



Banco Bilbao Vizcaya Argentaria, S.A. (BBVA), pursuant to the provisions of article 82 of the Spanish Securities Market Act, proceeds by means of the present document to notify the following:

RELEVANT EVENT

BBVA reports that today, the increase of BBVA's share capital approved by the general shareholders' meeting of June 21, 2007, addressed to COMPASS BANCSHARES INC's shareholders, as part of the consideration for the acquisition of a 100% of the latter has been executed.

This capital increase involves the issue of 196.000.000 shares, that represent a 5,2% of the total share capital after such increase (5,5% of the total share capital before such increase), issued at a rate of €16,77 per share, corresponding to the closing market price of BBVA's shares on September 6, 2007, in accordance with the resolutions adopted by the above mentioned general shareholders' meeting.

These newly issued shares have been admitted to listing on the securities exchanges of Madrid, Barcelona, Bilbao and Valencia for their trading on the computerized trading system of the Spanish Stock Exchanges (Automated Quotation System – "*Mercado Continuo*"), as well as on the rest of Securities Markets where BBVA is listed.

Madrid, September 10, 2007