

Hecho Relevante de

BANCAJA 5 FONDO DE TITULIZACION DE ACTIVOS

En virtud de lo establecido en el Folleto Informativo de **BANCAJA 5 FONDO DE TITULIZACION DE ACTIVOS** (el “Fondo”) se comunica a la COMISIÓN NACIONAL DEL MERCADO DE VALORES el presente hecho relevante:

- La Agencia de Calificación **Fitch Ratings** (“Fitch”), con fecha 20 de abril de 2018, comunica que ha elevado la calificación asignada a la siguiente Serie de Bonos emitidos por el Fondo:
 - **Serie C:** **Asf**, perspectiva estable (anterior **A-sf**, perspectiva en evolución)

Asimismo, Fitch ha confirmado las calificaciones asignadas a las restantes Series de Bonos:

- **Serie A:** **AA+sf**, perspectiva estable
- **Serie B:** **AAsf**, perspectiva estable

Se adjunta la comunicación emitida por Fitch.

Madrid, 23 de abril de 2018.

José Luis Casillas González
Apoderado

Paula Torres Esperante
Apoderado



Fitch Upgrades 7 Tranches of Bancaja RMBS Series; Affirms Others

Fitch Ratings-Frankfurt/London-20 April 2018: Fitch Ratings has upgraded seven tranches of Bancaja 5, 6, 7 and 8, affirmed seven tranches, and removed all classes from Rating Watch Evolving (RWE) as follows:

Bancaja 5, FTA

Class A (ISIN ES0312884002): affirmed at 'AA+sf'; removed from RWE; Outlook Stable

Class B (ISIN ES0312884010): affirmed at 'AAsf'; removed from RWE; Outlook Stable

Class C (ISIN ES0312884028): upgraded to 'Asf' from 'A-sf'; removed from RWE; Outlook Stable

Bancaja 6, FTA

Class A2 (ISIN ES0312885017): upgraded to 'AAAsf' from 'AA+sf'; removed from RWE; Outlook Stable

Class B (ISIN ES0312885025): affirmed at 'AA+sf'; removed from RWE; Outlook Stable

Class C (ISIN ES0312885033): affirmed at 'Asf'; removed from RWE; Outlook Stable

Bancaja 7, FTA

Class A2 (ISIN ES0312886015): upgraded to 'AAsf' from 'AA-sf'; removed from RWE; Outlook Stable

Class B (ISIN ES0312886023): upgraded to 'A+sf' from 'A-sf'; removed from RWE; Outlook Stable

Class C (ISIN ES0312886031): affirmed at 'BBBsf'; removed from RWE; Outlook Stable

Class D (ISIN ES0312886049): affirmed at 'BBsf'; removed from RWE; Outlook Stable

Bancaja 8, FTA

Class A (ISIN ES0312887005): upgraded to 'AAAsf' from 'AA+sf'; removed from RWE; Outlook Stable

Class B (ISIN ES0312887013): upgraded to 'AAsf' from 'Asf'; removed from RWE; Outlook Positive

Class C (ISIN ES0312887021): upgraded to 'A+sf' from 'BBBsf'; removed from RWE; Outlook Stable

Class D (ISIN ES0312887039): affirmed at 'BBsf'; removed from RWE; Outlook Stable

The rating actions follow the application of the European RMBS Rating Criteria published on 27 October 2017.

The transactions are a series of prime Spanish RMBS transactions, issued between 2003 and 2005, comprising seasoned loans originated and serviced by Bankia, S.A. (BBB-/Positive/F3).

KEY RATING DRIVERS

Deleveraging and Robust Asset Performance

The securitised mortgage portfolios have built up substantial seasoning. As such, the weighted average current loan-to-value (LTV) ratios have dropped well below 50% for all transactions, compared with the weighted average original LTVs of between 73.0% and 87.3%.

