Not applicable
<b>18. Specified Interest Amount Note Provisions:</b>	Not applicable
<b>19. Zero Coupon Note Provisions:</b>	Not Applicable
<b>20. Index Linked Interest Provisions:</b>	Not applicable
<b>21. Equity Linked Interest Provisions:</b>	Applicable
(i) Share(s)/Share Company/Basket of Shares:	Reference Items k=1 to k=3 inclusive: k=1: Inditex S.A. k=2: Banco Santander, S.A. k=3: Iberdrola S.A. Weighting: Not applicable
(ii) Share Currency:	EUR
(iii) ISIN of Share(s):	k=1: ES0148396007 k=2: ES0113900J37 k=3: ES0144580Y14
(iv) Screen Page:	k=1: Bloomberg Code: [ITX SM] <Equity> k=2: Bloomberg Code: [SAN SM] <Equity> k=3: Bloomberg Code: [IBE SM] <Equity>
(v) Exchange(s):	Madrid Stock Exchange
(vi) Related Exchange(s):	All Exchanges
(vii) Depositary Receipt provisions:	Not applicable
(viii) Strike Date:	28 July 2017
(ix) Strike Period:	Not applicable
(x) Averaging:	Averaging does not apply to the Notes.
(xi) Coupon Valuation Date(s):	10 July 2025
(xii) Coupon Valuation Time:	Scheduled Closing Time

(xiii) Observation Date(s):

Observation Dates in respect to the Coupon Valuation Date :
10 July 2018
10 July 2019
10 July 2020
12 July 2021
11 July 2022
10 July 2023
10 July 2024
10 July 2025

(xiv) Observation Period:

Not applicable

(xv) Exchange Business Day:

(All Shares Basis)

(xvi) Scheduled Trading Day:

(All Shares Basis)

(xvii) Share Correction Period:

As set out in Equity Linked Condition 8

(xviii) Disrupted Day:

As set out in Equity Linked Condition 8

(xix) Market Disruption:

Specified Maximum Days of Disruption will be equal to three

(xx) Extraordinary Events:

In addition to De-Listing, Insolvency, Merger Event and Nationalization, the following Extraordinary Events apply to the Notes:

Tender Offer: Applicable

Listing Change: Not applicable

Listing Suspension: Not applicable

Illiquidity: Not applicable

Delayed Redemption on Occurrence of Extraordinary Disruption Event: Not applicable

(xxi) Additional Disruption Events:

The following Additional Disruption Events apply to the Notes:

Change in Law

The Trade Date is 16 May 2017

Delayed Redemption on Occurrence of Additional Disruption Event: Not applicable

**22. Inflation Linked Interest Provisions:**

Not applicable

**23 Fund Linked Interest Provisions:**

Not applicable

**24. Foreign Exchange (FX) Rate Linked Interest Provisions:**

Not applicable

**25. Reference Rate Linked Interest/Redemption:**

Not applicable

**26. Combination Note Interest:**

Not applicable

## PROVISIONS RELATING TO REDEMPTION

<b>27. Final Redemption Amount:</b>	Redemption at par
<b>28. Final Payout:</b>	Not applicable
<b>29. Automatic Early Redemption:</b>	Not applicable
<b>30. Issuer Call Option:</b>	Not applicable
<b>31. Noteholder Put:</b>	Not applicable
<b>32. Early Redemption Amount:</b>	As set out in General Condition 6
<b>33. Index Linked Redemption:</b>	Not applicable
<b>34. Equity Linked Redemption:</b>	Not applicable
<b>35. Inflation Linked Redemption:</b>	Not applicable
<b>36. Fund Linked Redemption:</b>	Not applicable
<b>37. Credit Linked Redemption:</b>	Not applicable
<b>38. Foreign Exchange (FX) Rate Linked Redemption:</b>	Not applicable
<b>39. Reference Item Rate Linked Redemption:</b>	Not applicable
<b>40. Combination Note Redemption:</b>	Not applicable
<b>41. Provisions applicable to Instalment Notes:</b>	Not applicable
<b>42. Provisions applicable to Physical Delivery:</b>	Not applicable
<b>43. Provisions applicable to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:</b>	Not applicable
<b>44. Variation of Settlement:</b>	The Issuer does not have the option to vary settlement in respect of the Notes as set out in General Condition 5(b)(ii)

