

SECURITIES NOTE

(Annex XIII to Commission Regulation (EC) No. 809/2004 of April 29, 2004)

1 PERSONS RESPONSIBLE

1.1 Persons responsible for the information given in the Securities Note.

Mr Mario Masiá Vicente, acting for and on behalf of EUROPEA DE TITULIZACIÓN, S.A., SOCIEDAD GESTORA DE FONDOS DE TITULIZACIÓN, the company sponsoring MBS BANCAJA 8 FONDO DE TITULIZACIÓN DE ACTIVOS, takes responsibility for the contents of this Securities Note (including the Building Block).

Mr Mario Masiá Vicente, General Manager of the Management Company, is acting using the authorities conferred by the Board of Directors at its meetings held on January 19, 1993, January 28, 2000 and March 31, 2010, and by the Board of Directors' Executive Committee at its meeting held on November 23, 2009, and expressly for establishing the Fund pursuant to authorities conferred by the Board of Directors' Executive Committee in a resolution dated October 13, 2010.

Mr Benito Castillo Navarro, duly authorised for these presents, acting for and on behalf of BANCAJA, Lead Manager of the Bond Issue by MBS BANCAJA 8 FONDO DE TITULIZACIÓN DE ACTIVOS, takes responsibility for the contents of this Securities Note and of the Building Block.

Mr Benito Castillo Navarro is acting as attorney for BANCAJA using the authorities conferred by BANCAJA in a power of attorney executed as a deed before Valencia Notary Public Mr Antonio Beasus Codes on May 5, 1992, his document number 974, and using the authorities conferred for establishing the Fund by BANCAJA's Board of Directors in a resolution dated July 13, 2010.

1.2 Declaration by those responsible for the Securities Note.

Mr Mario Masiá Vicente declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Securities Note (including the Building Block) is, to the best of his knowledge, in accordance with the facts and contains no omission likely to affect its import.

Mr Benito Castillo Navarro declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Securities Note (including the Building Block) is, to the best of his knowledge, in accordance with the facts and contains no omission likely to affect its import.

2 RISK FACTORS

The Bond Issue is made with the intention of being fully subscribed for by the Originator in order to have liquid assets available which may be used as security for Eurosystem transactions or be sold subsequently on the market, and, consequently, the terms of the Bond Issue are not an estimate of the prices at which those instruments could be sold in the secondary market or of the Eurosystem's valuations in due course for the purpose of using them as security instruments in its lending transactions to the banking system.

The other risk factors linked to the securities are described in paragraph 2 of the preceding Risk Factors section of this Prospectus.

The risk factors linked to the assets backing the Bond Issue are described in section 3 of the preceding Risk Factors section of this Prospectus.

3 KEY INFORMATION

3.1 Interest of natural and legal persons involved in the offer.

The identity of the legal persons involved in the offer and direct or indirect shareholdings or controlling interest or association between them are detailed in section 5.2 of the Registration Document. Their interests as persons involved in the offer of the Bond Issue are as follows:

- a) EUROPEA DE TITULIZACIÓN is the Fund Management Company.
- b) BANCAJA has structured the financial terms of the Fund and the Bond Issue.
- c) BANCAJA is the Originator of the Mortgage Loan receivables by issuing the Pass-Through Certificates to be pooled in and subscribed for by the Fund.
- d) BANCAJA is involved as Lead Manager and as Subscriber of the Bond Issue.
- e) BANCAJA shall be Fund counterparty under the Start-Up Loan, Subordinated Loan, Mortgage Loan Servicing and Pass-Through Certificate Custody and Financial Intermediation Agreements .
- f) BANESTO shall be Fund counterparty under the Guaranteed Interest Rate Account (Treasury Account) Agreement.
- g) BANCO COOPERATIVO is involved as Bond Issue Paying Agent.
- h) DELOITTE has audited certain features and attributes of a sample of all of BANCAJA's selected mortgage loans from which the Mortgage Loans will be taken to be assigned to the Fund upon being established.
- i) Fitch and Moody's are the Rating Agencies that have rated the Bond Series , as the case may be.
- j) GARRIGUES, as independent adviser, has provided legal advice for establishing the Fund and the Bond Issue and has been involved in reviewing this Prospectus, the transaction and financial service agreements referred to herein and the Deed of Constitution .

The Management Company is not aware of the existence of any other significant link or economic interest between the aforesaid institutions involved in the Bond Issue, other than what is strictly professional derived from their involvement as detailed in this section and in section 5.2 of the Registration Document.

4 INFORMATION CONCERNING THE SECURITIES TO BE OFFERED AND ADMITTED TO TRADING.

4.1 Total amount of the securities and underwriting.

4.1.1 Total amount of the securities.

The total face and cash value amount of the issue of Asset-Backed Bonds (the "**Bond Issue**") is EUR four hundred and fifty million (450,000,000.00), consisting of four thousand five hundred (4,500) Bonds denominated in Euros and comprised of two Bond Series , distributed as follows :

- a) Series A having a total face amount of EUR two hundred and seventy-four million five hundred thousand (274,500,000.00) comprising two thousand seven hundred and forty-five (2,745) Bonds having a unit face value of EUR one hundred thousand (100,000), represented by means of book entries (either "**Series A**" or "**Series A Bonds**").
- b) Series B having a total face amount of EUR one hundred and seventy-five million five hundred thousand (175,500,000.00) comprising one thousand seven hundred and fifty-five (1,755) Bonds having a unit face value of EUR one hundred thousand (100,000), represented by means of book entries (either "**Series B**" or "**Series B Bonds**").

Subscribing for or holding Bonds in one Series does not imply subscribing for or holding Bonds in the other Series.

4.1.2 Bond issue price.

The Bonds are issued at 100 percent of their face value. The issue price of the Bonds in each Series shall be EUR one hundred thousand (100,000) per Bond, clear of taxes and subscription costs for the subscriber.

The expenses and taxes attaching to the Bond issue shall be borne by the Fund.

4.1.3 Subscription for the Bond Issue.

The Bond Issue shall be exclusively subscribed for by BANCAJA (the “**Subscriber**”) under the management and subscription agreement (the “**Management and Subscription Agreement**”) to be entered into by the Management Company for and on behalf of the Fund.

BANCAJA shall receive no fee whatsoever for subscribing for Bond Issue.

BANCAJA is involved as Lead Manager in the Bond Issue and shall receive no fee whatsoever for managing the Bond Issue.

The Management and Subscription Agreement shall be fully terminated in the event that the Rating Agencies should not confirm the provisional ratings assigned to the Bond Series as final ratings by 2pm (CET) on December 27, 2010 or in the events provided for by the laws in force for the time being.

4.2 Description of the type and class of the securities.

The Bonds legally qualify as marketable fixed-income securities with an explicit yield and are subject to the system prescribed in the Securities Market Act and implementing regulations.

4.3 Legislation under which the securities have been created.

The Bond Issue is subject to Spanish Law and in particular is carried out in accordance with the legal system provided for by (i) Royal Decree 926/1998 and implementing regulations, (ii) Act 19/1992, failing a provision in Royal Decree 926/1998 and to the extent applicable, (iii) Additional Provision Five of Act 3/1994, (iv) the Securities Market Act and applicable implementing regulations, (v) Regulation 809/2004, (vi) Royal Decree 1310/2005, and (vii) all other legal and statutory provisions in force and applicable from time to time.

The Deed of Constitution, the Bond issue and the agreements relating to transactions for hedging financial risks and provision of services on the Fund’s behalf shall be subject to Spanish Law and shall be governed by and construed in accordance with Spanish Laws.

4.4 Indication as to whether the securities are in registered or bearer form and whether the securities are in certificated or book-entry form.

The Bonds issued by the Fund will be exclusively represented by means of book entries, and will become such Bonds when entered at Iberclear, the institution in charge of the accounting record, in accordance with article 11 of Royal Decree 116/1992. In this connection, and for the record, the Deed of Constitution shall have the effects prescribed by article 6 of the Securities Market Act.

Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores S.A. (“**Iberclear**”), with place of business at Plaza de la Lealtad, no. 1, Madrid, shall be the institution designated in the Deed of Constitution to account for the Bonds in order for the Bonds to be cleared and settled in accordance with the operating rules regarding securities admitted to trading on the AIAF and represented by means of book entries, established now or henceforth by Iberclear or AIAF.

Bondholders shall be identified as such when entered in the accounting record kept by the members of Iberclear.

4.5 Currency of the issue.

The Bonds shall be denominated in Euros.

4.6 Ranking of the securities.

Series B Bond interest payment and principal repayment is deferred with respect to Series A Bonds, as provided in the Priority of Payments and in the Liquidation Priority of Payments.

