



MATERIAL FACT

ANNOUNCEMENT OF THE RESULT OF TENDER OFFERS

On 22 August 2012, Banco Santander, S.A. and Santander Financial Exchanges Limited (each an **Offeror** and, jointly, the **Offerors**) invited holders of the securities set out in the following table (the **Securities**) to tender such Securities for purchase by the relevant Offeror for cash (each such invitation an **Offer** and, together, the **Offers**) and announced such Offer on that date pursuant to the material fact (*hecho relevante*) number 172592.

Banco Santander and Santander Financial Exchanges Limited announce the principal amount of each of the Securities accepted for purchase as set out below (the **Principal Amount Accepted for Purchase**).

The Settlement Date will be 4 September 2012.

Securities

<u><i>Issuer</i></u>	<u><i>Series</i></u>	<u><i>ISIN</i></u>	<u><i>Principal Amount Accepted for Purchase</i></u>	<u><i>Weighted Average Price</i></u>
Santander Finance Preferred, S.A. Unipersonal	Series 7 GBP 250,000,000.00	XS0307728146	£150,000	45.00%
Santander Finance Preferred, S.A. Unipersonal	Series 3 EUR 200,000,000.00	XS0202774245	€6,041,000	66.16%
Santander Finance Preferred, S.A. Unipersonal	Series 2 EUR 300,000,000.00	XS0202197694	€9,186,000	48.25%
Santander Finance Preferred, S.A. Unipersonal	Series 9 EUR 125,700,000.00	XS0441528600	€13,950,000	99.71%
Santander Finance Preferred, S.A. Unipersonal	Series 8 GBP 679,400,000.00	XS0441528949	£18,400,000	99.36%
Santander Central Hispano Financial Services Limited	GBP 200,000,000.00	XS0131038522	£0	0.00%
Santander Perpetual, S.A. Unipersonal.	Series 1 EUR 750,000,000.00	XS0206920141	€8,196,000	71.01%
Santander Issuances, S.A. Unipersonal	Series 13 EUR 1,500,000,000.00	XS0291652203	€275,550,000	80.01%
Santander Issuances, S.A. Unipersonal	Series 9 EUR 550,000,000.00	XS0261717416	€37,450,000	79.72%
Santander Issuances, S.A. Unipersonal	Series 10 GBP 300,000,000.00	XS0261787898	£5,250,000	75.00%
Santander Issuances, S.A. Unipersonal	Series 18 EUR 1,500,000,000.00	XS0327533617	€154,550,000	79.43%
Santander Issuances, S.A. Unipersonal	Series 19 GBP 800,000,000.00	XS0327310669	£23,900,000	80.03%
Santander Issuances, S.A. Unipersonal	Series 11 GBP 300,000,000.00	XS0284633327	£40,516,000	78.74%
Santander Issuances, S.A. Unipersonal	Series 5 EUR 500,000,000.00	XS0255291626	€76,997,000	75.98%
Santander Issuances, S.A. Unipersonal	Series 14 EUR 500,000,000.00	XS0301810262	€0	0.00%
Santander Issuances, S.A. Unipersonal	Series 23 EUR 449,250,000.00	XS0440402393	€72,050,000	93.67%
Santander Issuances, S.A. Unipersonal	Series 24 GBP 843,350,000.00	XS0440403797	£222,900,000	93.54%
Santander Issuances, S.A. Unipersonal	Series 16 EUR 102,000,000.00	XS0307566496	€7,000,000	65.00%
Santander Issuances, S.A. Unipersonal	Series 12 EUR 585,000,000.00	XS0285087192	€4,000,000	70.38%

<u><i>Issuer</i></u>	<u><i>Series</i></u>	<u><i>ISIN</i></u>	<u><i>Principal Amount Accepted for Purchase</i></u>	<u><i>Weighted Average Price</i></u>
Santander Issuances, S.A. Unipersonal	Series 15 EUR 114,000,000.00	XS0307473214	€0	0.00%
Santander Issuances, S.A. Unipersonal	Series 17 EUR 25,000,000.00	XS0309495959	€0	0.00%

Boadilla del Monte (Madrid), August 31, 2012