José Antonio Álvarez

Group Chief Executive Officer

Helping people and businesses prosper

Simple | Personal | Fair

GROUP STRATEGY UPDATE

NY, October 10th

2017



Banco Santander, S.A. ("Santander") cautions that this presentation contains statements that constitute "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by words such as "expect", "project", "anticipate", "should", "intend", "probability", "risk", "VaR", "RORAC", "RORWA", "TNAV", "target", "goal", "objective", "estimate", "future" and similar expressions. These forward-looking statements are found in various places throughout this presentation and include, without limitation, statements concerning our future business development and economic performance and our shareholder remuneration policy. While these forward-looking statements represent our judgment and future expectations concerning the development of our business, a number of risks, uncertainties and other important factors could cause actual developments and results to differ materially from our expectations. These factors include, but are not limited to: (1) general market, macro-economic, industry, governmental and regulatory trends; (2) movements in local and international securities markets, currency exchange rates and interest rates; (3) competitive pressures; (4) technological developments; and (5) changes in the financial position or credit worthiness of our customers, obligors and counterparties. Numerous factors, including those reflected in the Annual Report on Form 20-F filed with the Securities and Exchange Commission of the United States of America (the "Form 20-F" and the "SEC", respectively) on March 31, 2017 and the Periodic Report on Form 6-K for the six months ended June 30, 2017 filed with the SEC on October 5, 2017 (the "Form 6-K") –under "Key Information-Risk Factors"- and in the Documento de Registro de Acciones filed with the Spanish Securities Market Commission (the "CNMV") –under "Factores de Riesgo"- could affect the future results of Santander and could result in other results deviating materially from those anticipated in

Forward-looking statements speak only as of the date of this presentation and are based on the knowledge, information available and views taken on such date; such knowledge, information and views may change at any time. Santander does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise

The information contained in this presentation is subject to, and must be read in conjunction with, all other publicly available information, including, where relevant any fuller disclosure document published by Santander. Any person at any time acquiring securities must do so only on the basis of such person's own judgment as to the merits or the suitability of the securities for its purpose and only on such information as is contained in such public information having taken all such professional or other advice as it considers necessary or appropriate in the circumstances and not in reliance on the information contained in the presentation. No investment activity should be undertaken on the basis of the information contained in this presentation. In making this presentation available, Santander gives no advice and makes no recommendation to buy, sell or otherwise deal in shares in Santander or in any other securities or investments whatsoever.

Neither this presentation nor any of the information contained therein constitutes an offer to sell or the solicitation of an offer to buy any securities. No offering of securities shall be made in the United States except pursuant to registration under the U.S. Securities Act of 1933, as amended, or an exemption therefrom. Nothing contained in this presentation is intended to constitute an invitation or inducement to engage in investment activity for the purposes of the prohibition on financial promotion in the U.K. Financial Services and Markets Act 2000.

Note: Statements as to historical performance or financial accretion are not intended to mean that future performance, share price or future earnings (including earnings per share) for any period will necessarily match or exceed those of any prior year. Nothing in this presentation should be construed as a profit forecast.

The businesses included in each of our geographic segments and the accounting principles under which their results are presented here may differ from the included businesses and local applicable accounting principles of our public subsidiaries in such geographies. Accordingly, the results of operations and trends shown for our geographic segments may differ materially from those of such subsidiaries.

In addition to the financial information prepared under International Financial Reporting Standards ("IFRS"), this presentation includes certain alternative performance measures as defined in the Guidelines on Alternative Performance Measures issued by the European Securities and Markets Authority on 5 October 2015 (ESMA/2015/1415es) as well as Non-IFRS measures. The APMs and Non-IFRS Measures are performance measures that have been calculated using the financial information from the Santander Group but that are not defined or detailed in the applicable financial information framework and therefore have neither been audited nor are capable of being completely audited. These APMs and Non-IFRS Measures are been used to allow for a better understanding of the financial performance of the Santander Group but should be considered only as additional information and in no case as a replacement of the financial information prepared under IFRS. Moreover, the way the Santander Group defines and calculates these APMs and Non-IFRS Measures may differ to the way these are calculated by other companies that use similar measures, and therefore they may not be comparable. For further details on the APMs and Non-IFRS Measures used, including its definition or a reconciliation between any applicable management indicators and the financial data presented in the consolidated financial statements prepared under IFRS, see Section 26 of the Documento de Registro de Acciones for Banco Santander filed with the CNMV on July 4, 2017 (available on the Web page of the CNMV - www.cnmv.es- and at Banco Santander - www.santander.com), Item 3A of the Form 20-F and "Presentation of Financial and Other Information" and "Selected Consolidated Financial Information" in the Form 6-K. For a discussion of the accounting principles used in translation of foreign currency-denominated assets and liabilities to euros, see note 2(a) to our consolidated financial statements on Form 20-F and to our consolidated financial statements available on the CNMV's w

Contents

- 1 Uniquely positioned in the new environment
- 2 Focus on delivering the best execution
- 3 Main opportunities to strengthen growth in our franchises
- 4 Key takeaways



1

Uniquely positioned in the new environment

Our 3 differentiators offer profitable growth opportunities...

