

RATIFICATION AND RE-ELECTION OF DIRECTORS

In relation to sub-items A, B, C, D, E and F of item Three of the agenda, the following tables show the curriculum vitae and category of the directors whose ratification 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.

Ms Homaira Akbari (Item Three A)

Description of his profile:

- Born in 1961 in Teheran (Iran). PhD. in Particle Physics from Tufts University and holds an MBA from Carnegie Mellon University. She was appointed a director of the Company by co-option at the board meeting of 27 September 2016, her appointment becoming effective on the same day.
- Main activity: She is CEO of AKnowledge Partner, LLC.
- Other significant positions: She is currently non-executive director of Gemalto NV, Landstar System, Inc. and Veolia Environment S.A. Ms Akbari was also chairman and CEO of Sky Bitz, Inc., executive vice-president at True Position Inc., non-executive director of Covisint Corporation and US Pack Logistics LLC and she held several positions for Microsoft Corporation and for Thales Group.

Category of director: Independent.

Mr José Antonio Álvarez Álvarez (Item Three B)

Description of her profile:

- Chief Executive Officer.
- Born in 1960 in Leon (Spain). Graduate in Economics and Business Administration. Earned an MBA from the University of Chicago. He was appointed a director of the Company by co-option at the board meeting of 25 November 2014, his appointment becoming effective on 13 January 2015 once obtained the corresponding regulatory authorization. This appointment was ratified by the shareholders acting at the ordinary general shareholders' meeting on 27 March 2015.
- Joined the Bank in 2002 and was appointed group chief financial officer in 2004.
- Other significant positions: Mr Álvarez serves on the boards of Banco Santander (Brasil) S.A. and SAM Investment Holdings Limited. He was also a board member at Santander Consumer Finance, S.A. and Santander Holdings USA, Inc. and a member of the supervisory boards of Santander Consumer AG, Santander Consumer Holding GMBH, and Bank Zachodni WBK, S.A. Furthermore, he served as a board member 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 C)

Description of his profile:

- Born in 1965 in Madrid. Graduate in Business and Economics from Universidad Autónoma de Madrid and Government Economist. She was appointed a director of the Company by co-option at the board meeting of 22 December 2015. This appointment was ratified by the shareholders acting at the ordinary general shareholders' meeting on 18 March 2016.
- Main activity: She serves as a non-executive director at Aviva plc, London.
- Other significant positions: Ms Romana was director general for Economic Policy and head of the Spanish Treasury of the Ministry of Economy of the Spanish government. She also served on the boards of the Bank of Spain and the Spanish National Securities Market Commission. A former board member at the Instituto de Crédito Oficial and other entities on behalf of the Spanish Ministry of Economy. She served as president (executive and chairman of the Board) of the Company for the Management of Assets Proceeding from Restructuring of the Banking System (SAREB).

Category of director: Independent.

Ms Ana Botín-Sanz de Sautuola y O'Shea (Item Three D)

Description of his profile:

- Executive chairman.
- Born in 1960 in Santander. Graduate in Economics from the University Bryn Mawr College (Pennsylvania, United States). She was appointed a director of the Company by the board of directors at its meeting of 4 February 1989.
- She joined Banco Santander after working at JP Morgan (New York, 1980-1988). In 1992 she was appointed senior executive vice president. Between 1992 and 1998 she led the expansion of Santander in Latin America. In 2002, she was appointed executive chairman of Banesto. Between 2010 and 2014 she was chief executive officer of Santander UK. In 2014 she was appointed executive chairman of Santander.
- Other significant positions: Member of the board of directors of The Coca-Cola Company. She is founder and chairman of the CyD Foundation (which supports high education) and of the Empieza por Educar Foundation (the Spanish subsidiary of international NGO Teach for All) and member of the advisory board of the Massachusetts Institute of Technology (MIT's CEO Advisory Board).

Category of director: Executive.

Mr Rodrigo Echenique Gordillo (Item Three E)

Description of his profile:

- Executive vice chairman.
- Born in 1946 in Madrid. Graduate in Law and State Attorney. He was appointed a director of the Company by the board of directors at its meeting of 7 October 1988.
- Other significant positions: Mr Echenique served as chief executive officer of Banco Santander, S.A. from 1988 to 1994. He has served on the boards of several industrial and financial companies such as Ebro Azúcares y Alcoholes, S.A. and Industrias Agrícolas, S.A. and chaired the advisory board of Accenture, S.A. Mr Echenique was also a non-executive chairman of NH Hotels Group, S.A., Vocento, S.A., Vallehermoso, S.A. and Merlin Properties, SOCIMI, S.A. He currently is non-executive director at Inditex.

Category of director: Executive.

Ms Esther Giménez- Salinas i Colomer (Item Three F)

Description of his profile:

- Born in 1949 in Barcelona. PhD in Law and Psychologist. She was appointed a director of the Company by the shareholders acting at the ordinary general shareholders' meeting on 30 March 2012.
- Main activity: Ms Giménez-Salinas is emeritus Professor at the Universidad Ramon Llull and Head of the Restorative Social Justice Professorship (directora de la Cátedra de Justicia Social Restaurativa). She also serves on the boards of Unibasq and Aqu (quality agencies of the Basque and Catalan university system) and of Gawa Capital Partners, S.L., and is a member of the Advisory Board of Endesa-Catalunya.
- Other significant positions: Previously, she had been Rector of the Universidad Ramon Llull, member of the permanent committee of the Conference of Rectors of Spanish Universities (CRUE), member of the General Council of the Judiciary of Spain, member of the scientific committee on criminal policy of the Council of Europe and executive vice president of the Centre for Legal Studies and Specialised Training of the Justice Department of the Government of Catalonia

Category of director: Independent.