

BBVA Compass

2010 Corporate Responsibility

Annual Report



This is BBVA Compass' third Corporate Responsibility annual report, and it contains information on the organization's related performance during calendar year 2010. This report, as was the case with our 2009 report, only includes BBVA Compass content, which is in contrast to the 2008 report's inclusion of significant amounts of data introducing the BBVA Group. Its focus is on issues deemed significant by our stakeholders in light of the current global economic situation. Our approach transparently displays the nature of BBVA Compass' main commitments and operations, both as a financial services institution in the United States and as a member of the BBVA Group (BBVA), a premier global financial services institution.

This report has been prepared at Global Reporting Initiative (GRI) Application level B and was also independently reviewed to achieve level B+. This year's report is available as a single electronic document to reduce paper consumption and to be aligned with the environmental initiative of the bank. A printed, four-page summary of the report is available upon request.

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Letter from the U.S. Country Manager and BBVA Compass President and CEO

For BBVA Compass, corporate responsibility guides every aspect of our U.S. business operation. Our commitment flows from BBVA Group's longstanding vision to work for a better future for people by actively building solutions in the communities we serve. All of our associates believe in this vision, as reflected in one of the seven core principles of our business model—"Corporate social responsibility as an intrinsic part of development."

This is the third annual BBVA Compass Corporate Responsibility report. It covers our 2010 activities and discusses how we strive to differentiate ourselves as a trailblazing leader in our industry.

To build on our recent achievements, we embarked on transformational changes over the past year. In terms of our organizational structure, we completed a seamless transition in leadership at BBVA Compass. José María García Meyer now runs BBVA Global Retail Banking.

As we listen to our customers and respond to their needs, we've found that they want to bank with a financial institution that embodies transparency and simplicity. In 2010, we sought to be transparent in everything we do and deliver simple, powerful messages through our Corporate Responsibility and Reputation (CRR) team.

We're especially proud of our prudent asset management. Unlike many of our competitors that needed federal funds under the Troubled Asset Relief Program (TARP), BBVA Compass avoided the poor investments that would require a government bailout.

Looking ahead, we will continue to set a superior standard for corporate responsibility. Our business model drives us to build long-term relationships with our customers, not pitch products. With our commitment to transparency, integrity and simplicity in everything we do, we expect these treasured relationships to thrive more than ever.

We have committed to a "Leap to the Future," as we embark on our journey to becoming the best universal bank in the U.S. This has meant adopting a strategic plan across all lines of business that takes into account the challenging economic environment ahead and the opportunities we have to invest in our people and our organization. We will be moving forward with investments in technology and infrastructure that will help us become the industry benchmark in customer-centricity. We will continue to invest in our physical banking center presence while we ramp up our virtual presence and offerings in the online world. And we are committed to offering the best customer experience at the most competitive cost.

Corporate responsibility cascades down to the actions we take on a daily basis, including volunteering and donating to worthy causes. I believe that partnering with effective, high-impact nonprofit organizations strengthens our communities. That's why I volunteer with the Houston Symphony Orchestra, Financial Services Roundtable and the school my children attend, as well as support other social-service agencies that seek to end disparities that unfortunately exist in our society.

Our success as an organization is a tribute to our entire U.S. team. They do not just provide exceptional customer service; instead, they represent us as goodwill ambassadors in our communities. Their passion for excellence helps us operate ethically and honestly in all aspects of our business. I invite you to learn more about BBVA Compass and welcome your feedback about our work.

A handwritten signature in black ink, consisting of a stylized 'M' followed by a horizontal line.

Manolo Sánchez
U.S. Country Manager and BBVA Compass President and CEO

BBVA Compass Profile

BBVA Compass, a trade name of Compass Bank, is a subsidiary of BBVA Compass Bancshares, Inc., a wholly-owned subsidiary of BBVA (NYSE: BBV) (MAD: BBVA).

BBVA Compass is a leading U.S. banking franchise located in the Sunbelt region. BBVA Compass is the 18th largest U.S. commercial bank based on deposit market share and ranks as the third largest bank in Alabama, fourth largest bank in Texas, and fifth largest bank in Arizona. Headquartered in Birmingham, Alabama, it operates 715 branches throughout Alabama, Arizona, California, Colorado, Florida, New Mexico and Texas. BBVA Compass employs 11,871 people and provides financial services to more than 14 million households. In February 2010, BBVA Compass completed the conversion and rebranding of 144 former Guaranty Bank branches in California and Texas.

BBVA Compass Profile



Through three major business units – Commercial Banking, Retail Banking and Wealth Management – BBVA Compass offers customers innovative, industry-leading products and services that provide financial solutions to meet their needs. Examples include commercial and wholesale banking, treasury management, Small Business Administration loans, international services, merchant processing, retail banking services, consumer loans, mortgages, home equity lines and loans, credit cards, personalized Visa® check cards, securities brokerage, mutual funds and annuities, financial counseling, wealth management, pension plan management and insurance.

BBVA Compass, a trade name of Compass Bank, is a subsidiary of BBVA Compass Bancshares, Inc., a wholly-owned subsidiary of BBVA (NYSE: BBV) (MAD: BBVA). BBVA is a financial services group with more than \$740 billion in total assets, 47 million clients, 7,400 branches and approximately 107,000 employees in more than 30 countries. BBVA ranks among the top 20 largest financial institutions in the world based on market capitalization and 21st in *Global Finance* magazine’s list of the “World’s 50 Safest Banks” for 2010. BBVA provides its customers around the world with a full range of financial services, including commercial and wholesale banking, retail banking services, consumer loans, mortgages, credit cards, securities brokerage, wealth management, pension plan management and insurance. The BBVA Group maintains a leadership position in Spain, Mexico, Latin America and the U.S. Sunbelt region, as well as operations in China, France, Germany, Hong Kong, Italy, Japan, Singapore, Switzerland, Turkey and the United Kingdom.

In 2010, BBVA Compass transformed its organizational structure. Manuel “Manolo” Sánchez, previously President and CEO, also assumed the role of BBVA Compass U.S. Country Manager from José María García Meyer, now head of BBVA Global Retail Banking. As BBVA U.S. Country Manager, Sánchez is responsible for the operations of BBVA Compass, BBVA Puerto Rico, Bancomer Financial Holdings, and the BBVA Group’s Global Markets and Corporate & Investment Banking interests in the U.S. Sánchez is a member of the BBVA Group’s Executive Committee, reporting to the BBVA Group’s President and COO Angel Cano.

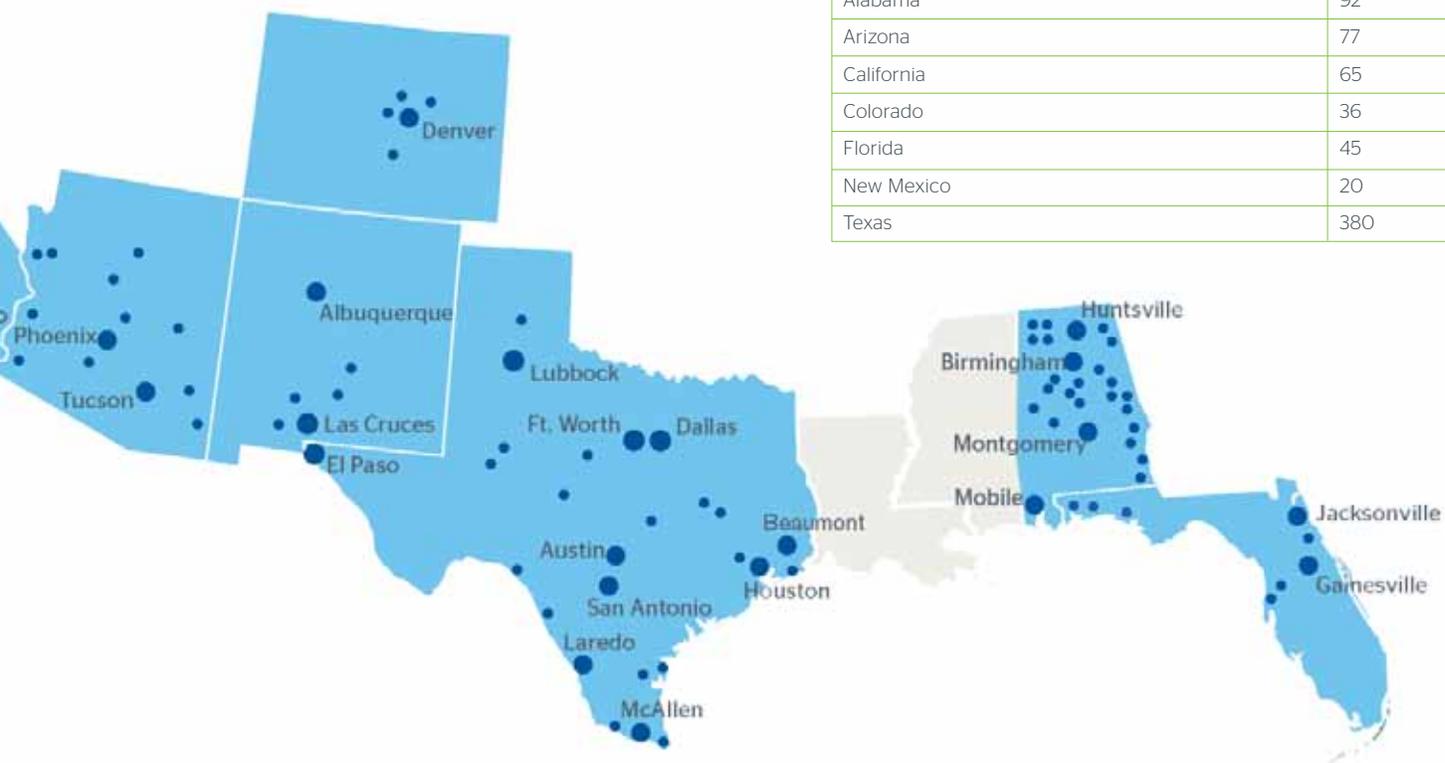
Financial services industry veteran Lawrence “Larry” R. Uhlick, who joined the BBVA Compass Board of Directors in January 2010, now serves as Chairman of the BBVA Compass and Compass Bancshares Boards of Directors. Antonio Garza, former U.S. Ambassador to Mexico, also joined the Board of Directors in January 2010.

Other transformative changes in 2010 include the creation of a Control unit in the U.S. that connects core control functions across the BBVA USA business unit under a central vision and management structure. Led by BBVA Group veteran José Luis Blanco, formerly BBVA Group’s Global Business Audit Manager, the new unit ensures the integrity of all control matters for BBVA in the U.S. and works across other units to uphold the BBVA Group corporate governance model, including compliance with industry regulations. Blanco is a member of the BBVA Compass Management Committee.

The new Control unit includes Compliance (led by Mauricio García de Luca), Internal Control (led by José Luis Blanco) and the new-to-BBVA Compass Regulatory Relationships area (led by Rita Eads-Milazzo). Blanco will also coordinate the Internal Audit functions in the U.S. (led by Adrian Garrido Herrera) and the New York Office (headed by Emilio de las Heras).

BBVA Compass Data	
Revenues	\$3,193,471,000
Operating costs	\$1,126,555,000
Employee wages and benefits	\$854,731,000
Payments to providers of capital	\$98,856,000
Payments to government	\$134,528,000
Total workforce	11,871
Number of branches	715
Number of major suppliers	8,770
Community investments	\$5,050,792
Employee donations	\$1,915,926
Employee volunteer hours	66,988

The data in the adjoining table is intended to be an at-a-glance snapshot of the BBVA Compass organization’s activity during calendar year 2010.



In other transformative changes last year, the BBVA Group's Wholesale Banking and Asset Management (WB & AM) area was integrated into BBVA Compass. Sandy Salgado, head of Wholesale Banking, became a member of the BBVA Compass Management Committee. He works closely with BBVA Compass associates to bring BBVA's global capabilities to customers.

BBVA Compass' Asset Recovery Management & Solutions (ARMS) group was restructured in 2010 to reduce the number of non-performing loans and preserve the value of bank assets. Jim Recer, who heads the restructured group, directs an ARMS team that takes a disciplined approach to addressing problem assets across the bank's footprint, including selling off and restructuring them while liquidating collateral through the ORE (Other Real Estate) group.

Amid all the changes in organizational structure, BBVA Compass continued to garner industry-wide recognition for its executive

leadership and expertise. Shelaghmichael Brown, former head of Retail Banking, was named one of the 25 Most Powerful Women in Banking by *U.S. Banker* magazine. Brown ranked #20 on list, up from #22 in 2009. Nathaniel Karp, Chief Economist, was named the top forecaster of 10-year Treasury yields by Bloomberg News. Karp and his team also earned a third-place ranking in Bloomberg News' list of Best Non-farm Payroll Forecasters of 2010.

For the second year in a row, BBVA Compass was recognized by the U.S. Small Business Administration as one of the nation's premier SBA lenders when it was named the SBA First Mortgage 504 Lender of the Year. BBVA Compass earned a fifth-place ranking in SBA 7(a) loan volume for 2010, according to the *Coleman Report*, lending nearly \$225 million (a 31-percent increase).

Stakeholder Engagement

By engaging stakeholders, we can create action plans as needed to mitigate risk and effectively manage our reputation.

As a part of our vision of working for a better future for people, BBVA Compass considers a positive and engaging relationship with its stakeholders to be a high priority - allowing us to respond to salient issues quickly and effectively as they develop.

BBVA Compass stakeholders are any groups of people, institutions or organizations that significantly affect the organization's activity and decisions, while at the same time may be affected by them. We are interested in being as transparent as possible so that we may differentiate ourselves as an organization and gain, as well as maintain, our stakeholders' trust.

Communication with stakeholders allows BBVA Compass the opportunity to continually improve its operations and programs and to anticipate any important issues before they turn into future risks or threats. By engaging stakeholders, we can create action plans as needed to mitigate risk and effectively manage our reputation.

For our 2010 report, the Corporate Responsibility and Reputation team (CRR) employed the Express Consultation approach to reporting on stakeholder engagement. This process involves three objectives: the identification of stakeholder groups, determining the issues that our stakeholders deem relevant, and identifying those stakeholder issues to include in our report.

Over the course of the year, the CRR department engaged stakeholders in a variety of ways, from surveying customers and employees, receiving input from advisory boards, and leveraging our relationship with the Reputation Institute to better understand current positioning and needs with various stakeholder groups.

2010 Milestones

Customers

At the global level, the BBVA Group contracted the services of GlobeScan Radar 2010 to conduct face-to-face, online and telephone surveys in the 26 countries where the BBVA Group has a presence. The survey targeted nationally representative samples and included approximately 1,000 adults in each country, including the U.S. This wide-ranging survey covered topics related to the perception of the financial services industry (and the BBVA Group in particular) in 2010, including in what ways an organization is considered a responsible company and what economic issues continue to be causes for concern according to public opinion.

Further, BBVA Compass engaged the services of Reputation Institute to conduct surveys that included our customers. The responses and resulting analyses allow our organization to manage reputation and identify chronology-based changes in perception about key indicators, including corporate citizenship, product offerings, fair treatment of employees, and much more.

In addition, key BBVA Compass customers are selected to become a part of one of the various advisory boards that provide feedback to our organization on important issues in the marketplace.

Employees

BBVA Compass conducted various polls and surveys with employees in 2010, including the Employee Satisfaction Survey that all employees of the global BBVA Group complete on a biannual basis. In addition, the Reputation Institute conducted an Internal Reputation Survey during April 2010 of 833 randomly selected employees across the organization. The sample was representative of two key groups: Retail employees (those directly in contact with the client) and non-Retail employees (employees from other lines of business and support areas).

Nonprofits

In 2010, the CRR team also began conducting twice-monthly webinar training for nonprofit organizations applying for grant funding from the BBVA Compass Foundation. During 2011, we plan to implement a survey for those nonprofits who participate in the webinar training/application process in order to capture their level of satisfaction with our approach.

Conclusions

As the current economic environment remains challenging for financial institutions, BBVA Compass customers continued to place emphasis on the importance of the BBVA Group's major objectives, as identified by BBVA Group President and COO Angel Cano in late 2009: simplicity - especially as it relates to understanding products and services; transparency in communications; and trusting in the stability of their financial institution.

The results of the Globe Scan Radar 2010 survey found that while participants here in the U.S. rank "reducing service charges/interest rates" as their top issue of concern, this is an issue that is largely determined by the state of the financial industry and the current regulatory environment. They also continue to rank as important a financial organization's involvement in its communities, its participation in environmental sustainability and renewable energy initiatives, and its emphasis on transparent, ethical practices.