Critical mass



Scalable digital transformation











131MM customers.

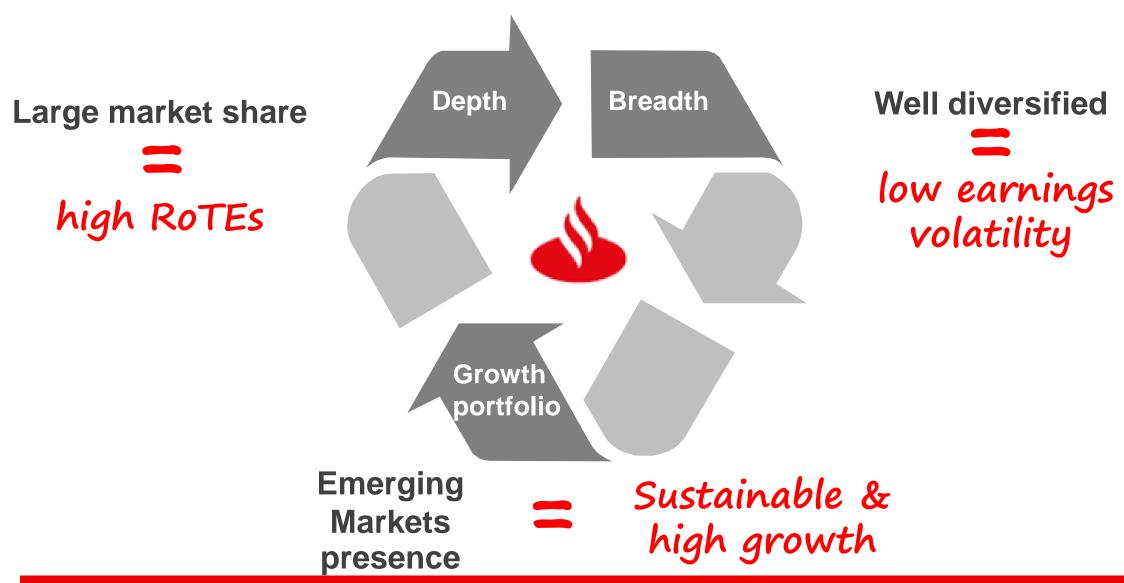
Top player in 10 markets

with ~1Bn people

Predictability and growth in earnings = less capital or capital at a lower cost

Working as a Group within our subsidiary model creates synergies and operational excellence

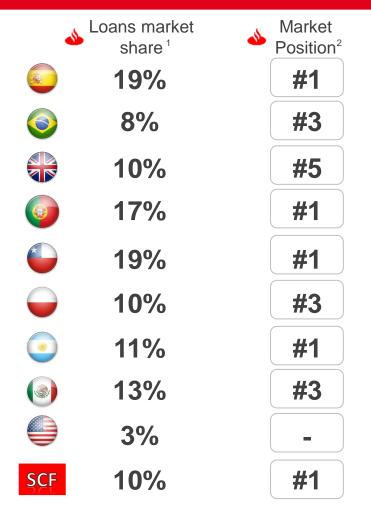
...while creating shareholder value relative to peers



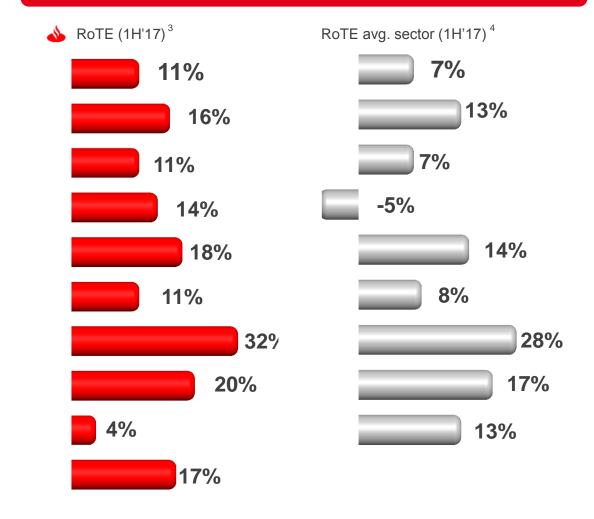
Depth: Large market share leads to high(-er) profitability



