

## 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>PURCHASE BY MR. JORGE BOTIN-SANZ DE SAUTUOLA RIOS ON 16 FEBRUARY 2017 OF 144 SHARES. (MEMBER OF THE SHAREHOLDERS' AGREEMENT).</p> <p>PURCHASE BY MR. FRANCISCO JAVIER</p>

		<p>BOTIN-SANZ DE SAUTUOLA RIOS ON 16 FEBRUARY 2017 OF 180 SHARES. (MEMBER OF THE SHAREHOLDERS' AGREEMENT).</p> <p>PURCHASE MADE UNDER PLAN TO REINVEST DIVIDENDS IN SHARES.</p>									
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>5.1626€</td> <td>144</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>5.1626€</td> <td>180</td> </tr> </tbody> </table>		Price(s)	Volume(s)	5.1626€	144	Price(s)	Volume(s)	5.1626€	180
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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>5.1626€</td> <td>324</td> </tr> </tbody> </table>		Price	Volume	5.1626€	324				
Price	Volume										
5.1626€	324										
e)	Date of the transaction	2017-02-16									
f)	Place of the transaction	S.I.B.E.									