# **FINAL TERMS**

14 February 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")

C.N.M.V. Iss

Registros Oficiales

Anotaciones en cuenta

Issue of EUR 7,500,000 Equity Linked Notes due 2017 (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")

COMISION DEL MERCADO DE VALORES

07 FEB. 2017

REGISTRO DE ENTRADA - M.P. Nº .20.17.017.8 K.S.

Mr. Christian Mortensen, acting on behalf of BBVA Global Markets B.V.,(the Issuer) with registered office at Calle Sauceda, 28, 28050 Madrid, Spain in his capacity as director of the Issuer and according to the resolution of the general shareholders and board of directors meeting of 29 March 2016 agrees, under the terms and conditions of the €2,000,000,000 Structured Medium Term Note Programme Base Prospectus dated 31 March 2016 and the supplements to the Base Prospectus dated 12 May 2016, 10 August 2016 and 15 November 2016 which 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 31 March 2016, 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, Mr. Christian Mortensen, acting on behalf of the Guarantor according to the resolution of the Board of Directors of the Guarantor dated 24 February 2016, with the signature of this document hereby accepts the Guarantor responsibility as guarantor of the Notes for the information contained in this document. Mr. Christian Mortensen, declares that the information regarding the Guarantee and the Guarantor 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.

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 31 March 2016 and the supplements to it dated 12 May 2016, 10 August 2016 and 15 November 2016 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) and on the Guarantor's website (www.bbva.com).

1. (i) Issuer:

BBVA Global Markets B.V.

NIF: N0035575J

(ii) Banco Bilbao Vizcaya Argentaria, S.A. Guarantor: NIF: A48265169 2. (i) Series Number: 84 (ii) Tranche Number: 1 (iii) Date on which the Notes will be Not applicable consolidated and form a single Series: Annex 1: Payout Conditions (iv) Applicable Annex(es): **Annex 3: Equity Linked Conditions** Specified Notes Currency: Euro ("EUR") 3. 4. Aggregate Nominal Amount: (i) Series: EUR 7,500,000 (ii) Tranche: EUR 7,500,000 **Issue Price:** 5. 100 per cent. of the Aggregate Nominal Amount Specified Denomination: 6. EUR 100,000 (i) Minimum Tradable Amount: Not applicable (ii) Calculation Amount: EUR 100,000 (iii) Number of Notes issued: 75 7. (i) Issue Date: 14 February 2017 (ii) Interest Commencement Date: Issue Date 8. Maturity Date: 16 May 2017 or if that is not a Business Day the immediately succeeding Business Day 9. **Interest Basis:** 3 per cent. Fixed Rate 10. Redemption/Payment Basis: **Equity Linked Redemption** 11. Reference Item(s): The following Reference Item will apply for Redemption determination purposes: Total S.A. (see paragraph 32 below) 12. Put/Call Options: Not applicable Knock-in Event: **13.** Applicable: Knock-in Value is less than the Knock-in **Price** 

> RI Value Where,

Knock-in Value:

(i)

"RI Value" means, (i) the RI Closing Value for the Reference Item in respect of the Knock-in Determination Day, divided by (ii) the RI Initial Value

"RI Initial Value" means EUR 41.40

(ii) Knock-in Price: 100 per cent

(iii) Knock-in Range: Not applicable

(iv) Knock-in Determination Day(s): Redemption Valuation Date (see paragraph 32(xi)

below)

(v) Knock-in Determination Period: Not applicable

(vi) Knock-in Period Beginning Date: Not applicable

(vii) Knock-in Period Beginning Date Not applicable

Scheduled Trading Day Convention:

(viii) Knock-in Period Ending Date: Not applicable

(ix) Knock-in Period Ending Date Not applicable Scheduled Trading Day Convention:

(x) Knock-in Valuation Time: Scheduled Closing Time

4. Knock-out Event: Not applicable

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Interest: Applicable

(i) Interest Period(s): From (and including) the Issue Date to (but excluding)

the Interest Payment Date

(ii) Business Day Convention for Interest Following Business Day Convention

Period End Date(s):

(iii) Interest Payment Date(s): 16 May 2017

(iv) Business Day Convention for Interest Following Business Day Convention

Payment Date(s):