Leading position in our markets



Top 3 = higher profitability



⁽¹⁾ Spain & Portugal includes Popular, UK: Mortgages (excluding Social Housing), consumer credit and commercial loans (ex-Financial Institutions), SBNA in the states where the bank operates and SCF in new car loans, including PSA operation & not considering brand's financial captive (2) Only private banks for Portugal, Brazil and Argentina (3) Spain public perimeter. SCUSA's RoTE: 35, SBNA's Ro



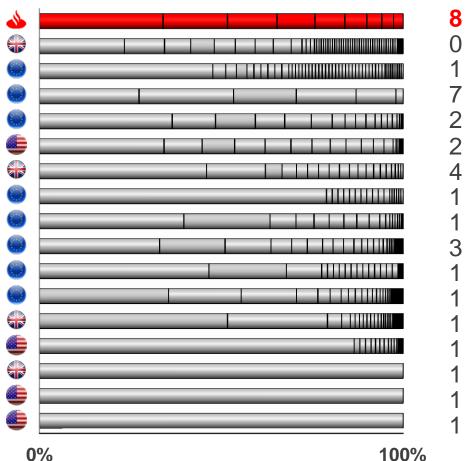


Breadth: Our geographic diversification = low earnings volatility



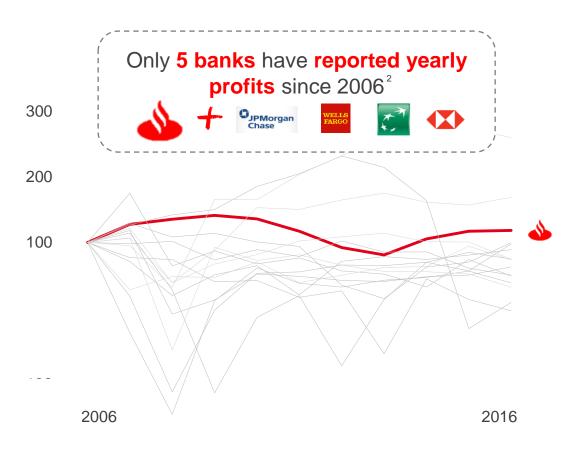
Well balanced diversification...

Revenues split per country # countries where bank is Top 51



...increases earnings predictability vs. peers

Profit growth (%; 2006 banking profit = 100 base)



(2) Peers include: BBVA, BNP Paribas, Citigroup, Deutsche, HSBC, Intesa Sp, JP Morgan, Lloyds, Société Générale, UBS, UniCredit, Bank of America, Wells Fargo, Barclays, Standard Chartered and ING. Source: Company data and Bloomberg



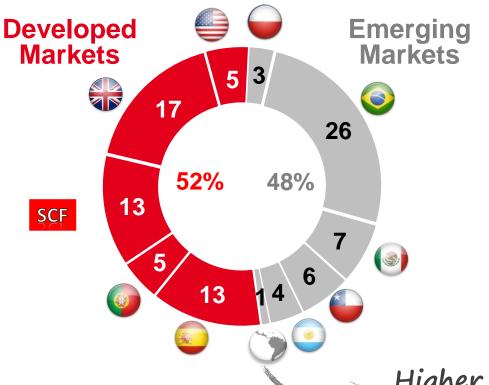
⁽¹⁾ Top 5 according to volume of assets in the world's 50 largest economies according to IMF

Growth portfolio: Our presence in Emerging Markets = sustainable & high growth

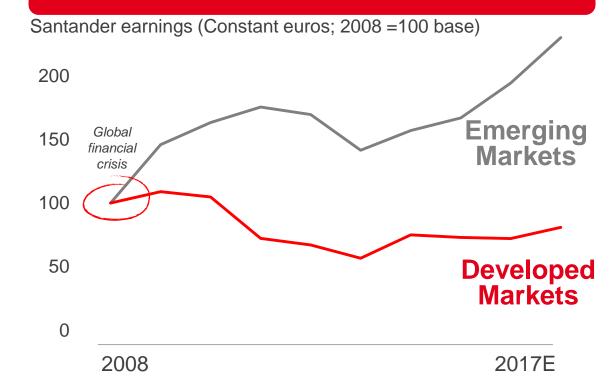


Well balanced earnings across markets

Santander 1H'17 earnings (%)¹



Sustained earnings growth in Emerging Markets



Higher and sustainable earnings growth in Emerging Markets

(1) Over operating areas excluding Real State Activity in Spain, Corporate Centre and Banco Popular



Current macro outlook "ticks the right boxes" for Santander

Developed Markets: Cyclical macro acceleration

Europe recovers steadily and US remains solid

Interest rates and credit demand slowly improving



Emerging Markets: Structural growth remains intact

Robust growth cycle

Better asset quality and strong credit demand

Solid global economic growth with gradual interest rate increases:

best macro scenario

1 Positive GDP growth in our markets

- Improving credit quality
- Higher interest rates accelerate NII growth
- Increasing investment into Latam

