

Appointment and re-election of directors

In relation to items 3 B through 3 H 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. Juan Carlos Barrabés Cónsul

Item
3 B

Nationality: Spanish. Born in 1970 in Huesca, Spain.

Education: Tourism companies management from the School of Tourism of Aragon and Global Leadership and Public Policy for the XXI Century Program from Harvard Kennedy School.

Experience: He is president and founder of Grupo Barrabés, which offers advisory services to large companies in digital transformation, innovation, new technologies and e-commerce and internet, as well as to SMEs in innovation and efficient use of technology in business processes. He has been a member of the board of directors of the business unit of Santander Spain, of the advisory board of Vodafone, director of the Master Strategic Design Lab of the European Institute of Design (*Instituto Europeo de Diseño - IED*) and of the MBA program at the School of Industrial Organization (*Escuela de Organización Industrial - EOI*) in Madrid.

Other positions of note: He is founder and member of the advisory board of the Escuela de Negocios del Pirineo (ESPENI), founder and trustee of the Empieza por Educar Foundation, trustee of the Ashoka Emprendedores Sociales Foundation and advisor to the Centre of Sustainable and Responsible Finance in Spain (FINRESP).

Category of director: Independent



Mr. Antonio Francesco Weiss

Item
3 C

Nationality: U.S. and Italian. Born in 1966 in New York, U.S.

Education: Degree in Comparative Literature from Yale University and MBA from Harvard University.

Experience: He has been Counselor to the Secretary of the U.S. Department of the Treasury (2015-2017) on issues related to financial markets, regulatory reform, job creation and overall economic growth. He previously held a number of senior management positions at Lazard; including serving as vice chairman of European investment banking, global head of mergers and acquisitions and global head of investment banking.

Other positions of note: He is a research fellow of the Mossavar-Rahmani Center for Business and Government at the Harvard Kennedy School. He is a founder and partner of the investment firm SSW Partners, LP, an associate of AFWco LP, a financial advisory firm to corporations in the U.S. and Europe, a non-executive director of Société Familiale d'Investissements, S.A., a member of the advisory board of the investment company Eurazeo, S.A. and senior advisor to the investment company JAB Holdings. He is a member of the Council on Foreign Relations, a U.S. think tank specializing in foreign policy and international relations, and a trustee of several not-for-profit organizations, including the Bretton Woods Committee and the Volcker-Alliance.

Category of director: Independent.



Mr. Javier Botín-Sanz de Sautuola y O'Shea

Item
3 D

Nationality: Spanish. Born in 1973 in Santander, Spain.

Education: Degree in Law from the Complutense University of Madrid.

Experience: He founded JB Capital Markets, S.V., S.A.U. in 2008 and has been its executive chair since then. He was co-founder and executive director of the equities division of M&B Capital Advisers, S.V., S.A. (2000-2008). He was previously a legal adviser in the international legal department of Banco Santander, S.A. (1998-1999).

Other positions of note: In addition to his professional activity in the financial sector, Mr Botín works with several not-for-profit organisations. He has been chair of the Botín Foundation since 2014. He is also a trustee of the Princess of Girona Foundation.

Category of director: External.



Mr. Germán de la Fuente Escamilla

Item
3 E

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

Education: Degree in Economics and Business Administration with a diploma in auditing from the Complutense University of Madrid.

Experience: He has developed his professional career at Deloitte, where he was head of the audit business for the financial services industry (2002–2007) and managing partner of Audit & Assurance (2007–2021) in Spain, and chair and CEO of Deloitte, S.L. (2017–2022). 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 financial groups and in multiple consulting and advisory projects.

Category of director: Independent.



Mr. Henrique de Castro

Item
3 F

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

Education: Degree in Business Administration from the Lisbon School of Economics and Management, and MBA from the University of Lausanne.

Experience: He was chief operating officer at Yahoo. Previously, he was 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. He was also an independent director at First Data Corporation.

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

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

Category of director: Independent.



Mr. José Antonio Álvarez Álvarez

Item
3 G

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

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

Experience: He joined the Bank in 2002, was appointed senior executive vice president of the Financial Management and Investor Relations division in 2004 (Group Chief Financial Officer) and was CEO of the Group from 2015 to 2022. He was a director at SAM Investments Holdings Limited, Santander Consumer Finance, S.A. and Santander Holdings USA, Inc. He was also a member of the supervisory boards of Santander Consumer Bank AG, Santander Consumer Holding GMBH and Santander Bank Polska, S.A. In addition, he was a board member of Bolsas y Mercados Españoles, S.A.

Other positions of note: He is an independent director of AON, Plc. and member of the advisory committee of Grupo GED.

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

Category of director: External.



Ms. Belén Romana García

Item
3 H

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 senior executive vice president of Economic Policy and director-general of the Treasury of the Ministry of Economy of the Spanish Government, as well as a director at Banco de España and the Spanish National Securities Market Commission (CNMV). She was also a director at the Spanish Official Credit Institute and at other entities on behalf of the Ministry of Economy. She was a non-external director at Banesto, executive chair of Sociedad de Gestión de Activos Procedentes de la Reestructuración Bancaria, S.A. (SAREB) and a non-executive director at Aviva PLC and Aviva Italia Holding S.p.A. She has also been co-chair of the board of trustees of the Digital Future Society and an advisory board member at Inetum and Tribaldato.

Other positions of note: She is an independent director of SIX Group AG and its subsidiary Bolsas y Mercados Españoles, Sociedad Holding de Mercados y Sistemas Financieros, S.A.U., as well as non-executive chair of its other subsidiaries, SIX Digital Exchange AG and SDX Trading AG. She is also an independent director of Werfen, S.A., a member of the advisory board of the Rafael del Pino Foundation, external adviser to Artá Capital and academic director of the IE Leadership & Foresight Hub Programme.

Category of director: Independent.