(v) Margin(s): Not applicable

(vi) Minimum Rate of Interest: Not applicable

(vii) Maximum Rate of Interest: Not applicable

(viii) Day Count Fraction: Actual/365

(ix) Determination Date(s): Not applicable

(x) Rate of Interest: In respect of the Interest Payment Date, the Rate of

Interest shall be determined by the Calculation Agent

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as:

Fixed Rate

16. Fixed Rate Note Provisions: Applicable

(i) Rate(s) of Interest: 3 per cent. per annum payable in arrear on the Interest

Payment Date

(ii) Fixed Coupon Amount(s): Not applicable

	(iii) Broken Amount(s):	Not applicable
17.	Floating Rate Note Provisions:	Not applicable
18.	Zero Coupon Note Provisions:	Not Applicable
19.	Index Linked Interest Provisions:	Not applicable
20.	<b>Equity Linked Interest Provisions:</b>	Not applicable
21.	Inflation Linked Interest Provisions	Not applicable
22	Fund Linked Interest Provisions:	Not applicable
23.	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not applicable
24.	Reference Rate Linked Interest/Redemption:	Not applicable
25.	Combination Note Interest:	Not applicable
	PROVISIONS RELATING TO REDEMPTION	
26.	Final Redemption Amount:	Calculation Amount * Final Payout
27.	Final Payout:	Redemption (xii) - Versus Standard
		(A) If no Knock-in Event has occurred:
		100%; or
		100%; or  (B) If a Knock-in Event has occurred:
28.	Automatic Early Redemption:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable
28. 29.	Automatic Early Redemption: Issuer Call Option:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply
	• -	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable
29.	Issuer Call Option:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable  Not Applicable
29. 30.	Issuer Call Option: Noteholder Put:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable  Not Applicable  Not Applicable
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable  Not Applicable  Not Applicable  Not applicable
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption: Equity Linked Redemption:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable  Not Applicable  Not Applicable  Not applicable  Applicable
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption: Equity Linked Redemption:  (i) Share/Basket of Shares:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable  Not Applicable  Not Applicable  Not applicable  Total S.A.
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption: Equity Linked Redemption: (i) Share/Basket of Shares: (ii) Share Currency:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable Not Applicable Not Applicable Not applicable Total S.A. EUR
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption: Equity Linked Redemption: (i) Share/Basket of Shares: (ii) Share Currency: (iii) ISIN of Share(s):	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable Not Applicable Not Applicable Not applicable Total S.A. EUR FR0000120271
29. 30. 31.	Issuer Call Option: Noteholder Put: Index Linked Redemption: Equity Linked Redemption: (i) Share/Basket of Shares: (ii) Share Currency: (iii) ISIN of Share(s): (iv) Screen Page:	(B) If a Knock-in Event has occurred:  no Final Redemption Amount will be payable and Physical Delivery will apply  Not applicable Not Applicable Not Applicable Not applicable Total S.A. EUR FR0000120271 Bloomberg Code: FP FP <equity></equity>

(viii)	Strike Date:	Not applicable
(ix)	Strike Period:	Not applicable
(x)	Averaging:	Averaging does not apply to the Notes
(xi)	Redemption Valuation Date(s):	10 May 2017
(xii)	Redemption Valuation Time:	Scheduled Closing Time
(xiii)	Observation Date(s):	Not applicable
(xiv)	Observation Period:	Not applicable
(xv)	Exchange Business Day:	Single Share Basis
(xvi)	Scheduled Trading Day:	Single Share Basis
(xvii)	Share Correction Period:	As set out in Equity Linked Condition 8
(xviii)	Disrupted Days:	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
		Failure to Deliver due to Illiquidity
		The Trade Date is 2 February 2017
		Delayed Redemption on Occurrence of Additional Disruption Event: Not applicable
Inflation Linked Redemption:		Not applicable
Fund Linked Redemption:		Not applicable
Credit Linked Redemption:		Not applicable
Foreign Exchange (FX) Rate Linked Redemption:		Not applicable
Combination Note Redemption:		Not applicable
Provisions applicable to Instalment Notes:		Not applicable
Provisions applicable to Physical Delivery:		Applicable
(i)	Entitlement Amount:	Calculation Amount / Performing RI Strike Price

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33.

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**37.** 

38.

