



Date: January 22, 2021

Form of Adherence Letter

FAO The Tax Division
Association for Financial Markets in Europe
39th Floor
25 Canada Square
London
E14 5LQ
United Kingdom

Dear Sirs

AFME Spanish Financial Transactions Tax Protocol – Adherence Letter

1. Adherence

The purpose of this letter is to declare our adherence and that of each other party whose name is listed in paragraph 2 below (for whom we act as agent for the purposes of this Adherence Letter) (each a **Group Adhering Party**), to the AFME Spanish Financial Transactions Tax Protocol (the **Protocol**).

By executing this letter, on our behalf and on behalf of each Group Adhering Party, we make the representations set out in article 6 of the Protocol and confirm our intention to be bound by the terms of the Protocol as amended from time to time. We represent and warrant that we are authorised to submit this letter on behalf of each Group Adhering Party. This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter.

2. Corporate Group Parties to whom this Adherence Letter applies

Name of Adhering Party: The Bank of New York Mellon, London Branch

BIC: IRVTGB2XXXX

Registration number: FC005522 (at the Financial Conduct Authority)

We hereby confirm that each adhering party listed above deals on its own account and is duly licensed for dealing on own account and/or it executes orders on behalf of clients and is duly licensed for the execution of orders on behalf of clients.

We provide a link to the relevant regulator's register of investment service providers to confirm our accreditation

<https://register.fca.org.uk/s/firm?id=001b000000MfExBAAV>

3. Appointment as Administrator and Release

We (on our own behalf and as agent for all adhering parties listed above) hereby appoint AFME as administrator for the limited purposes of the Protocol and accordingly we waive, and hereby release AFME from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by AFME.

4. Contact Details¹

Our contact details for the purposes of the Protocol are:

Name: The Bank of New York Mellon

FAO: Sabine Burneleit

Address: Friedrich Ebert Anlage 49, Frankfurt am Main, Messe Turm, Frankfurt, 60308 (Germany)

Telephone: +49 69 120141429

E-mail: sabine.burneleit@bnymellon.com

Our contact details for receipt of invoices for Adherence Fees are:²

Organisation:

Name: The Bank of New York Mellon

Billing Address: 160 Queen Victoria Street

City: London

Post Code: EC4V 4LA

Country: United Kingdom

VAT Number: GB 577 7181 95

Invoice Contact (if different from contact details above):

Name: The Bank of New York Mellon

FAO: Caroline Ashkboos

Address: 1 Piccadilly Gardens, Manchester, M11RNT

Telephone: +44 161 687 4217

E-mail: caroline.ashkboos@bnymellon.com

We undertake to notify AFME of any changes to these details at any time throughout our adherence to the Protocol, by either:

(a) delivering to AFME by (i) certified or registered mail (or airmail, if overseas) or equivalent; (ii) courier; or (iii) personal delivery to AFME's address set out in this Adherence Letter, two copies of such notice: one a manually signed original and the other a conformed copy containing, in place of each signature, the printed or typewritten name of each signatory; and we will also send scanned pdf copies of the manually signed original and conformed copies of the notice of change of details to AFME at fttprotocol@afme.eu; or

(b) sending to AFME at fttprotocol@afme.eu an electronically signed original and a conformed copy of such notice.

¹ To the extent that each adhering entity does not share the same contact details, please provide the contact details for each adhering entity.

² Please also provide any additional details which are required to process the invoice for Adhering Fees.

We agree to the publication by AFME of the conformed copy of any such notice.

Where this letter applies to a Corporate Group Party, we acknowledge that we will be the Primary Group Adhering Party for the purposes of the Protocol.

We consent to the publication of the conformed copy of this letter by AFME and to the disclosure by AFME of the contents of this letter.

Yours faithfully

THE BANK OF NEW YORK MELLON, LONDON BRANCH

Signed by: Mariano Giralt

Name: Mariano Giralt

Title: Global Head Tax & Regulatory