

One-Time Certificate for Spanish Debt Securities subject to Royal Decree 1145/2011(cont.)

Please mail the completed and signed certificate to:

Clearstream Services Prague Branch
Tax Services Prague
Futurama Business Park
Building B
Sokolovska 662/136b
18600 Prague 8
Czech Republic

Clearstream Banking¹ account(s): _____ (the "Account")

We, the undersigned customer of Clearstream Banking may hold from time to time, in our securities Account, Spanish debt securities subject to Royal Decree 1145/2011 (the "Securities").

For the purposes of ensuring that, according to the provisions of Royal Decree 1145/2011, full immediate refund or, if applicable, full quick refund from Spanish withholding tax is granted on certain interest payments, we hereby certify that we hold the Securities (*tick **one** box only, as appropriate*):

- Exclusively for ourselves or on behalf of one single beneficial owner that is either not resident in Spain or a legal entity resident in Spain and subject to Spanish corporate tax. We undertake to notify Clearstream Banking via authenticated means of communication, before the applicable deadline for immediate refund, of any holding of Securities for which the above statement does not apply. In the absence of such notification, we irrevocably authorise Clearstream Banking to consider by default, on each relevant income payment date, our entire holding of Securities as being beneficially owned by ourselves or on behalf of the single eligible beneficial owner and we appoint Clearstream Banking to request exemption from Spanish withholding tax on our entire position.

(To be completed by the Spanish entity, for Spanish Private Fixed Income (AIAF) Debt Securities only²) We are/this single beneficial owner is a legal entity subject to Spanish corporate tax, as follows:

Full name: _____

Fiscal address: _____

Tax Identification Number (CIF): _____

We acknowledge that, in order to comply with the requirements of Spanish Tax Law, we must disclose our/the single beneficial owner's identity and holdings for each interest event. We irrevocably authorise Clearstream Banking to forward to the Spanish authorities any information relating to the reporting obligations for each interest payment made on Securities that we may hold in our Account.

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¹ "Clearstream Banking" refers to (i) Clearstream Banking S.A. registered office at 42, avenue John F. Kennedy, L-1855 Luxembourg and registered with the Luxembourg Trade and Companies Register under number B-9248 and (ii) Clearstream Banking AG (for Clearstream Banking AG customers using Creation accounts and Clearstream Banking AG customers) with registered office at 61, Mergenthalerallee, 65760 Eschborn, Germany and registered in Register B of the Amtsgericht Frankfurt am Main, Germany under number HRB 7500.

² **For Spanish Private Fixed Income (AIAF) Debt Securities only:** If the Clearstream Banking customer or another intermediary in the chain is a Spanish financial institution, the details of the Clearstream Banking customer/Spanish intermediary are required (even if it holds the Securities on behalf of beneficial owners who are residents of Spain). If the Clearstream Banking customer and the rest of intermediaries are non-Spanish residents but hold the Securities on behalf of beneficial owners who are residents of Spain, the details of the final beneficial owners must be provided in the List of Spanish Entities.

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Exclusively on behalf of several beneficial owners (excluding ourselves) that are not residents of Spain for tax purposes. We undertake to notify Clearstream Banking via authenticated means of communication, before the applicable deadline for immediate refund, of any holding of Securities for which the above statement does not apply. In the absence of such notification, we irrevocably authorise Clearstream Banking to consider by default, on each relevant income payment date, our entire holding as being beneficially owned by non-Spanish beneficial owners, and we appoint Clearstream Banking to request exemption from Spanish withholding tax on our behalf.

Exclusively on behalf of several beneficial owners (excluding ourselves, when applicable) that are legal entities resident in Spain and subject to Spanish corporate tax. We undertake to notify Clearstream Banking via authenticated means of communication, before the applicable deadline for immediate refund, of any holding of Securities for which the above statement does not apply. In the absence of such notification, we irrevocably authorise Clearstream Banking to consider by default, on each relevant income payment date, our entire holding as being beneficially owned by legal entities subject to Spanish corporate tax and we appoint Clearstream Banking to request exemption from Spanish withholding tax on our behalf.