BBVA Compass employees and customers surveyed in the U.S. throughout 2010 independently agreed that the top attributes for building and maintaining a strong reputation revolve around our organization's dedication to ethical conduct and customer-centric practices. Both internally and externally, BBVA Compass is regarded as an organization that delivers simple solutions in order to meet its stakeholders' needs.

These findings provide the foundation for the 2010 BBVA Compass Corporate Responsibility Annual Report.

Corporate Responsibility Principles & Policy

At BBVA Compass,
we work for a better
future for people.

The vision statement for the BBVA Group and BBVA Compass is one in the same: We work for a better future for people. BBVA Compass' goal is to deliver best-in-class corporate responsibility programs and, through its actions, be recognized as an industry leader with an unmatched reputation among its stakeholders in the communities where we have a presence.

Corporate Responsibility and Reputation

In 2010, BBVA Compass began the implementation of its three-year strategic plan for corporate responsibility, which is intended to build and maintain a best-in-class reputation among financial institutions in the U.S. At the core of the strategic plan is the commitment to corporate responsibility as an intrinsic part of the enterprise, instilled in employees at all levels, in our corporate goals and philosophy, and in the products and services we offer. The primary commitments of the BBVA Compass corporate responsibility policy are to:

- Uphold excellence at all times in our core business operations.
- Minimize the negative impacts caused by our business activity.
- Create “social business opportunities” to generate both social and economic value for BBVA Compass.
- Invest in the communities where we operate by supporting the work of nonprofit and other organizations – especially those involving education and community development.

Managing and Governing Corporate Responsibility

In terms of the management of the CRR function at BBVA Compass, corporate responsibility policy is approved by the Management Committee, and the Corporate Responsibility and Reputation (CRR) department is responsible for managing and coordinating that policy. In 2010, the CRR department pursued its role in managing corporate responsibility through the following offices:

- Office of Community Giving
- Office of Employee Involvement
- Office of Financial Education
- Office of Environment and Natural Resources
- Office of Diversity and Inclusion
- Office of Responsible Practices

This new framework was instrumental in the transformation outlined in our strategic plan, which included the restructuring of our organization’s foundation, volunteer program, employee charitable giving program, and more.

After quarterly presentations to the Management Committee on the transformation of CRR policies and programs, a plan was developed to launch BBVA Compass’ Corporate Responsibility Committee in 2011. This committee will be charged with driving the integration of CRR criteria, activities and policies throughout the company’s business and support areas. It will be composed of BBVA Compass Management Committee members, and the Corporate Responsibility Committee will be chaired by the U.S. Country Manager and BBVA Compass President and CEO. As Chairman of the Corporate Responsibility Committee and as a member of the BBVA Compass Board of Directors, the U.S. Country Manager and BBVA Compass President and CEO will provide updates to the BBVA Compass Board of Directors on CRR policy and programs on an as-needed basis.

Compliance System and Procedures

The BBVA Group’s Compliance System continues to be the framework under which BBVA Compass operates, and it provides the institutional oversight at the global and local level. BBVA Compass thus conducts all operations and businesses in accordance with strict codes of ethical conduct embodied in the BBVA Group Code of Conduct.

The Compliance team at BBVA Compass manages compliance risks that affect the following issues, among others:

- Conduct in the markets
- Treatment of conflicts of interest
- Prevention of money laundering and of financing terrorist activities
- Protection of personal data

Key Impacts, Risks and Opportunities

The BBVA Group releases an annual financial report that addresses the key impacts, risks and opportunities for each of its business areas and for its corporate activities (which are defined as any activities not included within the business areas). In addition, many of the BBVA Group’s individual country units likewise choose to release their own annual financial reports which also address any key impacts, risks and opportunities affecting that country unit. Because BBVA Compass does not produce an individual annual financial report, the key impacts, risks and opportunities affecting BBVA Compass may be found on pages 142 through 145 of the BBVA Group’s 2010 financial report under the heading “The United States.”

Corporate Governance

BBVA Compass is governed by a board of directors that consists of both executive and non-executive (“Outside, Independent”) directors.

BBVA Compass Board of Directors

Lawrence Uhlick (Chairman)
Eduardo Aguirre, Jr.*
Antonio Garza*
Charles E. McMahan*
Glen Roney
Manolo Sánchez
Raúl Santoro*
J. Terry Strange*
C. Edward Whitworth*
Mario Max Yzaguirre*
Shelaghmichael Brown*

* Outside, Independent Directors

Seven of BBVA Compass’ 11 directors are “Outside, Independent directors.” At BBVA Compass, an outside director is defined as a director who is not, and within the preceding fiscal year has not been, an officer or employee of Compass Bank or any affiliate of Compass Bank. It is not possible to anticipate all circumstances that might signal whether an outside director should be deemed “independent of management.” When assessing an outside director’s relationship with the bank, the board considers the issue not merely from the

standpoint of the director himself or herself, but also from the standpoint of persons or organizations with which the director has an affiliation. These relationships may include, but are not limited to, commercial, banking, consulting, charitable, and family relationships.

Each year, performance goals are established for BBVA Compass that consist of both financial measures (e.g., net income, operating profit, etc.) and other business indicators (e.g., efficiency ratio). In addition, personal or divisional performance goals are set for executives and senior managers. Incentive compensation for an individual executive or senior manager is determined both by the performance of BBVA Compass as it relates to the financial and business goals and the performance of the individual executive or senior manager, or the performance of the division in which he or she works, as it relates to personal or divisional goals. Members of the BBVA Compass board of directors do not participate in any incentive compensation program. Currently there is no linkage between compensation of BBVA Compass' highest governance body, senior managers, and executives (including departure arrangements) and the organization's social and environmental performance.

The BBVA Compass Code of Conduct and related governance materials discussed in the Code of Conduct section of this chapter address issues related to ethical conduct and operating guidelines designed to ensure the avoidance of conflicts of interest. In addition, the BBVA Group Policy on Conduct in the Securities Markets and the Capital Markets Code of Conduct for BBVA in the U.S. establish a series of guidelines aimed at ensuring that the actions carried out by professionals of the BBVA Group promote fair dealing and correct price formation and, at all times, place stakeholders' interests first. These rules are set principally for employees of the BBVA Group's companies engaged in the securities markets, but portions of them also apply to members of the boards of directors of U.S. subsidiaries of the BBVA Group, including BBVA Compass. Board members are advised to discuss all potential conflicts of interest with the bank's General Counsel.

The qualifications and expertise of the directors of BBVA Compass are important to ensuring fulfillment of its goals. Selection of directors is determined in accordance with BBVA Group guidelines, BBVA Compass' bylaws, and laws and regulations governing Alabama state-chartered banks and Federal Reserve System member banks. In addition, the charter for the board's Audit & Compliance Committee provides that the committee must consist of three or more members of the board, each of whom is determined by the board to be an outside director who is "independent of management" of the bank under 12 CFR Part 363. BBVA Compass Bancshares' Audit & Compliance Committee Charter outlines the criteria for determining whether an individual director is considered to be "independent of management." All members of the committee must have banking or related financial management expertise at the time of their appointment.

Code of Conduct

The BBVA Compass Code of Conduct defines the fundamentals

of ethical conduct and the operating guidelines for preserving one of the principal sources of value creation for the organization: corporate and personal integrity. The Code of Conduct is applicable to all entities and employees. It publicly reflects the sum of pledges made by BBVA Compass to our direct stakeholders groups and to the communities in which we operate.

In addition to the Code of Conduct for BBVA Compass employees, we have other important policies in place for managing commitments in various operating areas with regard to ethical conduct and controls (as follows):

- BBVA Group Code of Conduct
- Capital Markets Code of Conduct for BBVA in the U.S.
- BBVA Group Policy on Conduct in the Securities Markets
- Audit & Compliance Committee Charter
- BBVA Compass Audit Committee Independence Policy
- BBVA Compass Board Policy
- Principles applicable to parties involved in the BBVA Compass procurement process

National Memberships

During 2010, BBVA Compass maintained memberships in the following national industry and advocacy organizations:

- Financial Services Roundtable (FSR): www.fsround.org
- American Bankers Association (ABA): www.aba.com
- Consumer Bankers Association (CBA): www.cbanet.org
- Mortgage Bankers Association (MBA): www.mbaa.org
- National Association of Government Guaranteed Lenders (NAGGL): www.naggl.org
- Bank Administration Institute (BAI): www.bai.org

International Agreements

The BBVA Group adheres to the following international initiatives and protocols:

- United Nations Global Compact: www.globalcompact.org
- United Nations Millennium Development Goals (MDG): www.un.org/millenniumgoals
- United Nations Environmental Program: www.unepfi.org
- Equator Principles: www.equator-principles.com
- United Nations Principles for Responsible Investment: www.unpri.org

In 2010, the BBVA Group signed the United Nations declaration of principles for the empowerment of women, "Equality is Good Business," developed by the Global Compact and the United Nations Development Fund for Women (UNIFEM) and pursues the third MDG "Promote gender equality and empower women."

In addition, the BBVA Group respects the United Nations' Universal Declaration of Human Rights (www.un.org), the basic employment legislation of the International Labour Organization (www.ilo.org) and the OECD Guidelines for Multinational Enterprises (www.oecd.org). Although BBVA Compass itself is not a signatory on any of these international initiatives and protocols, we monitor the BBVA Group's commitment and participation.

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Financial Inclusion

We strive to be a financially inclusive organization in the model of the global BBVA Group.

At BBVA Compass, financial inclusion is a pillar of our corporate responsibility and community reinvestment programs. We facilitate access to and our employees teach financial education in our communities. Our organization's Community Reinvestment team works hard to promote accessibility to responsible products and services – as well as fair lending practices – to traditionally underserved populations.

Financial Education

FDIC Partnership: Money Smart



In 2010, BBVA Compass partnered with the Federal Deposit Insurance Corporation (FDIC) to utilize its financial education program for adults called Money Smart. This program is designed to help individuals - even those with no prior banking experience - build financial knowledge, develop financial confidence, use banking services effectively, and create positive banking relationships.

This partnership with FDIC allows BBVA Compass employees and our nonprofit community partners to teach the Money Smart curriculum to adults - helping to ensure that the people in our communities are educated and exposed to how they can effectively manage their finances.

BBVA Compass requires that all applicants of its First Time Homebuyer Mortgage product complete Money Smart's "Own Your Own Home" (Module 10) online course. In 2010, 305 first-time homebuyers completed this online course.

American Banker's Association Education Foundation (ABAEF) Partnership



BBVA Compass continued its partnership in 2010 with the American Banker's Association Education Foundation (ABAEF) for the second year in a row, allowing our employees to connect with K-12 students and young adults and help them develop a stronger understanding of the importance of savings and how to use credit responsibly.

BBVA Compass employees had the opportunity to volunteer for "Teach Children to Save" and "Get Smart About Credit" events in April

and October. During our "Teach Children to Save" event, more than 1,400 kindergartners at 24 elementary schools over a three-week period learned how to count money, use a bank, save and earn interest on the money they deposited. In October, employees across our footprint reached 2,000 high school students through our "Get Smart About Credit" event. This program is designed to teach high school students how to use credit wisely.

Junior Achievement Partnership

In 2010, BBVA Compass partnered with 14 Junior Achievement affiliates throughout the U.S. footprint. Junior Achievement Worldwide is the world's largest organization dedicated to educating students about workforce readiness, entrepreneurship and financial literacy through experiential, hands-on programs. Its programs help prepare young people for the real world by showing them how to generate wealth and effectively manage it, how to create jobs which make their communities more robust, and how to apply entrepreneurial thinking to the workplace.

The overall charitable contribution for 2010 to support Junior Achievement affiliates was \$119,550. This partnership allows employees to volunteer and provide financial education to students of all ages. BBVA Compass plans to continue to expand on its partnership with Junior Achievement so that students can put these financial education life-lessons into action and learn the value of contributing to their communities.





BBVA Compass Volunteers Reach Out to Schools in Their Communities, Teach Children to Save



Employees across our footprint showed their commitment to volunteerism, education and financial literacy by teaching the American Banker's Association Education Foundation curriculum to kindergarten students. Following are firsthand accounts of their experiences in the classroom:



Robert E. Lee Elementary in Eagle Pass, Texas

"We met with more than 100 kindergarten students at a time at Robert E. Lee Elementary, and you're not going to believe how many future bankers there will be. Over half of the children in our group already have a way of saving money and know what an allowance is.

"We encouraged them to ask their parents about coming to BBVA Compass to open Young Savers accounts instead of saving their money at home. Many children said that they were saving their money for toys, backpacks and bicycles, but there was one little girl (the daughter of an assistant branch manager) that said she was saving money to buy a house!

"**Alma [Rodríguez]** and I enjoyed volunteering and helping these children understand the importance of saving money. We will gladly do it again!" - **Elsa Santos**, financial sales advisor, Eagle Pass, Texas.

North Birmingham Elementary in Birmingham, Ala.bama

"My co-workers (**Kariña Trevino**, **Robert Hernández** and **Joy Mikasa**) and I had a great time volunteering during our Teach Children to Save activity at North Birmingham Elementary. We all talked with the children about the things we were saving our money for using our Build My Savings accounts. Each of us also shared what our college majors were and how they help us do our jobs today. The teachers thought that it was very important for us to emphasize how valuable higher education is, even if you work at a bank." - **Nicole Self**, grassroots marketing director, Birmingham.

Creekside Elementary, Moreno Valley, California

"I was very nervous as this was my first time participating, The children were very excited, especially when I explained to them that other children all over the U.S. were part of this training as well. As part of my presentation, I went to two separate classrooms and asked the children to 'name me something in your neighborhood.' Children in both classrooms said 'cars!' Since I am in California, a commuter state, I found this funny and very fitting." - **Anita Ferreira**, branch retail executive, Moreno Valley, Calif.



Cold Springs Elementary in Bremen, Alabama

"In explaining what bankers do for the community, I started off asking the kids who they would call if they were sick. Of course, the answer was a doctor. Then I asked if they knew who to call if they wanted to buy a house or car. I had to help with this question. This was how I tied bankers into the community on their level - we are 'financial doctors.' The kids loved the coloring books and crayons, and the school appreciated BBVA Compass volunteers coming to speak with their students." - **Nortricia Starnes**, relationship support specialist, Cullman, Ala.

Robinson Elementary in Birmingham, Alabama

"I made presentations to four very excited kindergarten classes. The students gave me a lot of feedback on all of the questions about money. When I asked 'Where does money live?' - I got several answers: 'in my pocket,' 'on the floor,' 'in my piggy bank,' and 'in my mom's wallet.' When I asked them how they would spend their money, I got answers like 'on toys,' 'on pizza,' 'at Wal-Mart,' and 'at the grocery store.' The experience was great, and the students had a lot of enthusiasm." - **Anita Matthews**, operations manager, Vault Services, Birmingham.

Financial Education Summit

BBVA Compass' Corporate Responsibility and Reputation (CRR) team and its Office of Financial Education hosted its first BBVA Compass Financial Education Summit on November 15-16, 2010 for our 10 inaugural financial education nonprofit partners. This event officially launched BBVA Compass' financial education program for adults using the Money Smart curriculum. The summit provided a unique venue for nonprofit community organizations engaged in financial education to convene, network and discuss best practices.

BBVA Compass' nonprofit partners represent organizations that provide financial education as a service to their communities. These organizations have agreed either to use Money Smart as their primary financial education curriculum or will incorporate Money Smart into their existing offerings. All of our financial education partners have received a charitable contribution from the BBVA Compass Foundation to support their work. The Office of Financial Education will also be providing all printed Money Smart materials as an in-kind contribution to these partners. These materials are available in English and Spanish.



Community Reinvestment

BBVA Compass is committed to the communities it serves – including traditionally underserved individuals and those who live and work in low- and moderate-income neighborhoods. We believe in extending credit to, investing in, and actively providing accessible financial products and services to these populations.



BBVA Compass abides by the tenets of the U.S. Community Reinvestment Act (CRA) of 1977, which encourages depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods, consistent with safe and sound banking operations. As such, BBVA Compass is subject to periodic CRA examinations that evaluate our record in helping meet the credit needs of our communities. Our performance on these examinations influence our organization's future growth, as it determines whether applications for future deposit facilities – including mergers and acquisitions – will be approved. Therefore, our organization's accordance with CRA requirements has a direct impact on BBVA Compass' ability to enter, operate in, and exit the communities we serve.

CRA Lending and Investments

During 2010, grant relationships were established or expanded with Community Development Financial Institutions (CDFIs) to enhance opportunities for access to capital in low- to moderate-income communities within the BBVA Compass footprint.