4.6.1 Simple reference to the order number of Bond interest payment in each Series in the Fund priority of payments.

Payment of interest accrued by Series A Bonds is (i) second (2nd) in the application of Available Funds in the Priority of Payments established in section 3.4.6.2.1.2 of the Building Block, and (ii) third (3rd) in the application of Liquidation Available Funds in the Liquidation Priority of Payments established in section 3.4.6.3 of the Building Block.

Payment of interest accrued by Series B Bonds is (i) fifth (5th) in the application of Available Funds in the Priority of Payments established in said section 3.4.6.2.1.2 of the Building Block, and (ii) fifth (5th) in the application of Liquidation Available Funds in the Liquidation Priority of Payments established in section 3.4.6.3 of the Building Block.

4.6.2 Simple reference to the order number of Bond principal repayment in each Series in the Fund priority of payments.

The Amortisation Withholding amount designed for amortising Series A and B Bonds as a whole without distinguishing between those Series is fourth (4th) in the application of Available Funds in the Priority of Payments established in section 3.4.6.2.1.2 of the Building Block, other than in the event provided for in the same section for it to be deferred, in which case it shall be sixth (6th).

Bond principal in each Series shall be repaid in accordance with the rules for Distribution of Available Funds for Amortisation contained in section 4.9.3.5 of this Securities Note.

Repayment of Series A Bond principal is fourth (4th) in the application of Liquidation Available Funds in the Liquidation Priority of Payments established in section 3.4.6.3 of the Building Block.

Repayment of Series B Bond principal is sixth (6th) in the application of Liquidation Available Funds in the Liquidation Priority of Payments established in section 3.4.6.3 of the Building Block.

4.7 Description of the rights attached to the securities.

The economic and financial rights for Bondholders associated with acquiring and holding the Bonds shall be for each Series as derived from the terms as to interest rate, yields and redemption terms on which they are to be issued and given in sections 4.8 and 4.9 of this Securities Note. In accordance with the laws in force for the time being, the Bonds subject of this Securities Note shall vest the investor acquiring the same in no present and/or future political rights in and to the Fund.

Bondholders and all other creditors of the Fund shall, as such, have no recourse whatsoever against Mortgage Loan Obligors who may have defaulted on their payment obligations or against the Originator. Any such rights shall lie with the Management Company, representing the Fund.

Bondholders and all other creditors of the Fund shall have no recourse whatsoever against the Fund or against the Management Company in the event of non-payment of amounts due by the Fund resulting from the existence of Mortgage Loan default or in the event of prepayment, a breach by the Originator of

its obligations or by the counterparties under the transactions entered into for and on behalf of the Fund, or shortfall of the financial hedging transactions for servicing the Bonds in each Series.

Bondholders and all other creditors of the Fund shall have no recourse against the Management Company other than as derived from breaches of its duties or inobservance of the provisions of this Prospectus and of the Deed of Constitution. Those actions shall be resolved in the relevant ordinary declaratory proceedings depending on the amount claimed.

All matters, disagreements, actions and claims arising out of the Management Company establishing the Fund, managing and being the authorised representative of MBS BANCAJA 8 FONDO DE TITULIZACIÓN DE ACTIVOS and the Bond Issue by the same shall be heard and resolved by the competent Spanish Courts and Tribunals.

4.8 Nominal interest rate and provisions relating to interest payable.

4.8.1 Bond nominal interest rate.

The Bonds in each Series shall, from the Closing Date until they mature, accrue yearly nominal interest, floating quarterly and payable quarterly, which shall be the result of applying the policies established hereinafter for each Series.

The resultant yearly nominal interest rate (hereinafter the “**Nominal Interest Rate**”) for each Series shall be payable quarterly in arrears on each Payment Date on the Outstanding Principal Balance of the Series at the preceding Determination Date, provided that the Fund has sufficient liquidity in the Priority of Payments or on the Fund liquidation date in the Liquidation Priority of Payments.

Withholdings, interim payments and taxes established or to be established in the future on Bond principal, interest or returns shall be borne exclusively by Bondholders, and their amount, if any, shall be deducted by the Management Company, for and on behalf of the Fund, or through the Paying Agent, as provided by law.

4.8.1.1 Interest accrual.

For interest accrual purposes, the duration of each Bond Series shall be divided into successive interest accrual periods (the “**Interest Accrual Periods**”) comprising the exact number of days elapsed between every two consecutive Payment Dates, each Interest Accrual Period including the beginning Payment Date but not including the ending Payment Date. Exceptionally, the duration of the first Interest Accrual Period shall be equivalent to the exact number of days elapsed between the Closing Date, December 28, 2010, inclusive, and the first Payment Date, March 28, 2011, because March 27, 2011 is not a Business Day, exclusive.

The Nominal Interest Rate shall accrue on the exact number of days in each Interest Accrual Period for which it was determined, calculated based upon a 360-day year.

4.8.1.2 Nominal Interest Rate.

The Nominal Interest Rate applicable to the Bonds in each Series and determined for each Interest Accrual Period shall be the result of adding:

- (i) the Reference Rate, as established in the following section, and
- (ii) a margin for each Series as follows:
 - **Series A:** 0.30% margin.
 - **Series B:** 0.70% margin.

The resultant Nominal Interest Rate shall be expressed as a percentage to three decimal places rounding off the relevant number to the nearest thousandth, rounding up when equidistant.

4.8.1.3 Reference Rate and determining the same.

The reference rate (the “**Reference Rate**”) for determining the Nominal Interest Rate applicable to each Bond Series is as follows:

- i) Three- (3-) month Euribor, “Euro Interbank Offered Rate”, calculated and distributed by the BRIDGE financial information system under an FBE (“Fédération Bancaire de l’Union Européene”) mandate, set at 11am (CET or “Central European Time”) on the Interest Rate Fixing Date described below, which is currently published on electronic page EURIBOR01 supplied by Reuters, or any other page taking its stead in providing these services.

Exceptionally, the Reference Rate for the first Interest Accrual Period shall be three- (3-) month Euribor, set at 11am (CET) on the Business Day preceding the Closing Date.

Euribor definitions approved by the FBE and the Financial Markets Association (ACI) supplementing the current definition of Euribor shall be considered included for the purpose of the Euribor Reference Rate without having to amend these Reference Rate terms or have the Management Company notify Bondholders.

- ii) In the event that the Euribor rate established in paragraph i) above should not be available or be impossible to obtain, the substitute Reference Rate shall be the interest rate resulting from finding the simple arithmetic mean of the interbank offered interest rates for non-transferable three- (3-) month deposit transactions in Euros in an amount equivalent to the Outstanding Principal Balance of the Bond Issue, declared by four (4) prime banks in the Euro zone, following a simultaneous request to each of their headquarters by the Paying Agent as soon as possible after 11am (CET) on the Interest Rate Fixing Date.

Exceptionally, the substitute Reference Rate for the first Interest Accrual Period shall be the rate resulting from finding the simple arithmetic mean of the interbank offered interest rates for non-transferable three- (3-) month deposit transactions in Euros in an amount equivalent to the face amount of the Bond Issue, declared by the banks as provided for in paragraph one above, following a simultaneous request to each of their headquarters by the Paying Agent as soon as possible after 11am (CET) on the Business Day preceding the Closing Date.

Should it be impossible to apply the above substitute Reference Rate, upon the failure by any or several of the banks to provide written quotations as provided for in paragraphs one and two of this section, the interest rate resulting from applying the simple arithmetic mean of the interest rates declared by at least two of the other banks shall be applicable.

- iii) If the rates established in i) and ii) above should not be available or be impossible to obtain, the last Reference Rate or substitute Reference Rate applied to the next preceding Interest Accrual Period shall apply, and so on for subsequent Interest Accrual Periods whilst matters remain the same. For the first Interest Accrual Period, three- (3-) month Euribor available immediately before 11am (CET) on the Business Day preceding the Closing Date, calculated and distributed as described in i) above, would apply.

On each Interest Rate Fixing Date, the Paying Agent shall notify the Management Company of the Reference Rate determined in accordance with paragraphs i), ii) and iii) above. The Management Company shall keep the listings and supporting documents on which the Paying Agent shall notify it the Reference Rate determined.

4.8.1.4 Interest Rate Fixing Date.

The Management Company shall, for and on behalf of the Fund, determine the Nominal Interest Rate applicable to each Bond Series for every Interest Accrual Period as provided for in sections 4.8.1.2 and 4.8.1.3 above, on the second Business Day preceding each Payment Date (the “**Interest Rate Fixing Date**”), and it will apply for the following Interest Accrual Period.

