

SUPPLEMENT DATED 4TH AUGUST, 2020 TO THE OFFERING CIRCULAR DATED 10TH JULY, 2020

Banco Bilbao Vizcaya Argentaria, S.A.
(Incorporated in Spain with limited liability)

€40,000,000,000 Global Medium Term Note Programme

This Supplement (the **Supplement**) to the Offering Circular dated 10th July, 2020 (the **Offering Circular**), which comprises a base prospectus, constitutes a supplement to the base prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 (the **Prospectus Regulation**) and is prepared in connection with the Global Medium Term Note Programme (the **Programme**) of Banco Bilbao Vizcaya Argentaria, S.A. (the **Issuer**).

Terms defined in the Offering Circular have the same meaning when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with, the Offering Circular and any other supplements to the Offering Circular issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement has been approved by the Central Bank of Ireland as competent authority under the Prospectus Regulation. The Central Bank of Ireland only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer or of the quality of the Notes that are the subject of the Offering Circular. Investors should make their own assessment as to the suitability of investing in the Notes that are the subject of the Offering Circular.

The purpose of this Supplement is to (i) incorporate by reference the Consolidated Interim Financial Statements (as defined below) (including the auditors' report thereon); (ii) incorporate by reference certain information on alternative performance measures from the Second Quarter Report (as defined below); (iii) update the rating assigned to the Issuer by Fitch Ratings España S.A.U.; and (iv) confirm that there has been no significant change in the financial performance or financial position of the Issuer or the Issuer and its consolidated subsidiaries (the **Group**) since 30th June, 2020 and that there has been no material adverse change in the prospects of the Issuer or the Group since 30th June, 2020.

Second Quarter Report

On 31st July, 2020, the Group published its Condensed Interim Consolidated Financial Statements and Interim Consolidated Management Report corresponding to the six month period ended 30th June, 2020 (the **Second Quarter Report**), which includes, (i) on pages 3 to 94 (inclusive) thereof, the Group's audited consolidated interim financial statements as at and for the six month period ended 30th June, 2020; (ii) on the ten pages prior to the table of contents of the Second Quarter Report, the auditors' report thereon (together, the **Consolidated Interim Financial Statements**); and (iii) on pages 54 to 60 (inclusive) of the Interim Consolidated Management Report included in the Second Quarter Report, certain information on alternative performance measures.

A copy of the Second Quarter Report has been filed with the Central Bank of Ireland and, by virtue of this Supplement, (i) the Consolidated Interim Financial Statements (including the auditors' report thereon); and (ii) the information on alternative performance measures on pages 54 to 60 (inclusive) of the Interim Consolidated Management Report included in the Second Quarter Report are incorporated by reference in, and form part of, the Offering Circular. A copy of the Second Quarter Report will be available for viewing on the website of the Issuer (https://shareholdersandinvestors.bbva.com/wp-content/uploads/2020/07/Interim-and-Management-Consolidated-Report-June-2020_Eng.pdf).

The non-incorporated parts of the Second Quarter Report are either not relevant for an investor or are covered elsewhere in the Offering Circular.

Ratings

The sentence “*The Issuer and the Senior Preferred Notes issued under the Programme have been rated A- by Standard & Poor’s Credit Market Services Europe Limited (S&P), A3 by Moody’s Investors Services España, S.A. (Moody’s) and A- by Fitch Ratings España S.A.U. (Fitch)*” on page 1 of the Offering Circular shall be deleted and replaced with the below:

“The Issuer has been rated A- by Standard & Poor’s Credit Market Services Europe Limited (S&P), A3 by Moody’s Investors Services España, S.A. (Moody’s) and BBB+ by Fitch Ratings España S.A.U. (Fitch). The Senior Preferred Notes issued under the Programme have been rated A- by S&P, A3 by Moody’s and A- by Fitch.”

General

There has been no significant change in the financial performance or financial position of the Issuer or the Group since 30th June, 2020 and there has been no material adverse change in the prospects of the Issuer or the Group since 30th June, 2020.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Offering Circular by this Supplement and (b) any other statement in or incorporated by reference in the Offering Circular, the statements in (a) above will prevail.

Save as disclosed in this Supplement and any supplement to the Offering Circular previously issued, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Offering Circular since the publication of the Offering Circular.

If documents which are incorporated by reference or attached to this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference or attached to this Supplement.