As of December 31, 2010, BBVA Compass had accounted for \$238,297,204 in CRA-qualified investments in its portfolio (which includes \$48 million in Low-income Housing Tax Credits). The majority of the qualified investments were categorized as affordable housing initiatives, which include Low-income Housing Tax Credit investments. The remainder were categorized as small business initiatives, community development projects or investments that otherwise help meet the needs of low- or moderate-income people and/or low- or moderate-income communities.

During 2010, BBVA Compass had a positive impact in many communities across our footprint by originating 55 Community Development Loans that totaled \$182,494,000. In addition, BBVA Compass originated 14,252 CRA-qualified Small Business Loans totaling \$894,955,000. BBVA Compass also made 1,770 loans to low- to moderate-income borrowers for a total \$195,346,000, and 1,006 mortgage loans in low- to moderate geographies for a total of \$153,951,000.

For the second year in a row, BBVA Compass was recognized by the U.S. Small Business Administration as one of the nation's premier SBA lenders when it was named the SBA First Mortgage 504 Lender of the Year. For 2009, BBVA Compass was named the SBA 7(A) Lender of the year for large financial institutions.

BBVA Compass' participation in the 504 program, in which the bank provides first mortgage loans that make up the private-sector portion of 504 financing packages, is a key element

2010 BBVA Compass CRA Loans		
	Number of Loans	Total Loan Amount
Community Development Loans	55	\$182,494,000
CRA-qualified Small Business Loans	14, 252	\$894,955,000
Loans to LMI borrowers	1,770	\$195,346,000
Loans made in LMI geographies	1,006	\$153,951,000

of our relationship with small business customers. The award recognizes BBVA Compass' efforts to expand 504 outreach across the bank footprint, an effort that over the past year has resulted in a more than 200-percent increase in 504 loan volume.

Access Points in Low-populated or Economically Disadvantaged Areas

BBVA Compass' systems for delivering retail banking services are accessible to essentially all segments of the bank's CRA assessment areas and meet the convenience needs of residents and businesses. As of December 31, 2010, 23 percent of BBVA Compass retail branches were located in low- to moderate-income areas, and 24 percent of BBVA Compass' ATMs were located in low- to moderate-income areas.

Initiatives to Improve Access to Financial Services for the Disadvantaged

BBVA Compass makes use of flexible lending practices in servicing the credit needs of its markets and offers affordable housing loan programs. The bank regularly explores ways to ensure creditworthy borrowers are able to obtain loans either through flexibility in underwriting or specific programs. The following items represent some of the current programs offered by the bank:

Individual Development Accounts (IDAs): BBVA Compass participates with nonprofit organizations in five of its major markets (United Way of Central Alabama – Birmingham, Ala.; YWCA – Dallas; Covenant Capital – Houston; Foundation Communities – Austin, Texas; and Riverside County Community Action Partners – Riverside, Calif.) to offer IDA accounts to qualified individuals. An IDA is an Individual Development Account – a matched-fund savings account individuals can use to purchase a first home, fund post-secondary education, or start a small business.

BBVA Compass sponsors IDA accounts by providing the savings account at no charge, as well as contributing one-to-one matching funds as participating individuals save toward their financial goal.

Our 2011 goal is to expand our IDA offering to an additional 10 markets and to open and provide matching funds for an additional 100 accounts.

Matrícula Card Acceptance: To facilitate financial inclusion, BBVA Compass accepts the Mexican Matrícula Consular Card as a primary

form of ID, in conjunction with the ITIN (Individual Tax Identification Number), to open checking accounts. This policy helps many Mexican nationals participate in the U.S. financial system. Without it, many Mexican nationals would not open bank accounts and instead would pay large sums to check cashing outlets, thereby making themselves theft targets by carrying large amounts of cash.

BBVA Compass Optimizer CardSM: The Optimizer Credit Card is a secured credit card, which means a customer's credit line is backed or secured by a collateral savings account. Designed for people who need to build or improve their credit history, this card gives BBVA Compass customers the financial flexibility and convenience they need for today's world. Features of the card include:

- Looks and works like a regular credit card;
- Credit line is secured by an interest-bearing collateral savings account;
- Credit line can be increased anytime with deposits to savings account;
- Accepted at more than 28 million locations worldwide that accept Visa.[®]

Fair Lending Policy Statement

BBVA Compass is fully committed to its responsibility of compliance with fair lending laws. The management of BBVA Compass intends that no one be illegally discriminated against in any aspect of a credit transaction with the bank. It shall be the responsibility of all employees to fully implement this commitment through appropriate conduct in their day-to-day business activities.

As an equal opportunity lender, BBVA Compass will not discourage a person from submitting an application for credit. It is our commitment to accept, consider and review applications in a consistent manner and in accordance with bank policy and procedures. We are committed to lending fairly within and outside our delineated communities, including low- and moderate-income neighborhoods.

BBVA Compass will comply with both the letter and the spirit of the fair lending laws. Appropriate BBVA Compass employees will receive training annually on the fair lending laws, the bank's policies regarding credit transactions, and equal treatment of customers and potential customers.

Management of the Fair Lending Program is the responsibility of the Fair Lending Group, part of BBVA Compass' Consumer Compliance Department. The responsibility and accountability for compliance is the responsibility of the entire organization – all employees, managers, executives, and directors.

The Fair Lending Program covers all aspects of banking operations, including but not limited to marketing, loan applications, underwriting, processing, adverse action, loan origination, and collections.

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Responsible Banking

At BBVA Compass,
we believe in
providing our
stakeholders with
simple solutions.

We are a financial services institution that believes in applying a simple, transparent approach to everything we do – whether its how we design our products and services, how we treat our customers, employees and suppliers, or how we promote a sustainable environment.

Responsible Finance

BBVA Compass maintains and follows stringent compliance policies, and as a member of the BBVA Group, has access to the Group's risk management practices and adopts risk management as one of its main pillars. Following is information on our Bank Secrecy Act (BSA) compliance and training, our Anti-money Laundering protocols and procedures, as well as a description of our presence in an offshore financial center.

Risk Management at BBVA Compass

Risk and Risk Management are inherent aspects of the banking industry. Identifying, measuring and managing risk in a proactive and forward-looking manner are critical to the effectiveness of BBVA Compass' risk management program.

Risk Management at BBVA Compass deals with risks and opportunities affecting value creation or preservation, defined as:

The process implemented by the board of directors, management and other personnel across the enterprise that is designed to identify potential events that may impact the entity, manage identified risks within established risk appetites and tolerances, and provide reasonable assurance regarding the achievement of entity objectives - both strategic and tactical. The company governs this process through the implementation of its Enterprise Risk Management Program.

Utilizing BBVA Group standards as well as U.S.A. Financial Industry standards, the bank has formalized its Enterprise Risk Management Program with the following objectives:

- Optimize and manage risk across the enterprise tied to their strategic initiatives and business plans.
- Define the risk appetite of the bank and establish financial and non-financial risk tolerances and limits to protect the safety and soundness, compliance, and reputation of the bank.
- Proactively measure and manage each defined risk.
- Ensure that proper risk management of the defined risks is integrated with the strategic direction of the bank.
- Ensure that organizational goals are clearly defined and aligned.
- Establish policies, programs and processes to identify, measure, monitor and control risks.
- Integrate and link the Internal Capital Adequacy Assessment Process with the Strategic Planning Process, comprehensive risk assessments and thoughtful stress test scenarios.
- Establish comprehensive and targeted Management Information and Reporting concerning the key risk indicators targeting all risks, approved exposure limits and tolerances, and risk appetite.

- Promote strong risk governance and oversight through focused organizational alignment of management and board committees.
- Ensure that established processes are operating as designed through the use of audit controls and internal examinations.
- Promote an effective risk management and control culture.

By effectively managing risk, BBVA Compass can meet the needs of customers, employees, shareholders and the communities we serve.

Bank Secrecy Act Compliance

BBVA Compass maintains comprehensive policies and procedures to comply with applicable United States laws and regulations under the Bank Secrecy Act (BSA), the USA PATRIOT Act, and laws and regulations administered by the U.S. Office of Foreign Assets Control. BBVA Compass has taken the following steps to ensure transparency and compliance:

Currency Transaction Reports (CTRs): CTRs are made to the U.S. Treasury Department for cash transactions of more than \$10,000 in any business day.

Suspicious Activity Reports (SARs): SARs are reported to the Financial Crimes Enforcement Network unit of the U.S. Treasury Department. Suspicious activities include any transaction involving or aggregating \$5,000 or more in funds or other assets if the bank knows or has reason to believe that the transaction involves funds derived from illegal activities or is intended to hide illegal-source funds to evade any law, including any currency transaction reporting requirement; the transaction is designed to evade any BSA regulation; or the transaction is atypical for the customer, or has no apparent business or lawful purpose, and the bank cannot reach a reasonable explanation for the transaction after examining the available facts.

Monetary Instrument Records: The bank keeps records of certain information required by the BSA with respect to sales of any official check, money order, traveler's check or bank draft involving currency from \$3,000 to \$10,000.

Other Recordkeeping: Specific recordkeeping requirements apply to taxpayer identification numbers, deposit accounts, electronic funds transfers, extensions of credit, and transfers of funds outside the United States. These records are maintained for at least five years.

Anti-money Laundering

The Prevention of Money Laundering and the Financing of Terrorist Activities (henceforth referred to jointly as Anti-money Laundering) is a major priority at BBVA Compass and an issue critical to the company's pledge to promote and uphold the well-being of the different communities in which it operates. Accordingly, the following measures were developed to support these efforts:

Anti-money Laundering Risk Assessment: The bank's anti-money laundering program is risk-focused and based on an enterprise-wide assessment of the money laundering risks in relation to the bank's products/services, geographic locations and composition of its customers. The risk assessment periodically is re-evaluated to make adjustments based on changing circumstances.

Account Opening and Documentation Procedures: Employees are the first line of defense in the bank's efforts to identify and report suspicious activity. Those involved in opening accounts, managing accounts or in accepting and processing customer account or service transactions adhere to specified account opening procedures and monitor customers and customers' account activity for red flags indicative of money laundering and/or terrorist funding activities. They are required to report any suspicious activity to the bank's BSA department.

Information Systems: The bank's BSA and Loss Prevention departments serve as secondary lines of defense against possible use of the bank to launder money. Numerous reports generated by these online information systems are evaluated and monitored to identify money laundering "red flags" and other suspicious activities.

Anti-money Laundering Training: Employees are trained specifically to recognize and report suspicious activity. BSA compliance and anti-money laundering training are administered primarily through annual required training courses and specialized "spot" training employed throughout the year. These training programs typically are delivered and tracked by the Talent Management and Training department of BBVA Compass' Human Resources division. The Talent Management and Training department will test appropriate employees annually about BSA as part of their certification program.

Training programs are updated to address new legal, industry and policy developments. They clearly convey the seriousness of noncompliance with the subject laws and the consequences, including termination of employment, of an employee's failure to abide by the bank's BSA and anti-money laundering policies.

In 2010, 9,134 employees (approximately 77 percent of the BBVA Compass workforce) completed the BSA anti-money laundering training.

Anti-money Laundering Audit: The adequacy and effectiveness of the bank's BSA and anti-money laundering policies and programs are assessed at least annually by BBVA Compass' Internal Audit department. The process includes evaluating the levels of risk associated with the types of transactions conducted by the bank; varying customer characteristics; and the multiple geographic locations in which the bank conducts business, among other relevant factors. The assessment includes transaction testing of "high risk" areas and an evaluation of the overall adequacy of the bank's processes to identify suspicious activities and the adequacy and effectiveness of related training programs.

BBVA Compass Presence in Offshore Financial Centers

Since 2004, the bank has maintained a single foreign branch license for its Cayman Islands branch in order to gain access to the Eurodollar deposit market. Eurodollar deposits are U.S. dollar-denominated deposits associated with a non-U.S. deposit facility. BBVA Compass has been able to expand and diversify its funding sources and to compete more effectively for corporate and institutional deposits as a result of maintaining the foreign branch. As a limited purpose branch, however, the bank's Cayman Island branch does not conduct business or operate any physical business facility in the Cayman Islands. Instead, receipt and payment of all of its Cayman branch deposits occur in the United States, although, legally, BBVA Compass could limit withdrawals to the Cayman Islands. All such deposit business is conducted in conformity with all applicable U.S. and Cayman Islands banking laws.



Customer Focus

BBVA Compass is a different kind of financial institution - one that works hard to build long-lasting relationships with our customers, employees and communities. Our "Solutions built around you" brand promise reflects and supports our organization's vision of working for a better future for people and our customer-centric business model - which is based on our guiding principle "the client as the center of our business." To this end, we are using innovative techniques to develop and deliver solutions for our clients that simplify their lives. This includes providing our customers with personal service and offering them quality choices - listening to their needs and helping them find solutions that will not only benefit them today, but that will also adapt to their needs as their circumstances evolve.

Universal Banking Model

As part of our organization's alignment with the BBVA Group's customer-centric business model, BBVA Compass eliminated the outdated practice of placing customers in line-of-business silos and moved to the concept of the whole bank owning the customer relationship - with each line of business having equal access to that customer.



To break down these silos, we created REACT - Regions Acquiring Customers Together - with the objective of improving teamwork across lines of business as they jointly acquire and refer new customers and, in turn, drive revenue growth. Additionally, REACT enables us to serve customers as a single bank and not as a collection of representatives from different businesses within the bank. Finally, REACT allows us to capitalize on the strength of each line of business, which improves cross-selling, strengthens our relationships, and improves relationship profitability.

Quality, Satisfaction and Customer Service

At BBVA Compass, we recognize that to better serve our customers, we need to better understand them, their current needs and their evolving needs. This is not just a question of understanding customer insights. We survey customers randomly throughout the bank in order to understand the way they interact with us. This allows us to anticipate their future needs - thus, improving our product and service offerings, as well as pricing and risk processes.

BBVA Compass is committed to building and maintaining long-term relationships with our customers and continues to make strides in aligning to the BBVA Group's customer-centric business model.

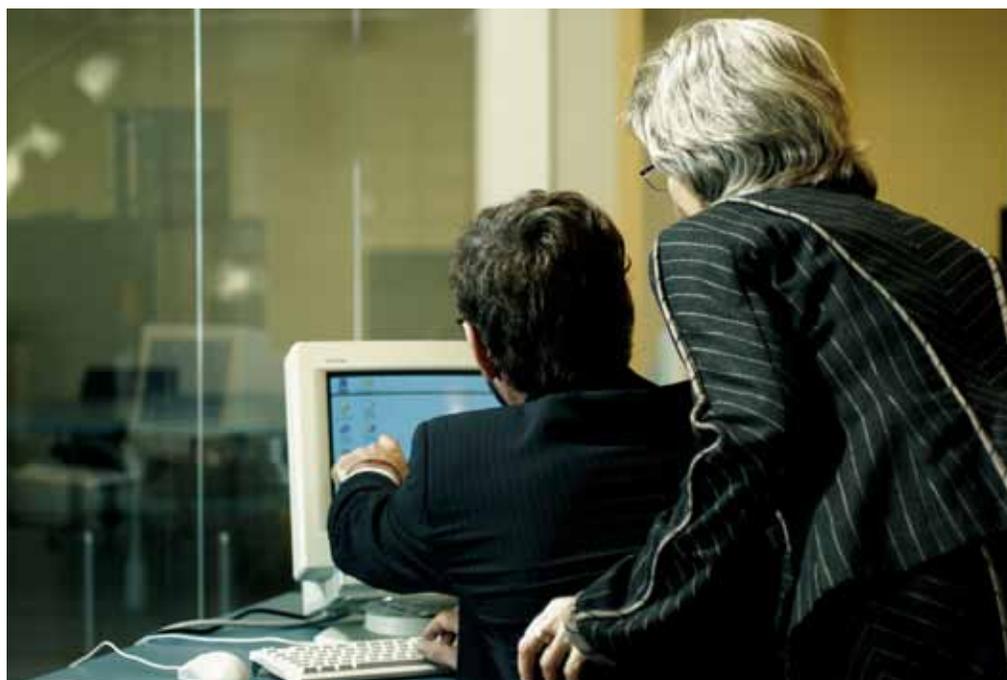
We desire to enhance customer loyalty and confidence by prioritizing and developing the most value-added functions that will best satisfy our customers' needs and interests. Our ability to improve the customer experience was guided by the creation of the Passion for Customers initiative, which is composed of the following six components:

- "Customer First" project teams - Cross-functional project teams were formed and empowered to focus on key areas for improving customer satisfaction.
- Customer Experience advisory board - The advisory board is composed of representatives from all regions of the bank and tasked with engaging and inspiring customer-facing employees to provide feedback that will improve the customer experience. The advisory board began its activities in the first quarter of 2011.



