THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

NOTICE OF MANIFEST ERROR

Santander International Products plc

Issue of up to EUR 130,000,000 Index Linked Notes due June 2025

(Series 1031; ISIN ES0305466023)

Guaranteed by

BANCO SANTANDER, S.A.

under the

EUR 10,000,000,000 Euro Medium Term Note Programme

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 17 July 2019 and the supplement to it dated 5 March 2020 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded) (the "**Prospectus Directive**"), and includes, for the purposes of these Final Terms only, any relevant implementing measure in a relevant Member State of the European Economic Area (including, for these purposes, the United Kingdom) (the "**Base Prospectus**").

We refer to the Amended and Restated Final Terms dated 11 June 2020 (the "Final Terms") in respect of the Notes. Please note that an amendment is required to the Final Terms pursuant to which its Part B, 7, (v) (Total commissions and concessions) shall be deleted in its entirety and replaced by the following:

(v) Total commission and concession:

Upfront commission of 0.5% of the Aggregate Principal Amount and annual commission of 0.12% of the Aggregate Principal Amount per annum

We hereby provide notice that the Final Terms shall be amended as per the Amended and Restated Final Terms which amendments are as shown in the black-lined document comparing the Amended and Restated Final Terms against the previous Amended and Restated Final Terms attached as the Annex hereto.

Copies of the original Final Terms, all of the Amended and Restated Final Terms and this Notice are available for inspection, both by physical and electronic means, at the offices of the Issuer, the Guarantor and the Paying Agents.

This Notice is given by the Issuer

Dated: 19 June 2020

SANTANDER INTERNATIONAL PRODUCTS PLC

By:

Duly authorised

Ву:

Duly authorised

ANNEX I

AMENDED AND RESTATED FINAL TERMS

PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS – Other than with respect to offers of the Notes in the Kingdom of Spain during the period 4 May 2020 - 12 June 2020, the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA") or in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive 2002/92/EC (the "Insurance Meditation Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended or superseded). Consequently, save as provided above, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation.

MIFID II product governance / Retail investors, professional investors and ECPs — Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients, each as defined in MiFID II; (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate – investment advice, portfolio management and pure execution services, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

(Amended and Restated Final Terms dated 20 May 2020)

(Amended and Restated Final Terms dated 5 June 2020)

(Amended and Restated Final Terms dated 11 June 2020)

Amended and Restated Final Terms dated 19 June 2020

Santander International Products plc

Legal entity identifier (LEI): 549300EBI9IZCEJIF589

Issue of up to EUR 130,000,000 Index linked Notes due June 2025

Guaranteed by

BANCO SANTANDER, S.A.

under the

$EUR~10,\!000,\!000,\!000~Euro~Medium~Term~Note~Programme$

Any person making or intending to make an offer of the Notes may only do so:

- (i) in those Non-exempt Offer Jurisdictions mentioned in Paragraph 7 of Part B below, provided such person is a Dealer or an Authorised Offeror (as such term is defined in the Base Prospectus (as defined below) and that the offer is made during the Offer Period specified in that paragraph and that any conditions relevant to the use of the Base Prospectus are complied with; or
- (ii) otherwise, in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 17 July 2019 and the supplement to it dated 5 March 2020 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded) (the "**Prospectus Directive**"), and includes, for the purposes of these Final Terms only, any relevant implementing measure in a relevant Member State of the European Economic Area (including, for these purposes, the United Kingdom) (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive. These Final Terms contain the final terms of the Notes and must be read in conjunction with such Base Prospectus. Prospective investors should note that investing in the Notes entails certain risks including (without limitation) the risk that the Issue Price may be greater than the market value of the Notes and the risk that the Calculation Agent may exercise its discretion in such a way as to affect amounts due and payable under the Notes and/or their Maturity Date. For a more detailed description of certain of the risks involved, see "Risk Factors" on pages 31 to 84 of the Base Prospectus.

