

APPOINTMENT AND RE-ELECTION OF DIRECTORS

In relation to sub-items B, C, D, E, F and G of item Three of the agenda, the following tables show the curriculum vitae and category of the directors whose appointment and/or re-election is submitted by the board of directors of the Bank, following the proposal of the appointment committee, to the approval of shareholders at the general shareholders' meeting.

Mr Henrique de Castro (Item Three B)

Description of his profile:

- Born in 1965 in Lisbon (Portugal). Degree in Business Administration from the Lisbon School of Economics and Management (Portugal) and Master's Degree in Business Administration (MBA) from the University of Lausanne (Switzerland).
- Main activity: he is an independent director and member of the risk committee of First Data Corporation, and an independent director and member of the audit and finance committee and of the infrastructure and investment committee of Target Corporation. Besides these activities, which performance complies with the limits established under section 26 of Law 10/2014 on the organisation, supervision and solvency of credit institutions, it is expected that, as a result of his appointment as a director of Banco Santander, Mr de Castro will resign from his other professional functions in other operating companies, including those pertaining to the Cantor Fitzgerald Group.
- Other significant positions: he was the chief operating officer of Yahoo. Previously, he was the manager of the worldwide devices, media and platform business of Google, the sales and business development manager for Europe of Dell Inc. and a consultant at McKinsey & Company.

Category of director: independent.

Mr Javier Botín- Sanz de Sautuola y O'Shea (Item Three C)

Description of his profile:

- Born in 1973 in Santander. Degree in Law from the Complutense University of Madrid. He was appointed as a director of the Company by the board of directors at its meeting of 25 July 2004.
- Main activity: he is chairman of JB Capital Markets, Sociedad de Valores, S.A.U.
- Other significant positions: in addition to his professional activities in the financial sector, he collaborates with various non-profit institutions. Since 2014 he has been chairman of Fundación Botín and is also a trustee of Fundación Princesa de Girona.
- **Category of director:** other external.

Mr Ramiro Mato García-Ansorena (Item Three D)

Description of his profile:

- Born in 1952 in Madrid. Degree in Economics from the Universidad Complutense de Madrid and in Programme Management Development from Harvard Business School. He was appointed as a director of the Company on an interim basis at the board meeting of 28 November 2017 (which appointment was ratified by the shareholders at the ordinary general shareholders' meeting of 23 March 2018), the relevant regulatory approval having been previously obtained.
- Other significant positions: he has held various positions at Banque BNP Paribas, including chairman of the group in Spain. Previously he held various significant positions at Argentaria. He has been a member of the board of directors of the Asociación Española de Banca (AEB) and of Bolsas y Mercados Españoles, S.A. (BME) and a member of the board of trustees of the Fundación Española de Banca para Estudios Financieros (FEBEF).

Category of director: independent.

Mr Bruce Carnegie-Brown (Item Three E)

Description of his profile:

- Born in 1959 in Freetown (Sierra Leone). Master of Arts degree in English Language and Literature from the University of Oxford. He was appointed as a director of the Company on an interim basis at the board meeting of 25 November 2014, his appointment becoming effective on 12 February 2015. He is vice-chairman and lead independent director of the Company.
- Other significant positions: he has been non-executive chairman of Aon UK Ltd (2012-2015), founder and managing partner of the listed private equity division of 3i Group Plc., chairman and chief executive officer of Marsh Europe, and has held various positions at JP Morgan Chase and Bank of America. He has also been a non-executive director of Jardine Lloyd Thompson Group plc (2016-2017), a non-executive director of Santander UK Group Holding Ltd (2014-2017), a non-executive director of Santander UK plc (2012-2017), and lead independent director at Close Brothers Group plc (2006-2014) and at Catlin Group Ltd (2010-2014). He is currently the non-executive chairman of Moneysupermarket.com Group Plc and of Lloyd's of London.

Category of director: independent.

Mr José Antonio Álvarez Álvarez (Item Three F)

Description of his profile:

- Born in 1960 in León. Degree in Economics and Business and MBA from the University of Chicago. He was appointed as a director of the Company on an interim basis at the board meeting of 25 November 2014, his appointment becoming effective on 13 January 2015 after the relevant regulatory approval was obtained. His appointment was ratified by the shareholders at the general shareholders' meeting of 27 March 2015. He is vice-chairman and the chief executive officer of the Bank.
- Other significant positions: he joined Banco Santander in 2002, and in 2004 he was appointed as group chief financial officer. At present, he is also a director of Banco Santander (Brasil) S.A. He has also been a director of SAM Investment Holdings Limited, of Santander Consumer Finance, S.A. and of Santander Holdings USA, Inc. as well as a member of the supervisory board of Santander Consumer AG, of Santander Consumer Holding GMBH and of Bank Zachodni WBK, S.A. In addition, he has been a director of Bolsas y Mercados Españoles, Sociedad Holding de Mercados y Sistemas Financieros, S.A. (BME).

Category of director: executive.

Ms Belén Romana García (Item Three G)

Description of her profile:

- Born in 1965 in Madrid. Degree in Economics and Business from the Universidad Autónoma de Madrid and Government Economist (*Economista del Estado*). She was appointed as a director of the Company on an interim basis at the board meeting of 22 December 2015. Her appointment was ratified by the shareholders at the general shareholders' meeting of 18 March 2016.
- Main activity: she is a non-executive director of Aviva plc, London and of Aviva Italia Holding spa, and a member of the advisory council of Fundación Rafael del Pino, as well as co-chair of the Digital Future Society board of trustees.
- Other significant positions: she has been director-general for Economic Policy and director-general of the Treasury of the Ministry of Economy of the Spanish Government, as well as a director of the Bank of Spain and of the Spanish National Securities Market Commission. She has also held the position of director at Instituto de Crédito Oficial and at other institutions on behalf of the Spanish Ministry of Economy. She has been a non-executive director of Banesto and executive chair of Sociedad de Gestión de Activos Procedentes de la Reestructuración Bancaria, S.A. (SAREB).

Category of director: independent.