

## **Final Terms dated 28 November 2019**

### **Santander Consumer Finance, S.A. Issue of EUR 650,000,000 Fixed Rate Notes due December 2024**

**under the €15,000,000,000**

## **Euro Medium Term Note Programme**

### **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “**Conditions**”) set forth in the Base Prospectus dated 18 June 2019 and the supplement to it dated 25 October 2019 which together constitute a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC, as amended (the Prospectus Directive). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at the website of the Central Bank of Ireland ([www.centralbank.ie](http://www.centralbank.ie)).

The expression “**Prospectus Directive**” means Directive 2003/71/EC (as amended by Directive 2010/73/EU).

**MIFID II product governance / professional investors and ECPs target market –** Solely for the purposes of each 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 and professional clients, each as defined in Directive 2014/65/EU, as amended (“**MiFID II**”); and (ii) all channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturers’ 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 manufacturers’ target market assessment) and determining appropriate distribution channels, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable.

### **PRIIPs Regulation / Prohibition of sales to EEA Retail Investors**

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**”). 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 MiFID II; or (ii) a customer within the meaning of Directive 2002/92/EC (as amended or superseded,

“**IMD**”), 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 (the “**Prospectus Directive**”). Consequently 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 has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

1. Issuer: Santander Consumer Finance, S.A.
2.
  - (i) Series Number: 85
  - (ii) Tranche Number: 1
  - (iii) Date on which the Notes become fungible: Not Applicable
3. Specified Currency or Currencies: Euro (“**EUR**”)
4. Aggregate Principal Amount:
  - (i) Series: EUR 650,000,000
  - (ii) Tranche: EUR 650,000,000
5. Issue Price: 100 per cent. of the Aggregate Principal Amount
6. Specified Denominations: EUR 100,000
7.
  - (i) Issue Date: 5 December 2019
  - (ii) Interest Commencement Date: Issue Date
8. Maturity Date: 5 December 2024
9. Interest Basis: 0.675 per cent. Fixed Rate  
  
(further particulars specified below at paragraph 13)
10. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100% of their nominal amount.

- |     |   |                            |
|-----|---|----------------------------|
| 11. | Put/Call Options:   | Not Applicable.            |
| 12. | (i) Status of the Notes:  | Senior Non Preferred Notes |
|     | (ii) Date Executive Commission approval for issuance of Notes obtained: | 10 October 2019            |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |  |   |
|-----|--|---|
| 13. | Fixed Rate Note Provisions                   | Applicable  |
|     | (i) Rate(s) of Interest:                     | 0.675 per cent. per annum payable annually in arrear    |
|     | (ii) Interest Payment Date(s):               | 5 December in each year, starting on 5 December 2020    |
|     | (iii) Fixed Coupon Amount(s):                | Euro 675.00 per Specified Denomination Principal Amount |
|     | (iv) Day Count Fraction:                     | 30/360  |
|     | (v) Determination Date(s):                   | Not Applicable  |
|     | (vi) Broken Amount(s):                       | Not Applicable  |
| 14. | Floating Rate and CMS-Linked Note Provisions | Not Applicable  |
| 15. | Zero Coupon Note Provisions                  | Not Applicable  |
| 16. | Reset Note Provisions                        | Not Applicable  |

**PROVISIONS RELATING TO REDEMPTION**

- |     |  |  |
|-----|--|--|
| 17. | Call Option and/or Regulatory Call:                        | Not Applicable   |
| 18. | Put Option   | Not Applicable   |
| 19. | Maturity Redemption Amount of each Note:                   | EUR 100,000 per Note of EUR 100,000 Specified Denomination |
| 20. | Early Redemption Amount (Tax), and Early Redemption Amount | EUR 100,000 per Note of EUR 100,000                        |

	(TLAC/MREL Disqualification Event):	Specified Denomination
21.	TLAC/MREL Disqualification Event	Applicable
	Early Redemption Amount(s) of each Note payable on redemption for (1) taxation reasons, (2) on a TLAC/MREL Disqualification Event, or (3) on an event of default:	EUR 100,000 per Note of EUR 100,000 Specified Denomination

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTE**

22.	Form of Notes:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
23.	New Global Note:	Yes
24.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No
25.	Business Days:	TARGET Business Day
26.	Relevant Financial Centre:	TARGET Business Day
27.	Relevant Financial Centre Day:	TARGET Business Day
28.	Details relating to Instalment Notes:	Not Applicable
29.	Commissioner:	Mr. Jesús Merino Merchán
30.	Waiver of Set-off:	Applicable
31.	Substitution and Variation:	Applicable
32.	Governing law	Spanish law

Signed on behalf of **SANTANDER CONSUMER FINANCE, S.A.**

By: .....  
*Authorised Signatory*

Date

By: .....  
*Authorised Signatory*

Date

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- |       |   |   |
|-------|---|---|
| (i)   | Listing:  | Application has been made for the Notes to be admitted to listing on the Official List of Euronext Dublin with effect from the Issue Date.    |
| (i)   | Admission to Trading:                                       | Application has been made for the Notes to be admitted to trading on the Regulated Market of Euronext Dublin with effect from the Issue Date. |
| (iii) | Estimate of total expenses related to admission to trading: | EUR 1,000   |

### **2. RATINGS**

The Notes to be issued have been rated:

Ratings: Moody's: Baa1

Moody's Investors Service España, S.A. is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "**CRA Regulation**").

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

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### **4. Fixed Rate Notes only – YIELD**

Indication of yield: 0.675 per cent. per annum.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### **5. OPERATIONAL INFORMATION**

ISIN: XS2089312453

Common Code:	208931245
CUSIP number:	Not Applicable
CFI:	Not Applicable
FISN:	Not Applicable
WKN:	Not Applicable
Delivery:	Delivery against payment
Any Clearing System other than Euroclear and Clearstream Banking S.A. and the relevant identification numbers:	Not Applicable
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 6. DISTRIBUTION

- |      |   |                                      |
|------|---|--------------------------------------|
| i.   | Method of Distribution:                       | Not Applicable                       |
| ii.  | U.S. Selling Restrictions:                    | Reg S Compliance Category 2; TEFRA D |
| iii. | Prohibition of Sales to EEA Retail Investors: | Applicable                           |

