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Dirección General de Mercados e Inversores
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Madrid

COMUNICACIÓN DE HECHO RELEVANTE

TDA SA NOSTRA EMPRESAS 2, FONDO DE TITULIZACIÓN DE ACTIVOS Actuaciones sobre las calificaciones de los bonos por parte de Fitch Ratings.

Titulización de Activos, Sociedad Gestora de Fondos de Titulización, S.A. comunica el siguiente Hecho Relevante:

I. Respecto al fondo de referencia, adjuntamos nota de prensa publicada por Fitch Ratings, con fecha 17 de abril de 2018, donde se lleva a cabo la siguiente actuación:

- Bono B, afirmado como **A(sf)**; **perspectiva estable.**
- Bono C, subida a **BBB-(sf)** desde **BB(sf)**; **eliminada la revisión para posible subida; perspectiva positiva.**
- Bono D, subida a **BBB-(sf)** desde **BB(sf)**; **eliminada la revisión para posible subida; perspectiva positiva.**

En Madrid, a 19 de abril de 2018

Ramón Pérez Hernández
Consejero Delegado



Fitch Upgrades 2 Sa Nostra Empresas CLOs

Fitch Ratings-Madrid-17 April 2018: Fitch Ratings has upgraded TDA Sa Nostra Empresas 1, FTA (Sa Nostra 1) and TDA Sa Nostra Empresas 2, FTA (Sa Nostra 2). A full list of rating actions follows at the end of this ratings action commentary.

Sa Nostra 1 and 2 are static cash flow securitisations of portfolios of secured and unsecured loans granted by Caja de Ahorros y Monte de Piedad de las Baleares (Sa Nostra; now Bankia; BBB-/Positive/F3) to small and medium-sized enterprises (SMEs) located in Spain.

KEY RATING DRIVERS

High Over-Collateralisation for Senior Tranches

Continuing over-collateralisation provided by subordinated tranches has allowed senior tranches for both Sa Nostra 1 and 2 (66% and 82% respectively) to remain at rating levels above Bankia's. This is the driving factor behind the upgrade of Sa Nostra 1's class C notes and the affirmation of Sa Nostra 2's class B notes.

Strong Portfolio Performance

Defaults remain low for both transactions, while recoveries have been historically high. Sa Nostra 1's cumulative defaults have remained stable at around 0.5% of the initial portfolio balance, with high reported recoveries of approximately 90%. For Sa Nostra 2, both cumulative defaults and reported recoveries are close to 3.5% and 80%, respectively.

Concentrated Portfolios

Rating default rates are high for both transactions due to high default correlation modelled in portfolio analysis. Both Sa Nostra 1 and 2 have more than 90% of portfolio concentrated in loans originated in the Balearic Islands. Sa Nostra 1 furthermore has a high top 10 obligor concentration of 56%, due to its seasoned portfolio (5.5% portfolio factor).

Improving Spanish Economy

Fitch expects performance of Spanish SME portfolios to improve, as reflected by the reduction of the Spanish country benchmark to 3.5% from 4% in the latest update of the agency's SME Balance Sheet Securitisation Rating Criteria published on 23 February 2018. This results in a decrease in annual average default assumption to 2.2% for both portfolios, down from 2.7% and 2.8%, respectively.

Payment Interruption Risk Rating Cap

The senior class notes are capped at 'Asf', as servicer Bankia supports notes up to five notches above its rating, according to our Structured Finance and Covered Bonds Counterparty Rating Criteria. Payment interruption risk is otherwise not mitigated due to lack of effective replacement triggers for the reserve fund (RF), which is the only source of liquidity available to the transactions.

Reserve Fund Account Rating Cap

The highest achievable ratings for Sa Nostra 1's class D and E notes and Sa Nostra 2 class C and D notes are capped at the rating of Bankia due to lack of effective replacement triggers for the RF account bank. Because of this, no credit is given during transaction cash flow modelling to RF for rating scenarios above Bankia's.

