

APPOINTMENT AND RE-ELECTION OF DIRECTORS

In relation to items 3 B through 3 G of the agenda, the curriculum vitae and category of the directors whose appointment or re-election is submitted by the board of directors of the Bank, following the proposal of the nomination committee, to the approval of shareholders at the general shareholders' meeting are set out below.

Mr Germán de la Fuente (Item 3 B)



Profile description:

Nationality: Spanish. Born in 1964 in Madrid, Spain.

Education: Degree in Economics and Business Administration with a diploma in auditing.

Experience: With long and broad experience in the auditing sector, he has developed his professional career at Deloitte, where he has been managing partner of Audit & Assurance in Spain since 2007 and chair and CEO of Deloitte, S.L. from 2017 until February 2022. He was also a member of the global board of directors of the firm from 2012 to 2016 and of the global audit and risk services committee until June 2021. He has been involved in auditing major Spanish companies and in multiple consulting and advisory projects.

Category of director: Independent.

Mr Henrique de Castro (Item 3 C)



Profile description:

Joined the board in 2019.

Nationality: Portuguese. Born in 1965 in Lisbon, Portugal.

Education: Degree in Business Administration from the Lisbon School of Economics & Management (Portugal). Master in Business Administration (MBA) from the University of Lausanne (Switzerland).

Experience: He was an independent director at First Data Corporation and chief operating officer at Yahoo. Previously, he had been the manager of worldwide devices, media and platforms at Google, European sales and business development manager at Dell Inc. and a consultant at McKinsey & Company.

Other positions of note: He is an independent director of Fiserv Inc.

Positions in other Group companies: He is a non-executive director of PagoNxt, S.L.

Category of director: Independent.

Mr José Antonio Álvarez (Item 3 D)



Profile description:

Joined the board in 2015.

Nationality: Spanish. Born in 1960 in León, Spain.

Education: Degree in Economics and Business Administration. Master in Business Administration (MBA) from the University of Chicago.

Experience: He joined the Bank in 2002 and was appointed senior executive vice president of the Financial Management and Investor Relations division (Group chief financial officer) in 2004. He served as director at SAM Investments Holdings Limited, Santander Consumer Finance, S.A. and Santander Holdings USA, Inc. He also sat on the supervisory boards of Santander Consumer AG, Santander Consumer Bank GmbH and Santander Bank Polska, S.A. He was also a board member of Bolsas y Mercados Españoles, S.A.

Positions in other Group companies: He is a non-executive director of Banco Santander (Brasil) S.A. and PagoNxt, S.L.

Category of director: Executive.

Ms Belén Romana (Item 3 E)



Profile description:

Joined the board in 2015.

Nationality: Spanish. Born in 1965 in Madrid, Spain.

Education: Degree in Economics and Business Administration from Universidad Autónoma de Madrid and State Economist.

Experience: She was formerly senior executive vice-president of Economic Policy, director-general of the Treasury of the Spanish Ministry of Economy, and director at Banco de España and the CNMV. She was also a director at the Instituto de Crédito Oficial and other entities on behalf of the Spanish Ministry of Economy. She served as a non-executive director at Banco Español de Crédito, S.A. and as executive chair of Sociedad de Gestión de Activos Procedentes de la Reestructuración Bancaria, S.A. (SAREB).

Other positions of note: She is a non-executive director of Aviva plc, London and independent director of SIX Group AG and of its subsidiary Bolsas y Mercados Españoles, Sociedad Holding de Mercados y Sistemas Financieros, S.A.U. Furthermore, she is co-chair of the global board of trustees of The Digital Future Society and a member of the board of trustees of the Rafael del Pino Foundation, of Inetum and of TribalData, and external adviser to Artá Capital.

Category of director: Independent.

Mr Luis Isasi (Item 3 F)



Profile description:

Joined the board in 2020.

Nationality: Spanish. Born in 1956 in Jerez de la Frontera, Spain.

Education: Degree in Economics and Business Administration. Master in Business Administration (MBA) from Columbia Business School.

Experience: Having long and broad experience in the financial and securities market sector, he began his career at Abengoa and then held various executive positions at JP Morgan in New York and First National Bank of Chicago in London. In 1987, he joined Morgan Stanley as managing director of investment banking for Europe and, from 1997 to February 2020, held the role of chair and country head for Spain. He is now a senior adviser there. He has also been a director of Madrileña Red de Gas, S.A. and of Sociedad Rectora de la Bolsa de Madrid, S.A., as well as an independent director of Grifols, S.A.

Other positions of note: He is non-executive chair of Santander España and an independent director of Compañía de Distribución Integral Logista Holdings, S.A. (Logista).

Category of director: External.

Mr Sergio Rial (Item 3 G)



Profile description:

Joined the board in 2020.

Nationality: Spanish and Brazilian. Born in 1960 in Rio de Janeiro, Brazil.

Education: Degree in Law and Economics and postgraduate studies at the Instituto Brasileiro do Mercado de Capitais, Insead, Harvard Business School and Wharton Business School.

Experience: He joined the Group as chair of the board of Banco Santander (Brasil), S.A. in 2015, a position he held until 2016, and was CEO and vice-chair from 2016 to 2021. He was also the Group's regional head for South America (2019-2021). In the banking and financial sector, he held various executive positions at ABN Amro group between 1982 and 2004, including CEO for Asia and member of the global ExCo. He also held various executive positions at Cargill Inc. between 2004 and 2012, including executive vice-chair and global CFO. He has also been CEO at Seara Foods and Marfrig Global Foods, a director at Mosaic Fertilizers and a non-executive director at SAM Investment Holding, S.L., Banco Santander International (USA) and PagoNxt, S.L.

Other positions of note: He is an independent director of Delta Airlines Inc. and non-executive chair of Ebury Partners Limited. On 22 February 2022 he has been proposed to serve as vice chair of BRF S.A.

Positions in other Group companies: He is the non-executive chair of Banco Santander (Brasil) S.A.

Category of director: External.

