



**THE FOUNDATION
FOR SECURE
MARKETS**

#47825

DATE: NOVEMBER 11, 2020

**SUBJECT: BANCO SANTANDER S.A. - NO ADJUSTMENT
OPTION SYMBOL: SAN**

Banco Santander S.A. (SAN) announced a Scrip Dividend of 5.882353 additional American Depositary Shares (ADSs) per ADS held, to holders of Banco Santander S.A. ADSs. As a result, SAN ADS holders will have the opportunity to choose to receive the dividend in newly issued SAN ADSs or cash. Shareholders making no election will receive the dividend in the form of newly issued ADSs.

The ADS record date is November 13, 2020. The payable date is December 14, 2020. The New York Stock Exchange (NYSE) has set November 12, 2020, as the ex-distribution date.

NO CONTRACT ADJUSTMENT FOR THE SAN DIVIDEND

Pursuant to Article VI, Section 11A of OCC's By-laws, OCC has determined that SAN options WILL NOT BE ADJUSTED FOR THE SCRIP DIVIDEND. OCC has determined that the dividend is an ordinary dividend as defined in the OCC By-Laws for which no adjustment should be made.

Interpretations and Policies .01 to Article VI, Section 11A of the OCC By-Laws states:

... cash dividends or distributions (regardless of size) by the issuer of the underlying security which the Corporation believes to have been declared pursuant to a policy or practice of paying such dividends or distributions on a quarterly or other regular basis will, as a general rule, be deemed to be ordinary cash dividends or distributions within the meaning of paragraph (c) of Section 11A.

For additional guidance regarding cash dividend adjustment policies, please see OCC Information Memos #30050 and #31714.

Exercise Consideration – SAN Call option holders who wish to receive the scrip dividend in a form other than the default must exercise their options in sufficient time to become a holder of record of SAN. In all cases, it is the sole responsibility of persons holding call options seeking to receive the dividend to determine when to exercise their options.

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 OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. 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.