- Extensive training program - In the short term, the customer experience training program provides Retail employees with coaching tools that focus on improving the customer experience based on the key drivers of customer satisfaction (beginning in fourth quarter 2010). In the long term, the scope of the training has been broadened to include senior-level managers from all lines of business and bank operations support staff (pilot began in first quarter 2011 with full roll-out in second quarter 2011).
- "Frontline Friday" - The Frontline Friday program requires all executives to spend half a day per quarter in a branch or call center. This provides executives with greater insight on how their decisions can impact the customer experience. Frontline Friday experienced a successful launch on September 17, 2010 and continued once a quarter into 2011.
- Redefining customer satisfaction metrics - Plans are under way to utilize a common methodology with regard to customer satisfaction metrics that are consistent internally and align with those of the BBVA Group.
- Passion for Customers Accelerator - This Web-based tool offers a comprehensive real-time view of the results that reinforce the customer experience plan across the organization. Dashboards allow for a quick glance at customer service levels; action plans serve as a coaching tool for managers. In addition, the system allows employees to identify and act on the key drivers of the customer experience, alerts employees to customer complaints so that they can be acted on within 24 hours, and even records information for online banking, ATMs and mobile banking transactions.

In 2009, our Customer Experience team began an internal analysis that benchmarked BBVA Compass against 54 other comparable financial institutions based on the results of the annual J.D. Power and Associates Retail Banking Study. In our 2009 analysis, BBVA Compass ranked 53rd out of these 54 financial institutions with regards to customer service. In 2010, we ranked 48th among the same 53 banks (two of the institutions featured in the 2009 study had merged) we had compared ourselves against in 2009 - placing us ahead of Bank of America and Citibank. Although this is still far from our goal of being in the top quartile by 2012, our 2010 benchmarking results show that we are indeed moving in the right direction.



The 2010 J.D. Power and Associates Retail Banking Study revealed that BBVA Compass made its greatest gains in the areas of personal interaction (such as greeting customers), automated customer service, and satisfaction with fees. In the “needs improvement” column are problem resolution, wait time and key ATM measures. The study also found that our overall satisfaction index improved in 2010, while the industry average decreased slightly. And while in-person account activities improved slightly over 2009, customers that are highly committed to BBVA Compass increased over 2009.

Our goal is to create a comprehensive program for measuring the client experience through all channels and products. Through our Passion for Customer Accelerator Program, we spoke with more than 105,000 customers in 2010, gaining perceptions of their experiences in each of our banking centers and feedback about the bank in general. From the PfCA surveys, we learned that:

- 70 percent of our Retail network customers are “promoters” and are extremely likely to recommend BBVA Compass to a friend or colleague.
- Our network Net Promoter Score trended upward from September 2010 through December 2010 – producing a fourth-quarter result of 59 that is above the fourth-quarter national norm of 57.4.
- Satisfaction with BBVA Compass has remained steady, with a year-to-date score of 87.7 for the Retail network.
- Customers rated their overall satisfaction with their last banking center visit a 91 out of 100.
- The percentage of customers who experienced a problem in the last 12 months, including their last banking center visit, remained steady throughout 2010 at 19 percent.

In addition to the improvements identified in the Passion for Customers initiative, the following key action items will drive our strategy for improved customer satisfaction in 2011:

- Continue revising policies and procedures that drive the higher percentage of clients who perceive they have had a problem
- Improve our account initiation/on-boarding programs to improve the client understanding of their account(s)
- Increase individual empowerment levels to improve the resolution process when problems/errors occur
- Adopt Six Sigma measurements
- Compare ourselves against other BBVA business units
- Measure all channels
- Ensure adherence to recently instituted “lobby management” standards to improve the in-branch experience for our customers



Investments in Technology: BBVA Compass Unveils New Teller System

Former Head of Retail Banking **Shelaghmichael Brown** was committed to transforming the technology used within the Retail Network. She shared her dedication to this goal with employees during 2009 when she promised the delivery of a new teller system.

Mission accomplished! The first week of January 2010, a successful pilot of our new ARGO Teller System was conducted at select branches in several cities. The rollout continued over the next two quarters, concluding in June when all BBVA Compass branches had been outfitted with the new system.

The ARGO Teller system allows branch associates to automate customer transactions. The system provides intuitive, computer-based navigation that guides employees through each transaction and allows for better tracking and cash management. The automated system eliminates manual tasks such as folding and bundling Sharp machine tape.

At the end of the day, employees can balance (confirm that the amount in the teller's cash drawer agrees with the final tally of the day's transactions) up to three times faster than with a manual system - in as few as five minutes in most cases.

Back-office operations benefit from the ARGO system as well. Because balancing and other tasks are done automatically, it allows for quicker reconciliation. Manager of Retail Operations Administration **Pam Martin** said, "This system has everything we would have gained from a custom system."



But perhaps the biggest benefit is to our customers in the form of safeguarding the accuracy of transactions.

Brown said, "The ARGO system improves our customers' experiences because it's more accurate and validates customer information correctly, whereas the old manual system was more vulnerable to employee and customer errors."



Privacy

BBVA Compass is committed to compliance with all applicable federal and state privacy laws and regulations. Examples of such laws and regulations include, but are not limited to, Regulation P, the Affiliate Marketing Regulations, and the Right to Financial Privacy Act.

Regulation P implements portions of Title V of the Gramm-Leach-Bliley Act. It governs the treatment of non-public personal information about consumers by financial institutions and requires that an institution, under certain circumstances, notify consumers about its privacy policies and practices.

The affiliate marketing provision of the Fair and Accurate Credit Transaction Act went into effect on October 1, 2008. Subject to some important exceptions, an entity may not use "eligibility information" received from its affiliate to market to a consumer unless the consumer was notified that such marketing may occur, given an opportunity to "opt out" of such marketing, and has not opted out.

The Right to Financial Privacy Act is largely procedural and requires government agencies to provide persons notice and an opportunity to object before a financial institution can disclose personal information about them to the government agency.

BBVA Compass consolidated the affiliate-marketing opt-out notice with its Regulation P notice (collectively referred to as the "Privacy Disclosure"). The Privacy Disclosure is provided to consumers at account opening, is available online and in branches, and is mailed to customers annually.

To help prevent unauthorized access to customer information, BBVA Compass uses physical, electronic and procedural safeguards. We periodically test and update those safeguards to help ensure the protection and integrity of our customer information.

BBVA Compass also trains and regularly educates our employees about the importance of maintaining the confidentiality and proper handling of customer information. All of our employees are governed by a Code of Conduct that authorizes access to customer information for business purposes only and includes strict standards for maintaining its confidentiality.

In addition, the bank maintains a Customer Information Disclosure Event Plan in case there is ever an unauthorized or unintentional disclosure of customer information. If BBVA Compass becomes aware of the unauthorized disclosure of customer information, the Event Team meets to evaluate the event and direct subsequent event notifications and activities.

Transparency, Advertising and Labeling

Within the current economic and financial context, transparency is an important commitment to BBVA Compass customers. In this respect, BBVA Compass has the following measures in place to reinforce transparency and clarity in our product and services campaigns:

- We provide disclosures in all of our products, advertisements and customer materials to ensure transparency and a clear understanding of our terms, features and offers.
- All BBVA Compass ads and literature go through a rigorous process and are reviewed by legal counsel and compliance officers to verify that the terminology used is accurate and clear.
- BBVA Compass strives to provide clarity in all product features and terms.

Multi-channel Banking

BBVA Compass has an innovative multi-channel distribution system where efficiency and convenience are key to both the customer and the bank. Our expertise in the faster-growing non-branch or alternative channels, such as Internet and smartphones (i.e., mobile phones with interactive computing features), gives us a unique competitive advantage in the months and years ahead.

Innovation and technology are key aspects to implementing the BBVA Group's proven business model. In support of these initiatives, BBVA Compass has developed applications for the iPhone™, iPad™, iPod® Touch, BlackBerry® and the Android operating system.

Remote capture is a way to provide channel convenience to our small business customers, so we introduced Remote Deposit Online. This improves backroom efficiency while also expanding the branch network without adding real estate.

BBVA Compass continues to offer Online Banking and Bill Pay services that are free for nearly all accounts*.

- Online Banking allows customers via the Web to transfer funds between BBVA Compass accounts, view their account balances and transactions (including CDs and IRAs), and see which of their checks have cleared. It also offers online statements, allows customers to opt out of receiving paper statements, view images of their cleared checks, and set up alerts that will notify them of their account balances and any important changes to their account balances (such as an insufficient funds alert).

*Online Banking is free with all accounts except Basic Checking.



- Online Bill Pay allows customers to pay their bills online and offers the following features: customers can sort their payment history by an individual payee; they can assign categories to each of their payments for budgeting purposes; they can designate a preferred payment account; and they can use "Payment Assistant" to display all information related to a particular payee on a "Payment Center" screen.

Social Media

The emergence of social media has revolutionized the way we communicate. Sites such as Facebook, Twitter and LinkedIn have evolved beyond facilitating interpersonal connections and are now increasingly making an impact on the business world - and offering tremendous opportunities for innovation and growth along the way. BBVA Compass has embraced these tools and now boasts an active presence on these three social media sites - taking a proactive approach by creating a specially trained social media customer service team to handle customers' comments in a professional, expedient manner.



BBVA Compass' Customer-centric Approach: In Response to 2010 Amendment to Reg E, BBVA Compass Sends Strong Message of Choice

The 2010 amendment to Regulation E brought sweeping changes to the way financial institutions handle overdraft fees. There were tough choices to be made - not just for customers but also for banks as they determined how to best handle the change. But for BBVA Compass, the choice was easy: We went above and beyond what the changes in the regulation require and put our customers' needs first.

Ahead of the amendment, which prohibits banks from charging overdraft fees for ATM and everyday debit card transactions unless the consumer opts-in to overdraft practices, BBVA Compass sent a strong message of empowerment to customers: "Your Money. Your Choice." Although it was their choice to make, customers didn't have to face that decision alone. By serving as "thought leaders" in the industry, BBVA Compass employees educated customers on the new banking regulations so they could choose the overdraft coverage that best met their needs.

Here's how BBVA Compass positioned itself to take a lead role during a time of great change and choice:

"Your Money. Your Choice": Well before the Federal Reserve's August 15, 2010 deadline for implementation of the amendment to Reg E, BBVA Compass began providing new customers the option to opt-in or opt-out of standard overdraft practices related to ATM and debit-card transactions. "We know that every customer's financial situation is unique, which is why our goal was to provide them with the unbiased, balanced and transparent information they need in order to make the short-term funding choice that is right for them," said former Head of Retail Banking **Shelaghmichael Brown** in a multimedia press release that explained to the public BBVA Compass' proactive approach.

Support for customers: A newsletter was distributed to BBVA Compass customers explaining how the new federal regulations will affect their everyday debit card and ATM transactions. The newsletter explained BBVA Compass' current overdraft practices and what would be changing as of August 15, 2010. It also listed all the solutions for managing accounts as well as a Q&A. In addition to the newsletter, customers had the opportunity to learn more at a Web site designed around our message: www.bbvacompass.com/yourchoice.

Expertise from within: BBVA Compass' objective was to help clients understand the options that are best for their situation. Training programs and other resources prepared employees to educate consumers about the new banking regulations. A Sharepoint site was created to house updates regarding Reg E, allowing employees to comment and share their own insights.

Representation through leadership: A strong cast of Reg E spokespeople was assembled to explain BBVA Compass' customer-centric position in print, TV and radio news outlets. Among those educating the public and small businesses on the federal regulations and BBVA Compass' commitment to customer choice were Brown and West Regional Retail Executive **Eddie Castañeda**.

Whether the messenger was a branch associate or the head of Retail Banking, the message remained the same: BBVA Compass will continue to provide customer-centric solutions in an ever-changing financial environment.



Responsible Products and Services

One of the BBVA Group's foundational principles is "Innovation as the engine of progress." BBVA Compass was proud to introduce the following innovative products and services during 2010, and they are responsible for driving new revenue growth to the bank.

First Time Home Buyer Mortgage - BBVA Compass' First Time Home Buyer (FTHB) Mortgage product offers a path for first-time home buyers to achieve their dream of home ownership more easily than they could have otherwise. The program has loads of features that center around its three main selling points - affordability, simplicity and transparency, and online tools and resources.

Affordability:

- First payment not due for three months.
- No origination or other lender fees.
- Five-percent down payment.
- \$8,000 federal tax credit available through April 30, 2010.
- \$300 credit to a BBVA Compass Checking Account after closing.

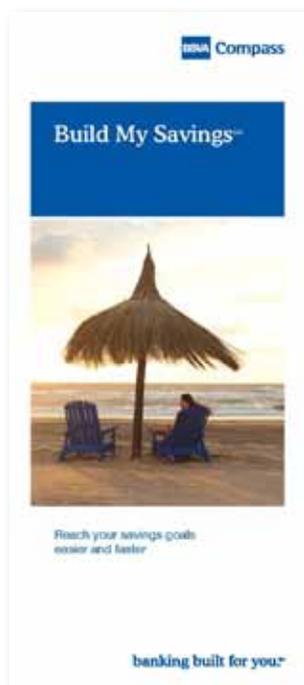
Simplicity and Transparency:

- All FTHB clients receive the same rate, regardless of credit score.
- All FTHB clients receive a 30-year fixed term.
- Clients enjoy consistent communication so they know what's going on every step of the way.
- Financial education tools help provide the client with a clear view of the financial impact of owning a home.

Online Tools and Resources:

- FDIC Money Smart Financial Education Program: A prerequisite for the mortgage, the course helps potential clients determine if they are ready to purchase a home and walks them through the mortgage process.
- BBVA Compass Educational Tools: Including mortgage calculators, informational videos, checklists and mortgage rates.
- Access to great savings on moving and home-related products and services, including 10 percent off at The Home Depot, rebates on GE Appliances and discounts on moving services from Allied & Penske.

Build My SavingsSM - BBVA Compass' Build My Savings product helps customers meet their savings needs via an innovative and straightforward process. In addition to easy-to-use online tools, Build My Savings also includes a generous annual match to encourage and reward commitment to specified savings targets created by the customer. When customers stick to their savings plan, BBVA Compass will match a percentage of their transfers up to 6 percent or up to \$250 each year. An annual "Match Bonus" is based on the account's opening balance, transfer amount and length of plan. Customers can use an interactive savings calculator to determine how to maximize their savings and match potential. Other online tools include a profiler and a Facebook forum for peer comparisons and discussions.



Visit bbvacompass.com/buildmysavings today to:

- Build and open your account
- Calculate your match bonus
- Link directly to the Build My Savings Facebook forum
- Get your personal financial overview

Simplified Line of CreditSM (LOC) – The Simplified Line of Credit is a revolving line of credit that gives customers quick access to available funds. As they pay down their credit line, that credit becomes available again for their use. Customers can access their account by visiting a branch, using a convenience check, requesting a balance transfer, or by requesting an advance. The minimum amount for each advance is \$1,000, and monthly payments do not vary unless the term of the LOC is changed or unless the Prime Rate changes.

Visa Signature[®] Credit Card – The Visa Signature[®] Credit Card has all the features that the BBVA Compass ClearPoints Credit CardSM offers and includes:

- Interest rate terms you can count on;
- Identity theft /credit monitoring; and
- No default pricing.

Additional Visa[®] Signature benefits include:

- No preset spending limit;
- Visa signature core enhancements and discounts;
- Access to special events, concierge service, and travel and dining discounts; and
- 125-basis-point airline discount at 25,000 point redemption level (\$315 value).

And the following Signature features are provided at no extra charge:

- Travel accident insurance;
- Travel and emergency assistance services;
- Visa Signature access (sports and entertainment);
- Visa Signature concierge;
- Visa Signature dining;
- Visa Signature privileges; and
- And all the Visa benefits that come with the BBVA ClearPoints Credit Card.

Affinity Banking Program – BBVA Compass' college affinity program was designed using our Build-to-Order (BTO) checking product, is available on both consumer and business accounts, and includes all regular BTO features. The program also offers customers:

- a college-branded debit card, credit card and checks;
- merchant discounts at local establishments; and
- the ability to earn CompassPoints towards college-themed merchandise purchases.

International Advantages

Because of the global strength of the BBVA Group name, we are able to provide a variety of international services to our clients as we assist them with their unique financial needs. Specifically, given our common ownership with BBVA Bancomer in Mexico, we are leveraging those ties to support cross-border businesses of all kinds.

International Customer Centers: Because of an affinity with the BBVA Group name, BBVA Compass is experiencing a surge in business as Mexican nationals choose to bank with a recognized provider. In order to provide unique banking solutions, we have International Customer Centers located in select sites to offer services to Mexican nationals as they relocate to the U.S. This is not a mass market strategy, but rather one that is oriented towards the affluent and high net-worth client. Through the International Customer Centers, we offer a wide variety of products while working closely with BBVA Bancomer to import their credit and customer history.

