

ANNEX

Template for notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them

| 1 | Details of the person discharging managerial responsibilities / person closely associated | | | | | |
|----------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|--------|--------|
| a) | Name | THIS NOTIFICATION RELATES TO MR. VICTOR MATARRANZ SANZ DE MADRID. | | | | |
| 2 | Reason for the notification | | | | | |
| a) | Position/status | EXECUTIVE VICE-PRESIDENT. | | | | |
| b) | Initial notification /Amendment | INITIAL NOTIFICATION | | | | |
| 3 | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | | | | |
| a) | Name | BANCO SANTANDER, S.A. | | | | |
| b) | LEI | 5493006QMFDDMYWIAM13 | | | | |
| 4 | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | | | | |
| a) | Description of the financial instrument, type of instrument Identification code | ORDINARY SHARES OF 0.50 EURO NOMINAL VALUE (ISIN: ES0113900037) | | | | |
| b) | Nature of the transaction | 32,834 SHARES GRANTED UNDER THE FIRST CYCLE OF THE DEFERRED MULTIYEAR OBJECTIVES VARIABLE REMUNERATION PLAN | | | | |
| c) | Price(s) and volume(s) | <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%;">Price(s)</th> <th style="width: 50%;">Volume(s)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">5.039*</td> <td style="text-align: center;">32,834</td> </tr> </tbody> </table> | Price(s) | Volume(s) | 5.039* | 32,834 |
| Price(s) | Volume(s) | | | | | |
| 5.039* | 32,834 | | | | | |
| *THE OPENING SHARE PRICE ON THE DAY ON | | | | | | |

| | | WHICH THE SHARES WERE DELIVERED (9 FEBRUARY 2017) WAS EUR 5.039. | | | | |
|-------|------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|------|--------|
| d) | Aggregated information - Aggregated volume - Price | ORDINARY SHARES OF 0.50 EURO NOMINAL VALUE (ISIN: ES0113900037): <table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>5.04</td> <td>32,834</td> </tr> </tbody> </table> | Price | Volume | 5.04 | 32,834 |
| Price | Volume | | | | | |
| 5.04 | 32,834 | | | | | |
| e) | Date of the transaction | 2017-02-09 | | | | |
| f) | Place of the transaction | S.I.B.E. | | | | |