Furthermore, we acknowledge that, in order to comply with the requirements of Spanish Tax Law, we must disclose the identity and holdings of all Spanish beneficial owners¹ and provide Clearstream Banking with a List of Spanish Entities before each interest payment date by the prescribed deadlines. Any such List of Spanish Entities in the relevant form provided for one interest payment date shall be valid only for a given interest payment date and shall not be valid for any subsequent interest payment date related to Securities that we may hold in our Account.

On behalf of several beneficial owners (excluding ourselves, when applicable) that are:

- Non-residents of Spain and/or Spanish legal entities subject to Spanish corporate tax; and
- Spanish individuals and/or undisclosed beneficial owners.

We undertake to provide to Clearstream Banking, before each relevant interest payment date and by the prescribed deadlines, via SWIFT (formatted MT565) or Xact Web Portal message (Please refer to the Clearstream Banking Customer Handbook for full formatting requirements), a breakdown of holdings indicating:

- Our total holding; and
- The total position held on behalf of beneficial owners that are non-residents of Spain or Spanish corporations; and
- The total position held on behalf of Spanish individual beneficial owners; and
- The total position of undisclosed holders.

We acknowledge that all declared positions must be accurate on the relevant record date at 19:00 CET. We agree that any discrepancy between the declared positions and our total holding visible in Clearstream Banking's books will have as result the application of the maximum standard tax rate. Furthermore, if no breakdown of holdings is received by Clearstream Banking by the prescribed deadline, we acknowledge and agree that our total holding will be considered as uncertified and, as a consequence, the maximum standard tax rate will be applied at source.

We acknowledge that, in order to comply with the requirements of Spanish Tax Law, we must disclose the identity and holdings of all Spanish beneficial owners and/or of the Spanish intermediaries and provide Clearstream Banking with a List of Spanish Entities³ before each interest payment date by the prescribed deadlines. Any such List of Spanish Entities in the relevant form provided for one interest payment date shall be valid only for a given interest payment date and shall not be valid for any subsequent interest payment date related to Securities that we may hold in our Account.

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³ **For Spanish Private Fixed Income (AIAF) Debt Securities only:** If the Clearstream Banking customer or another intermediary in the chain is a Spanish financial institution, the details of the Clearstream Banking customer/Spanish intermediary are required (even if it holds the Securities on behalf of beneficial owners who are residents of Spain). If the Clearstream Banking customer and the rest of intermediaries are non-Spanish residents but hold the Securities on behalf of beneficial owners who are residents of Spain, the details of the final beneficial owners must be provided in the List of Spanish Entities

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We irrevocably authorise Clearstream Banking to act on the information contained in this certificate. We hereby appoint Clearstream Banking and Clearstream Banking's depository for the Securities as our attorneys-in-fact with authority to collect and forward this certificate or a copy of this certificate, any attachments and any information relating to it to the Spanish authorities if these prove relevant to any administrative or legal proceedings or official inquiries undertaken or threatened.

We hereby undertake to notify Clearstream Banking promptly upon receipt of any information that would render any statement in this certificate untrue or incomplete.

We accept full liability in the case of any claims or additional taxes, interest thereon, or penalties levied by tax authorities in connection with any payments made in reliance upon this certification including any additional information provided in connection to it.

We hereby certify that the above information is true, correct and complete and that I am (we are) authorised representative(s) of the customer named below.

This One-Time Certificate is governed and construed in accordance with the laws of the Grand Duchy of Luxembourg (for Clearstream Banking S.A. customers) and Germany (for Clearstream Banking AG customers using Creation accounts and Clearstream Banking AG customers) and the courts of Luxembourg (for Clearstream Banking S.A. customers) and the courts of Germany (for Clearstream Banking AG customers using Creation accounts and Clearstream Banking AG customers) shall have exclusive jurisdiction for all legal proceedings relating thereto:

For and on behalf of:

Name of the Clearstream Banking customer: _____

Full Address: _____

By (authorised signature/s):

Authorised Signature

Authorised Signature

Name

Name

Title

Title

Place

Date