



#41518

DATE: JULY 17, 2017

SUBJECT: BANCO SANTANDER S.A. – CASH DISTRIBUTION IN LIEU OF RIGHTS
OPTION SYMBOL: SAN
DATE: 7/18/17

Banco Santander S.A. (SAN) announced a distribution of Rights to holders of SAN Ordinary Shares. The Rights will not be distributed to holders of SAN American Depositary Shares (ADSs). In lieu of the Rights, The Bank of New York, as the depository for Banco Santander S.A., will try to sell the rights in the local market and will distribute the proceeds of the sale, if there are any proceeds, to SAN ADS Holders. The net distribution per ADS is to be determined and will be less fees and withholdings, if any.

The ADS record date is July 20, 2017. The payable date is to be determined. The distribution will not be quoted “ex” on the NYSE. All SAN ADSs traded on July 18, 2017 will be without the entitlement to the distribution.

CONTRACT ADJUSTMENT

EFFECTIVE DATE: July 18, 2017

CONTRACT MULTIPLIER: 1

STRIKE PRICES: No Change

OPTION SYMBOL: SAN changes to SAN1

NUMBER OF CONTRACTS: No Change

MULTIPLIER: 100 (e.g., a premium of 1.50 yields \$150)

DELIVERABLE PER CONTRACT: 1) 100 Banco Santander S.A. (SAN) American Depositary Shares
2) 100 x the pro rata portion of the cash proceeds from the Sale of Rights, less fees and withholdings, if any

CUSIP: SAN: 05964H105

PRICING

Until the pro rata portion of the cash proceeds from the Sale of Rights is determined, the underlying price for SAN1 will be determined as follows:

$$\text{SAN1} = \text{SAN}$$

DELAYED SETTLEMENT

The SAN component of the SAN1 deliverable will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the SAN1 deliverable until the exact pro rata portion of the cash proceeds from the Sale of Rights amount is determined. Upon determination of the exact cash amount, OCC will require Put exercisers and Call assignees to deliver the appropriate cash amount.

DISCLAIMER

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by a panel of The OCC Securities Committee pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The adjustment panel is comprised of representatives from OCC and each exchange which trades the affected option. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, call Investor Services at 1-888-678-4667 or email investorservices@theocc.com. Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.