Our markets: Solid economic growth & gradual interest rates increase

1

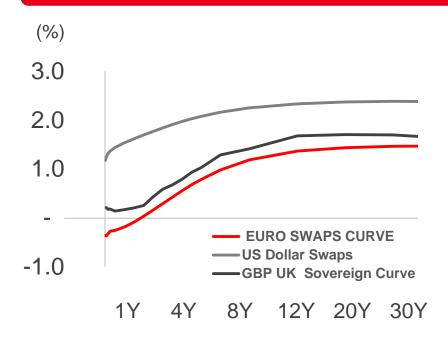
Positive GDP growth in our markets

GDP (YoY)		2017E	2018E	
Developed		3.2%	2.8%	
Markets		2.6%	1.9%	
L W		1.6%	1.4%	
		2.0%	2.3%	
The H	SCF	1.9%	1.7%	

Emorging	3.8%	3.5%
Emerging Markets	0.7%	2.4%
	2.1%	2.1%
	2.2%	3.0%
	3.0%	3.5%



Higher interest rates accelerate NII growth



+100bps in Europe and US generates ~€1.4Bn additional annual revenues

Sources: IMF, INE, HMT, Banco Central do Brasil, consensus projections and Santander Research



Credit outlook remains robust, inflows into Latam continue to be strong



Improving credit quality

 Santander NPL ratio¹ 1H'16
 1H'17

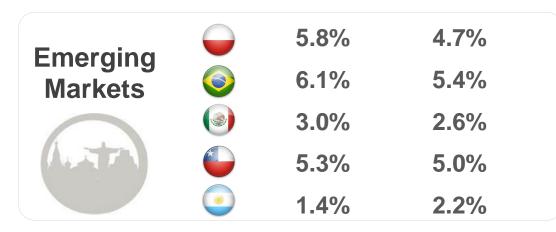
 Developed Markets
 6.1%
 5.0%

 10.5%
 7.7%

 1.5%
 1.2%

 2.2%
 2.6%

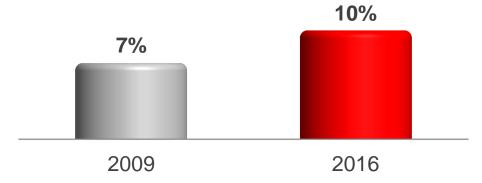
 SCF
 3.0%
 2.6%





Increasing investment into Latam

Latam share of total Foreign Direct Investment (FDI)



Brazil is the #4 host economy in the world in terms of FDI inflows

~ \$170Bn FDI into Latam



(1) Group criteria

Source: Economic Commission for Latin America and the Caribbean (ECLAC)



Different trajectories... different market opportunities

		Developed Markets Priorities: Increase profitability/RoRWA	Emerging Markets Priorities: Growth acceleration and sustainable high profitability
	Interest rates	0-2%	3-9%
O	Inflation	~2%	2-5%
Macro	Nominal GDP growth 1	2-3%	6-8%
Ž	Middle class growth ¹	0%	+73%
	Growing population ¹	0-1%	+2%
	Banking penetration	~95%	~40%
ng	Return on Equity	~10%	>15%
nking	Debt/ GDP	~200%	<100%

Source: Eurostat, U.S. Census, Cepal, The Economist Intelligence Unit and IMF (1) Period considered: From 2017 to 2025



Credit growth

RoRWA

Ba



Double digit

>3%

Single digit

~1.5%

2

Focus on delivering the best execution

Four strategic levers to continue improving profitability



Commercial transformation to increase revenue growth

- More loyal & digital customers
- Best customer experience
- Focus on profitable segments





COSTS

Reduce the "twin" costs of doing banking

- Operational excellence
- Reducing the cost of credit risk across the cycle



An **enabler** to improve revenues and costs

- Efficiency improvement
- Improving customer experience



Increasing capacity to grow faster and improve dividends

- Capital accumulation
- RoRWA/ROTE improvement

12.6

2014

Progressing on our commercial transformation...

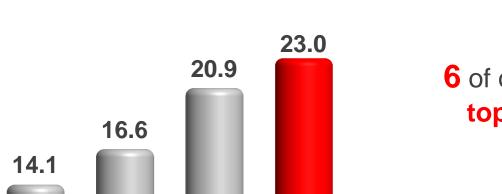


Loyal customers (MM)

13.8



Digital customers (MM)



2016

1H'17

...and more satisfied customers

6 of our 10 markets are top 3 in customers experience¹





1H'17

2016

16.3

15.2



2015

2015

2014

REVENUES

...while strengthening segments with high RoRWA

Consumer finance

SMEs & Corporates

Private Banking & AM

























20% Group's profit RoRWA >2%

Consolidating our leading position in auto loans/ personal finance

21% Group's profit RoRWA ~2%

Increasing investment in SME to improve our value proposition

6% Group's profit RoRWA >6%

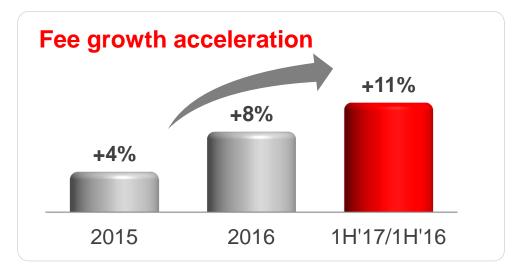
Reinforce investment for a greater exposure on our portfolio





The outcome is profitable share gains & revenue acceleration...