Exceptionally, the Management Company shall determine the Nominal Interest Rate applicable to each Bond Series for the first Interest Accrual Period as provided for in sections 4.8.1.2 and 4.8.1.3 above, on the Business Day preceding the Closing Date, and shall notify the same in writing on the same day to the Subscriber. The Management Company will also notify this to the Paying Agent, AIAF and Iberclear.

The Nominal Interest Rates determined for each Bond Series for subsequent Interest Accrual Periods shall be communicated to Bondholders within the deadline and in the manner for which provision is made in section 4.1.1.a) of the Building Block.

4.8.1.5 **Formula for calculating interest.**

Interest settlement for each Series, payable on each Payment Date for each Interest Accrual Period, shall be calculated for each Series in accordance with the following formula:

$$I = P \times \frac{R}{100} \times \frac{d}{360}$$

Where:

I = Interest payable on a given Payment Date.

P = Outstanding Principal Balance of the Series at the Determination Date preceding that Payment Date.

R = Nominal Interest Rate of the Series expressed as a yearly percentage.

d = Exact number of days in each Interest Accrual Period.

4.8.2 **Dates, place, institutions and procedure for paying interest.**

Interest on the Bonds in each Series will be paid until finally amortised by Interest Accrual Periods in arrears on March 27, June 27, September 27 and December 27 of each year, or the following Business Day if any of those is not a Business Day (each of those days, a "**Payment Date**"), and interest for the then-current Interest Accrual Period will accrue until the relevant Payment Date, not inclusive, on the terms established in section 4.8.1.2 of this Securities Note.

The first interest Payment Date for the Bonds in each Series shall be March 28, 2011, because March 27, 2011 is not a Business Day, and interest will accrue at the applicable Nominal Interest Rate between the Closing Date, December 28, 2010, inclusive, and March 28, 2011, exclusive.

In this Bond Issue, business days ("**Business Days**") shall be deemed to be all days other than a:

- public holiday in the city of Madrid, or
- non-business day in the TARGET 2 calendar (or future replacement calendar).

Both interest resulting for Bondholders in each Series and the amount, if any, of interest accrued and not paid, shall be notified to Bondholders as described in section 4.1.1.a) of the Building Block, at least one (1) calendar day in advance of each Payment Date.

Bond interest accrued in each Series shall be paid provided that the Fund has sufficient liquidity to do so on each Payment Date in the Priority of Payments or upon liquidation of the Fund in the Liquidation Priority of Payments.

In the event that on a Payment Date the Fund should be unable to make full or partial payment of interest accrued on the Bonds in any Series, in the Priority of Payments, unpaid amounts shall accumulate on the following Payment Date to interest on that Series, if any, payable on that same Payment Date, and will be paid in the Priority of Payments and applied by order of maturity if it should be impossible once again not to pay the same fully due to a shortfall of Available Funds.

Overdue interest amounts shall not earn additional or late-payment interest and shall not be accumulated to the Outstanding Principal Balance of the Bonds in the relevant Series.

The Fund, through its Management Company, may not defer Bond interest payment beyond March 27, 2064, the Final Maturity Date, or the following Business Day if that is not a Business Day.

The Bond Issue shall be serviced through the Paying Agent, and therefore the Management Company shall, for and on behalf of the Fund, enter into the Paying Agent Agreement with BANCO COOPERATIVO, as set out in section 5.2.1 of this Securities Note.

4.9 Maturity date and amortisation of the securities.

4.9.1 Bond redemption price.

The redemption price of the Bonds in each Series shall be EUR one hundred thousand (100,000) per Bond, equivalent to 100 percent of their face value, payable as established in section 4.9.2 below.

Each and every one of the Bonds in a same Series shall be amortised in an equal amount by reducing the face amount of each of the Bonds.

4.9.2 Characteristics specific to the amortisation of each Bond Series.

4.9.2.1 Amortisation of Series A Bonds.

Series A Bond principal shall be amortised by partial amortisation on each Payment Date after Bond amortisation begins, in an amount equal to the Available Funds for Amortisation applied on each Payment Date to amortising Series A, in accordance with the rules for Distribution of Available Funds for Amortisation given in section 4.9.3.5 below, prorated between the Bonds in Series A proper by reducing the face amount of each Series A Bond.

The first partial amortisation of Series A Bonds shall occur on the first Payment Date (March 28, 2011, because March 27, 2011 is not a Business Day).

Final amortisation of Series A Bonds shall occur on the Final Maturity Date (March 27, 2064 or the following Business Day if that is not a Business Day), notwithstanding possible full amortisation before that date due to the partial amortisation for which provision is made or because the Management Company, for and on behalf of the Fund, and in accordance with the provisions of section 4.9.4 below, proceeds to Early Amortisation of the Bond Issue before the Final Maturity Date.

4.9.2.2 Amortisation of Series B Bonds.

Series B Bond principal shall be amortised by partial amortisation on each Payment Date after Bond amortisation begins, in an amount equal to the Available Funds for Amortisation applied on each Payment Date to amortising Series B in accordance with the rules for Distribution of Available Funds for Amortisation given in section 4.9.3.5 below, prorated between the Bonds in Series B proper by reducing the face amount of each Series B Bond.

The first partial amortisation of Series B Bonds shall occur once Series A Bonds have been fully amortised.

Final amortisation of Series B Bonds shall occur on the Final Maturity Date (March 27, 2064 or the following Business Day if that is not a Business Day), notwithstanding possible full amortisation before that date due to the partial amortisation for which provision is made or because the Management Company, for and on behalf of the Fund, and in accordance with the provisions of section 4.9.4 below, proceeds to Early Amortisation of the Bond Issue before the Final Maturity Date.

4.9.3 **Partial amortisation of the Bonds in each Series.**

Irrespective of the Final Maturity Date and subject to Early Amortisation of the Bond Issue in the event of Early Liquidation of the Fund, the Fund shall, through its Management Company, proceed to partial amortisation of the Bonds in each Series on each Payment Date other than the Final Maturity Date or upon Early Liquidation of the Fund on the specific amortisation terms for each Series established in sections 4.9.2.1 to 4.9.2.2 of this Securities Note and on the terms described hereinafter in this section common to the two Series.

4.9.3.1 **Determination Dates and Determination Periods.**

Determination dates (the "**Determination Dates**") will be the dates falling on the fifth (5th) Business Day preceding each Payment Date on which the Management Company on behalf of the Fund will make all necessary calculations to distribute or withhold the Available Funds and the Available Funds for Amortisation which the Fund shall dispose of on the relevant Payment Date, in the Priority of Payments. The first Determination Date shall be March 21, 2011.

Determination periods (the "**Determination Periods**") shall be periods comprising the exact number of days elapsed between every two consecutive Determination Dates, each Determination Period excluding the beginning Determination Date and including the ending Determination Date. Exceptionally:

- (i) the duration of the first Determination Period shall be equal to the days elapsed between the date of establishment of the Fund, inclusive, and the first Determination Date, March 21, 2011, inclusive, and
- (ii) the duration of the last Determination Period shall be equal to the days elapsed a) until the Final Maturity Date or the date on which Early Liquidation of the Fund concludes, as provided for in section 4.4.3 of the Registration Document, b) from the Determination Date preceding the Payment Date preceding the date referred to in a), not including the first date b) but including the last date a).

4.9.3.2 **Outstanding Principal Balance of the Bonds.**

The outstanding principal balance (the "**Outstanding Principal Balance**") of a Series at a date shall be the sum of the principal pending repayment (outstanding balance) at that date of all the Bonds in that Series.

By addition, the Outstanding Principal Balance of the Bond Issue shall be the sum of the Outstanding Principal Balance of Series A and B making up the Bond Issue.

4.9.3.3 **Outstanding Balance of the Mortgage Loans.**

The outstanding balance (the "**Outstanding Balance**") of a Mortgage Loan at a date shall be the sum of the capital or principal not yet due and the capital or principal due and not paid into the Fund on the specific Mortgage Loan at that date.

The outstanding balance of the Mortgage Loans (the "**Outstanding Balance of the Mortgage Loans**") at a date shall be the sum of the Outstanding Balance of each and every one of the Mortgage Loans at that date.

Delinquent Mortgage Loans (the "**Delinquent Mortgage Loans**") shall be deemed to be Mortgage Loans that are delinquent at a date with a period of arrears in excess of three (3) months in payment of overdue amounts, excluding Doubtful Mortgage Loans. Non-delinquent Mortgage Loans (the "**Non-Delinquent Mortgage Loans**") shall be deemed to be Mortgage Loans that at a date are not deemed to be either Delinquent Mortgage Loans or Doubtful Mortgage Loans.

