



Madrid, 19 April 2017

SPANISH SECURITIES AND EXCHANGE COMMISSION (CNMV)

In accordance with article 228 of the Revised Text of the Securities Market Act, MAPFRE ESPAÑA (previously MAPFRE FAMILIAR), COMPAÑÍA DE SEGUROS Y REASEGUROS, S.A. (hereinafter MAPFRE ESPAÑA) hereby gives notice to the Spanish Securities and Exchange Commission of the following

RELEVANT FACT

On December 29, 2014, FUNESPAÑA, S.A. gave notice by means of relevant fact no. 216624 of MAPFRE ESPAÑA's acquisition of shares of non-controlling interests (17.20%), with whom a shareholder's agreement was held from May 31, 2011 agreeing a price of 7.5 euros per share, as well as the consequent termination of said agreement.

Likewise, in said relevant fact, MAPFRE ESPAÑA notified of its intention to make a takeover bid for FUNESPAÑA in order for its shares to be excluded from the Stock Markets, as well as its consideration that the aforementioned price of 7.5 euros per share is appropriate as the exclusion takeover bid price. Notification was also given of the initiation of preparatory activity of said takeover by means of designating an expert for the issuance of the corresponding valuation report.

By means of relevant fact no. 226161 from July 16, 2015, MAPFRE ESPAÑA informed of the Spanish Supreme Court's notification of the ruling from July 10, 2015, partially upholding the administrative appeal filed by a FUNESPAÑA, S.A. shareholder against the Spanish Securities and Exchange Commission's decision of March 27, 2012 which authorized the takeover bid of FUNESPAÑA announced by MAPFRE ESPAÑA on November 30, 2011 and which was previously announced on December 20, 2010, ordering the retroaction of



operations in order for the Spanish Securities and Exchange Commission to recalculate the equitable price in the terms established in said ruling.

Subsequently, MAPFRE ESPAÑA increased its shareholding in FUNESPAÑA, S.A. from 81% to 95.8%, as a result of the acquisition of an additional 14.8% at the price of 7.5 euros per share, as notified in the relevant fact from October 8, 2015.

As pertains to said ruling, this past March 27 the Administrative Division of the High Court (Section Six) informed MAPFRE ESPAÑA of the briefing presented to said Court by the Spanish Securities and Exchange Commission on November 3, 2015, by which, in compliance with the Spanish Supreme Court's sentence, its Board, in the session on October 28, 2015, recalculated the aforementioned equitable price from 7 euros per share, setting it at 7.37 euros per share.

MAPFRE ESPAÑA presented a written appeal to the High Court this past April 6, through the appropriate channels and with the legally established procedures, about the execution of the Spanish Supreme Court's ruling, anticipating in said appeal their disagreement with the aforementioned new equitable price of 7.37 euros per share and the need to maintain the equitable price of 7 euros per share from the recalculation ordered by the Spanish Supreme Court.

The aforementioned Spanish Supreme Court ruling is currently pending execution, which impedes, for reasons completely out of MAPFRE ESPAÑA's control, the formulation of the aforementioned exclusion takeover bid, the beginnings of which were communicated December 29, 2014 and in which MAPFRE ESPAÑA maintains its interest, at the price of 7.5 euros per share, which price was estimated in accordance at the time with the criteria established in Royal Decree 1066/2007 of July 27, regarding the regimen for takeovers; which situation the market is being notified of by means of this relevant fact.

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General Counsel

 **MAPFRE**