Market share gains in most of our markets Organic mkt Business market share (1H'17) share change (Loans + Deposits) since 2015 (bps) 19% +67 8% +46 -39 10% 17% +58 19% +22 9% +11 +60 11% +97 payrolls 14% \approx 3% \approx SCF 10% +97

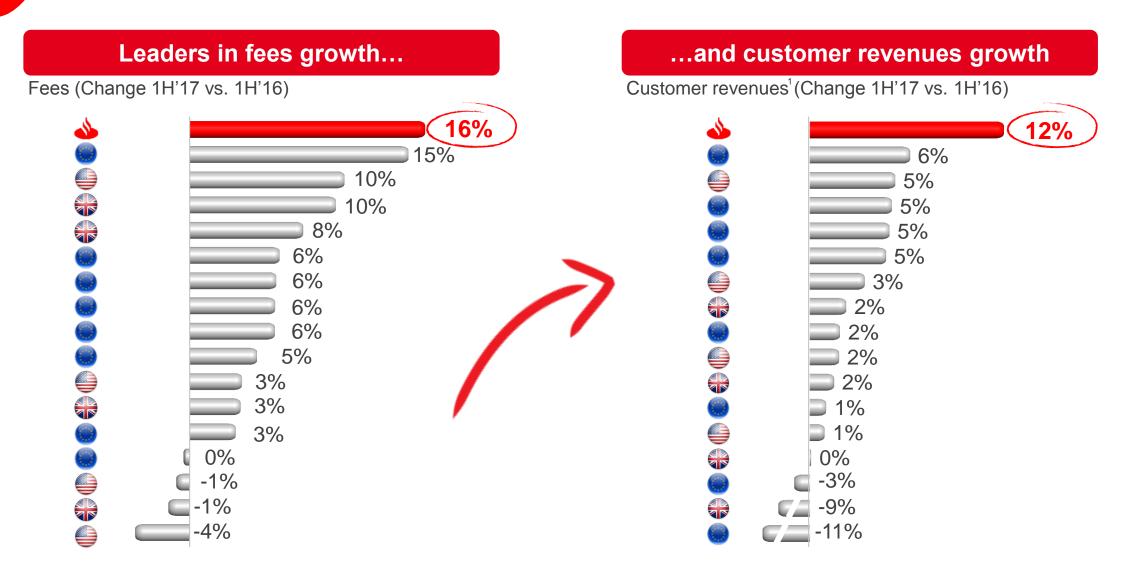




Note: Growth rates in constant euros (1) Spain and Portugal including Popular, UK: Mortgages (excluding Social Housing), consumer credit and commercial loans (excluding Financial Institutions) and SBNA in the states where the bank operates (2) MSI and internal estimates for new car loans (3) NII + Fees