Doubtful Mortgage Loans (the "**Doubtful Mortgage Loans**") shall be deemed to be Mortgage Loans that are delinquent at a date with a period of arrears equal to or greater than eighteen (18) months in payment of overdue amounts or classified as bad debts by the Management Company because there are reasonable doubts as to their full repayment based on indications or information received from the Servicer. Non-doubtful Mortgage Loans (the "**Non-Doubtful Mortgage Loans**") shall be deemed to be Mortgage Loans that are not deemed to be Doubtful Loans at a date.

4.9.3.4 **Amortisation Withholding and Available Funds for Amortisation.**

On each Payment Date, the Available Funds shall be used in fourth (4th) place in the Priority of Payments, other than in the event provided for in the same section for it to be deferred, in which case it shall be sixth (6th), to withhold the amount designed for amortising the Bonds as a whole, making no distinction between the different Series (“**Amortisation Withholding**”), in an amount equal to the positive difference, if any, at the Determination Date preceding the relevant Payment Date, between (i) the Outstanding Principal Balance of the Bond Issue, and (ii) the Outstanding Balance of Non-Doubtful Mortgage Loans.

Depending on the liquidity existing on each Payment Date, the amount of the Available Funds actually applied to Amortisation Withholding shall make up the available funds for amortisation (the “**Available Funds for Amortisation**”) and be applied in accordance with the rules for Distribution of Available Funds for Amortisation established hereinafter in section 4.9.3.5 below.

4.9.3.5 **Distribution of Available Funds for Amortisation on each Payment Date.**

The Available Funds for Amortisation on each Payment Date shall be sequentially applied (“**Distribution of Available Funds for Amortisation**”) firstly to amortising Series A until fully amortised and secondly to amortising Series B.

4.9.4 **Early Amortisation of the Bond Issue.**

Subject to the Fund’s obligation, through its Management Company, to proceed to final amortisation of the Bonds on the Final Maturity Date or partial amortisation of each Series before the Final Maturity Date, the Management Company shall, after notifying the CNMV, be authorised to proceed, as the case may be, to Early Liquidation of the Fund and hence Early Amortisation of the entire Bond Issue in the Early Liquidation Events and subject to the requirements established in section 4.4.3 of the Registration Document and subject to the Liquidation Priority of Payments.

4.9.5 **Final Maturity Date.**

The final maturity date (the “**Final Maturity Date**”) and consequently final amortisation of the Bonds shall be on March 27, 2064 or the following Business Day if that is not a Business Day, without prejudice to the Management Company, for and on behalf of the Fund, and in accordance with the provisions of sections 4.9.2 to 4.9.4 of this Securities Note, proceeding to amortise any or all the Series in the Bond Issue before the Final Maturity Date. Final amortisation of the Bonds on the Final Maturity Date shall be made subject to the Liquidation Priority of Payments.

4.10 **Indication of yield.**

The average life, yield, term and final maturity of the Bonds in each Series depend on several factors, most significant among which are the following:

- i) Each Mortgage Loan repayment schedule and system as established in the relevant contracts.
- ii) The Obligors’ capacity to prepay the Mortgage Loans in whole or in part and the aggregate prepayment pace throughout the life of the Fund. In this sense, Mortgage Loan prepayments by Obligors, subject to continual changes, and estimated in this Prospectus using several performance assumptions of the future effective constant annual early amortisation or prepayment rate (hereinafter also “**CPR**”), are very significant and shall directly affect the pace at which the Bonds are amortised, and therefore their average life and duration.
- iii) The floating interest rates which apply to the Mortgage Loans resulting in the repayment amount on every instalment differing.
- iv) The Obligors’ delinquency and default in payment of Mortgage Loan instalments.

The following assumed values have been used for the above-mentioned factors in calculating the amounts contained in the tables of this section:

- Mortgage Loan interest rate: 2.52% weighted average interest rate as at November 30, 2010 of the selected mortgage loan portfolio which has been used for calculating the repayment and interest instalments of each of the selected mortgage loans;
- maintenance of the repayment systems and the selected mortgage loan principal repayment exclusion periods at November 30, 2010;
- Mortgage Loan portfolio delinquency: 5.38% of the Outstanding Balance of the Mortgage Loans within 22 months of the Fund being established (BANCAJA'S mortgage delinquency rate at September 30, 2010) (monthly 0.25% increases of the Outstanding Balance of delinquent Mortgage Loans up to the aforementioned 5.38%), with 75.00% principal recovery within 18 months of becoming delinquent, the remaining mortgage loans not recovered becoming doubtful;
- Mortgage Loan portfolio doubtful rate: 1.35% per annum, with 70% yearly principal recovery of the Outstanding Balance of Doubtful Mortgage Loans within 18 months of becoming doubtful;
- Mortgage Loan portfolio cumulative net doubtful rates from the establishment of the Fund on the initial Outstanding Balance of the Mortgage Loans upon the Fund being established (bearing recoveries in mind): 3.32% for a 5% CPR; 2.80% for a 7% CPR; and 2.38% for a 9% CPR.
- that the Mortgage Loan prepayment rate remains constant throughout the life of the Bonds;
- that the Bond Closing Date is December 28, 2010; and
- that there is no extension of the term or interest rate renegotiation of any of the selected mortgage loans.

The actual adjusted duration and the yield or return on the Bonds will also depend on their floating rate. The nominal interest rate of the Bonds, presumed constant for the different Interest Accrual Periods, results from 3-month Euribor (1.024%) at December 16, 2010 and the margin set for each Series in section 4.8.1.2 of this Securities Notes:

	Series A Bonds	Series B Bonds
Nominal interest rate	1.324%	1.725%

The weighted average interest rate of the mortgage loans selected at November 30, 2010, as detailed in section 2.2.2.k) of this Building Block, is 2.52%, which is above the 1.48% weighted average nominal interest rate of the Bonds that has been presumed for hypothetical purposes for the different Interest Accrual Periods.

4.10.1 Estimated average life, yield or return, duration and final maturity of the Bonds.

Assuming that the Management Company shall exercise the Early Liquidation of the Fund and Early Amortisation of the Bond Issue option provided in section 4.4.3.1.(i) of the Registration Document when the Outstanding Balance of the Mortgage Loans is less than 10% of their initial Outstanding Balance upon the Fund being established, the average life, return (IRR) for the Bond subscriber, duration and final maturity of the Bonds for different CPRs, based on the performance in recent months of similarly characterised mortgage loans previously securitised by BANCAJA, would be as follows:

% CPR:	5%	7%	9%
Series A Bonds			
Average life (years)	5.81	4.58	3.77
IRR	1.349%	1.349%	1.349%
Duration (years)	5.44	4.34	3.60
Final maturity	27 12 2023	29 03 2021	27 06 2019
(in years)	13.01	10.26	8.50
Series B Bonds			
Average life (years)	20.59	17.05	14.38
IRR	1.759%	1.759%	1.759%
Duration (years)	16.92	14.43	12.44
Final maturity	27 03 2036	28 06 2032	27 06 2029
(in years)	25.26	21.52	18.51

The Management Company expressly states that the servicing tables described hereinafter for each Series are merely theoretical and given for illustrative purposes, and represent no payment obligation whatsoever, on the basis that:

- Whereas the Mortgage Loan CPRs are assumed to be constant respectively at 5.00%, 7.00% and 9.00% throughout the life of the Bond Issue, as explained actual prepayment changes continually.
- The Outstanding Principal Balance of the Bonds in each Series on each Payment Date and hence interest payable on each such dates shall depend on the actual Mortgage Loan prepayment, delinquency and default rates.
- Whereas Bond nominal interest rates are assumed to be constant for each Series from the second Interest Accrual Period, as explained the interest rate in each Series floats.
- It is assumed that the Management Company will exercise the Early Liquidation option of the Fund and thereby proceed to Early Amortisation of the Bond Issue when the Outstanding Balance of the Mortgage Loans is less than 10% of the Initial Outstanding Balance upon the Fund being set up, as provided in section 4.4.3.1.(i) of the Registration Document.
- The assumptions mentioned at the beginning of this section 4.10 are based on information provided by BANCAJA as to the historical performance of mortgage loans granted to individuals. The delinquency rate figure is BANCAJA's mortgage delinquency rate at September 30, 2010.

This is a Certified Translation into English of the Spanish Prospectus. No document other than the Spanish Prospectus registered by the Comisión Nacional del Mercado de Valores may have any legal effect whatsoever or be taken into account with respect to the Bond Issue.

