



NATIONAL SECURITIES MARKET COMISSION

Pursuant to article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and article 228 of the restated text of the Securities Market Law approved by the Royal Legislative Decree 4/2015, of 23 October (*texto refundido de la Ley del Mercado de Valores aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*), Banco de Sabadell, S.A. and affiliate companies (Banco Sabadell) inform the National Securities Market Commission (*Comisión Nacional del Mercado de Valores –CNMV-*) of the following

RELEVANT FACT

Banco Sabadell has reached an agreement on the date hereof for the transfer of almost the whole of its real estate exposure to an affiliate of Cerberus Capital Management, L.P. (“Cerberus” and the “Transaction”). The real estate assets included in the Transaction have a gross book value, altogether, of *circa* € 9,100 million and a net book value, altogether, of *circa* € 3,900 million.

The Transaction has been structured through the transfer of two real estate portfolios commercially identified as “Challenger” and “Coliseum” to one or more newly incorporated companies (the “NewCo(s)”), the share capital of which will be contributed and/or transferred so that Cerberus, directly or indirectly, owns a 80% interest in the NewCo(s)’s share capital and Banco Sabadell the remaining 20% interest. Banco Sabadell and Cerberus will enter into a shareholders’ agreement to set forth their contractual relationships as partners of the NewCo(s).

Solvia Servicios Inmobiliarios, S.L.U., that will remain wholly owned by Banco Sabadell, will continue to service on an exclusive basis the real estate assets included to the Transaction.

Closing of the Transaction, that will occur once the relevant authorizations are obtained and the conditions regarding each of the portfolios are complied with, will imply the transfer of the control over the real estate assets included in the Transaction and, hence, their deconsolidation from the balance sheet of Banco Sabadell group.



The Transaction contributes positively to enhancing the profitability of Banco Sabadell group, requiring the recognition of additional provisions with a net impact of approximately € 92 million, and will create a positive impact of *circa* 13 basis points on the capital ratio of Common Equity Tier 1 (fully loaded) of Banco Sabadell.

María José García Beato
General Secretary

Alicante, 19 July 2018

