

**BANCO POPULAR GROUP GLOBAL CERTIFICATION REGARDING CORRESPONDENT
ACCOUNTS FOR FOREIGN BANKS**

The information contained in this Certification is sought pursuant to Sections 5318(j) and 5318(k) of Title 31 of the United States Code, as added by sections 313 and 319(b) of the USA PATRIOT Act of 2001 (Public Law 107-56).

This Certification should be completed by any **foreign bank** that maintains a **correspondent account** with any U.S. bank or U.S. broker-dealer in securities (a **covered financial institution** as defined in 31 C.F.R. 103.175(f)). An entity that is not a foreign bank is not required to complete this Certification.

A **foreign bank** is a bank organized under foreign law and located outside of the United States (see definition at 31 C.F.R. 103.11(o)). A **bank** includes offices, branches, and agencies of commercial banks or trust companies, private banks, national banks, thrift institutions, credit unions, and other organizations chartered under banking laws and supervised by banking supervisors of any state (see definition at 31 C.F.R. 103.11(c)).*

A **Correspondent Account** for a foreign bank is any account to receive deposits from, make payments or other disbursements on behalf of a foreign bank, or handle other financial transactions related to the foreign bank.

Special instruction for foreign branches of U.S. banks: A branch or office of a U.S. bank outside the United States is a foreign bank. Such a branch or office is not required to complete this Certification with respect to Correspondent Accounts with U.S. branches and offices of the same U.S. bank.

Special instruction for covering multiple branches on a single Certification: A foreign bank may complete one Certification for its branches and offices outside the United States. The Certification must list all of the branches and offices that are covered and must include the information required in Part C for **each** branch or office that maintains a Correspondent Account with a Covered Financial Institution.

A. The undersigned financial institution, **BANCO POPULAR ESPAÑOL, S.A.** and all its subsidiaries listed in Appendix I attached, hereby certify as follows:

B. Correspondent Accounts covered by this Certification:

This Certification applies to all accounts established for **BANCO POPULAR ESPAÑOL, S.A.** and its subsidiaries listed in Appendix I by Covered Financial Institutions.

* A “foreign bank” does not include any foreign central bank or monetary authority that functions as a central bank, or any international financial institution or regional development bank formed by treaty or international agreement.

C. Physical Presence/Regulated Affiliate Status:

BANCO POPULAR ESPAÑOL, S.A. and its listed subsidiaries maintain a **physical presence**. That means each subsidiary

- Has a place of business at the street address set forth in Appendix I attached, where it employs one or more individuals on a full-time basis and maintains operating records related to its banking activities.
- Is authorized to conduct banking activities in the country where its place of business is located.

BANCO POPULAR ESPAÑOL, S.A. maintains a **physical presence** at 34, Velázquez Street, 28001 Madrid, Spain, where it employs one or more individuals on a full-time basis and maintains operating records relating to its banking activities, and where it is authorized to conduct banking activities.

BANCO POPULAR ESPAÑOL, S.A. and its listed subsidiaries are subject to supervision by the **Banco de España**, the banking authority that licensed them to conduct banking activities.

D. Indirect Use of Correspondent Accounts:

No Correspondent Account maintained by a Covered Financial Institution may be used to indirectly provide banking services to certain foreign banks. Foreign Bank hereby certifies that it does **not** use any Correspondent Account with a Covered Financial Institution to indirectly provide banking services to any foreign bank that does not maintain a physical presence in any country and that is not a regulated affiliate.

E. Ownership information:

BANCO POPULAR ESPAÑOL, S.A.'s shares are publicly traded. The subsidiaries listed in Appendix I are by majority owned by Banco Popular Español, S.A.

Publicly traded means that shares are traded on an exchange or an organized over-the-counter market that is regulated by a foreign securities authority as defined in section 3(a)(50) of the Securities Exchange Act of 1934 (15 U.S.C. 78c(a)(50)).

F. Process Agent:

The following individual or entity: **Mr. Luis Fernando Fontaneda Prieto**, is a resident of the United States at the following street address: **TOTALBANK – 2720 Coral Way , Miami, Florida 33145**, and is authorized to accept service of legal process on behalf of Foreign Bank from the Secretary of the Treasury or the Attorney General of the United States pursuant to Section 5318(k) of title 31, United States Code.

G. General

BANCO POPULAR ESPAÑOL, S.A. and its subsidiaries listed in Appendix I, hereby agree to notify in writing each Covered Financial Institution at which it maintains any Correspondent Account of any change in facts or circumstances reported in this Certification. Notification shall be given within 30 calendar days of such change.

BANCO POPULAR ESPAÑOL, S.A. and its listed subsidiaries understand that each Covered Financial Institution at which it maintains a Correspondent Account may provide a copy of this Certification to the Secretary of the Treasury and the Attorney General of the United States. **BANCO POPULAR ESPAÑOL, S.A.** and its listed subsidiaries further understand that the statements contained in this Certification may be transmitted to one or more departments or agencies of the United States of America for the purpose of fulfilling such departments' and agencies' governmental functions.

I, **José Luis Herranz**, certify that I have read and understand this Certification, that the statements made in this Certification are complete and correct, and that I am authorized to execute this Certification on behalf of BANCO POPULAR ESPAÑOL, S.A. and its listed subsidiaries.

15-11-2011



Mr. José Luis Herranz
Head of Money Laundering Prevention

APPENDIX 1

<u>Subsidiaries of BANCO POPULAR ESPAÑOL, S.A.</u>	<u>Address</u>	<u>Country</u>
POPULAR BANCA PRIVADA, S.A.	Calle Juan Ignacio Luca de Tena, 11 28027 Madrid	SPAIN
TARGOBANK, S.A. (formerly, BANCO POPULAR HIPOTECARIO, S.A.)	Calle José Ortega y Gasset, 29 28006 Madrid	SPAIN
BANCO POPULAR-E, S.A.	Calle Velázquez, 34 28001 Madrid	SPAIN