

MATERIAL FACT

Bankinter, S.A. ('Bankinter') hereby announces that its board of directors and that of Bankinter Securities, S.V. S.A. ('Bankinter Securities') have agreed to the latter's merger with Bankinter through absorption (the 'Merger'), in accordance with the procedure set out in Articles 49 and 51 of the Spanish Structural Modifications Act (*Ley de Modificaciones Estructurales*).

Accordingly, these boards of directors have voted to approve and endorse the common project to merge Bankinter Securities (absorbed entity) with Bankinter (absorbing entity) through absorption. Bankinter Securities is fully owned by Bankinter.

Pursuant to the terms of this project, at the time the Merger is executed, and once required authorisation from the Spanish Ministry of Economy and Competitiveness and the National Securities Market Commission has been obtained, Bankinter shall acquire all the rights and obligations held by Bankinter Securities by way of universal succession.

The common merger project will be available for consultation on the websites of Bankinter (www.bankinter.com/webcorporativa) and Bankinter Securities (www.bankintersecurities.es).

Madrid, 24 May 2018