**ESTIMATED FLOWS FOR EVERY BOND WITHOUT WITHHOLDING FOR THE HOLDER
(AMOUNTS IN EUR)
CPR = 5%**

Payment Date	Series A Bonds			Series B Bonds		
	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow
TOTALS	100,000.00	7,799.86	107,799.86	100,000.00	35,992.35	135,992.35
28/12/2010						
28/03/2011	1,901.24	331.00	2,232.24	0.00	431.00	431.00
27/06/2011	2,641.11	328.31	2,969.43	0.00	435.79	435.79
27/09/2011	2,612.41	322.99	2,935.39	0.00	440.58	440.58
27/12/2011	2,561.66	310.73	2,872.39	0.00	435.79	435.79
27/03/2012	2,532.82	302.16	2,834.98	0.00	435.79	435.79
27/06/2012	2,546.76	296.91	2,843.67	0.00	440.58	440.58
27/09/2012	2,612.05	288.29	2,900.34	0.00	440.58	440.58
27/12/2012	2,599.03	276.42	2,875.44	0.00	435.79	435.79
27/03/2013	1,995.16	264.78	2,259.94	0.00	431.00	431.00
27/06/2013	2,584.14	263.91	2,848.05	0.00	440.58	440.58
27/09/2013	2,559.80	255.17	2,814.97	0.00	440.58	440.58
27/12/2013	2,511.82	243.83	2,755.65	0.00	435.79	435.79
27/03/2014	1,929.72	232.83	2,162.55	0.00	431.00	431.00
27/06/2014	2,457.33	231.48	2,688.81	0.00	440.58	440.58
29/09/2014	2,419.51	228.01	2,647.52	0.00	450.16	450.16
29/12/2014	2,371.59	212.64	2,584.23	0.00	435.79	435.79
27/03/2015	1,831.66	197.95	2,029.62	0.00	421.42	421.42
29/06/2015	2,320.75	205.12	2,525.87	0.00	450.16	450.16
28/09/2015	2,282.85	190.80	2,473.66	0.00	435.79	435.79
28/12/2015	2,236.05	183.16	2,419.21	0.00	435.79	435.79
28/03/2016	1,748.73	175.68	1,924.41	0.00	435.79	435.79
27/06/2016	2,184.15	169.83	2,353.98	0.00	435.79	435.79
27/09/2016	2,148.84	164.30	2,313.14	0.00	440.58	440.58
27/12/2016	2,106.13	155.33	2,261.46	0.00	435.79	435.79
27/03/2017	1,643.84	146.65	1,790.49	0.00	431.00	431.00
27/06/2017	2,062.06	144.35	2,206.40	0.00	440.58	440.58
27/09/2017	2,028.39	137.37	2,165.76	0.00	440.58	440.58
27/12/2017	1,987.35	129.09	2,116.44	0.00	435.79	435.79
27/03/2018	1,558.30	121.09	1,679.39	0.00	431.00	431.00
27/06/2018	1,942.72	118.51	2,061.23	0.00	440.58	440.58
27/09/2018	1,910.16	111.93	2,022.10	0.00	440.58	440.58
27/12/2018	1,872.18	104.33	1,976.51	0.00	435.79	435.79
27/03/2019	1,474.70	96.98	1,571.69	0.00	431.00	431.00
27/06/2019	1,827.23	94.15	1,921.38	0.00	440.58	440.58
27/09/2019	1,796.76	87.96	1,884.72	0.00	440.58	440.58
27/12/2019	1,760.51	81.00	1,841.51	0.00	435.79	435.79
27/03/2020	1,404.01	75.10	1,479.12	0.00	435.79	435.79
29/06/2020	1,716.06	72.73	1,788.79	0.00	450.16	450.16
28/09/2020	1,680.35	64.66	1,745.01	0.00	435.79	435.79
28/12/2020	1,644.10	59.04	1,703.13	0.00	435.79	435.79
29/03/2021	1,306.91	53.53	1,360.45	0.00	435.79	435.79
28/06/2021	1,603.30	49.16	1,652.46	0.00	435.79	435.79
27/09/2021	1,576.50	43.79	1,620.29	0.00	435.79	435.79
27/12/2021	1,542.70	38.52	1,581.22	0.00	435.79	435.79
28/03/2022	1,233.81	33.36	1,267.17	0.00	435.79	435.79
27/06/2022	1,503.69	29.23	1,532.92	0.00	435.79	435.79
27/09/2022	1,475.99	24.46	1,500.45	0.00	440.58	440.58
27/12/2022	1,443.89	19.25	1,463.14	0.00	435.79	435.79
27/03/2023	1,161.19	14.26	1,175.45	0.00	431.00	431.00
27/06/2023	1,407.47	10.65	1,418.12	0.00	440.58	440.58
27/09/2023	1,382.83	5.89	1,388.72	0.00	440.58	440.58
27/12/2023	357.65	1.20	358.85	1,556.36	435.79	1,992.15
27/03/2024	0.00	0.00	0.00	1,722.40	429.01	2,151.40
27/06/2024	0.00	0.00	0.00	2,059.81	426.13	2,485.95
27/09/2024	0.00	0.00	0.00	2,022.49	417.06	2,439.55
27/12/2024	0.00	0.00	0.00	1,976.63	403.71	2,380.35
27/03/2025	0.00	0.00	0.00	1,601.24	390.75	1,991.99
27/06/2025	0.00	0.00	0.00	1,911.58	392.38	2,303.96
29/09/2025	0.00	0.00	0.00	1,862.91	392.31	2,255.22
29/12/2025	0.00	0.00	0.00	1,816.05	371.67	2,187.72
27/03/2026	0.00	0.00	0.00	1,478.40	351.76	1,830.17
29/06/2026	0.00	0.00	0.00	1,766.75	369.09	2,135.84
28/09/2026	0.00	0.00	0.00	1,736.79	349.61	2,086.40
28/12/2026	0.00	0.00	0.00	1,699.82	342.04	2,041.86
29/03/2027	0.00	0.00	0.00	1,391.86	334.64	1,726.50
28/06/2027	0.00	0.00	0.00	1,651.19	328.57	1,979.77
27/09/2027	0.00	0.00	0.00	1,616.13	321.38	1,937.51
27/12/2027	0.00	0.00	0.00	1,577.40	314.33	1,891.74
27/03/2028	0.00	0.00	0.00	1,306.54	307.46	1,614.00
27/06/2028	0.00	0.00	0.00	1,532.60	305.08	1,837.68
27/09/2028	0.00	0.00	0.00	1,504.83	298.33	1,803.16
27/12/2028	0.00	0.00	0.00	1,471.41	288.53	1,759.94
27/03/2029	0.00	0.00	0.00	1,218.22	279.02	1,497.24
27/06/2029	0.00	0.00	0.00	1,426.65	279.85	1,706.50
27/09/2029	0.00	0.00	0.00	1,400.98	273.56	1,674.54
27/12/2029	0.00	0.00	0.00	1,369.58	264.48	1,634.06
27/03/2030	0.00	0.00	0.00	1,138.20	255.68	1,393.88
27/06/2030	0.00	0.00	0.00	1,319.62	256.34	1,575.97
27/09/2030	0.00	0.00	0.00	1,282.33	250.53	1,532.85
27/12/2030	0.00	0.00	0.00	1,247.55	242.22	1,489.77
27/03/2031	0.00	0.00	0.00	1,042.38	234.18	1,276.56
27/06/2031	0.00	0.00	0.00	1,208.94	234.79	1,443.73
29/09/2031	0.00	0.00	0.00	1,185.93	234.45	1,420.39
29/12/2031	0.00	0.00	0.00	1,160.29	221.80	1,382.09
29/03/2032	0.00	0.00	0.00	981.10	216.74	1,197.85
28/06/2032	0.00	0.00	0.00	1,123.07	212.47	1,335.54
27/09/2032	0.00	0.00	0.00	1,100.62	207.57	1,308.19
27/12/2032	0.00	0.00	0.00	1,075.62	202.78	1,278.40
28/03/2033	0.00	0.00	0.00	908.50	198.09	1,106.59
27/06/2033	0.00	0.00	0.00	1,039.73	194.13	1,233.86
27/09/2033	0.00	0.00	0.00	1,021.55	191.68	1,213.24
27/12/2033	0.00	0.00	0.00	998.37	185.15	1,183.52
27/03/2034	0.00	0.00	0.00	851.44	178.81	1,030.25
27/06/2034	0.00	0.00	0.00	965.92	179.03	1,144.95
27/09/2034	0.00	0.00	0.00	946.75	174.78	1,121.53
27/12/2034	0.00	0.00	0.00	924.30	168.75	1,093.05
27/03/2035	0.00	0.00	0.00	792.10	162.91	955.01
27/06/2035	0.00	0.00	0.00	888.01	163.04	1,051.06
27/09/2035	0.00	0.00	0.00	860.57	159.13	1,019.70
27/12/2035	0.00	0.00	0.00	835.40	153.65	989.05
27/03/2036	0.00	0.00	0.00	34,423.09	150.01	34,573.10