A summary of the Notes (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. The Base Prospectus together with these Final Terms have been published on the website of The Irish Stock Exchange plc trading as Euronext Dublin (http://www.ise.ie/Debt-Securities/Individual-Debt-Securities-Data/?action=SEARCH&search_word) in an agreed electronic format.

1. (1) Issuel. Salitandel international Floatiets pl	1.	(i)	Issuer:	Santander International Products plo
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(ii) Guarantor: Banco Santander, S.A.

2. (i) Series Number: 1031

(ii) Tranche Number: 1

(iii) Date on which the Notes will Not Applicable be consolidated and form a

single Series:

(iv) Applicable Annex(es): Annex 1: Equity Linked Conditions

Annex 6: Payout Conditions

3. Specified Currency or Currencies: Euro ("EUR")

4. Aggregate Principal Amount of Notes:

(i) Series: Up to EUR 130,000,000

(ii) Tranche: Up to EUR 130,000,000

5. Issue Price: 100% of the Aggregate Principal Amount

6. (i) Specified Denominations: EUR 1,000

(ii) Calculation Amount: EUR 1,000 7. (i) Issue Date: 19 June 2020 (ii) **Interest Commencement Date:** Issue Date 19 June 2025, adjusted in accordance with the Modified 8. Maturity Date: Following Business Day Convention. 9. **Interest Basis:** Equity Linked: please see the section headed Provisions Applicable to Equity Linked Notes below for more details (further particulars specified in items 18 and 21 below) 10. Redemption/Payment basis: Redemption at par 11. Reference Item(s): The following Reference Item will apply for Interest determination purposes: IBEX 35 (see paragraph 39) 12. Change of Interest Not Applicable Redemption/Payment Basis: Put/Call Options: 13. Not Applicable 14. Settlement Exchange Rate Provisions: Not Applicable 15. Status of the Notes: (i) Senior (ii) Status of the Guarantee: Senior 28 April 2020 (iii) Date Board approval for issuance of Notes obtained: 16. Knock-in Event: Not Applicable

PROVI

18.

Knock-out Event:

17.

Interest:		Appli	Applicable	
(i)	Interest Payment Date(s):		Each date specified under the heading "Interest Payment Date" in the table below:	
		n	Interest Payment Date	
		1	19 June 2021	
		2	19 June 2022	
		3	19 June 2023	
		4	19 June 2024	
		5	19 June 2025	
			ch case, adjusted in accordance with the Modified wing Business Day convention	
(ii)	Margin(s):	Not A	Not Applicable	

Not Applicable

(iii) Minimum Interest Rate: Not Applicable

(iv) Maximum Interest Rate: Not Applicable

(v) Day Count Fraction: Not Applicable

(vi) Rate of Interest: In respect of each Interest Payment Date the Rate of Interest shall be determined by the Calculation Agent in

accordance with the following formula(e):

Rate of Interest (ix) – Digital One Barrier:

(A) If the Coupon Barrier Condition is satisfied in respect of a ST Coupon Valuation Date (n)

Constant Percentage 1;

(B) Otherwise:

Constant Percentage 2

Where:

"Constant Percentage 1" means 0.50%.

"Constant Percentage 2" means 0.20%.

"Coupon Barrier" means the RI Initial Value.

"Coupon Barrier Condition" means, in respect of a ST Valuation Date, that the Coupon Barrier Value in respect of such ST Valuation Date, as determined by the Calculation Agent, is greater than or equal to Coupon Barrier.

"Coupon Barrier Value" means, in respect of a ST Coupon Valuation Date (n), the RI Closing Value.

"Initial Closing Price" means the RI Closing Value of the Reference Item on the Strike Date.

"RI Closing Value" means, in respect of the Reference Item and a ST Valuation Date, as the relevant Reference Item is a Share Index, the Settlement Level (as defined in the Equity Linked Conditions) in respect of such ST Valuation Date.

"RI Initial Value" means, in respect of the Reference Item, the Initial Closing Price.

"ST Coupon Valuation Date (n)" means each Interest Payment Date (n).

"ST Valuation Date" means each ST Coupon Valuation Date (n).