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

<b>45. Form of Notes:</b>	Book-Entry Notes: Uncertificated, dematerialised book-entry form notes ( <i>anotaciones en cuenta</i> ) registered with Iberclear.
New Global Note (NGN):	No
<b>46. (i) Financial Financial Centre(s)</b>	Not applicable
<b>(ii) Additional Business Centre(s)</b>	Not applicable
<b>47. Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature):</b>	No

- 48. Redenomination, renominalisation and reconventioning provisions:** Not applicable
- 49. Agents:** Banco Bilbao Vizcaya Argentaria, S.A. to act as Principal Paying Agent and Calculation Agent through its specified office at Calle Saucedo 28, 28050 Madrid, Spain
- 50. Additional selling restrictions:** Not Applicable

Signed on behalf of the Issuer:

By:

Duly authorised

Signed on behalf of the Guarantor:

By:

Duly authorised



## PART B –OTHER INFORMATION

### 1. Listing and Admission to trading

Application has been made for the Notes to be admitted to trading on AIAF

### 2. Ratings

Ratings: The Notes have not been rated

### 3. Interests of Natural and Legal Persons Involved in the Issue

The Notes have been sold by the Dealer to a third party distributor at a discount to the specified issue price. For specific and detailed information on the nature and quantity of such discount, the investor should contact the distributor

### 4. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- |       |                           |  |
|-------|---------------------------|--|
| (i)   | Reasons for the offer:    | See " <i>Use of Proceeds</i> " wording in Base Prospectus  |
| (ii)  | Estimated net proceeds:   | EUR 13,000,000   |
| (iii) | Estimated total expenses: | The estimated total expenses that can be determined as of the issue date are up to EUR 3,500 consisting of listing fees, such expenses exclude certain out-of pocket expenses incurred or to be incurred by or on behalf of the issuer in connection with the admission to trading |

### 5. Performance of Share, Explanation of Effect on Value of Investment and Associated Risks and Other Information concerning the Underlying

The past and future performance, the volatility and background information about the shares can be obtained from the relevant Exchange and from the corresponding Bloomberg Screen Page.

k=1, Inditex S.A.	Bloomberg Code: [ITX SM] <Equity>
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k=2, Banco Santander S.A.	Bloomberg Code: [SAN SM] <Equity>
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k=3, Iberdrola S.A.	Bloomberg Code: [IBE SM] <Equity>
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For a description of any market disruption or settlement disruption events that may affect the underlying and any adjustment rules in relation to events concerning the underlying (if applicable) please see Annex 3 in the Issuer's Base Prospectus.

The Issuer does not intend to provide post-issuance information.

## **6. Operational Information**

- |       |  |                          |
|-------|--|--------------------------|
| (i)   | ISIN Code:   | ES0205067236             |
| (ii)  | Common Code:   | Not applicable           |
| (iii) | CUSIP:   | Not applicable           |
| (iv)  | Other Code(s):   | Not applicable           |
| (v)   | Any clearing system(s) other than Iberclear, Euroclear Bank S.A./N.V, Clearstream Banking, société anonyme and the Depository Trust Company approved by the Issuer and the Principal Paying Agent and the relevant identification number(s): | Not applicable           |
| (vi)  | Delivery:  | Delivery against payment |
| (vii) | Additional Paying Agent(s) (if any):   | Not applicable           |

## **7. DISTRIBUTION**

- |      |   |   |
|------|---|---|
| 7.1. | Method of distribution:                                 | Non-syndicated  |
| 7.2. | If non-syndicated, name and address of relevant Dealer: | Banco Bilbao Vizcaya Argentaria, S.A.<br>C/ Saucedo, 28<br>28050 Madrid |
| 7.3. | Non-exempt Offer:                                       | Not Applicable  |

The Issuer is only offering to and selling to the Dealer(s) pursuant to and in accordance with the terms of the Programme Agreement. All sales to persons other than the Dealer(s) will be made by the Dealer(s) or persons to whom they sell, and/or otherwise make arrangements with, including the Financial Intermediaries. The Issuer shall not be liable for any offers, sales or purchase of Notes by the Dealer(s) or Financial Intermediaries in accordance with the arrangements in place between any such Dealer or any such Financial Intermediary and its customers.