Foreign National Mortgages: We offer a foreign national mortgage program that is designed to assist qualified foreign nationals with the ability to purchase a home in the U.S.

Bi-national Mortgages: Working closely with BBVA Bancomer, we are funding mortgage loans for customers in U.S. dollars for which their property in Mexico serves as collateral. To purchase land in Mexico, you need a broker and a trust set up in Mexico. With BBVA Bancomer on the Mexican side and BBVA Compass in the U.S., we have a sales opportunity that no other U.S. bank can offer.

Matricula Card Acceptance: To facilitate financial inclusion, BBVA Compass accepts the Mexican Matrícula Consular Card as a primary form of ID, in conjunction with the ITIN (Individual Tax Identification Number), to open checking accounts. This policy helps many Mexican nationals participate in the U.S. financial system. Without it, many Mexican nationals would not open bank accounts and instead would pay large sums to check cashing outlets, thereby making themselves theft targets by carrying large amounts of cash.



BBVA Compass welcomes SmartyPig® customers.

Let us help you get closer to your savings goal with an extra \$150 cash*

Here's how:

1. Open a new Build to Order Checking® account online
2. Set up payroll Direct Deposit and earn \$75*
3. Sign up for Online Bill Pay and earn \$25 per month by paying at least 5 bills per month for 3 months*

Strategic Collaboration: 'Social Money' Leader SmartyPig Expands BBVA Compass' Reach



Consumers already use social media to plan vacations, stay in touch with family, land new jobs and find that perfect house. Now, BBVA Compass is staking out territory in a new social media frontier: "Social money." By collaborating with SmartyPig, an online piggy bank that helps users "socialize" their savings goals while offering competitive interest rates and cash-back bonuses, BBVA Compass is bringing value to customers in ways beyond traditional banking. Because the unique savings program already has 800,000 savers from across the U.S., BBVA Compass has expanded its demographic - and geographic - reach.

Through the SmartyPig arrangement, BBVA Compass accepts deposits from all 50 states - giving our brand invaluable exposure and helping to solidify the bank as an innovator willing to explore creative solutions that meet our customers' needs.

Here's how SmartyPig works:

- A user creates an account, setting a specific savings goal (such as a wedding, vacation or home renovation).
- An interactive calculator (similar to BBVA Compass' Build My Savings product) helps users figure out how much to save every month in order to reach that goal.
- Users share their goal with friends and family members, who can view their goals and contribute to them.
- Users can place a SmartyPig widget on their Facebook, MySpace, Twitter or any one of 23 social media sites to make their goals public.
- When goals are met, users can increase their total savings with bonuses of up to 14 percent from major retailers (such as Amazon.com, Best Buy, Travelocity or Macy's) if they redeem their savings on a retail card.

Socializing a savings goal is a two-part process: First, by making the goal public, the customer becomes more accountable. Second, it allows third parties to contribute. But SmartyPig's model of social money goes beyond that, helping a customer obtain the good or service at a discounted value.

An innovative company with goals to expand into Mexico, Central America, South America, Spain and Portugal, SmartyPig was searching for a like-minded partner who would help grow its client base.

With SmartyPig, BBVA Compass is able to expand its deposit base and reach new customer segments while achieving positive publicity from developing a successful social savings business model in collaboration with a relative start-up enterprise.

Responsible Management of Human Resources

Transformation

The year 2010 was one of transformation for Human Resources (HR), as BBVA Compass transitioned to the BBVA Group's HR model. This change served to align BBVA Compass' HR practices more closely with those of the BBVA Group, with the ultimate goal of improving the employee value proposition through enhanced access to Human Resources.

With the objective of making access to HR simple and efficient, in late 2010 BBVA Compass launched HR Solutions - a centralized resource equipped to offer guidance and support to employees' HR needs. HR Solutions is staffed by a team of trained professionals with access to comprehensive information and resources on all aspects of BBVA Compass' HR policies and programs. Available by phone or via email, HR Solutions representatives can offer assistance with any HR-related issue, drawing on existing HR support units to provide thorough resolutions to employees' inquiries.

In addition to this team of representatives, HR Solutions also includes the HR Partner Center. The first support unit of its kind in the BBVA Group's global footprint, the HR Partner Center is staffed by HR Partners, a team of HR professionals with a balanced knowledge of human resources and a clear understanding of the needs of individual customers and the lines of business. HR Partners serve as a "front desk" for customer service when employees need assistance with complex issues.

The new focus on simplicity and accessibility also brought with it the development of several self-service HR resources, including Payroll Self-Service. With this Web-based application, employees can now manage payroll information online - without having to print, complete and fax or mail a paper form. They can also view electronic earnings statements, establish and administer direct deposit of paychecks, and manage federal tax withholdings.

Employment and Recruitment

The transition to the BBVA Group's HR model brought with it a renewed commitment to identifying and developing talent internally, which inspired several enhancements to BBVA Compass' HR practices and applications.

One improvement was the addition of a subscription service to the Internal Careers site, which allows employees to be automatically notified when positions matching designated interests become available. This enhancement

streamlines the process of informing employees about career opportunities, as well as shortens the amount of time it takes to fill vacancies with qualified internal talent.

In August of 2010, employees were encouraged to log into NETprofile and enter information about their skills, educational background and relocation preferences into the MyPortfolio tab. The initiative was a resounding success, as more than 8,800 employees complied with the request - and

Number of Employees

2010

11,871

2009

12,132

2008

12,461

earned an extra day off for their efforts. But the reward for employees truly far exceeded this incentive, as the information provided has essentially created an internal database that will help HR identify internal candidates who are well-suited for available job vacancies.

While the new HR model focuses on identifying internal talent to fill vacancies whenever possible, changes were also made to the function of Recruiting & Employment Services to enhance our search for the best external talent available in the market. The Associate Recruiting team, with centers in Birmingham, Dallas and Houston, now focuses solely on external recruiting for entry and mid-level positions, while a newly created Professional & Executive Recruiting team in Birmingham handles positions for which BBVA Compass would have formerly gone to outside agencies for assistance. This centralized approach to external recruiting will enable HR to continuously develop pipelines of candidates to fill positions more quickly, cost-effectively and efficiently.

Even when conducting an external candidate search, HR provides a way for employees to weigh in and benefit from the hiring process. Through the Recruiting Rewards program, employees can earn cash payments for referring external new hires for qualifying vacancies.

BBVA Compass embraces an Equal Employment Opportunity statement while reinforcing other already established policies and procedures. This statement follows:

All applicants will receive consideration for employment without regard to age, citizenship, color, disability, ethnic origin, gender, marital status, nationality, national origin, race, religion, sexual orientation, genetic predisposition, veteran status or any other status or classification protected by federal, state, or local law.

While we do not prohibit freedom of association, as of December 31, 2010, there were no BBVA Compass employees covered by collective bargaining agreements. We have not identified any operations where the right to exercise freedom of association and collective bargaining may be at significant risk.

Talent Management and Training

BBVA Compass holds firm to the belief that the ongoing development of employees and the effective deployment of their talents are the keys to creating value. BBVA Compass delivers training activities using engaging and efficient channels with a focus on e-learning. One of Talent Management and Training's primary objectives is to provide training activities for every employee in the organization that are focused on strengthening the key skills, abilities and knowledge required to succeed.

To this end, Talent Management and Training launched e-campus, a powerful online learning management system that uses the latest technology and services to provide targeted training activities important for employees' career development and job performance. BBVA Compass is now part of the global network of all BBVA Group country units using e-campus.

Because a critical cornerstone of the BBVA Group's HR model is the development of leadership, Talent Management and Training has instituted several new programs designed to develop employees who show high potential for growth and a hunger for continued opportunities. One such program was the 2010 BBVA Compass School of Management, held in partnership with the McCombs School of Business at the University of Texas. This comprehensive educational program was aimed at helping BBVA Compass' top talent improve their leadership skills as they manage in today's complex global economic environment. The program consisted of two week-long onsite sessions, with a five-week period in between - during which the 35 participants completed an action learning project reinforcing and building on lessons learned in the classroom.

Employee Training in 2010			
	Number Hours	% of Total Hours	Number Participants
Training Hours completed	456,789	100%	275,591
Live Training	201,661	44%	16,169
Distance training	n/a	n/a	n/a
Online training	255,128	56%	259,422
Employees trained in 2010	14,157		
Economic Figures: Training			
Total investment in training (in dollars)			\$4,808,000
Training investment per employee			\$339

Employees by professional category (percentage)			
	2010	2009	2008
Steering Committee and Corporate Managers	0.08	0.10	0.06
Senior Management	0.84	0.95	0.59
Middle Management	23.17	23.04	20.96
Specialists	14.57	12.76	11.50
Sales Force	19.58	19.45	19.03
Entry-level	41.76	43.70	47.87

*This table includes full-time, part-time and temporary employees.

In late 2010, Talent Management and Training conducted a pilot program of the Harvard ManageMentor (HMM) online training system, a premier on-demand management resource for leadership development. A group of 100 people



managers from throughout the organization were given access to 22 learning modules, each of which provided two to three hours of content and a variety of supplementary resources, including worksheets, case studies, videos, live feeds and ready-made employee development materials. Feedback from pilot participants was overwhelmingly positive, confirming the decision to provide all people managers with access to the full HMM system in early 2011.

The eCornell system was also launched in pilot form in late 2010. Twenty organizational leaders participated in a two-week online course entitled "Leading People to Higher Performance." The course was facilitated by Cornell University faculty via the online eCornell system, meaning

learners could access course materials 24/7 with no set meeting times. Talent Management and Training will deliver a series of programs combining eCornell online courses with team-based action learning projects to select groups of BBVA Compass leaders in 2011.

The BBVA Compass Associates Program is an initiative designed to attract, develop and retain top talent from select universities. In 2010, a group of 30 highly skilled and motivated recent graduates began a year of accelerated training, including rotations in Retail, Commercial and Wealth Management. Upon completing these rotations, the associates will receive additional training and eventual job placement within a specific line of business.



Personal Benefits

Because each individual contributes to the success of the organization, BBVA Compass is committed to providing a variety of benefit programs designed to meet employees' needs. These programs offer financial security through life insurance and retirement plans as well as support our employees' health and overall well-being.

Employee Benefit Plans

BBVA Compass provides a comprehensive benefits package designed to meet the needs of employees and their families. Benefit plans and programs include health care, vacation and paid time-off programs, savings and retirement plans, the Wellthy for Life wellness program, discounts on banking services through Employee Banking Perks, special discounts on products and services, tuition assistance, and scholarship programs for employees' dependent children.

In 2010, employees were given the opportunity to lower their health care premiums by earning Wellthy Credits. By completing up to three wellness activities (Tobacco Cessation/ Non-tobacco User Incentive, Biometric Data, and Health Assessment), made available through the Wellthy for Life wellness program, employees could reduce their health care premium deductions each pay period for an annual savings of up to \$720.

Defined Benefit Plan

BBVA Compass has a defined benefit plan known as the Compass Retirement Plan that pays a defined monthly benefit at retirement using a formula based on a participating employee's age, years of service and highest five-year anniversary. The plan is 100-percent funded by BBVA Compass and has been closed to new participation since January 2003. Employees at that time had the opportunity either to continue their participation in the Compass Retirement Plan or transfer their participation to the Compass SmartInvestor Retirement Plan, which is a defined contribution plan.

Available since January 2003, the Compass SmartInvestor Retirement Plan is designed to build benefits evenly over a BBVA Compass career - whether that's five, 10 or 30 years - through employer contributions that increase with service and potential future growth resulting from the performance of an employee's investment selections. All BBVA Compass employees (with the exception of BBVA Compass Insurance and BBVA Compass Wealth Solutions employees) are eligible for this plan, and participation automatically begins the month after an employee completes one year of service in which they work at least 1,000 hours.

BBVA Compass employees also have the option of participating in the Compass SmartInvestor 401(k) Plan, which allows employees to

defer a portion of their salary on a pre-tax basis and to receive an employer match after completing one year of service. All employees are immediately eligible to participate in this plan upon hire. Employer matching contributions begin following the completion of one year of service in which the employee works at least 1,000 hours.

Paid Time Off

BBVA Compass believes that regular times of rest and relaxation away from the job are crucial for health, well-being and performance on the job. Employees are encouraged to take advantage of annual paid vacation time.

Sick Pay, Short-Term Disability Benefits and Long-Term Disability Insurance

BBVA Compass provides the opportunity to accrue sick pay to be used to help avoid an interruption in base pay if work is missed due to medical necessity, personal emergency or another necessary absence. Short-term disability benefits are provided to eligible employees, and long-term disability insurance may be available for employees who cannot return to work because of health problems.

Non-Discrimination and Equal Opportunities

BBVA Compass has a firm and unwavering policy to provide equal employment opportunity without regard to age, citizenship, color, disability, ethnic origin, gender, marital status, nationality, national origin, race, religion, sexual orientation, genetic predisposition, veteran status or any other status or classification protected by federal, state or local law. This policy includes all job groups, classifications and organizational units.

BBVA Compass, from time to time and in the ordinary course of its business, may receive claims, including litigation, alleging violations of employment laws. As of December 31, 2010, BBVA Compass was not involved in any regulatory actions related to alleged violations of employment laws or litigation related to alleged employment discrimination and working conditions that were material to our financial position. Furthermore, BBVA Compass has a firm commitment to equal employment opportunity and non-discrimination, as evidenced by widely disseminated policies

prohibiting discrimination in all aspects of the employment relationship. Employees are afforded numerous avenues to raise complaints, including through management, Human Resources, the office of General Counsel, Corporate Human Resources or by anonymous reporting through telephone hotlines.

Recognizing the importance of ensuring that all employees be treated equally, BBVA Compass extends domestic partner health care benefits to same-sex partners. In addition, the organization in 2009 conducted a benchmarking analysis for diversity policies and best practices at competitor banks.

Average length of service of workforce (years)		
2010	2009	2008
6.2	5.3	4.7

Health and Safety at Work

BBVA Compass is committed to providing tools to help employees live healthy, productive lives, as well as to finding ways to help them manage their health. In 2010, BBVA Compass again offered free flu vaccinations to employees in select locations throughout its footprint.

The Wellthy for Life program continues to offer numerous resources designed to improve the health and overall well-being of employees and their families. A guidebook with complete information about Wellthy for Life programs is available at www.wellthyforlife.com.



BBVA Compass demonstrates a personal investment in employees by providing tangible benefits through Passion for People initiatives.

Passion for People

Employee Banking Perks Program

Employees have access to special benefits and discounted rates on a wide range of banking products and services, including checking and savings accounts, mortgage financing, consumer loans, the BBVA Compass ClearPointsSM credit card, double CompassPoints[®], wealth management and brokerage services, the CompassPlus[®] discount program and more.

Come and Go

The summer of 2010 marked the launch of Come & Go, a reciprocal homestay exchange for children of BBVA Compass employees in the U.S. and children of BBVA employees in Spain. Ten

teenaged children of BBVA Compass employees in the Houston, Texas, area traveled to Madrid, Spain for three weeks, where they lived with host families who are employed by the BBVA Group. At the end of these three weeks, the children returned to the U.S. accompanied by 10 Spanish "host brothers" and "host sisters," who in turn were hosted by the BBVA Compass employees' families in Houston during a reciprocal three-week stay.

In both Madrid and Houston, the children participated in weekly cultural excursions, language skills classes, tours of BBVA Group and BBVA Compass facilities, and community service activities. In keeping with the BBVA Group's vision of working for better future for people, Come & Go offered employees' children an unforgettable cultural exchange experience that enhanced their personal growth and had a lasting impact on their lives.



Hotelopia

In 2010, employees were introduced to Hotelopia, an innovative discount hotel travel Web site, designed to help users find and reserve hotel accommodations at the best price. With hotel rooms and suites available at more than 35,000 properties in over 2,500 locations throughout Europe, North America, Latin America, the Caribbean and Asia, Hotelopia offers a year-round low price guarantee at all of its destinations. Hotelopia partners with the BBVA Group to bring additional special discounts to employees throughout its global footprint.

Scholarship Programs

In an effort to support academic achievement, two scholarship programs are made available to children of BBVA Compass employees – the BBVA Compass Passion for Education Scholarship and the Harry B. Brock, Jr. Scholarship Program at Samford University.

In 2010, 42 scholarships in the amount of \$3,000 each were awarded to children of BBVA Compass employees through the BBVA Compass Passion for Education Scholarship program.

Special Discounts

Special discounts on products, services and entertainment opportunities are available through selected vendors with whom BBVA Compass contracts.

