



RAMIRO SÁNCHEZ DE LERÍN GARCÍA-OVIES
General Secretary and
Secretary to the Board of Directors
TELEFÓNICA, S.A.

TELEFÓNICA S.A., pursuant to article 82 of the Spanish Securities Market Act (*Ley del Mercado de Valores*), hereby reports the following

SIGNIFICANT EVENT

In relation to the Significant Event filed on 17 April 2015, under registration number 221474, it is informed that, on the present day, the public deed evidencing the share capital increase granted by Telefonica, S.A. on 17 April 2015 has been registered with the Commercial Registry of Madrid. Consequently, the share capital of Telefonica, S.A. amounts to 4,938,417,514 euros, represented by 4,938,417,514 shares with a nominal value of 1 euro each.

In addition, it is expected that the new shares will be admitted to trading on the four Spanish stock exchanges and be tradable through the Automated Quotation System (Continuous Market) next Tuesday, 21 April 2015, with their ordinary trading beginning Wednesday, 22 April 2015. The admission to trading of the new shares in the remaining stock exchanges where the shares of Telefonica, S.A. are listed will also be applied for in due course.

Madrid, 20 April 2015.

SPANISH NATIONAL SECURITIES MARKET COMMISSION
MADRID



RAMIRO SÁNCHEZ DE LERÍN GARCÍA-OVIES
General Secretary and
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Telefónica, S.A. has filed a registration statement (including a prospectus), with the U.S. Securities and Exchange Commission (the "SEC") for the offering to which this communication relates. Before you invest, you should read the prospectus (as supplemented from time to time, the "prospectus") in that registration statement and other documents Telefonica, S.A. has filed with the SEC for more complete information about Telefonica, S.A. and this offering. You may get these documents for free by visiting the SEC web site (www.sec.gov).

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