All transactions show a robust asset performance with three-month plus arrears (excluding defaults) as a percentage of the current pool balance decreasing further or remaining at very low levels in the range of 0.5% for Bancaja 5 to 0.9% for Bancaja 8. This is in line with Fitch's expectation of an improved real estate market and macroeconomic environment in Spain. Similarly, the transactions' cumulative defaults, defined as mortgages in arrears by more than 18 months, were in the range of 0.5% for Bancaja 5 to 4.1% for Bancaja 8 of the portfolio initial balance as of the latest reporting periods. Except for Bancaja 8, this is generally lower than for comparable Spanish transactions of the same vintage year.

Sovereign-Related Cap Lifted

Following Fitch's upgrade of Spain's Long-Term Local-Currency Issuer Default Rating to 'A-' on 19 January 2018, in line with Fitch's Structured Finance and Covered Bonds Country Risk Rating Criteria, Spanish structured finance transactions are no longer capped at 'AA+sf', but can be rated up to 'AAAsf', i.e. six notches above the sovereign's rating. This has been reflected in the upgrade of the Bancaja 6 and 8's senior notes to 'AAAsf' from 'AA+sf'.

Excessive Counterparty Exposure

The transactions' junior notes depend exclusively on the credit enhancement (CE) provided by the reserve fund and are not sufficiently isolated to achieve ratings higher than the account bank's 'A' rating.

CE Trends

CE is expected to increase for all transactions due to a floored cash reserve (except Bancaja 8) and amortisation. The increase is expected to be less pronounced for Bancaja 6 and 7, which are currently amortising on a pro-rata basis, but would revert back to sequential amortisation if performance triggers are not met. Bancaja 5 and 8 are currently amortising sequentially and will continue to do so as Bancaja 5's outstanding asset balance is below 10% of the initial asset balance and Bancaja 8's reserve is expected to remain below its target amount in our base case scenario.

Interest Deferability

The transactions allow for mezzanine and junior interest to be deferred under the transaction documents if certain 90+ dpd delinquency triggers (Bancaja 5 and 6) or PDL triggers (Bancaja 7 and 8) are hit. Fitch has taken into account these deferral mechanisms in its analysis.

RATING SENSITIVITIES

Bancaja 5 and 6 class C notes' ratings are sensitive to changes in the account bank's (Citibank Europe Plc) rating. Therefore, a downgrade in the account bank's rating would lead to a downgrade of the class C notes' ratings.

A worsening of the Spanish macroeconomic environment, especially employment conditions or an abrupt shift of interest rates could jeopardise the underlying borrowers' affordability. This could have negative rating implications, especially for junior tranches that are less protected by structural CE.

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.

- Investor reports up to January (Bancaja 5 and 8) and February (Bancaja 6 and 7) provided by Europea de Titulizacion SGFT.
- Loan level data dated 31 January 2018 (Bancaja 5 and 8) and 28 February 2018 (Bancaja 6 and 7) were used to run the asset model and the relevant data sources were the European DataWarehouse.

MODELS

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

ResiEMEA. (<https://www.fitchratings.com/site/structuredfinance/rmbs/resiemea>)
EMEA Cash Flow Model.
(<https://www.fitchratings.com/site/structuredfinance/emeacfm>)

Contacts:

Lead Surveillance Analyst

Michael Ecke

Associate Director

+49 69 768076 139

Fitch Deutschland GmbH

Neue Mainzer Strasse 46-50

60311 Frankfurt am Main

Committee Chairperson

Robbie Sargent

Senior Director

+44 20 3530 1404

Media Relations: Athos Larkou, London, Tel: +44 203 530 1549, Email:
athos.larkou@fitchratings.com

Additional information is available on www.fitchratings.com

Applicable Criteria

European RMBS Rating Criteria (pub. 02 Feb 2018)

(<https://www.fitchratings.com/site/re/10018676>)

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>)

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

Structured Finance and Covered Bonds Counterparty Rating Criteria: Derivative Addendum (pub. 23 May 2017) (<https://www.fitchratings.com/site/re/898538>)