Human Resources Communications

In communicating with employees, Human Resources aims to underscore its role as an advocate. The HR brand of “4U...fromHR :)” was developed to demonstrate BBVA Compass’ identity as a “by people for people” organization. The tagline and symbols of the HR brand emphasize the open, transparent channels of communication that exist between the issuer (HR) and the employee recipient (4U).

HR communications consist of three categories:

Passion for People - Passion for People programs are the way in which the BBVA Group’s vision and seven corporate principles are brought to life here in the U.S. at BBVA Compass. Initiatives communicated under this category include employee benefits, rewards and recognition programs, health and wellness programs, and employee banking perks.

Growth & Development - BBVA Compass is committed to the ongoing development and effective deployment of employee talents. Communications in this category relate primarily to career development and e-learning opportunities, but also include other initiatives that promote or contribute to employees’ professional and personal growth and development.

Practices & Programs - HR is responsible for developing, implementing, administering and supporting many of BBVA Compass’ policies, practices and programs. Topics related to the Code of Conduct, employee handbook and manager manuals are examples of communications that may be distributed in this category.

In 2011, Human Resources communications will continue to evolve with the development of an innovative, new 4UfromHR electronic newsletter.



Responsible Procurement

The desire to build relationships with diverse vendors is never in short supply at BBVA Compass.

Procurement Model and Policy

The Supply Chain Management team's mission is to deliver and sustain value across the organization by building and managing an external supplier network that meets the operational needs of the organization at minimal cost. This is achieved by adopting enhanced procurement best practices - establishing partnerships across the bank to expand category coverage and continuing to secure verifiable, hard-dollar savings.

BBVA Compass' procurement model closely follows the structure developed by the BBVA Group, as well as industry best practices. In addition, June 2010 marked the formal launch of the BBVA Compass Supplier Diversity Council, whose members include representatives from the Procurement, Corporate Responsibility and Reputation, Marketing, and Communications teams.



Principles Applicable to Those Parties Involved in the Procurement Process

As a member of the BBVA Group, BBVA Compass follows its Code of Conduct and Principles Applicable to Those Parties Involved in the Procurement Process. These principles and general guidelines include respect for the law, commitment to integrity, competition, objectiveness, transparency, value creation and confidentiality.

Responsible Projects with Suppliers

The bank's supplier diversity initiative encourages the use of historically underutilized businesses in order to build our organization's reputation while helping community members build wealth and stability.

In an effort to forge connections with minority business owners, BBVA Compass was proud to be a major sponsor of two conferences that put corporate buyers face-to-face with entrepreneurs: Business Connections, Alabama's largest conference for certified minority business enterprises, and the Houston Minority Supplier Development Council's (HMSDC) EXPO 2010.

The events drew more than 1,000 minority business entrepreneurs to stop by and present their products to corporate buyers, who set up tables at each event. In Houston, BBVA Compass was the only financial institution serving as a platinum sponsor. In Birmingham, the bank was a gold sponsor for the first time - also the only financial institution to do so.

BBVA Compass also participated in the National Minority Supplier Diversity Conference in Miami, which drew thousands of corporate CEOs, purchasing executives, minority business owners, and authorities on minority supplier development.

In addition, the Supply Chain Management team established a method of identifying the diversity status of potential suppliers and obtaining certification utilizing the supplier certification tool of its new Ariba e-procurement system.



Procurement and Management Tools

In a continuing effort to centralize spending, Supply Chain Management launched in August 2010 an enhanced procurement system, called The Blue Connection, that captures all needs for goods and services utilized within BBVA Compass.

More than just a portal for ordering supplies, it incorporates a number of BBVA Compass initiatives as well as internal audit requirements, including a fully automated procure-to-pay process. The Supply Chain Management team partnered with the bank's key suppliers so they can invoice electronically - enabling BBVA Compass to pay our suppliers and track our spending levels in a more efficient manner.

The following efficiencies were realized through the implementation of the new e-procurement system:

- Compliance with audit findings - BBVA Compass achieves fiscal policy compliance through electronic contracts, which enforce negotiated pricing with a closed loop, a consistently executed process from requester, receiving, and invoice payment.
- ELM (Expense Line Manager) reporting visibility - Ability to capture non-payroll spend data in a single application for analysis in order to highlight cost-savings opportunities, audit processes and information, and identify risks and inefficiencies.
- Enforces the goals and objectives of the Purchasing Committee, providing a virtual Purchasing/OPEX Committee to comply with BBVA Group policies.
- Establishes a proof-of-delivery audit trail on select expenditures.
- Establishes KPIs (Key Performance Indicators) to monitor and track purchase orders, invoices, and use as a tool to increase user adoption - allowing for the presentation of results to the Efficiency department.

Awareness Building Initiatives

Partnering with Companies that Value Sustainability and Social Responsibility

In 2010, BBVA Compass collaborated with the BBVA Group and executed a contract with a global supplier to procure the Zody® chair for BBVA Compass' corporate buildings. The Zody chair is a high-performance task chair that blends wellness and sustainability, and it is the first task chair to be endorsed by the American Physical Therapy Association and receive a Level 2 BIFMA (Business and Institutional Furniture Manufacturers Association) certification.

Zody is assembled in an ISO 14001 certified facility in Bruce, Mississippi, and there is zero waste to landfill. The energy required to manufacture Zody is offset through the purchase of renewable energy certificates. Zody has a high recycled content of 51 percent and is also GREENGUARD® Children and Schools Certified as low-emitting furniture and is free of PBDEs, PVC, CFC and chrome - making it an ideal product to support LEED certification.



Spend Management Initiatives Bring Simplicity to Travel, Expenses

In an effort to centralize and simplify spending, BBVA Compass' Supply Chain Management team is collaborating with lines of business on several key initiatives that will drive cost savings and bring convenience to employees. Employees who travel, create expense reports, and/or purchase supplies will realize improved efficiencies with these enhancements.

"These systems provide us the insight necessary to see and understand the spending patterns and habits throughout the bank," said Director of Real Estate, Procurement and Corporate Services **Troy Lindsey**. "With that insight, we will be able to substantially impact the bottom line of the bank while providing a much smoother and customer-friendly experience."

Travel Initiatives Provide Security, Convenience, Cost Savings

With a large number of BBVA Compass employees utilizing business travel in the U.S. and abroad, Corporate Services - which manages the bank's processes and compliance activities - wanted to improve those employees' experiences while taking a close look at travel costs.

A "best-in-class" travel solution was found in the BBVA Group's global travel agency, and on September 21, 2010, BBVA Compass launched American Express Business travel. The portal provides a single point of access for travel information and services - 24 hours a day,

seven days a week. Now, employees who travel have a point of contact whether they are looking for information about a destination city or have an emergency.

"American Express Travel provides real peace of mind for our employees, and a way for us to take advantage of the cost savings associated with the volume discount available through the BBVA Group," said **Linda Good**, director of Corporate Services. "Another significant benefit of these new travel initiatives is the increased security our employees will now enjoy. Should any sort of emergency arise, we will automatically know the complete itinerary of our traveling employees so we can contact them if needed."

Automated Expense Reporting Means No More Taping Receipts to Paper

Through its improved travel portal, BBVA Compass has implemented an automated expense reporting tool that allows expense reports to be approved electronically, increasing efficiency.

When a BBVA Compass business credit card is used during travel, the transaction is automatically uploaded to an employee's online travel profile. When the employee returns and begins the expense report process, much of the work will already be done. Employees simply scan and attach the receipts to the profile electronically.



Environmental Management and Climate Change

The BBVA Global Eco-efficiency Plan 2008-2012

BBVA Compass continues to make progress toward full implementation of the 2008-2012 BBVA Group Eco-efficiency Plan. In 2010, a Corporate Services team, under the direction of the Real Estate, Procurement and Services department, was created to address the need for an updated management infrastructure and a more effective process for data collection and reporting. These groups are also tasked with creating programs and managing relationships with external vendors in order to educate them about our Eco-efficiency Plan, and assist in helping them to find ways of reducing the company's environmental impact.



The plan has five line-of-action blocks, each containing a large number of individual initiatives. It is managed by means of a scorecard that has six specific indicators, each linked to a target for 2012, to make it easier to monitor and evaluate compliance.

The Supply Chain Management and Corporate Responsibility and Reputation teams - in conjunction with Corporate Services and Real Estate Management - continue to work with the BBVA Compass Efficiency team to garner support across lines of business and support units so that we can unite in addressing the sustainability action items in the BBVA Group's Global Eco-efficiency Plan as follows:

- Separation and recycling of solid urban waste and hazardous waste
- Separation and recycling of computer waste
- Reduction of electricity consumption per employee
- Reduction of water consumption per employee
- Reduction of paper consumption per employee
- Establishing sustainability criteria for purchasing
- Increase the number of ISO 14001 quality certifications
- Use of videoconferences to reduce the number of business trips
- Offsetting CO2 emissions and reforestation
- Training, dissemination and education programs



In 2010, nine of BBVA Compass' branches were remodeled, and the renovations included the following environmental efficiency upgrades: low-water toilets, motion sensor lighting, and new teller lines made from renewable materials. Of these nine branches, five of them are LEED Certified eligible and are currently going through certification process. In addition, one branch was constructed during 2010 that is eligible for LEED-Gold Certification, and the Douglas corporate building in Dallas achieved an Energy Star rating. To further supplement these efforts, the Corporate Responsibility and Reputation team incorporated "Environment and Natural Resources" as one of its six BBVA Compass Foundation focus areas.

To further bring ourselves into alignment with the BBVA Group Global Eco-efficiency Plan, BBVA Compass has set the following goals for 2011:

- Reduce CO2 output by 10 percent;
- Reduce paper consumption by 7 percent;
- Reduce water consumption by 5 percent;
- Reduce electricity consumption by 3 percent; and
- All new construction and renovations in 2011 will contain many environmental efficiency upgrades with LEED certification and zero landfill goals.



Conservation

BBVA Compass has a comprehensive energy management program, which is the cornerstone of any sustainability and emission reduction program. This program includes initiatives to reduce consumption and travel.

Technology vs. Travel

BBVA Compass continues to invest in technology in order to reduce business travel. Meetings conducted via telepresence increased in 2010 with 286 uses, and the bank hosted 3,228 video conferences. In addition, BBVA Compass hosted 65,112 audio conferences; of those, 6,154 were web-based meetings. In 2010, the bank recorded 26,714,236 km traveled via air transportation.

Diesel

In 2010, BBVA Compass consumed 430,000 liters (224,626 GJ) of diesel fuel, much of which can be attributed to extensive generator use following a July 2010 fire at the Daniel Building in Birmingham (BBVA Compass' corporate headquarters).

Electricity

Though not yet complete, we launched an initiative in 2009 to install programmable thermostats in our banking centers; hence, standardizing to a single, high-quality programmable thermostat that is easy for facility managers and technicians to understand. This keeps all locations programmed with the corporate standard operating set points for occupied and unoccupied times and temperatures for peak performance and energy conservation.

In 2010, the total estimated electricity consumption for all of BBVA Compass' properties combined was 141,307,569 kilowatt hours (508,707 GJ). In order to achieve our 2010 electricity consumption estimate, the BBVA Compass Real Estate Management team developed an average consumption per square foot based upon a sample of BBVA Compass-owned facilities (11 corporate buildings and 12 branches) in various parts of the bank's footprint where actual consumption was obtained. This average was then applied to the total square footage of all BBVA Compass-owned facilities combined within the bank's footprint. The total estimated kilowatt hours for all of BBVA Compass-owned facilities combined was then converted to G Joules.

Water

In 2009, we installed at some of our properties in-ground moisture sensors that communicate wirelessly with our irrigation controllers. When ground moisture is sufficient for plant material,

the irrigation system will be disabled until moisture needs rise. This new system replaces outdated rain gauges for enhanced performance. This process is ongoing and will continue until all BBVA Compass properties are outfitted with the new sensors.

In 2010, the total estimated water consumption for all of BBVA Compass' properties combined was 1,648,982.94 m³. In order to achieve our 2010 water consumption estimate, the BBVA Compass Real Estate Management team developed an average consumption per square foot based upon a sample of BBVA Compass-owned facilities (11 corporate buildings and 12 branches) in various parts of the bank's footprint where actual consumption was obtained. This average was then applied to the total square footage of all BBVA Compass-owned facilities combined within the bank's footprint. The total estimated gallons of water consumed for all of BBVA Compass-owned facilities combined was then converted to cubic meters.

Solid Waste

In 2010, BBVA Compass consumed 1,407,271 kg of paper with an average of 5 percent recycled input material, and we recycled more than 2,085,096 kg of paper. In addition, 1,687 printer toner cartridges were recycled.

Significant Fines and Non-monetary Sanctions

BBVA Compass accumulated no significant fines or non-monetary sanctions for non-compliance with environmental laws and regulations in 2010.

Green Product Standards

Since 2008, BBVA Compass has been working with our janitorial vendor to develop a program so that all janitorial cleaning supplies and cleaning policies meet LEED "Green Product" standards. This includes our banking center drive-thru lanes, which are cleaned by waterless concrete and asphalt cleaners using natural agents.

In 2010, BBVA Compass collaborated with the BBVA Group and executed a contract with a global supplier to procure the Zody® chair for BBVA Compass' corporate buildings. Zody is assembled in an ISO 14001 certified facility in Bruce, Mississippi, and there is zero waste to landfill. The energy required to manufacture Zody is offset through the purchase of renewable energy certificates. Zody has a high recycled content of 51 percent and is also GREENGUARD® Children and Schools Certified as low-emitting furniture and is free of PBDEs, PVC, CFC and chrome - making it an ideal product to support LEED certification.



Energy Conservation: Sun Sets on Another Successful Earth Hour for BBVA Compass

BBVA Compass' commitment to environmental sustainability shone brightly as employees observed Earth Hour by turning off the lights. Joining several cities across the BBVA Group's global footprint, lights went off at Corporate Headquarters and the Service Center in Birmingham, the Douglas Building in Dallas, at River Oaks in Houston, Gate Parkway in Jacksonville and the McAllen Tower in McAllen, Texas, at 8:30 p.m. on Saturday, March 27, 2010.

"Everything went off without a hitch," said Jones Lang LaSalle Account Manager Laura Magyar, who helped organize the effort in Birmingham. "The lights were turned off as planned, and the event was successful."



Community Involvement

At BBVA Compass, our vision – one that we share with the global BBVA Group – is to work for a better future for people.

This is a commitment that we make to all the communities where we have a presence and one that we take very seriously.

The BBVA Compass Corporate Responsibility and Reputation (CRR) team has adopted this vision statement for our own work – reflecting the comprehensive way the BBVA Group views its relationships with the communities in which it has a presence. Our holistic approach involves many aspects, including charitable giving, volunteerism, an emphasis on education and financial literacy for all, and other areas that promote the well-being of people where we live, work and play.

Transformation of Legacy Programs

2010 will be marked as a notable year in the evolution of BBVA Compass' community involvement initiatives. The CRR team adopted and implemented an ambitious strategy that will help BBVA Compass become a model corporate citizen.

When the BBVA Group acquired the legacy banks that now comprise BBVA Compass, each bank had a clear commitment to strengthening the communities they serve. Today, BBVA Compass has incorporated that commitment, the vision of the BBVA Group, and industry best practices to professionalize our community outreach and build our legacy as a financial institution dedicated to making a meaningful impact in the communities we serve.

BBVA Compass Foundation

BBVA Compass foundation CRR's goal is to have a well-managed charitable foundation that allows for localized community giving with strategic and measured impact. In 2010, the Office of Community Giving updated our organization's approach to charitable giving through the BBVA Compass Foundation - implementing a new committee structure for our major markets and shifting our organization's approach to giving to be more focused, more strategic and more inclusive.

The BBVA Compass Foundation is a private foundation that funds eligible 501(c)(3) organizations through six focus areas: Community Development (including Financial Education), Education, Health and Human Services, Arts and Culture, Diversity and Inclusion, and Environment and Natural Resources. The Foundation considers grant requests from nonprofit organizations serving the neighborhoods and communities where we have a presence, including those in Alabama, Arizona, California, Colorado, Florida, New Mexico and Texas. In 2010, more than \$5 million was donated through the Foundation to support endeavors in our six focus areas.

Although the Foundation will continue to contribute to a wide variety of nonprofits, many of whom already have long-standing relationships with the bank, the CRR team has established Community Development and Education as the Foundation's primary focus areas - targeting 60 percent of the Foundation's total giving to these focus areas. These focus areas are well aligned to the BBVA Group's recognized work in reducing traditional barriers to financial well-being for low- to moderate-income communities - resulting in a better educated, more informed and smarter customer base that, in turn, strengthens BBVA Compass' position in our communities.