RATING SENSITIVITIES

A 25% increase in obligor probability of default would lead to a downgrade of Nostra 1's most senior tranche class C to 'BB+sf' from 'A-sf'. For Nostra 2, a 25% increase in obligor probability of default or a 25% decrease in recoveries would have no rating effect on its most senior tranche class B.

For both Nostra 1 and Nostra 2, all junior tranches are currently capped at Bankia's 'BBB-' rating, and could be upgraded or downgraded following changes in Bankia's rating.

USE OF THIRD-PARTY DUE DILIGENCE PURSUANT TO RULE 17G-10

Form ABS Due Diligence-15E was not provided to, or reviewed by, Fitch in relation to this rating action.

DATA ADEQUACY

Fitch has checked the consistency and plausibility of the information it has received about the performance of the asset pools and the transactions. There were no findings that affected the rating analysis. Fitch has not reviewed the results of any third-party assessment of the asset portfolio information or conducted a review of origination files as part of its ongoing monitoring.

Fitch did not undertake a review of the information provided about the underlying asset pools ahead of the transactions' initial closing. The subsequent performance of the transactions over the years is consistent with the agency's expectations given the operating environment and Fitch is therefore satisfied that the asset pool information relied upon for its initial rating analysis was adequately reliable.

Overall, Fitch's assessment of the information relied upon for the agency's rating analysis according to its applicable rating methodologies indicates that it is adequately reliable.

SOURCES OF INFORMATION

The information below was used in the analysis.

TDA SA Nostra Empresas 1, FTA

-Loan-by-loan data provided by Titulizacion de Activos (TDA) as at 31 January 2018

-Transaction reporting provided by TDA as at 31 March 2018

TDA SA Nostra Empresas 2, FTA

-Loan-by-loan data provided by TDA as at 28 February 2018

-Transaction reporting provided by TDA as at 31 March 2018

MODELS

The models below were used in the analysis. Click on the link for a description of the model.

Portfolio Credit Model. (<https://www.fitchratings.com/site/structuredfinance/clo/pcm>)

EMEA Cash Flow Model.

(<https://www.fitchratings.com/site/structuredfinance/emeacfm>)

Fitch has taken the following rating actions:

TDA Sa Nostra Empresas 1, FTA

--EUR4.9 million class C notes upgraded to 'A-sf' from 'BBBsf'; Outlook Stable

--EUR6.6 million class D notes upgraded to 'BBB-sf' from 'BBsf'; off Rating Watch Positive (RWP); Outlook Positive

--EUR3 million class E notes upgraded to 'BBB-sf' from 'BBsf'; off RWP; Outlook Positive

TDA Sa Nostra Empresas 2, FTA

--EUR9 million class B notes affirmed at 'Asf'; Outlook Stable

--EUR31.9 million class C notes upgraded to 'BBB-sf' from 'BBsf'; off RWP; Outlook Positive

--EUR9.7 million class D notes upgraded to 'BBB-sf' from 'BBsf'; off RWP; Outlook Positive

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Additional information is available on www.fitchratings.com

Applicable Criteria

Fitch's Interest Rate Stress Assumptions for Structured Finance and Covered Bonds - Excel File (pub. 02 Feb 2018)

(<https://www.fitchratings.com/site/re/10018863>)

Global Structured Finance Rating Criteria (pub. 03 May 2017)

(<https://www.fitchratings.com/site/re/897411>)

SME Balance Sheet Securitisation Rating Criteria (pub. 23 Feb 2018)

(<https://www.fitchratings.com/site/re/10020825>)

Structured Finance and Covered Bonds Counterparty Rating Criteria (pub. 23 May 2017) (<https://www.fitchratings.com/site/re/898537>)

Structured Finance and Covered Bonds Interest Rate Stresses Rating Criteria (pub. 02 Feb 2018) (<https://www.fitchratings.com/site/re/10018549>)

Additional Disclosures

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(<https://www.fitchratings.com/site/dodd-frank-disclosure/10027378>)

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