**39.** 

The Entitlement Amount will be rounded down to the nearest unit of each Relevant Asset capable of being delivered (the "Equity Element") and in lieu thereof the Issuer will pay a residual amount (the "Residual Amount") equal to:

(Entitlement Amount – Equity Element) \* Physical Delivery Price

Where,

"Entitlement Value" means the Reference Item

"Performing RI Strike Price" means, in respect of the Redemption Valuation Date, the RI Initial Value of the Reference Item with the Entitlement Value on such Redemption Valuation Date

"Physical Delivery Price" means, in respect of the Redemption Valuation Date, the RI Closing Value in respect of the Reference Item with the Entitlement Value on such Redemption Valuation Date.

"RI Initial Value" means EUR 41.40

(ii) Relevant Asset(s): The Reference Item

(iii) Cut-Off Date: Two (2) Business Days prior to the Maturity Date

(iv) Settlement Business Day(s): TARGET

(v) Delivery Agent: Banco Bilbao Vizcaya Argentaria, S.A.

(vi) Assessed Value Payment Amount: Applicable(vii) Failure to Deliver due to Illiquidity: Applicable

40. 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:

Not Applicable

41. Variation of Settlement:

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

42. Form of Notes: Book-Entry Notes: Uncertificated, dematerialised

book-entry form notes (anotaciones en cuenta) registered with Iberclear as managing entity of the

Central Registry.

New Global Note (NGN): No

43. (i) Financial Financial Centre(s) Not applicable

(ii) Additional Business Centre(s) Not applicable

44. Talons for future Coupons or Receipts to Nobe attached to Definitive Bearer Notes (and dates on which such Talons mature):

**45. Redenomination, renominalisation and** Not Applicable reconventioning provisions:

46. Agents: Banco Bilbao Vizcaya Argentaria, S.A. to act as

Principal Paying Agent, Register and Calculation Agent through its specified office at C/ Sauceda, 28, 28050

Madrid, Spain

47. Additional selling restrictions: Not Applicable

Signed on behalf of the Issuer: Signed on behalf of the Guarantor:

By: By:

Duly authorised 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

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

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

(i) Reasons for the offer: See "Use of Proceeds" wording in Base Prospectus

(ii) Estimated net proceeds: EUR 7,500,000

(iii) Estimated total expenses: The estimated total expenses that can be determined as of the

issue date are up to EUR 3,000 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. **Operational Information**

(i) ISIN Code: ES0305067656

(ii) Common Code: Not applicable

CUSIP: (iii) 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

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

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

Bloomberg Code: [FP FP] < Equity>

Total S.A.

If syndicated, names of Managers:

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

# 7. DISTRIBUTION

7.2.

7.1. Method of distribution: Non-syndicated

7.3. If non-syndicated, name and address of relevant Banco Bilbao Vizcaya Argentaria, S.A.

Dealer: C/ Sauceda, 28

28050 Madrid

Not applicable

7.4. 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.

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Comisión Nacional del Mercado de Valores Mercados Primarios División de Mercados e Inversores Edison, 4 28006 Madrid

Madrid, 7 de Febrero de 2017

Muy Señores Nuestros:

Por la presente solicitamos la inscripción en sus Registros Oficiales de la Comisión Nacional del Mercado de Valores ("CNMV") de la emisión de Notas Estructuradas Serie 84, por importe de 7,500,000 de euros de BBVA Global Markets, B.V., realizada al amparo del Programa de Emisión de Renta Fija y Notas Estructuradas de fecha 31 de marzo de 2016.

Para tal fin les adjunto el documento de Condiciones Finales de emisión.

Asimismo, les comunico que el firmante de este documento es Don Christian Mortensen y su firma legitimada está depositada en CNMV con ocasión de la inscripción en sus Registros Oficiales de Anotaciones en Cuenta de la verificación y registro del Folleto Base de BBVA Global Markets, B.V, "€ 2,000,000,000 Structured Medium Term Note Programme (Programa de Emisión de Renta Fija y Notas Estructuradas)" el día 17 de marzo de 2015. Los poderes del firmante de las condiciones finales y de la garantía siguen estando vigentes.

La persona de contacto en BBVA Global Markets B.V. es:

Pablo Escudero Navarrete e-mail: mtn@bbva.com Tfno: 91 5370703

Quedando a su disposición para cualquier aclaración que necesiten.

Atentamente,

Christian Mortensen BBVA Global Markets