...allowing us to outperform peers in fees and revenues growth

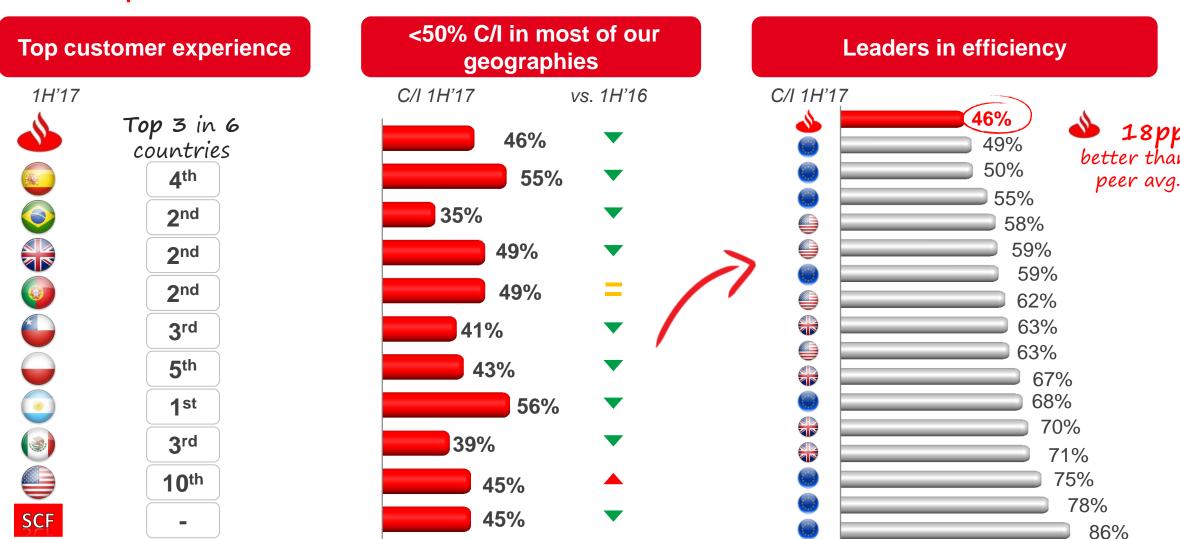


Note: Peers include: Wells Fargo, JP Morgan, Bank of America, UBS, BBVA, ING, BNP, HSBC, Unicredit, Lloyds, Citi, Intesa, Société Générale, Standard Chartered, Deutsche Bank, Barclays. Source: Company data and Bloomberg (1) NII + Fees





Operational excellence: Consistent improvement in customer experience and cost control



Note: Peers include: Wells Fargo, JP Morgan, Bank of America, UBS, BBVA, ING, BNP, HSBC, Unicredit, Lloyds, Citi, Intesa, Société Générale, Standard Chartered, Deutsche Bank, Barclays. Source: Company data and Bloomberg





Digitalisation as a means to...



Better customer experience



Higher sales



Lower cost per transaction: 10% of traditional systems



Market share gains



Tailor made offerings



Lower processing cost

Our digital transformation - examples





Santander Financiamentos

Disruptive change on the auto-loans digital platform



- Credit Simulations / month +62%
- New production Mkt Share $27\% (+4pp)^2$
- +97% Profit before taxes



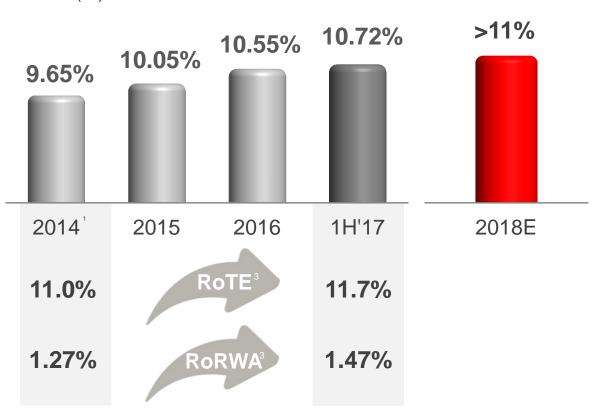
>30% savings in IT infrastructure costs

(1) Versus December 2016 (2) July '17 (YoY)

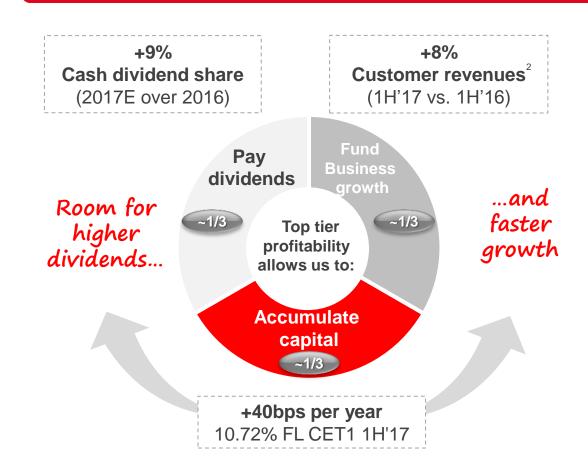
On track to meet our capital target by 2018

Committed to accumulate organically 10bps CET1 per quarter

FL CET1 (%)



Increased capacity to grow faster and improve dividends



(1) Pro-forma, including Jan '15 capital increase (2) Constant euros, NII + Fees (3) Group excluding Popular



We are delivering ahead of plan on our commitments

	2015	2016	1H'17 ³	2017
Loyal customers (MM)	13.8	15.2	16.3	17
Digital customers (MM)	16.6	20.9	23.0	25
Fee income ¹	4.3%	8.1%	11%	Increase
Cost of credit risk	1.25%	1.18%	1.19%	Improve
Cost-to-income	47.6%	48.1%	46.3%	Broadly stable
EPS (€)	0.40	0.41	0.24	Increase
DPS (€)²	0.20	0.21	0.22	Increase
FL CET1	10.05%	10.55%	10.72%	+40bps Organic per year
RoTE⁴	11.0%	11.1%	11.7%	Increase

(1) % change (constant euros) (2) Total dividends charged to 2017 earnings are subject to the Board and AGM approval (3) Grupo ex-Popular (4) Underlying