**ESTIMATED FLOWS FOR EVERY BOND WITHOUT WITHHOLDING FOR THE HOLDER
(AMOUNTS IN EUR)
CPR = 7%**

Payment Date	Series A Bonds			Series B Bonds		
	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow
TOTALS	100,000.00	6,152.45	106,152.45	100,000.00	29,810.78	129,810.78
28/12/2010						
28/03/2011	2,507.93	331.00	2,838.93	0.00	431.00	431.00
27/06/2011	3,445.96	326.28	3,772.25	0.00	435.79	435.79
27/09/2011	3,385.23	318.21	3,703.44	0.00	440.58	440.58
27/12/2011	3,295.14	303.42	3,598.57	0.00	435.79	435.79
27/03/2012	3,236.28	292.39	3,528.68	0.00	435.79	435.79
27/06/2012	3,227.71	284.66	3,512.36	0.00	440.58	440.58
27/09/2012	3,288.52	273.74	3,562.25	0.00	440.58	440.58
27/12/2012	3,247.79	259.75	3,507.54	0.00	435.79	435.79
27/03/2013	2,633.44	246.15	2,879.59	0.00	431.00	431.00
27/06/2013	3,180.31	242.71	3,423.02	0.00	440.58	440.58
27/09/2013	3,127.14	231.95	3,359.09	0.00	440.58	440.58
27/12/2013	3,045.75	218.96	3,264.71	0.00	435.79	435.79
27/03/2014	2,466.34	206.47	2,672.81	0.00	431.00	431.00
27/06/2014	2,944.71	202.72	3,147.43	0.00	440.58	440.58
29/09/2014	2,881.38	196.94	3,078.32	0.00	450.16	450.16
29/12/2014	2,804.21	181.02	2,985.23	0.00	435.79	435.79
27/03/2015	2,277.70	165.97	2,443.67	0.00	421.42	421.42
29/06/2015	2,711.36	169.41	2,880.77	0.00	450.16	450.16
28/09/2015	2,650.87	154.93	2,805.80	0.00	435.79	435.79
28/12/2015	2,578.29	146.06	2,724.35	0.00	435.79	435.79
28/03/2016	2,117.60	137.43	2,255.03	0.00	435.79	435.79
27/06/2016	2,488.83	130.34	2,619.18	0.00	435.79	435.79
27/09/2016	2,433.47	123.36	2,556.83	0.00	440.58	440.58
27/12/2016	2,367.92	113.87	2,481.79	0.00	435.79	435.79
27/03/2017	1,935.23	104.78	2,040.01	0.00	431.00	431.00
27/06/2017	2,289.83	100.56	2,390.39	0.00	440.58	440.58
27/09/2017	2,238.69	92.81	2,331.50	0.00	440.58	440.58
27/12/2017	2,177.38	84.31	2,261.69	0.00	435.79	435.79
27/03/2018	1,784.01	76.18	1,860.19	0.00	431.00	431.00
27/06/2018	2,102.65	71.84	2,174.49	0.00	440.58	440.58
27/09/2018	2,054.60	64.72	2,119.32	0.00	440.58	440.58
27/12/2018	1,999.01	57.14	2,056.16	0.00	435.79	435.79
27/03/2019	1,642.03	49.90	1,691.93	0.00	431.00	431.00
27/06/2019	1,927.68	45.45	1,973.13	0.00	440.58	440.58
27/09/2019	1,883.61	38.93	1,922.54	0.00	440.58	440.58
27/12/2019	1,832.11	32.20	1,864.31	0.00	435.79	435.79
27/03/2020	1,521.58	26.07	1,547.65	0.00	435.79	435.79
29/06/2020	1,764.52	21.67	1,786.19	0.00	450.16	450.16
28/09/2020	1,718.27	15.07	1,733.34	0.00	435.79	435.79
28/12/2020	1,669.31	9.32	1,678.63	0.00	435.79	435.79
29/03/2021	1,115.59	3.73	1,119.33	411.49	435.79	847.28
28/06/2021	0.00	0.00	0.00	2,515.43	434.00	2,949.43
27/09/2021	0.00	0.00	0.00	2,457.76	423.03	2,880.80
27/12/2021	0.00	0.00	0.00	2,387.58	412.32	2,799.91
28/03/2022	0.00	0.00	0.00	1,979.45	401.92	2,381.37
27/06/2022	0.00	0.00	0.00	2,298.92	393.29	2,692.21
27/09/2022	0.00	0.00	0.00	2,242.67	387.49	2,630.16
27/12/2022	0.00	0.00	0.00	2,178.17	373.50	2,551.67
27/03/2023	0.00	0.00	0.00	1,812.13	360.01	2,172.13
27/06/2023	0.00	0.00	0.00	2,097.06	360.02	2,457.09
27/09/2023	0.00	0.00	0.00	2,047.11	350.79	2,397.89
27/12/2023	0.00	0.00	0.00	1,988.05	338.05	2,326.10
27/03/2024	0.00	0.00	0.00	1,672.05	329.39	2,001.43
27/06/2024	0.00	0.00	0.00	1,911.56	325.64	2,237.20
27/09/2024	0.00	0.00	0.00	1,864.92	317.22	2,182.14
27/12/2024	0.00	0.00	0.00	1,809.65	305.64	2,115.29
27/03/2025	0.00	0.00	0.00	1,511.51	294.49	1,806.00
27/06/2025	0.00	0.00	0.00	1,730.46	294.37	2,024.83
29/09/2025	0.00	0.00	0.00	1,678.02	292.98	1,971.00
29/12/2025	0.00	0.00	0.00	1,624.70	276.32	1,901.02
27/03/2026	0.00	0.00	0.00	1,361.86	260.36	1,622.22
29/06/2026	0.00	0.00	0.00	1,561.01	271.98	1,832.99
28/09/2026	0.00	0.00	0.00	1,524.19	256.50	1,780.69
28/12/2026	0.00	0.00	0.00	1,480.58	249.86	1,730.43
29/03/2027	0.00	0.00	0.00	1,245.58	243.40	1,488.99
28/06/2027	0.00	0.00	0.00	1,420.46	237.98	1,658.43
27/09/2027	0.00	0.00	0.00	1,381.87	231.79	1,613.66
27/12/2027	0.00	0.00	0.00	1,339.22	225.76	1,564.99
27/03/2028	0.00	0.00	0.00	1,138.57	219.93	1,358.50
27/06/2028	0.00	0.00	0.00	1,284.75	217.33	1,502.08
27/09/2028	0.00	0.00	0.00	1,253.01	211.67	1,464.67
27/12/2028	0.00	0.00	0.00	1,216.03	203.91	1,419.94
27/03/2029	0.00	0.00	0.00	1,030.41	196.42	1,226.83
27/06/2029	0.00	0.00	0.00	1,164.38	196.25	1,360.63
27/09/2029	0.00	0.00	0.00	1,135.71	191.12	1,326.83
27/12/2029	0.00	0.00	0.00	1,101.81	184.09	1,285.90
27/03/2030	0.00	0.00	0.00	935.63	177.32	1,112.95
27/06/2030	0.00	0.00	0.00	1,049.27	177.14	1,226.41
27/09/2030	0.00	0.00	0.00	1,014.34	172.52	1,186.85
27/12/2030	0.00	0.00	0.00	980.15	166.22	1,146.37
27/03/2031	0.00	0.00	0.00	835.65	160.17	995.82
27/06/2031	0.00	0.00	0.00	937.76	160.05	1,097.81
29/09/2031	0.00	0.00	0.00	913.64	159.31	1,072.94
29/12/2031	0.00	0.00	0.00	886.92	150.24	1,037.16
29/03/2032	0.00	0.00	0.00	764.26	146.37	910.64
28/06/2032	0.00	0.00	0.00	32,824.24	143.04	32,967.28