19. **Fixed Rate Note Provisions**

Not Applicable

20. Floating Rate and CMS Linked Note Provisions

Not Applicable

21. **Equity** Linked Note interest Applicable - please refer to "Provisions Applicable to provisions: Equity Linked Notes" below, for more information 22. Linked Note Not Applicable Inflation interest provisions: 23. **Fund Linked Note interest provisions:** Not Applicable 24. Foreign Exchange (FX) Rate Linked Not Applicable Note interest provisions: 25. Reference Item Rate Linked Note Not Applicable interest provisions Not Applicable 26. **Zero Coupon Note provisions** PROVISIONS RELATING TO REDEMPTION 27. **Call Option** Not Applicable 28. **Put Option**: Not Applicable 29. Final Redemption Amount of each Calculation Amount * 100% Note: 30. **Final Payout:** Not Applicable 31. **Automatic Early Redemption:** Not Applicable 32. **Early Redemption Amount:** Early Redemption Amount (Tax) per Market Value less Associated Costs Calculation Amount payable redemption for taxation reasons: Market Value less Associated Costs as defined in Redemption Amount(s) per Calculation Amount payable on an event of default: Condition 1 (Definitions) Termination Amount(s) per Calculation Not Applicable Amount payable on an occurrence of an Extraordinary Fund Event: Redemption Market Value less Associated Costs Amount Calculation Amount payable following an early redemption: Fair Market Value Interest Element: Applicable 33. **Equity Linked Note redemption** Not Applicable provisions: Inflation Linked Note redemption 34. Not Applicable provisions: Not Applicable 35. Credit Linked Note redemption provisions: Not Applicable 36. Fund Linked Note redemption provisions: 37. Foreign Exchange (FX) Rate Linked Not Applicable **Note redemption provisions:**

38. Reference Item Rate Linked Note Not Applicable redemption provisions

PROVISIONS APPLICABLE TO EQUITY LINKED NOTES

39. Equity Linked Note Provisions: Applie	cable
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The provisions of Annex 1 of the Terms and Conditions (Additional Terms and Conditions for Equity Linked

Notes) shall apply

(i) Type of Notes: Single Share Index Linked Notes

(ii) Share(s)/Share Basket/Single Share Index/Share Index Basket:

The Reference Item: IBEX 35 (Bloomberg page: IBEX

Index; ISIN: ES0SI0000005)

Share Index Sponsor(s): As per the Conditions (iii)

As per the Conditions (iv) Exchange(s):

(v) Related Exchange(s): All Exchanges

Modified Following Business Day Convention (vi) Exchange **Business** Day

Convention:

(vii) Strike Date: 19 June 2020 and, for the avoidance of doubt, Averaging

shall not apply for the determination of the Initial Closing

Price

Strike Period and Strike Days: Not Applicable (viii)

Averaging applies to the Notes. The Averaging Dates are Averaging: (ix)

the dates specified under the heading "Averaging Dates" in the table below in respect of each Interest Payment Date "n" falling on or about the date specified under the heading "Interest Payment Date" other than for the purposes of

determining the Initial Closing Price:

n	Interest Payment Date	Averaging Dates
1	19 June 2021	8 June 2021
		9 June 2021
		10 June 2021
		11 June 2021
		14 June 2021
2	19 June 2022	7 June 2022
2	19 Julie 2022	8 June 2022
		9 June 2022
		10 June 2022
		13 June 2022
		13 valle 2022
3	19 June 2023	6 June 2023
		7 June 2023
		8 June 2023
		9 June 2023
		12 June 2023
4	19 June 2024	6 June 2024

7 June 2024 10 June 2024 11 June 2024 12 June 2024

5 19 June 2025 6 June 2025

9 June 2025 10 June 2025 11 June 2025 12 June 2025

In the event that an Averaging Date is a Disrupted Day, Modified Postponement will apply

(x) Coupon Valuation Date(s): Not Applicable

(xi) Coupon Valuation Time: Scheduled Closing Time

(xii) Redemption Valuation Date(s): Not Applicable

(xiii) Redemption Valuation Time: Not Applicable

(xiv) Observation Date(s): Not Applicable

(xv) Observation Period: Not Applicable

(xvi) Specified Maximum Days of Specified Maximum

Disruption:

Specified Maximum Days of Disruption will be equal to

three

(xvii) Exchange Rate: Not Applicable

(xviii) Business Day Convention: Modified Following Business Day Convention

PROVISIONS APPLICABLE TO INFLATION LINKED NOTES

40. Inflation Linked Note Provisions: Not Applicable

PROVISIONS RELATING TO CREDIT LINKED NOTES

41. Credit Linked Note Provisions: Not Applicable

PROVISIONS APPLICABLE TO FUND LINKED NOTES

42. Fund Linked Note Provisions: Not Applicable

PROVISIONS APPLICABLE TO FOREIGN EXCHANGE (FX) RATE LINKED NOTES

43. Foreign Exchange (FX) Rate Linked Not Applicable Note Provisions:

PROVISIONS APPLICABLE TO REFERENCE ITEM RATE LINKED NOTES

44. Reference Item Rate Linked Note Not Applicable Provisions:

PROVISIONS APPLICABLE TO PHYSICAL DELIVERY

45. Provisions applicable to Physical Not Applicable Delivery:

46. Variation of Settlement: The Issuer does not have the option to vary settlement in

respect of the Notes as set out in Condition 7(j)(ii)

PROVISIONS APPLICABLE TO PARTLY PAID NOTES

47. Partly Paid Notes: Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

48. Form of Notes: Book-Entry Notes: Uncertificated, dematerialised book-

entry form notes (anotaciones en cuenta) registered with

Iberclear as managing entity of the Central Registry

49. Additional Business Centres: Not Applicable

50. Additional Financial Centre for Not Applicable

Condition 7(i):

51. New Global Note Form: No

52. Talons for future Coupons or Receipts to Not Applicable

be attached to definitive Bearer Notes (and dates on which such Talons

mature):

53. Details relating to Instalment Notes: Not Applicable

amount of each instalment ("**Instalment Amount**"), date on which each payment is to be made ("**Instalment Date**"):

54. Consolidation provisions: Not Applicable

55. Calculation Agent: Banco Santander, S.A.

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the regulated market of Euronext Dublin of the Notes described herein pursuant to the EUR 10,000,000,000 Euro Medium Term Note Programme of Santander International Products plc.

RESPONSIBILITY

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms. Information relating to the Reference Item has been extracted from the website of the Share Index Sponsor. Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by the Share Index Sponsor on such source, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer: Signed on behalf of the Guarantor:

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PART B - OTHER INFORMATION

1. LISTING

(i) Listing The Irish Stock Exchange plc trading as Euronext

Dublin ("Euronext Dublin")

(ii) Admission to trading Application has been made by the Issuer (or on its

behalf) to Euronext Dublin for the Notes to be admitted to the Official List and trading on its

regulated market

2. RATINGS

Ratings: The Notes to be issued have not been rated

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Plan of Distribution" and "General Information", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND ESTIMATED TOTAL EXPENSES RELATED TO THE ADMISSION TO TRADING

(i) Reasons for the offer: See "Use of Proceeds" in the Base Prospectus

(ii) Estimated net proceeds: EUR 130,000,000

(iii) Estimated total expenses: EUR 1,000 (listing expenses)

5. PERFORMANCE OF INDEX/FORMULA/FUND/CURRENCY/REFERENCE ENTITY, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND OTHER INFORMATION CONCERNING THE REFERENCE ITEM

Information on the past and future performance of the IBEX 35 which is the Reference Item and its volatility can be obtained from Bloomberg.

The Issuer does not intend to provide post-issuance information.