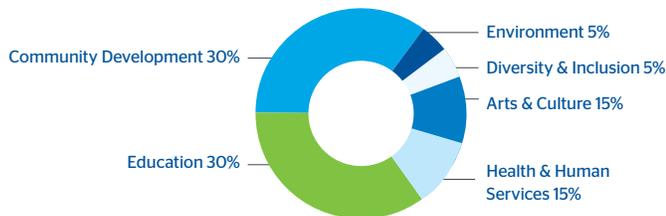
One essential component to the Foundation's success was the launch of local charitable contributions review committees in markets across our footprint. These local committees are composed of market leaders representing our three lines of business (Retail, Commercial and Wealth Management), who work in partnership with the CRR team to evaluate local charitable requests. These committee members make charitable contributions that follow the Foundation's guidelines and address the needs specific to their communities. This strategic approach allows market leadership to manage their Foundation dollars at the local level while also impacting their communities in ways that align with the Foundation's focus areas.

Spring of 2010 marked yet another milestone for the Foundation - the transition to an online application process. This state-of-the-art online grant system - built and supported by CyberGrants, an outside vendor - allows nonprofit organizations to submit funding requests to the Foundation via our Web site: www.bbvacompass.com/foundation. There are many advantages of the new system, including the ability to collect robust information from nonprofits about their organization, programs and impact, the creation of a historical database for Foundation contributions, and better methods of tracking and reporting the charitable investments we make throughout our footprint.

In order to introduce nonprofits to our new online giving tool, the CRR team reached out to past Foundation grant recipients and informed them about the new process. Additionally, bi-monthly webinars were offered, providing a step-by-step orientation to the new online application system - complete with a live question-and-answer session where participants are able to speak with CRR team members and discuss their questions or challenges with the online application system. More than 1,000 nonprofit partners participated in these webinars between April and October 2010.

Nonprofit representatives who participated in these webinars have acknowledged BBVA Compass as taking a progressive approach to charitable giving and going above and beyond in our community outreach efforts. Our goal is to arm these nonprofits with a new arsenal of knowledge as they approach fundraising in future years.

BBVA Compass Foundation Contribution Targets (By Focus Area)



BBVA Compass 2010 Foundation Contributions (By Focus Area)	
Education	\$1,206,894
Health and Human Services	\$1,643,021
Community Development (Including Financial Literacy)	\$1,413,891
Environment and Natural Resources	\$91,583
Arts and Culture	\$624,767
Other	\$71,005
Total BBVA Compass Foundation Contributions in 2010	\$5,050,792

BBVA Compass Foundation Underwrites 27th Annual Moot Corp Competition at The University of Texas McCombs School of Business



Demonstrating our commitment to supporting education at all levels, BBVA Compass was a major underwriter of the internationally renowned Moot Corp Competition at The University of Texas McCombs School of Business. Students on 40 teams from 12 countries presented business plans based on medical devices, clean technology, biotechnology, information technology and consumer products.

"Moot Corp is an ideal complement to our global perspective on new business development and our Group's commitment to corporate responsibility," U.S. Country Manager and BBVA Compass President and CEO **Manolo Sánchez** said. "It is vitally important that entrepreneurial growth be fostered throughout the world, and this competition promotes skills that prepare young business innovators for success in the global marketplace."

Now in its 27th year, the Moot Corp Competition, now known as the Venture Labs Investment Competition, was the first of its kind and is still considered the most prestigious in the world - "the Super Bowl of Investment Competition." The competition provides graduate students with a chance to simulate the process of raising venture capital by allowing them the opportunity to present business proposals to a panel of entrepreneurs, venture capitalists, accountants and lawyers. Many of the competition's previous winners and participants have gone on to build successful, widely respected companies.

"The Corporate Responsibility and Reputation (CRR) team was pleased to partner with our colleagues in the Austin market to leverage an existing BBVA Compass Foundation grant to The University of Texas and apply it to the Moot Corp Competition," CRR Director **Reymundo Ocañas** said. "Underwriting this program provided us with the opportunity to go beyond what simply was a monetary donation - turning it into a value-add both for our organization and the university."

"Through our support of this competition, BBVA Compass is helping foster an environment that encourages and rewards innovation and entrepreneurship. In return, our participation enhances the bank's reputation in the market, builds awareness about our brand, and allows us to further differentiate ourselves from the competition," he continued.

Austin City President **John Jett** and Commercial Banking Manager **Jon Eckert** participated in the competition's judging process, with Jett delivering the opening remarks at Moot Corp's welcome reception: "As a bank that prides itself on building a better future for people, sponsoring the global Moot Corp Competition is consistent with that vision," he said. "We applaud your efforts as visionaries and hope to see your proposed entrepreneurial efforts pay off. Your creativity is needed in our global economy. Every new business venture creates much-needed jobs, and of course, we hope to do business with you someday."

"The involvement of BBVA Compass not only provides essential resources for conducting a truly world-class event, but we also benefit from its expertise as one of the largest financial institutions in the world," said Rob Adams, director of the Moot Corp Competition. "This organization's understanding of global business and investing translates to added reality in the judging and mentoring process."





BBVA Compass' Annual Holiday Food Bank Initiative

More than 300 employees volunteered to package and sort food in 10 markets across our footprint during the 2010 holiday season - marking the second consecutive year that BBVA Compass has contributed to our communities in this way. Additionally, a total of \$150,000 was donated through the BBVA Compass Foundation to local food banks in the Feeding America network. In several markets, BBVA Compass was able to leverage the BBVA Group's relationship with the National Basketball Association (NBA), bringing in NBA players and mascots to work alongside employees.







Employee Involvement

Over the course of 2010, the CRR team delivered expanded and first-time programs through its Office of Employee Involvement that work to strengthen our community involvement through active and engaged employees. These retooled and reinvigorated programs encourage employees to volunteer their time and talents via the BBVA Compass Volunteers program and make charitable donations through payroll deduction via the BBVA Compass Charity program. Both programs are designed to empower employees to become philanthropists in their communities.

The transformed programs were designed to enhance the overall employee experience, as well as align them with our global vision. These programmatic changes were based upon 2009 employee feedback and the CRR team's benchmarking of industry best practices.

Volunteer Connection, an online, state-of-the-art employee involvement resource, was introduced in 2010 by CRR and its business partners. It is a one-stop online shop for all things related to employee involvement - a Web site where employees can search and sign up for individual volunteer opportunities and team events, record hours they spend engaged in community involvement initiatives,

and direct all aspects of their BBVA Compass Charity contributions. For added convenience, Volunteer Connection is accessible to employees at work or from any computer with Internet access.

BBVA Compass Volunteers

BBVA Compass volunteers In 2010, **TEAMCompass** - the legacy Compass Bank volunteer program that was primarily focused on fundraising through philanthropic walks, runs and bike rides - was replaced with BBVA Compass Volunteers. This new volunteer program is aligned with the BBVA Compass Foundation's six focus areas and gives employees the opportunity to participate in footprint-wide "signature" volunteer programs, as well as local, chapter-based volunteerism initiatives. The re-energized volunteer program offers many different opportunities for individual and team volunteerism.

While BBVA Compass signature programs were introduced to provide employees with an easy option for local volunteerism, they were intentionally designed to expand our offering of initiatives that align to CRR's primary focus areas:

- BBVA Compass' financial education program is composed of the robust, multi-faceted Money Smart curriculum for adults through a partnership with the FDIC and offers the American Banker's Association Education Foundation's (ABAEF) "Get Smart About Credit" and "Teach Children to Save" curriculums for teenagers and children, respectively. (Additional information is available on page 14).
- Reading Counts, BBVA Compass' literacy program aimed at improving educational opportunities for disadvantaged students in kindergarten through third grades, put more than 40,000 books into the hands of children across our footprint. (Additional information is available on page 52).
- For a second consecutive year, the BBVA Compass Foundation and BBVA Compass Volunteers joined together in a holiday service initiative to support food banks in 10 markets across our footprint. (Additional information is available on page 49).





The depth of data employees provide on each volunteer activity recorded in Volunteer Connection allows for enhanced reporting capabilities for both CRR and BBVA Compass' Community Reinvestment Act (CRA) team. These two teams worked closely on the development of the system's data reporting capabilities in Volunteer Connection to ensure robust results.

In 2010, more than 1,600 BBVA Compass employees contributed over 66,000 hours of volunteer service across our footprint. These volunteer hours were given by employees, both as individuals and in teams, on the bank's behalf.

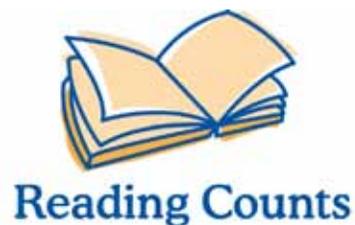
During 2011, the CRR team is coordinating with local market leadership to launch BBVA Compass Volunteers chapters throughout the bank's seven-state footprint.

Reading Counts

BBVA Compass believes that education and literacy play a very important role in a successful society – and, as a result, the bank commits a major portion of corporate resources to education initiatives focused on bridging the achievement gap for public school children in pre-kindergarten through 12th grades.

In 2010, BBVA Compass and the BBVA Compass Foundation teamed up with Scholastic, Inc. to donate books to disadvantaged children across our footprint through our signature literacy program, Reading Counts. The program first launched in BBVA Compass' former Guaranty Bank markets in Texas and California and provided more than 25,000 English, Spanish and bilingual books to schoolchildren in kindergarten through third grades.

Reading Counts made its footprint-wide debut during the 2010-11 school year, promoting the importance of reading to young children. BBVA Compass employees were given the opportunity to volunteer to read to children in low- to moderate-income schools near their BBVA Compass offices and banking center locations. Employees outfitted with branded reusable book bags – each containing 25 Scholastic books – visited their local schools, read one of the books to a classroom of students, and left behind the books for the children to take home and the book bag for the teacher.



Over the course of 2010, more than 40,000 books were donated through BBVA Compass' Reading Counts literacy program.



Volunteerism: Employees Share Financial Expertise with Dallas Students Through Junior Achievement's 'JA in a Day' Program

With their recent participation in Dallas Junior Achievement's "JA in a Day" program, 33 BBVA Compass employees volunteered their time to teach the kindergarten and first- and second-grade students at F.P. Caillet Elementary School in Farmer's Branch, Texas.

"BBVA Compass employees in Dallas have been active, proud supporters of our local Junior Achievement organization for many years," said Branch Retail Executive **Alison Edney**. "Its programs offer our volunteers the opportunity to apply their financial expertise to students' educational needs in an effective and fun way. In the 10 years that we have been associated with this organization, we've had more than 300 employees volunteer to teach at least as many classes."

Using various curricula produced by Junior Achievement, employees introduced students to basic economic issues and concepts, as well as the role individuals play in the economy.

"Our employees, the teachers and students were all winners in this collaboration – we all benefitted from this fun-filled and educational experience," Edney said. "Students were given the priceless opportunity to learn from 'real world' business volunteers, teachers were able to see their students interact with adult role models, and we received the greatest reward of all – seeing the excitement in the children's eyes as we were working to make a difference in their lives."

Branch Retail Executive and volunteer **Terri Alvarez** said she was "privileged and humbled" to know that she can positively affect a child's life through financial literacy. "I appreciate the fact that BBVA Compass allows me to give up a few days a year to be involved in these events," she said. "The joy I gain from attending this event and meeting with all the children is priceless. And I know it promotes a positive image for us as an organization and keeps us rooted in the communities that we serve."



BBVA Compass Charity

BBVA Compass charity The redesigned and enriched employee giving program, BBVA Compass Charity, offers employees control and transparency when it comes to their charitable contributions.

Through Volunteer Connection, employees control how much they want withheld from each paycheck for charitable contributions, the way in which those dollars are withheld (either a recurring fixed dollar amount or a percentage of their pay), and the 501(c)(3) nonprofit organization they want those dollars to benefit. Employees can select as many as four organizations from the complete IRS database of more than two million 501(c)(3) nonprofits to be the beneficiaries of their gifts. In addition, the program is 100-percent voluntary.

Launching this complex system took many months and involved collaboration from diverse teams across the BBVA Compass organization, including Human Resources, Payroll, Data Security, Legal, Tax Accounting and more. The redesigned program launched in fourth quarter, and the initial response from employees has been positive.

In 2010, employees donated more than \$1.9 million to qualified nonprofits through BBVA Compass Charity.



BBVA Compass Charity: Life-changing Experience Influences Bill Helms' BBVA Compass Charity Contribution Decision

In 2009, Head of Wealth Management **Bill Helms'** outlook on life was significantly altered when he and his wife learned during a routine preventive care exam that she had cancer. Looking back on that experience now, he said the choice was simple when he had the opportunity to designate an organization to receive his BBVA Compass Charity contribution:

"A cancer diagnosis, when there's every indication that a person appears to be healthy and vibrant, will jolt you into a new reality - helping you remember what's truly important in life," Helms said. "MD Anderson

Cancer Center saved my wife's life. We're lucky to have such a world-class organization here in Houston, and so I'm more than happy to donate my BBVA Compass Charity contribution to them."

The University of Texas MD Anderson Cancer Center is one of the world's most respected centers devoted exclusively to cancer patient care, research, education and prevention. Since 1944, more than 800,000 patients have turned to MD Anderson for its multidisciplinary approach to cancer care.

"Having someone you love be diagnosed with cancer is a scary experience," Helms said. "The doctors, nurses and staff at MD Anderson really set out to change that for us, and I am tremendously grateful for the care and support they offered my wife and me. One of the things that I appreciate most about them is their interest in treating the whole person - mind, body and spirit - not just the disease."

Helms spoke enthusiastically about the recent changes to the BBVA Compass Charity program, which he said "gives employees ownership" over their giving choices:

"I think it is so beneficial to employees that the new BBVA Compass Charity program allows us to change our charity contribution as our lives change - giving us the flexibility to change our preferences as our interests and passions change," he said. "If I had made my choice 15 months ago, I might not have even considered MD Anderson."

Helms also said he believes the changes to the BBVA Compass Charity program are an outstanding example of the value the bank places on transparency and employee empowerment. "It really allows you to personalize the charitable giving experience - to donate to the organization or organizations that are close to your heart or that have made a difference in your own life," he said.



Diversity & Inclusion

We embrace our differences because they make each of us unique, and because diversity is a key driver of our collective innovation.

BBVA Compass believes that diversity is inherent in our business, from our relationships with customers of different backgrounds, to our local and international employee base, to the work we do with minority and women-owned vendors acting as suppliers to the organization. In 2010, the Corporate Responsibility and Reputation (CRR) team worked closely with Human Resources and Supply Chain Management to begin building a solid infrastructure for diversity and inclusion, netting new committees and expanding outreach into the community.

Strategy

After the initial benchmarking work done in 2009 around Diversity and Inclusion, an initial strategy was developed by CRR to focus Diversity and Inclusion activity on three core areas: Human Resources, Supply Chain Management and Community Involvement.

Human Resources

In 2010, BBVA Compass participated in a number of benchmarking surveys and award applications related to Diversity and Inclusion, including "Great Places to Work" and "Diversity Inc.'s Top 50." In addition, the Talent Management and Training team began working on a more formalized Diversity and Inclusion education plan for all employees and a specialized training for senior managers and executives.

Workforce: Breakdown by gender and average age in years (percentage)			
	Average age		
	<25	25-45	>45
2010	10.3	59.3	30.4
2009	11.8	55.5	32.6
2008	15.4	53.6	30.9

Functional distribution by sort and professional category (percentage)						
	2010		2009		2008	
	Males	Females	Males	Females	Males	Females
Steering Committee and Corporate Managers	88.89	11.00	90.00	10.00	85.71	14.29
Senior Management	84.00	16.00	82.83	17.17	86.30	13.70
Middle Management	39.93	60.07	39.01	60.99	38.61	61.39
Specialists	39.77	60.23	35.57	64.43	36.50	63.50
Sales Force	46.47	53.53	44.58	55.42	43.56	56.44
Entry-level	18.56	81.44	17.70	82.30	17.80	82.20

Contracts by gender (percentage)									
	2010			2009			2008		
	Males	Females	Total	Males	Females	Total	Males	Females	Total
Permanent or regular full-time	33.75	66.25	92.65	31.63	68.37	90.85	30.71	69.29	90.30
Permanent or regular part-time	18.96	81.04	7.29	17.60	82.40	9.04	20.33	79.67	9.34
Temporary	37.50	62.50	0.07	30.77	69.23	0.11	0.00	0.00	0.00

This table only includes full-time, part-time and temporary BBVA Compass employees. It does not include contract workers.





A major advancement in our work towards equality in the workplace came with the extension of same-sex domestic partner benefits during our annual Open Enrollment process for health insurance and other benefits in April of 2010.