Structured Finance and Covered Bonds Country Risk Rating Criteria (pub. 18 Sep 2017) (<https://www.fitchratings.com/site/re/903496>)

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

Additional Disclosures

Dodd-Frank Rating Information Disclosure Form

(<https://www.fitchratings.com/site/dodd-frank-disclosure/10027790>)

Solicitation Status (<https://www.fitchratings.com/site/pr/10027790#solicitation>)

Endorsement Policy (<https://www.fitchratings.com/regulatory>)

ALL FITCH CREDIT RATINGS ARE SUBJECT TO CERTAIN LIMITATIONS AND DISCLAIMERS. PLEASE READ THESE LIMITATIONS AND DISCLAIMERS BY FOLLOWING THIS LINK:

[HTTPS://WWW.FITCHRATINGS.COM/UNDERSTANDINGCREDITRATINGS](https://www.fitchratings.com/understandingcreditratings). IN ADDITION, RATING DEFINITIONS AND THE TERMS OF USE OF SUCH RATINGS ARE AVAILABLE ON THE AGENCY'S PUBLIC WEB SITE AT WWW.FITCHRATINGS.COM. PUBLISHED RATINGS, CRITERIA, AND METHODOLOGIES ARE AVAILABLE FROM THIS SITE AT ALL TIMES. FITCH'S CODE OF CONDUCT, CONFIDENTIALITY, CONFLICTS OF INTEREST, AFFILIATE FIREWALL, COMPLIANCE, AND OTHER RELEVANT POLICIES AND PROCEDURES ARE ALSO AVAILABLE FROM THE CODE OF CONDUCT SECTION OF THIS SITE. DIRECTORS AND SHAREHOLDERS RELEVANT INTERESTS ARE AVAILABLE AT [HTTPS://WWW.FITCHRATINGS.COM/SITE/REGULATORY](https://www.fitchratings.com/site/regulatory). FITCH MAY HAVE PROVIDED ANOTHER PERMISSIBLE SERVICE TO THE RATED ENTITY OR ITS RELATED THIRD PARTIES. DETAILS OF THIS SERVICE FOR RATINGS FOR WHICH THE LEAD ANALYST IS BASED IN AN EU-REGISTERED ENTITY CAN BE FOUND ON THE ENTITY SUMMARY PAGE FOR THIS ISSUER ON THE FITCH WEBSITE.

Copyright © 2018 by Fitch Ratings, Inc., Fitch Ratings Ltd. and its subsidiaries. 33 Whitehall Street, NY, NY 10004. Telephone: 1-800-753-4824, (212) 908-0500. Fax: (212) 480-4435. Reproduction or retransmission in whole or in part is prohibited except by permission. All rights reserved. In issuing and maintaining its ratings and in making other reports (including forecast information), Fitch relies on factual information it receives from issuers and underwriters and from other sources Fitch

believes to be credible. Fitch conducts a reasonable investigation of the factual information relied upon by it in accordance with its ratings methodology, and obtains reasonable verification of that information from independent sources, to the extent such sources are available for a given security or in a given jurisdiction. The manner of Fitch's factual investigation and the scope of the third-party verification it obtains will vary depending on the nature of the rated security and its issuer, the requirements and practices in the jurisdiction in which the rated security is offered and sold and/or the issuer is located, the availability and nature of relevant public information, access to the management of the issuer and its advisers, the availability of pre-existing third-party verifications such as audit reports, agreed-upon procedures letters, appraisals, actuarial reports, engineering reports, legal opinions and other reports provided by third parties, the availability of independent and competent third-party verification sources with respect to the particular security or in the particular jurisdiction of the issuer, and a variety of other factors. Users of Fitch's ratings and reports should understand that neither an enhanced factual investigation nor any third-party verification can ensure that all of the information Fitch relies on in connection with a rating or a report will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to Fitch and to the market in offering documents and other reports. In issuing its ratings and its reports, Fitch must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings and forecasts of financial and other information are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings and forecasts can be affected by future events or conditions that were not anticipated at the time a rating or forecast was issued or affirmed.

