

## NATIONAL SECURITIES MARKET COMMISSION

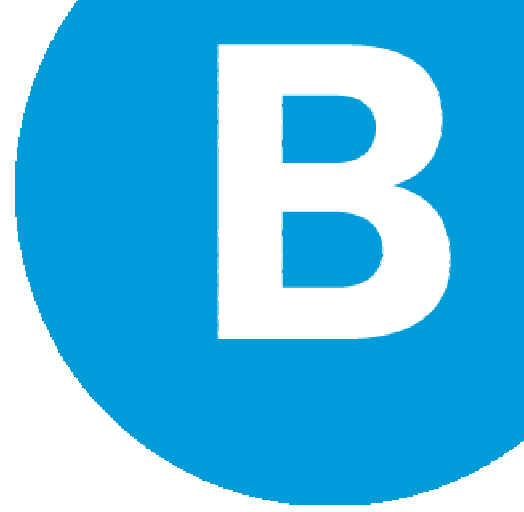
Pursuant to article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and article 228 of the restated text of the Securities Market Law approved by the Royal Legislative Decree 4/2015, of 23 October (*texto refundido de la Ley del Mercado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

### RELEVANT FACT

In relation to the issue of Banco Sabadell Mandatory Convertible Subordinated Bonds Series IV/2013 (the Bonds), issued under the Securities Note and the Summary registered with the official registers of the CNMV on 1 October 2013, Banco Sabadell announces that, pursuant to section 4.6.1(C).II of the Securities Note for the issue of the Bonds, on 28 October 2017 will take place the mandatory total conversion upon maturity of the Bonds, by virtue of which all Bonds outstanding on that date shall be converted into Banco Sabadell shares.

The Securities Note and the Summary for the issue of the Bonds, which are available on the websites of the CNMV ([www.cnmv.es](http://www.cnmv.es)) and Banco Sabadell ([www.grupobancosabadell.com](http://www.grupobancosabadell.com)), include a detailed description of the procedure for converting the Bonds into Banco Sabadell shares.

For information purposes, it is reminded that the Conversion Price of the Bonds shall be calculated pursuant to sections 4.6.1(C).I and 4.6.1(C).IV of the Securities Note for the issue of the Bonds, which shall be the higher of: (i) 0.75 euros or (ii) the arithmetic mean of the closing trading prices in the electronic trading system (*Mercado Continuo*) of Banco Sabadell shares during the 10 trading days immediately prior to the maturity date (i.e. from 16 October 2017 to 27 October 2017, inclusive). Under no circumstances such amount shall be lower than the higher of 75% of (i) the average weighted price of the closing prices of Banco Sabadell shares in the *Mercado Continuo* during the fifteen calendar days immediately prior to the maturity date (i.e. from 13 October 2017 to 27



October 2017) and (ii) the closing price of Banco Sabadell shares on the *Mercado Continuo* on the trading session immediately prior to such date (i.e. 27 October 2017).

María José García Beato  
Deputy Secretary of the Board of Directors

Barcelona, 20 October 2017