6. **OPERATIONAL INFORMATION**

ISIN: ES0305466023

Common Code: Not Applicable

CUSIP Code: Not Applicable

CFI: DSDVFI

FISN: SAN INTNAL PROD/VAR BOESTR 20250619

Iberclear

Any clearing system(s) other than DTC, Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification

number(s):

Delivery: Delivery against payment

Names and addresses of initial Paying

Agent(s) (if any):

Iberclear Paying Agent: Banco Santander, S.A. Ciudad Grupo Santander

Avda. de Cantabria, s/n Edificio Encinar

28660 Boadilla del Monte - Madrid

Spain

Names and addresses of additional Paying

Agent(s) (if any):

Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility:

Not Applicable

7. DISTRIBUTION

> Method of distribution (i) Non-syndicated

(ii) If syndicated, names and addresses of Managers and underwriting commitments/quotas (material features):

Not Applicable

Stabilisation Manager(s) (if any): (iii)

Not Applicable

(iv) If non-syndicated, name

address of relevant Dealer:

Banco Santander, S.A. Ciudad Grupo Santander Avda. de Cantabria, s/n Edificio Encinar

28660 Boadilla del Monte - Madrid

Spain

(v) Total commission and concession: <u>Upfront commission of 0.5</u>% of the Aggregate Principal Amount and annual commission of 0.12% of

the Aggregate Principal Amount per annum.1

(vi) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA not

applicable

(vii) Non-exempt Offer where there is no exemption from the obligation under the Prospectus Directive to

publish a prospectus

Applicable

Non-exempt Offer Jurisdictions: Kingdom of Spain

Offer Period: 4 May 2020 until to and including 12 June 2020

Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the

Conditions in it:

Banco Santander, S.A.

General Consent: Not Applicable

Other Authorised Offeror Terms: Not Applicable

¹ Total commission and concession has been amended to reflect the commissions paid to the Dealer

(viii) Prohibition of Sales to EEA and UK Retail Investors:

Applicable, other than with respect to offers of the Notes in the Kingdom of Spain during the period 4 May 2020 - 12 June 2020

8. U.S. TAX CONSIDERATIONS

The Notes are not Specified Notes for purposes of Section 871(m).

9. TERMS AND CONDITIONS OF THE OFFER

Offer Price: Issue Price

Conditions to which the offer is subject: Not Applicable

Description of the application process: Applications for purchase of Notes may me made by a

prospective investor to Banco Santander, S.A.

Details of the minimum and/or maximum

amount of application:

Minimum amount of application is EUR 10,000 per

investor

Description of possibility to reduce subscriptions and manner for refunding

excess amount paid by applicants:

Not Applicable

Details of the method and time limits for paying up and delivering the Notes:

The Notes are cleared through Iberclear and it is anticipated that the Notes will be delivered on the Issue Date to the investor against payment of the application amount

Manner in and date on which results of the offer are to be made public:

By means of a notice published by the Issuer on the website of the Central Bank of Ireland (www.centralbank.ie)

Procedure for exercise of any right of preemption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable

Whether tranche(s) have been reserved for certain countries:

Not Applicable

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:

Applicants will be notified directly by Banco Santander, S.A. of the success of their application.

Dealing in the Notes may commence on the Issue Date.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

Apart from the Offer Price, the Issuer is not aware of any expenses and taxes specifically charged to the subscriber or purchaser

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place Banco Santander, S.A., Avenida de Cantabria s/n., 28660, Boadilla del Monte (Madrid)

Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment: Banco Santander, S.A. (Avenida de Cantabria s/n., 28660, Boadilla del Monte (Madrid) has a firm commitment to provide liquidity to the Notes through quoting bid and offer rates, subject to the limit of Notes held of 10% of the Aggregate Principal Amount of the Series. Additionally, Banco Santander will act

as an intermediary in secondary trading to Retail investors, professional investors and ECPs.

10. EU BENCHMARKS REGULATION

EU Benchmarks Regulation: Article 29(2) statement on benchmarks:

Applicable: Amounts payable under the Notes are calculated by reference to the IBEX 35, which is provided by Bolsas y Mercados Españoles (BME).

As at the date of these Final Terms, Bolsas y Mercados Españoles (BME) is included in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to tharticle 36 of Regulation (EU) 2016/1011.

11. SPECIFIC BASIS BUY-BACK Not Applicable PROVISIONS