



MATERIAL FACT

Grupo Santander ("Santander" or the "Group") announces that it has reached an agreement to acquire the stake held by DDFS LLC in Santander Consumer USA Holdings Inc ("SCUSA"), representing 9.68% of the such company, for the sum of 928 million USD. Following this transaction, the Group's stake in SCUSA will stand at about 68.7%.

The transaction, which is subject to regulatory approval, has an impact of approximately -8 basis points on the Group's CET1 *fully loaded* capital.

Boadilla del Monte (Madrid), July 3, 2015