**ESTIMATED FLOWS FOR EVERY BOND WITHOUT WITHHOLDING FOR THE HOLDER
(AMOUNTS IN EUR)
CPR = 9%**

Payment Date	Series A Bonds			Series B Bonds		
	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow
TOTALS	100,000.00	5,062.22	105,062.22	100,000.00	25,128.47	125,128.47
28/12/2010						
28/03/2011	3,125.38	331.00	3,456.38	0.00	431.00	431.00
27/06/2011	4,257.29	324.22	4,581.51	0.00	435.79	435.79
27/09/2011	4,155.51	313.38	4,468.88	0.00	440.58	440.58
27/12/2011	4,017.83	296.06	4,313.89	0.00	435.79	435.79
27/03/2012	3,921.26	282.62	4,203.88	0.00	435.79	435.79
27/06/2012	3,882.71	272.45	4,155.16	0.00	440.58	440.58
27/09/2012	3,932.73	259.32	4,192.05	0.00	440.58	440.58
27/12/2012	3,858.35	243.34	4,101.68	0.00	435.79	435.79
27/03/2013	3,227.40	227.89	3,455.29	0.00	431.00	431.00
27/06/2013	3,726.32	222.03	3,948.35	0.00	440.58	440.58
27/09/2013	3,639.21	209.43	3,848.64	0.00	440.58	440.58
27/12/2013	3,520.43	194.97	3,715.40	0.00	435.79	435.79
27/03/2014	2,938.72	181.17	3,119.89	0.00	431.00	431.00
27/06/2014	3,364.31	175.26	3,539.57	0.00	440.58	440.58
29/09/2014	3,272.10	167.44	3,439.53	0.00	450.16	450.16
29/12/2014	3,163.48	151.14	3,314.62	0.00	435.79	435.79
27/03/2015	2,645.89	135.92	2,781.81	0.00	421.42	421.42
29/06/2015	3,022.97	136.04	3,159.01	0.00	450.16	450.16
28/09/2015	2,937.94	121.58	3,059.53	0.00	435.79	435.79
28/12/2015	2,838.83	111.75	2,950.58	0.00	435.79	435.79
28/03/2016	2,399.35	102.25	2,501.60	0.00	435.79	435.79
27/06/2016	2,708.53	94.22	2,802.75	0.00	435.79	435.79
27/09/2016	2,632.35	86.09	2,718.44	0.00	440.58	440.58
27/12/2016	2,544.37	76.34	2,620.71	0.00	435.79	435.79
27/03/2017	2,136.57	67.08	2,203.65	0.00	431.00	431.00
27/06/2017	2,431.04	61.34	2,492.38	0.00	440.58	440.58
27/09/2017	2,362.56	53.12	2,415.68	0.00	440.58	440.58
27/12/2017	2,282.36	44.63	2,326.99	0.00	435.79	435.79
27/03/2018	1,919.41	36.59	1,956.00	0.00	431.00	431.00
27/06/2018	2,177.92	30.91	2,208.83	0.00	440.58	440.58
27/09/2018	2,115.30	23.54	2,138.83	0.00	440.58	440.58
27/12/2018	2,044.16	16.20	2,060.36	0.00	435.79	435.79
27/03/2019	1,721.70	9.26	1,730.96	0.00	431.00	431.00
27/06/2019	1,075.75	3.64	1,079.39	1,364.40	440.58	1,804.98
27/09/2019	0.00	0.00	0.00	2,959.15	434.57	3,393.71
27/12/2019	0.00	0.00	0.00	2,858.77	416.95	3,275.72
27/03/2020	0.00	0.00	0.00	2,432.83	404.49	2,837.32
29/06/2020	0.00	0.00	0.00	2,720.95	406.87	3,127.82
28/09/2020	0.00	0.00	0.00	2,634.82	382.03	3,016.85
28/12/2020	0.00	0.00	0.00	2,542.82	370.55	2,913.36
29/03/2021	0.00	0.00	0.00	2,149.20	359.47	2,508.67
28/06/2021	0.00	0.00	0.00	2,420.80	350.10	2,770.90
27/09/2021	0.00	0.00	0.00	2,350.81	339.55	2,690.36
27/12/2021	0.00	0.00	0.00	2,268.24	329.31	2,597.54
28/03/2022	0.00	0.00	0.00	1,922.07	319.42	2,241.49
27/06/2022	0.00	0.00	0.00	2,158.03	311.04	2,469.07
27/09/2022	0.00	0.00	0.00	2,092.53	304.96	2,397.49
27/12/2022	0.00	0.00	0.00	2,018.76	292.52	2,311.28
27/03/2023	0.00	0.00	0.00	1,714.69	280.61	1,995.29
27/06/2023	0.00	0.00	0.00	1,920.22	279.29	2,199.51
27/09/2023	0.00	0.00	0.00	1,862.83	270.83	2,133.65
27/12/2023	0.00	0.00	0.00	1,796.88	259.77	2,056.64
27/03/2024	0.00	0.00	0.00	1,541.90	251.93	1,793.84
27/06/2024	0.00	0.00	0.00	1,706.90	247.91	1,954.81
27/09/2024	0.00	0.00	0.00	1,654.92	240.39	1,895.31
27/12/2024	0.00	0.00	0.00	1,595.14	230.57	1,825.71
27/03/2025	0.00	0.00	0.00	1,357.85	221.16	1,579.01
27/06/2025	0.00	0.00	0.00	1,508.16	220.09	1,728.25
29/09/2025	0.00	0.00	0.00	1,454.85	218.08	1,672.93
29/12/2025	0.00	0.00	0.00	1,399.52	204.78	1,604.30
27/03/2026	0.00	0.00	0.00	1,194.58	192.13	1,386.71
29/06/2026	0.00	0.00	0.00	1,328.39	199.86	1,528.25
28/09/2026	0.00	0.00	0.00	1,288.70	187.69	1,476.39
28/12/2026	0.00	0.00	0.00	1,243.10	182.07	1,425.18
29/03/2027	0.00	0.00	0.00	1,063.62	176.66	1,240.28
28/06/2027	0.00	0.00	0.00	1,178.22	172.02	1,350.25
27/09/2027	0.00	0.00	0.00	1,139.37	166.89	1,306.26
27/12/2027	0.00	0.00	0.00	1,096.84	161.92	1,258.76
27/03/2028	0.00	0.00	0.00	947.90	157.14	1,105.04
27/06/2028	0.00	0.00	0.00	1,039.28	154.69	1,193.97
27/09/2028	0.00	0.00	0.00	1,007.07	150.11	1,157.18
27/12/2028	0.00	0.00	0.00	970.54	144.09	1,114.63
27/03/2029	0.00	0.00	0.00	834.50	138.33	972.83
27/06/2029	0.00	0.00	0.00	31,259.87	137.72	31,397.60

4.11 Representation of security holders.

No syndicate of bondholders will be set up for the securities included in this Bond Issue.

On the terms provided for in article 12.1 of Royal Decree 926/1998, it is the Management Company's duty, as the manager of third-party portfolios, to represent and enforce the interests of the holders of the Bonds issued by the Fund and of all its other ordinary creditors. Consequently, the Management Company shall make its actions conditional on their protection and observe the provisions established for that purpose from time to time.

4.12 Resolutions, authorisations and approvals for issuing the securities.

a) Corporate resolutions.

Resolution to set up the Fund and issue the Bonds:

In a resolution dated October 13, 2010, the Executive Committee of the Board of Directors of EUROPEA DE TITULIZACIÓN resolved that:

- i) MBS BANCAJA 8 FONDO DE TITULIZACIÓN DE ACTIVOS be set up in accordance with the legal system for which provision is made in Royal Decree 926/1998, Act 19/1992, failing a provision in Royal Decree 926/1998 and to the extent applicable, and all other legal and statutory provisions in force and applicable from time to time.
- ii) Pass-through certificates issued by BANCAJA on loans owned by BANCAJA granted to individuals with real estate mortgage security and shown on its assets, be pooled in the Fund.
- iii) The Bonds be issued by the Fund.

Resolution to assign the Mortgage Loans:

At a meeting held on July 13, 2010, BANCAJA's Board of Directors resolved that the assignment of receivables on loans with real estate mortgage security granted by BANCAJA to private individuals, to a closed-end Asset Securitisation Fund purposely set up to pool those assets therein, perfected by issuing mortgage participation certificates, as the case may be, and/or pass-through certificates, be authorised.

b) Registration by the CNMV.

There is a condition precedent for the Fund to be established and the Bonds to be issued that this Prospectus and all other supporting documents be entered in the Official Registers of the CNMV, in accordance with the provisions of article 5 of Royal Decree 926/1998.

This Prospectus regarding the establishment of the Fund and issue of the Bonds has been entered in the CNMV's Official Registers.

c) Execution of the Fund public deed of constitution.

Upon the CNMV registering this Prospectus, the Management Company shall, with the presence of BANCAJA, as Originator of the Mortgage Loan receivables by issuing the Pass-Through Certificates, proceed to execute on December 23, 2010 a public deed whereby MBS BANCAJA 8 FONDO DE TITULIZACIÓN DE ACTIVOS will be established, BANCAJA will issue and the Fund will subscribe for the Pass-Through Certificates, and the Fund will issue the Asset-Backed Bonds, on the terms provided in article 6 of Royal Decree 926/1998.