We improve our RoTE target for 2018 and reiterate all other targets

 Top 3 bank to work for in the majority of our geographies



- 17MM retail loyal customers
- **1.6MM** loyal SMEs and Corporates
- Customer loans growth above peers
- All geographies top 3 in customer service¹
- **30MM** digital customers (2x)
- ~10% CAGR of fee income 2015-18

- People supported in our communities: 5MM 2016-18
- ~130k scholarships
 2016-18



- Cost-to-income ratio 45-47%
- 2015-18 average cost of credit risk 1.2%
- FL CET1 >11%
- Increasing EPS, reaching double digit EPS growth by 2018
- 30-40% cash dividend pay-out: Yearly DPS increase
- (RoTE: >11.5%)

(1) Except for the US - approaching peers





3

Main opportunities to strengthen growth in our franchises

Main opportunities to strengthen growth in our franchises







Popular, positive delivery on a transformational deal

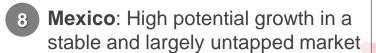
We have built a great and improving bank Efficiently relaunching our commercial banking while improving the risk-returnprofile of SCUSA

- Argentina: Great potential to grow & consolidate market leadership
- Poland: Most profitable bank in the country with double digit earnings growth









Chile: Leaders in a stable growth and profitable market





- GCB: Expanding international / trade business & collaboration revenues
- Wealth Management: Strengthen our Asset Mgt. & Private Banking Unit



SCF: Consolidate our leadership

UK: Well positioned as the only full-

while increasing penetration in

personal loans via digital

transformation

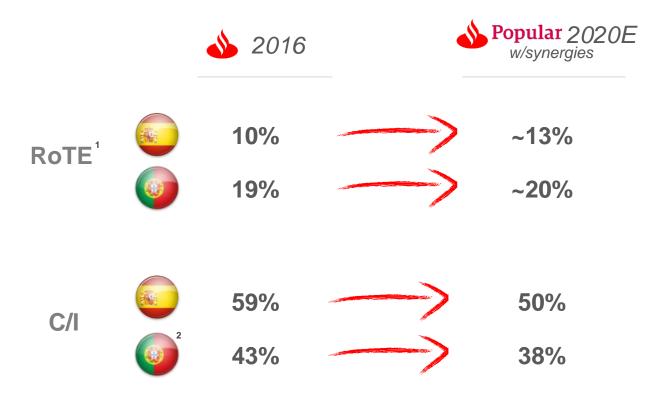






Spain & Portugal: Popular, positive delivery on a transformational deal

Improving core KPIs

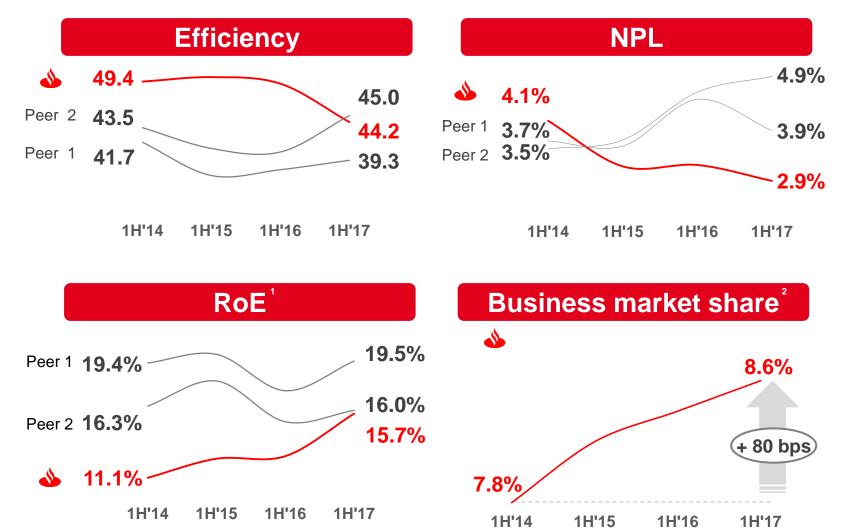


Main priorities ahead

- Preserve Popular's leadership in SME
- Achieve cost synergies (€500MM)
 ahead of plan
- Earn Popular's customers loyalty
- Reducing NPAs to non-material levels
- Reiterate all our committed targets

Brazil: We have built a great and improving bank





Close the gap vs. best-in-class avg. RoE delivers BRL1.5Bn³ additional earnings

- Strengthen our customer centric retail approach, with sustainable and recurring revenue growth
- Focus on:
 - Retail and specialised consumer businesses
 - Continue to reinforce Corporate and GCB
 - Potential synergies across the entire bank

Note: Peers: Itau and Bradesco. Data refers to BR GAAP (1) Banking Excluding insurance (2) Loans and Deposits (3) Estimated



US: Efficiently relaunching our commercial banking and improving the risk-return-profile of SCUSA



