

## MATERIAL FACT

Pursuant to current securities market legislation, Bankinter, S.A. hereby announces:

Today, Bankinter has reached a final agreement to acquire the banking operations of EVO Banco, S.A.U. in Spain and its consumer credit subsidiary in Ireland, Avantcard, from Smart Holdco, S.à.r.l., a subsidiary of Apollo EPF Fund II. As a prerequisite to close the deal, the agreement stipulates the seller's obligation to exclude from the perimeter of the transaction, the Group's finance entity, EVO Finance, and other companies within the Group, which will continue to be owned by Smart Holdco, S.à.r.l.

The acquisition is expected to have an impact on Bankinter's capital of 99 million euros, which translates into 29 basis points off its fully-loaded CET1 capital ratio as reported at the end of June. At that time, this ratio was 11.55%; therefore, following the deal, it will be 11.26%.

This acquisition is part of the Group's growth policy for Spain and the Eurozone. The acquisition, still subject to approval from regulators and other normal conditions in this type of transaction, is expected to be finalised in the first four months of 2019.

Bankinter hereby announces that, on 26 September at 8.30, it will give a presentation on the transaction to analysts and investors. This presentation may be streamed via webcast (in English) on the Bankinter Group corporate website ([www.bankinter.com/webcorporativa](http://www.bankinter.com/webcorporativa)). A recording of the presentation will be made available to anyone interested on the corporate website for a minimum period of one month. Furthermore, a copy of the presentation will be made available before the start of the webcast on the company's website and on the CNMV website. Otherwise, the presentation may be heard via telephone, according to the information available on the corporate website.

Attached is a press release regarding this acquisition.

Bankinter, S.A.  
Madrid, 25 September 2018



## Bankinter agrees to acquire EVO Banco and its Irish consumer credit subsidiary, Avantcard

- Bankinter Group is committed to expanding in digital banking with its purchase of a leading brand in this market, with 456,000 digital customers and state-of-the-art technological tools.
- Acquiring the Irish subsidiary, Avantcard, and incorporating its sound, profitable portfolio with growth potential, will boost the Group's consumer finance operations, diversifying operations geographically.
- The acquired businesses will have a very limited impact on capital of 99 million euros, 29 basis points off the fully-load CET1 capital ratio at the end of June.
- This deal is still subject to approval from regulators and official bodies.

**25 September 2018.** Today, Bankinter announces that it has reached a deal with Smart Holdco, an entity owned by funds managed by affiliates of Apollo Global Management, to acquire the banking operations of EVO Banco in Spain and its consumer credit subsidiary in Ireland, Avantcard. The deal does not include the purchase of EVO Finance, the group's consumer finance arm in Spain.

The deal is still pending approval from official bodies and regulators. The parties have agreed not to make the financial terms of the deal public, as the final price will be determined based on the number of customers and transferred balances and any excess capital once the deal is closed.

The acquired businesses will have a very limited impact on Bankinter's capital of 99 million euros, or 29 basis points off the fully-load CET1 capital ratio at the end of June. At that time, this ratio stood at 11.55%; following the deal, it will fall to 11.26%, still well above the European Central Bank's minimum requirements for Bankinter in 2018.

EVO Banco has 456,000 vastly digital customers, 229 employees and a balance of some 3 billion euros in deposits and 800 million euros in mortgages.

Moreover, the credit entity, Avantcard Ireland Limited, a consumer finance leader in Ireland, has 151,000 customers, 145 employees, 280 million euros in 'revolving' card and deferred payment receivables, and 66 million euros in personal loans.

This deal is centred on two businesses that the bank considers strategic (digital banking and consumer finance) and on different geographies (Spain and Ireland).

On the one hand, Bankinter Group aims to increase its commitment to digital banking, leveraging EVO's brand value and the high growth potential of its customer base of mostly savers and, on average, young and substantially digital individuals in order to increase its market share in digital banking entirely in conjunction with its current operations.

Furthermore, acquiring Avantcard will enhance the Group's consumer finance arm with a sound and promising portfolio, thus boosting the operations of one of its five business lines.

Acquiring Avantcard will bring in a sound, profitable entity that is also specialised in consumer lending and technologically advanced. Furthermore, Avantcard will benefit from the experience and know-how acquired by Bankinter Consumer Finance, the bank's consumer lending subsidiary, through its operations in Spain and Portugal, which have afforded it the best growth figures amongst credit institutions in Spain.

In addition, this acquisition will geographically diversify Bankinter's credit risk by expanding operations to another country in the EU and the Eurozone. Consumer finance is becoming the most international of Bankinter Group's businesses, with operations in Spain, Portugal and Ireland.