Voluntary resignations of the workforce (turnover) and breakdown by gender ¹			
	Rate total rotation	Males	Females
2010	15.36	30.23	69.77
2009	11.94	25.93	75.07
2008	217.60	28.28	71.72

1) Turn-over = [Voluntary discharges (excluding early retirement) /number of employees at the start of the period] x 100

2) BBVA Compass does not currently track employee turnover by age group or region.

Supply Chain Management

Supplier diversity was a key focus for BBVA Compass in 2010, from the launch of the Supplier Diversity Council to the creation of a new position that will manage the Supplier Diversity program. CRR also partnered with Supply Chain Management to conduct various forms of outreach at conferences and events aimed at reaching diverse vendors, all of which is outlined in the Responsible Procurement chapter.

Community Involvement

Employees led the way in reaching out to diverse communities, as they volunteered many hours to organizations serving minority populations. The BBVA Compass Foundation invested in many diverse organizations, including the Birmingham Civil Rights Institute, Hispanic Heritage Foundation, the National Council of La Raza, the Birmingham Urban League Young Professionals, the Dallas Black Dance Theater, and the Human Rights Campaign.



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Supplementary Information

BBVA Compass 2010 Goals & Status

Goal	Status
Corporate Responsibility (CR) Principles and Policy	
Hold a total of two sessions of the CRR Committee.	0%
Appear before BBVA Compass Board of Directors, National Advisory Board and Management Committee as needed.	100%
Publish 2009 Corporate Responsibility Annual Report.	100%
Begin CRR reporting on a semi-annual basis.	50%
Stakeholder Engagement	
Create corporate responsibility plans by state that include stakeholder engagement elements.	0%
Incorporate CR into employee satisfaction survey.	100%
Continue reputation tracking via RepTrak.	100%
Keep U.S. employees informed on CRR activities and programs via multiple channels.	100%
Financial Education	
Launch Office of Financial Education within CRR.	100%
Reach 1,000 children with ABA Education Foundation financial education curriculum.	100%
Reach 2,000 adults with FDIC Money Smart financial education curriculum.	15%
Launch financial education partnerships with at least one nonprofit organization (NGO) in the seven states served by BBVA Compass retail branches.	100%
Financial Inclusion	
Expand partnerships with Community Development Financial Institutions (CDFIs) to include grant support and concessionary credit as appropriate.	100%
Launch involvement in U.S. microfinance and CDFI trade associations and gatherings.	100%
Expand partnerships for banking the unbanked via "Bank On" initiatives.	Ongoing
Customer Focus	
Support innovative outreach to NGOs for Compass for Your Cause product.	Ongoing
Foster alternative information and access channels for banking services, including online, mobile and social media.	100%
Support product development at BBVA Compass to incorporate CR principles and policies into products as appropriate.	Ongoing
Responsible Finance	
Implement BBVA Group policies on Equator Principles and Defense Sector Finance.	Ongoing
Collaborate with Risk Management on reputation risk as needed.	Ongoing
Responsible Management of Human Resources	
Collaborate with HR on launch of Office of Diversity and Inclusion.	100%
Expand domestic partner benefits to LGBT employees.	100%
Re-launch Associates Program to add management trainees to the workforce.	100%
Support expansion of Talent Management and Training offerings to employees.	Ongoing
Responsible Investment	
Introduce Wealth Management (WM) to BBVA Group opportunities in Socially Responsible Investing (SRI) pools.	0%
Responsible Procurement	
Implement supplier satisfaction survey organized by BBVA Group.	100%
Launch Supplier Diversity program within Procurement and set initial goals.	100%
Support the use of environmentally-friendly office products, the building/leasing of LEED Certified facilities, and the use of utilities using renewable energy sources.	Ongoing
Environment and Natural Resources	
Launch Office of Environment and Natural Resources within CRR.	100%
Contribute to the advancement of specific objectives in the BBVA Group's Global Eco-efficiency Plan.	Ongoing
Participate in Earth Hour, including signature buildings in major markets..	100%
Reduce consumption in CO ₂ emissions, paper, water and energy.	Ongoing

Responsible Banking

BBVA Compass 2010 Goals & Status

Goal	Status
Community Involvement	
Launch Office of Community Giving and Office of Employee Involvement within CRR.	100%
Re-launch BBVA Compass Foundation giving with new guidelines, focus areas and processes.	100%
Launch online portal for BBVA Compass Foundation application.	100%
Launch online portal for BBVA Compass Volunteers.	100%
Launch online portal for BBVA Compass Charity (employee giving via payroll deductions).	100%
Diversity and Inclusion	
Launch Office of Diversity and Inclusion within CRR.	100%
Adopt CEO Statement on Diversity.	0%
Build employee awareness on diversity and inclusion via CRR intranet articles, publications and events.	100%
Conduct best practices research on diversity and inclusion programs for future expansion of offerings.	100%

BBVA Compass 2011 Goals

Goal
CR Principles and Policy
Hold the first meeting of the CR Committee.
Appear before BBVA Compass Board of Directors, National Advisory Board and Management Committee as needed.
Achieve B+ level on 2010 Annual CR Report with assurance services provided by Deloitte & Touche LLP.
Stakeholder Engagement
Create and follow an annual stakeholder engagement plan.
Conduct annual internal reputation survey.
Continue reputation tracking via RepTrak.
Keep U.S. employees informed on CRR activities and programs via multiple channels.
Financial Education
Renew financial education relationships with ABA Education Foundation and FDIC Money Smart.
Reach 8,000 children with ABA Education Foundation financial education curriculum.
Reach 5,000 adults with FDIC Money Smart financial education curriculum via employees as instructors and through nonprofit partnerships.
Financial Inclusion
Expand partnerships with CDFIs to include grant support and concessionary credit as appropriate.
Continue involvement in U.S. microfinance and CDFI trade associations and gatherings.
Expand partnerships for banking the unbanked via "Bank On" initiatives.
Responsible Banking
Customer Focus
Continue innovative outreach to NGOs for Compass for Your Cause product.
Foster alternative information and access channels for banking services including online, mobile and social media.
Support product development at BBVA Compass to incorporate CR principles and policies into products as appropriate.
Responsible Finance
Continue and expand enterprise risk management program.
Collaborate with Risk Management on reputation risk assessment and monitoring.
Responsible Management of Human Resources
Deliver on U.S. portion of BBVA Group Gender Diversity program.
Continue Associates Program to add management trainees to the workforce.
Support expansion of Talent Management and Training offerings to employees.
Responsible Investment
Introduce WM to BBVA Group opportunities in SRI pools.
Responsible Procurement
Continue Supplier Diversity program within Procurement and hire Supplier Diversity Manager.
Support the use of environmentally-friendly office products, the building/leasing of LEED Certified facilities and the use of utilities using renewable energy sources.
Environment and Natural Resources
Contribute to the advancement of specific objectives in the BBVA Group's Global Eco-efficiency Plan.
Participate in Earth Hour, including signature buildings in major markets.
Reduce consumption in CO2 emissions, paper, water and energy.
Community Involvement
Host annual BBVA Compass Foundation board meeting.
Align BBVA Compass Foundation giving to company strategy.
Launch BBVA Compass Volunteers chapters in major markets with signature programs.
Support partnership with NBA through community programming.
Diversity and Inclusion
Continue and expand relationships with national organizations serving minority populations.

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

Board of Directors, Shareowners, and Stakeholders
Compass Bancshares, Inc.
Birmingham, Alabama

We have reviewed the accompanying Corporate Responsibility Annual Report of Compass Bank (BBVA Compass is the trade name of Compass Bank), (the "Company") for the year ended December 31, 2010. This report is the responsibility of the Company's management.

We conducted our review in accordance with attestation standards established by the American Institute of Certified Public Accountants. A review consists principally of applying analytical procedures, considering management assumptions, methods, and findings, and making inquiries of persons responsible for corporate responsibility and operational matters. It is substantially less in scope than an examination, the objective of which is the expression of an opinion on the presentation. Accordingly, we do not express such an opinion. A review of the corporate responsibility report is not intended to provide assurance on the entity's compliance with laws or regulations.

The preparation of the corporate responsibility report requires management to interpret the criteria, make determinations as to the relevancy of information to be included, and make estimates and assumptions that affect reported information. Different entities may make different but acceptable interpretations and determinations. The corporate responsibility report includes information regarding the Company's corporate responsibility initiatives and targets, the estimated future impact of events that have occurred or are expected to occur, commitments, and uncertainties. Actual results in the future may differ materially from management's present assessment of this information because events and circumstances frequently do not occur as expected.

Based on our review, nothing came to our attention that caused us to believe that such corporate responsibility report does not include, in all material respects, the required elements of the Global Reporting Initiative G3 Guidelines, for Application Level B corporate responsibility reports; that the 2010 amounts included therein have not been accurately derived, in all material respects, from the Company's records; or that the underlying information, determinations, estimates, and assumptions of the Company do not provide a reasonable basis for the disclosures contained therein.

The comparative disclosures for periods prior to 2010 were not reviewed by us and, accordingly, we do not express any form of assurance on them.

Deloitte & Touche LLP

September 26, 2011
Detroit, Michigan

Report Criteria

Profile, Scope, Relevance, Materiality and Coverage of the BBVA Compass Report

BBVA Compass has developed and disseminated annual corporate responsibility reports since 2008. The 2010 report, which covers the 2010 calendar year, includes information for the BBVA Compass portion of the U.S. business unit (including any leased facilities, subsidiaries, etc.) Any changes in data reported in prior years are due to improvements in the methods for quantifying and measuring the variables affected or in the criteria used. The salient points in this year's BBVA Compass report are listed below:

- The relevant issues have been rearranged in line with the current economic and financial context.
- The 2010 data relevant to Puerto Rico is again included under Latin America and has been excluded from this report.

When deciding upon the relevance and materiality of the content to include, special attention was given to the opinions of leading

stakeholders, extending the engagement process in line with the recommendations of the Sustainability Reporting Guidelines (version 3, 2006) of the Global Reporting Initiative (GRI) and the new AA 1000 APS (2008) Account Ability Principles Standard and the AA 1000 AS (2008) Assurance Standard. Along these lines, a specific analysis was developed based on public and other information available within the BBVA Group to assess the validity and relevance of these matters in the context of the current financial/economic environment.

The BBVA Compass report is supplemented by the BBVA Group's 2010 Financial Report and by the information available via BBVA Compass' Web site, www.bbvacompass.com.

Restatements

As of the publish date of this report, BBVA Compass is not aware of the need for restating any material from previously published reports.

GRI Indicators

Profile	Pages
1. Strategy & Analysis	
1.1 Statement from the CEO and chairperson.	4
1.2 Description of key impacts, risks and opportunities.	11
2. Organizational profile	
2.1 Name of the organization.	5
2.2 Primary brands, products and/or services.	5-6
2.3 Operational structure of the organization.	5-7
2.4 Location of organization's headquarters.	5
2.5 Number of countries where the organization operates.	5
2.6 Nature of ownership and legal form.	5-6
2.7 Markets served.	5-7
2.8 Scale of the reporting organization.	5-7
2.9 Significant changes during the reporting period in the size, structure and ownership of the organization.	5-7
2.10 Awards received in the reporting period.	7
3. Report Parameters	
Report Profile	
3.1 Reporting period for information provided.	2, 64
3.2 Date of most recent previous report (if any).	2, 64
3.3 Reporting cycle (annual, biennial, etc.).	2, 64
3.4 Contact point for questions regarding the report or its contents.	68
Report Scope and Boundary	
3.5 Process for defining report content.	2, 8-9, 64
3.6 Boundary of the report.	2, 64
3.7 State any specific limitations on the scope or boundary of the report.	2, 64
3.8 Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations, and other entities that can significantly affect comparability from period to period and/or between organizations.	2, 64
3.9 Data measurement techniques and the bases of calculations, including assumptions and techniques underlying estimations applied to the compilation of the Indicators and other information in the report.	2, 64
3.10 Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement.	64
3.11 Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report.	2, 64
GRI Content Index	
3.12 Table identifying the location of the Standard Disclosures in the report.	65-67
Assurance	
3.13 Policy and current practice with regard to seeking external assurance for the report. If not included in the assurance report accompanying the sustainability report, explain the scope and basis of any external assurance provided. Also explain the relationship between the reporting organization and the assurance provider(s).	2, 63-64

GRI Indicators, continued

4. Governance, Commitments and Stakeholder Engagement	
Governance	Pages
4.1 Governance structure of the organization, including committees under the highest governance body responsible for specific tasks, such as setting strategy or organizational oversight.	5-7, 11-12
4.2 Indicate whether the Chair of the highest governance body is also an executive officer (and, if so, their function within the organization's management and the reasons for this arrangement).	6
4.3 For organizations that have a unitary board structure, state the number of members of the highest governance body who are independent and/or non-executive members.	11
4.4 Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body.	9
4.5 Linkage between compensation for members of the highest governance body, senior managers and executives (including departure arrangement), and the organization's performance (including social and environmental performance).	12
4.6 Processes in place for the highest governance body to ensure conflicts of interest are avoided.	12
4.7 Process for determining the qualifications and expertise of the members of the highest governance body for guiding the organization's strategy on economic, environmental and social topics.	12
4.8 Internally developed statements of mission or values, codes of conduct, and principles relevant to economic, environmental, and social performance and the status of their implementation.	10-12
4.9 Procedures of the highest governance body for overseeing the organization's identification and management of economic, environmental and social performance, including relevant risks and opportunities, and adherence or compliance with internationally agreed standards, codes of conduct and principles.	11-12
4.10 Processes for evaluating the highest governance body's own performance, particularly with respect to economic, environmental, and social performance.	11-12
Commitments to External Initiatives	
4.11 Explanation of whether and how the precautionary approach or principle is addressed by the organization.	20
4.12 Externally developed economic, environmental and social charters, principles, or other initiatives to which the organization subscribes or endorses.	12
4.13 Memberships in associations (such as industry associations) and/or national/international advocacy organizations.	12
Stakeholder Engagement	
4.14 List of stakeholder groups engaged by the organization.	8-9
4.15 Basis for identification and selection of stakeholders with whom to engage.	8-9
4.16 Approaches to stakeholder engagement, including frequency of engagement by type and by stakeholder group.	8-9
4.17 Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting.	8-9

Disclosure on Core Indicators

Economic Performance Indicators	Pages
EC1. Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings and payments to capital providers and governments.	6
EC3. Coverage of the organization's defined benefit plan obligations.	35
EC4. Significant financial assistance received from government.	4
Environmental Performance Indicators	
EN1. Materials used by weight or volume.	43
EN2. Percentage of materials used that are recycled input materials.	43
EN3. Direct energy consumption by primary energy source.	43
EN4. Indirect energy consumption by primary source.	43
EN8. Total water withdrawal by source.	43
EN22. Total weight of waste by type and disposal method.	43
EN28. Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations.	43
Social Performance Indicators: Labor Practices and Decent Work	
LA1. Total workforce by employment type, employment contract and region.	32, 34*
LA2. Total number and rate of employee turnover by age group, gender and region.	58*
LA3. Benefits provided to full-time employees that are not provided to temporary or part-time employees, by major operations.	34-35
LA4. Percentage of employees covered by collective bargaining agreements.	33
LA8. Education, training, counseling, prevention and risk-control programs in place to assist workforce members, their families, or community members regarding serious diseases.	34-35
LA10. Average hours of training per year per employee by employee category.	33
LA13. Composition of governance bodies and breakdown of employees per category according to gender, age group, minority group membership and other indicators of diversity.	34, 57*
Human Rights Performance Indicators	
HR4. Total number of incidents of discrimination and actions taken.	35*
HR5. Operations identified in which the right to exercise freedom of association and collective bargaining may be at significant risk, and actions taken to support these rights.	33
Society Performance Indicators	
SO1. Nature, scope and effectiveness of any programs and practices that assess and manage the impacts of operations on communities, including entering, operating and exiting.	14-18, 49-54
SO3. Percentage of employees trained in organization's anti-corruption policies and procedures.	12, 20-21
Product Responsibility Performance Indicators	
PR5. Practices related to customer satisfaction, including results of surveys measuring customer satisfaction.	22-24
PR6. Programs for adherence to laws, standards and voluntary codes related to marketing communications, including advertising, promotion and sponsorship.	26
Financial Services Sector Supplement Performance Indicators	
FS13. Access points in low-populated or economically disadvantaged areas by type.	17-18
FS14. Initiatives to improve access to financial services for disadvantaged people.	17-18
FS15. Policies for the fair design and sale of financial products and services.	18
FS16. Initiatives to enhance financial literacy by type of beneficiary.	14-16

*Denotes partial GRI credit.

If you would like to submit a question, opinion, inquiry or suggestion regarding the information contained in this report, please contact one of the following:

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BBVA Compass