Key strengths of our franchise



Regional bank presence in attractive US geography

 670 branches in Northeast region



Globally connected

Corporate & Commercial

business

 Operating across Europe, US, and Latam



At scale **auto finance** company

+15,000 dealer network relationships



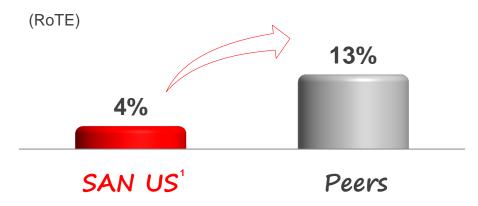
Leading **private banking** in Latam

Top 5 player in Latam

Once regulatory issues are addressed:

- Focus on growing our commercial business
 - ...while optimizing our costs base
 - ...and improving profitability to peers average
- Grow our GCB business based on Group connectivity

Our commitment is to close the gap versus peers' profitability



(1) Adjusted to 11% CET1, 1H'17. Group criteria







Argentina: Great potential to grow & consolidate market leadership



Leader private bank in high potential market

Economy normalisation means high **potential growth** for the country...

...and a large **re-bancarisation** of Argentina

- Leader private bank after Citi acquisition
- Targeting market share gains and strong profit growth in the next 2-5 years

Credit / GDP¹



~49%

Poland: Most profitable bank in the country with double digit earnings growth



Largest private bank

(1) Source World Bank

- Fast digitalisation sustains market share gains (+22bps loans market share since 2015)
- Solid volumes and customer loyalty growth...
 - ...while operational transformation keep **cost under control**





SCF: Consolidate our leadership while increasing penetration in personal loans via digital transformation

SCF



Car finance

- Support partners: Original Equipment Manufactures & dealers
- Enhancing agreements through value added
- Participate in new market opportunities

Consumer Finance

- Value proposition to increase retailer capillarity and customer experience
- Build capillarity in medium merchant network
- Enhance Big Retailer agreements with online offering

7 UK: Well positioned as the only full-service scale challenger



RoTE: (11%)

- Strong focus on loans to UK corporate and SME
- Best-in-class efficiency: Negative cost growth in real terms for next 3 years
- Growing our GCB, Corporate, SME and business banking franchises
- Improving customer experience to increase revenues







Mexico: High growth potential in a stable and largely untapped market



Expanding osition in the retail segment

RoTE: (20%)

- Consolidating our strengths on: SME, middle market, GCB and mortgages
- Increasing market share in retail segments by leveraging our leading position in corporates, and executing initiatives to attract customers and promote loyalty
- Focusing on fee business growth
- Operational transformation focused on customer experience
- Expanding our product offering into complementary markets

9 Chile: Leaders in a stable growth and profitable market



RoTE: (18%)

- Consolidating our leadership in market share and profit levels
- Commercial transformation via the new branch network model and digital banking
- Increasing revenues: Insurance, investment, credit-cards and mutual funds
- Market share gains with focus in AM, Corporates/SMEs and deposits
- **Efficiency plans** to growth costs in line/below inflation







GCB: Expanding international / trade business & collaboration revenues

Focus on trade corridors



The best Latam franchise (# 1 in DCM, PF, ECM, ECA)

Outperforming our competitors (a corporate bank vs institutional banks)

Focus on...

- Increasing international / connectivity revenues
- Accelerating growth in collaboration revenue between R&CB, PB, AM
- Evolving towards a **capital-light business** via disciplined rotation of the balance sheet
- **Developing product capabilities** to capture the full potential of connectivity

Wealth Management: Strengthen our Asset Mgt. & Private Banking Unit

Attractive returns on capital

An advisory-driven model for all countries

Maximize collaboration with R&CB, GCB and BPI

Strengthening and growing our wealth business:

Either leaders or well positioned to become leaders in our markets

AM & Private Banking underrepresented (6% of Group's profit):

Regain full control of our asset management business

Note: Data as of 1H'17

RORWA



4 Key takeaways

- Our 3 differentiators offer profitable growth and earnings stability: Critical mass in Developed and Emerging markets, geographic diversification and scalable digital transformation
 - The macro outlook "ticks the right boxes" for Santander:
 - 1. Developed Markets: Cyclical macro acceleration and progressive rate hikes
 - 2. Emerging Markets: Robust growth cycle
 - Focused on delivering the best execution: Progressing on our commercial transformation to outperform our peers in revenue growth and efficiency improvement
 - Clear roadmap to strengthen the growth of our franchises and capture customer and shareholder value
 - We are delivering ahead of plan, and reiterate our commitments for 2018 with an improved RoTE target (>11.5%)



Thank you

Our purpose is to help people and businesses prosper.

Our culture is based on the belief that everything we do should be

Simple | Personal | Fair





