

## ANNEX

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

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	<p>THIS NOTIFICATION RELATES TO: SHAREHOLDERS' AGREEMENT.</p> <p>SHAREHOLDERS' AGREEMENT NOTIFIED TO THE ISSUER AND TO THE SPANISH SECURITIES MARKETS COMMISSION ("CNMV") ON 16 FEBRUARY 2006, AS A MATERIAL FACT.</p>
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	<p>THIS NOTIFICATION RELATES TO THE SHAREHOLDERS' AGREEMENT.</p> <p>MR FRANCISCO JAVIER BOTIN-SANZ DE SAUTUOLA Y O'SHEA, CHAIRMAN OF THE AFOREMENTIONATED AGREEMENT, IS DIRECTOR OF THE ISSUER.</p>
b)	Initial notification /Amendment	INITIAL NOTIFICATION.
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	BANCO SANTANDER, S.A.
b)	LEI	5493006QMFDDMYWIAM13
<b>4</b>	<b>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</b>	
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	<p>FREE ALLOTMENT OF SHARES LINKED TO THE "1/2/3 ACCOUNT" TO MS. ANA PATRICIA BOTIN-SANZ DE SAUTUOLA Y O'SHEA (MEMBER OF THE SHAREHOLDERS' AGREEMENT).</p> <p>THE SHARES WERE DELIVERED FREE OF</p>

		CHARGE BY BANCO SANTANDER, S.A. AS PART OF THE 1/2/3 WORLD PROGRAMME. LOYALTY PROGRAMME FOR 1/2/3 ACCOUNT HOLDERS, THROUGH WHICH BANCO SANTANDER, S.A. DELIVERS SANTANDER SHARES DEPENDING ON THE PRODUCTS BOUGHT AND/OR USED.				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>3.763€</td> <td>3</td> </tr> </tbody> </table>	Price(s)	Volume(s)	3.763€	3
Price(s)	Volume(s)					
3.763€	3					
d)	<p>Aggregated information</p> <p>- Aggregated volume</p> <p>- Price</p>	<p>ORDINARY SHARES OF 0.50 EURO NOMINAL VALUE (ISIN: ES0113900037):</p> <table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>3.763€</td> <td>3</td> </tr> </tbody> </table>	Price	Volume	3.763€	3
Price	Volume					
3.763€	3					
e)	Date of the transaction	2016-07-13				
f)	Place of the transaction	S.I.B.E.				