The information in this report is provided "as is" without any representation or warranty of any kind, and Fitch does not represent or warrant that the report or any of its contents will meet any of the requirements of a recipient of the report. A Fitch rating is an opinion as to the creditworthiness of a security. This opinion and reports made by Fitch are based on established criteria and methodologies that Fitch is continuously evaluating and updating. Therefore, ratings and reports are the collective work product of Fitch and no individual, or group of individuals, is solely responsible for a rating or a report. The rating does not address the risk of loss due to risks other than credit risk, unless such risk is specifically mentioned. Fitch is not engaged in the offer or sale of any security. All Fitch reports have shared authorship. Individuals identified in a Fitch report were involved in, but are not solely responsible for, the opinions stated therein. The individuals are named for contact purposes only. A report providing a Fitch rating is neither a prospectus nor a substitute for the information assembled, verified and presented to investors by the issuer and its agents in connection with the sale of the securities. Ratings may be changed or withdrawn at any time for any reason in the sole discretion of

Fitch. Fitch does not provide investment advice of any sort. Ratings are not a recommendation to buy, sell, or hold any security. Ratings do not comment on the adequacy of market price, the suitability of any security for a particular investor, or the tax-exempt nature or taxability of payments made in respect to any security. Fitch receives fees from issuers, insurers, guarantors, other obligors, and underwriters for rating securities. Such fees generally vary from US\$1,000 to US\$750,000 (or the applicable currency equivalent) per issue. In certain cases, Fitch will rate all or a number of issues issued by a particular issuer, or insured or guaranteed by a particular insurer or guarantor, for a single annual fee. Such fees are expected to vary from US\$10,000 to US\$1,500,000 (or the applicable currency equivalent). The assignment, publication, or dissemination of a rating by Fitch shall not constitute a consent by Fitch to use its name as an expert in connection with any registration statement filed under the United States securities laws, the Financial Services and Markets Act of 2000 of the United Kingdom, or the securities laws of any particular jurisdiction. Due to the relative efficiency of electronic publishing and distribution, Fitch research may be available to electronic subscribers up to three days earlier than to print subscribers.

For Australia, New Zealand, Taiwan and South Korea only: Fitch Australia Pty Ltd holds an Australian financial services license (AFS license no. 337123) which authorizes it to provide credit ratings to wholesale clients only. Credit ratings information published by Fitch is not intended to be used by persons who are retail clients within the meaning of the Corporations Act 2001

Fitch Ratings, Inc. is registered with the U.S. Securities and Exchange Commission as a Nationally Recognized Statistical Rating Organization (the "NRSRO"). While certain of the NRSRO's credit rating subsidiaries are listed on Item 3 of Form NRSRO and as such are authorized to issue credit ratings on behalf of the NRSRO (see <https://www.fitchratings.com/site/regulatory>), other credit rating subsidiaries are not listed on Form NRSRO (the "non-NRSROs") and therefore credit ratings issued by those subsidiaries are not issued on behalf of the NRSRO. However, non-NRSRO personnel may participate in determining credit ratings issued by or on behalf of the NRSRO.

Solicitation Status

Fitch Ratings was paid to determine each credit rating announced in this Rating Action Commentary (RAC) by the obligator being rated or the issuer, underwriter, depositor, or sponsor of the security or money market instrument being rated, except for the following:

Endorsement Policy - Fitch's approach to ratings endorsement so that ratings produced outside the EU may be used by regulated entities within the EU for regulatory purposes, pursuant to the terms of the EU Regulation with respect to credit rating agencies, can be found on the EU Regulatory Disclosures (<https://www.fitchratings.com/regulatory>) page. The endorsement status of all

International ratings is provided within the entity summary page for each rated entity and in the transaction detail pages for all structured finance transactions on the Fitch website. These disclosures are updated on a daily basis.