The Management Company represents that the contents of the Deed of Constitution shall match the draft Deed of Constitution it has submitted to the CNMV and the terms of the Deed of Constitution shall at no event contradict, change, alter or invalidate the contents of this Prospectus, notwithstanding the need to complete the details and amounts of the Mortgage Loan Pass-Through Certificates to be issued and subscribed for under the Deed of Constitution.

The Management Company shall submit a copy of the Deed of Constitution to the CNMV to be entered in the Official Registers by December 28, 2010.

4.13 Issue date of the securities.

The Bond issue date shall be December 23, 2010.

4.13.1 Bond subscription.

The Bond Issue shall be fully subscribed for by BANCAJA.

4.13.2 Bond Issue subscription payment method and dates.

BANCAJA shall subscribe for the Bond Issue by 2pm (CET) on December 27, 2010 and pay to the Fund by 1pm (CET) on December 28, 2010 (the "**Closing Date**"), for same day value, the issue price comprising the face value of all the Bonds subscribed for.

4.14 Restrictions on the free transferability of the securities.

There are no restrictions on the free transferability of the Bonds. They may be freely transferred by any means admissible at Law and in accordance with the rules of the AIAF market where they will be traded. A transfer in the accounts (book entry) will convey the ownership of each Bond. The effects of entering the conveyance to the transferee in the accounting record shall be the same as handing over the securities and the transfer shall thereupon be enforceable on third parties.

5 ADMISSION TO TRADING AND DEALING ARRANGEMENTS.

5.1 Market where the securities will be traded.

In fulfilment of the provisions of article 2.3 of Royal Decree 926/1998, the Management Company shall, upon the Bonds having been paid up, apply for this Bond Issue to be listed on AIAF Mercado de Renta Fija S.A. ("**AIAF**"), which is a qualified official secondary securities market pursuant to transitional provision six of Act 37/1998, November 16, amending the Securities Market Act, and a regulated market, as contained in the Annotated Presentation of Regulated Markets and Additional Provisions under Investment Services Directive 93/22, published in the Official Journal of the European Communities on July 11, 2009. The Management Company undertakes to do all such things as may be necessary in order that definitive admission to trading is achieved not later than one month after the Closing Date.

The Management Company expressly represents that it is aware of the requirements and terms that must be observed for the securities to be eligible to be listed, remain listed and be excluded from listing on the AIAF, in accordance with the laws in force and the requirements of its governing bodies, and the Fund agrees through its Management Company to observe the same.

In the event that, by the end of the one-month period referred to in the first paragraph of this section, the Bonds should not be admitted to trading on the AIAF, the Management Company shall forthwith proceed to notify Bondholders thereof, moreover advising of the reasons resulting in such breach, using the extraordinary notice procedure provided for in section 4.1.2 of the Building Block. This shall be without prejudice to the Management Company being held to be contractually liable, as the case may be, if the delay is due to events attributable to the same.

5.2 Paying agents and depository agents.

5.2.1 Paying Agent of the Bond Issue.

The Bond Issue will be serviced through BANCO COOPERATIVO as Paying Agent. Payment of interest and repayments shall be notified to Bondholders in the events and in such advance as may be provided for each case in section 4.1.1 of the Building Block. Interest and amortisation shall be paid to Bondholders by the relevant members and to the latter in turn by Iberclear, the institution responsible for the accounting record.

The Management Company shall, for and on behalf of the Fund, enter with BANCO COOPERATIVO into a paying agent agreement to service the Bond Issue, the most significant terms of which are given in section 3.4.7.1 of the Building Block.

6 EXPENSE OF THE OFFERING AND OF ADMISSION TO TRADING.

The expected expenses deriving from setting up the Fund and issue and admission to trading of the Bond Issue are EUR five hundred and thirty-eight thousand one hundred and fifty (538,150.00). These expenses include, inter alia, the initial Management Company fee, notary's fees, audit, rating and legal advice fees, CNMV fees, AIAF and Iberclear fees.

7 ADDITIONAL INFORMATION.

7.1 Statement of the capacity in which the advisors connected with the issue mentioned in the Securities Note have acted.

GARRIGUES, as independent adviser, has provided legal advice for establishing the Fund and the Bond Issue and has been involved in reviewing this Prospectus, the transaction and financial service agreements referred to herein and the Deed of Constitution.

BANCAJA has structured the financial terms of the Fund and of the Bond Issue.

7.2 Other information in the Securities Note which has been audited or reviewed by auditors.

Not applicable.

7.3 Statement or report attributed to a person as an expert.

Deloitte has audited the most significant features of a sample of the selected mortgage loans from which the Mortgage Loans will be taken to be assigned to the Fund upon being established, on the terms set forth in section 2.2 of the Building Block. In addition, it audited the Management Company's and BANCAJA's annual accounts for the years ended December 31, 2009, 2008 and 2007.

7.4 Information sourced from a third party.

Within its duties to verify the information contained in this Prospectus, the Management Company has received confirmation from BANCAJA as to the truthfulness of the characteristics of BANCAJA as Originator of the Mortgage Loans and of the Pass-Through Certificates, given in section 2.2.8 of the Building Block, and of the remaining information on BANCAJA and the Mortgage Loans given in this Prospectus.

In the Deed of Constitution of the Fund, BANCAJA shall reaffirm to the Management Company the fulfilment of those characteristics on the date on which the Fund is established.

The Management Company confirms that the information sourced from BANCAJA on the selected mortgage loans from which the Mortgage Loans will be taken and on the Originator proper has been accurately reproduced and, to the best of its knowledge and ability to determine based on that information provided by BANCAJA, no fact has been omitted which might result in the information reproduced being inaccurate or deceptive.

7.5 Credit ratings assigned to the securities by the Rating Agencies.

Fitch and Moody's have, respectively on December 17, 2010 and December 20, 2010, assigned the following provisional ratings to the Bond Series, and expect to assign the same final ratings by 2pm (CET) on December 27, 2010.

Bond Series	Fitch Ratings	Moody's Ratings
Series A	AAAsf	Aaa (sf)
Series B	No rating	Caa2 (sf)

If the Rating Agencies should not confirm any of the provisional ratings assigned to the Bond Series as final by 2pm (CET) on December 27, 2010, this circumstance would forthwith be notified to the CNMV and be publicised in the manner for which provision is made in section 4.1.2.2 of the Building Block. Furthermore, this circumstance would result in the establishment of the Fund, the Bond Issue and subscription for the Pass-Through Certificates terminating, as provided for in section 4.4.4.(v) of the Registration Document.

Rating considerations.

The rating assigned to Series A by Fitch measures the Fund's capacity for timely Bond interest payment and principal repayment in that Series throughout the life of the transaction and at all events before the Final Maturity Date, on the terms given in this Prospectus.

The ratings assigned to each Bond Series by Moody's measure the expected loss before the Final Maturity Date. In Moody's opinion, the structure allows timely interest and principal payment for Series A Bonds during the life of the transaction and, in any event, before the Final Maturity Date, and interest and principal payment before the Final Maturity Date for Series B Bonds. Moody's ratings only measure credit risks inherent in the transaction; other risk types which may materially impact investors' return are not measured.

The Rating Agencies' ratings assigned to each Bond Series are not an assessment of the likelihood of obligors prepaying principal, nor indeed of the extent to which such prepayments differ from what was originally forecast. The ratings are not by any means a rating of the level of actuarial performance.

The ratings assigned, and any revision or suspension of the ratings:

- (i) are assigned by the Rating Agencies based on manifold information received with respect to which they can give no assurance, nor even as to their accuracy or wholeness, wherefore the Rating Agencies may in no event be deemed to be responsible therefor; and
- (ii) are not and cannot therefore be howsoever construed as an invitation, recommendation or encouragement for investors to proceed to carry out any transaction whatsoever on the Bonds and, in particular, acquire, keep, charge or sell those Bonds.

In carrying on the rating and monitoring process, the Rating Agencies rely on the accuracy and wholeness of the information provided by BANCAJA, the Management Company, DELOITTE as auditor of certain features and attributes of a sample of the selected mortgage loans, and on the legal advice given by GARRIGUES on the establishment of the Fund, as independent legal adviser.

The ratings take into account the structure of the Bond Issue, the legal aspects thereof and of the issuing Fund, the characteristics of the selected mortgage loans to be assigned to the Fund and the regularity and continuity of the operating flows.

The Rating Agencies may revise, suspend or withdraw the final ratings assigned to each Series at any time, based on any information that may come to their notice. Those events, which shall not constitute early liquidation events of the Fund, shall forthwith be notified to both the CNMV and the Bondholders, in accordance with the provisions of section 4.1 of the Building Block.