

## Final Terms dated 15 September 2017

**Santander Consumer Finance, S.A.**  
**Issue of JPY 3,300,000,000 0.287 per cent. Notes due 27 September 2019**

**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 15 June 2017 and the supplement to it dated 11 September 2017 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive (as such term is defined below). 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 Irish Stock Exchange ([www.ise.ie](http://www.ise.ie)).

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

1. Issuer: Santander Consumer Finance, S.A.
2. (i) Series Number: 54  
(ii) Tranche Number: 1  
(iii) Date on which the Notes become fungible: Not Applicable
3. Specified Currency or Currencies: Japanese Yen ("**JPY**")
4. Aggregate Principal Amount:
  - (i) Series: JPY 3,300,000,000
  - (ii) Tranche: JPY 3,300,000,000
5. Issue Price: 100 per cent. of the Aggregate Principal Amount
6. Specified Denominations: JPY 100,000,000
7. (i) Issue Date: 27 September 2017  
(ii) Interest Commencement Date: Issue Date
8. Maturity Date: 27 September 2019
9. Interest Basis: 0.287 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 per cent. of their nominal amount.

11. Put/Call Options: Not Applicable

12. (i) Status of the Notes: Senior

(ii) Date Board approval for issuance of Notes obtained: 21 September 2017

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

13. Fixed Rate Note Provisions Applicable

(i) Rate of Interest: 0.287 per cent. per annum payable semi-annually in arrear

(ii) Interest Payment Date(s): 27 March and 27 September in each year (the amount of interest in respect of the final interest period will be payable on the Maturity Date) adjusted in accordance with the Modified Following Business Day Convention

(iii) Fixed Coupon Amount: JPY 143,500 per JPY 100,000,000 Specified Denomination

(iv) Day Count Fraction: 30/360, unadjusted

(v) Determination Dates: Not Applicable

(vi) Broken Amount(s): Not Applicable

14. Floating Rate Note Provisions Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

15. Call Option and/or Regulatory Call: Not Applicable

16. Put Option Not Applicable

17. Maturity Redemption Amount of each Note: JPY 100,000,000 per Note of JPY 100,000,000 Specified Denomination

18. Early Redemption Amount (Tax):

Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default or other early redemption: JPY 100,000,000 per Note of JPY 100,000,000 Specified Denomination

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

19. 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

20. New Global Note: Yes

21. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No

22. Business Day: Tokyo, London and TARGET

23. Relevant Financial Centre: Tokyo, London and TARGET

24. Relevant Financial Centre Day: Tokyo, London and TARGET  
25. Details relating to Instalment Notes: Not applicable  
26. Commissioner: Mr. Luis Coronel de Palma

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

By: .....  
*Authorised Signatory*

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 the Irish Stock Exchange and on the TOKYO PRO-BOND Market of the Tokyo Stock Exchange with effect from the Issue Date and one business day following the Issue Date, respectively.
- (ii) Admission to Trading: Application has been made for the Notes to be admitted to listing on the Official List of the Irish Stock Exchange and on the TOKYO PRO-BOND Market of the Tokyo Stock Exchange with effect from the Issue Date and one business day following the Issue Date, respectively.
- (iii) Estimate of total expenses related to admission to trading: 600 euros

### 2. RATINGS

The Notes to be issued are expected to be rated as follows:

- Ratings: Standard & Poor's: BBB+
- Moody's: A3
- Fitch: A-

Each of Standard & Poor's Credit Market Services Europe Limited (Standard & Poor's), Moody's Investor Services España, S.A. (Moody's) and Fitch Ratings España, S.A.U. (Fitch) are 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

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Joint Lead Managers and their 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: 0.287 *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: XS1687295532
- Common Code: 168729553
- 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 " <b>yes</b> " 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:	Syndicated
(ii) If syndicated:	
(A) Names of Dealers	Joint Lead Managers:  Mizuho International plc Morgan Stanley & Co. International plc Nomura International plc
(B) Stabilisation Manager(s), if any:	Not Applicable
(iii) If non-syndicated, name of Dealer:	Not Applicable
(iv) U.S. Selling Restrictions:	Reg S Compliance Category 2; TEFRA D
(v) Prohibition of Sales to EEA Retail Investors:	Not Applicable
(vi) Japanese Selling Restrictions and Transfer Restrictions:	For the purpose of the issuance of the Notes, the following Japanese selling and transfer restrictions apply:  (1) The Notes may not be sold, transferred or otherwise disposed to any person other than the Professional Investors, Etc. ( <i>Tokutei Touseika tou</i> ) as defined in Article 2, Paragraph 3, Item 2(b)(2) of the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended, the " <b>FIEA</b> ") (the " <b>Professional Investors, Etc.</b> "), except for the transfer of the Notes to the following:  (a) the Issuer or an officer (meaning an officer as prescribed in Article 11-2, Paragraph 1, Item 2(c) of the Cabinet Office Ordinance on Definitions under Article 2 of the FIEA (MOF Ordinance No. 14 of 1993, as amended, (the " <b>Definitions Cabinet Office Ordinance</b> ")) (meaning a director ( <i>torishimari-yaku</i> ), corporate

auditor (*kansa-yaku*), executive officer (*shikkou-yaku*), board member (*riji*) or auditor (*kanji*), or a person equivalent to any of these) of the Issuer) who holds shares or equity pertaining to voting rights exceeding 50% of all the voting rights in the Issuer which is calculated by excluding treasury shares or any non-voting rights shares (the "**Voting Rights Held by All the Shareholders, Etc.**" (*Sou Kabunushi Tou no Giketsuken*)) (as prescribed in Article 29-4, Paragraph 2 of the FIEA) of the Issuer under his/her own name or another person's name (each a "**Specified Officer**" (*Tokutei Yakuin*)), or a juridical person (excluding the Issuer) whose shares or equity pertaining to voting rights exceeding 50% of the Voting Rights Held by All the Shareholders, Etc., are held by the Specified Officer (the "**Controlled Juridical Person, Etc.**" (*Hi-Shihai Houjin Tou*)) (as prescribed in Article 11-2, Paragraph 3 of the Definitions Cabinet Office Ordinance) including a juridical person (excluding the Issuer) whose shares or equity pertaining to voting rights exceeding 50% of the Voting Rights Held by All the Shareholders, Etc. are jointly held by the Specified Officer and the Controlled Juridical Person(s), Etc. under their own name or another person's name (as prescribed in Article 11-2, Paragraph 2 of the Definitions Cabinet Office Ordinance);or

(b) a company that holds shares or equity pertaining to voting rights exceeding 50% of the Voting Rights Held by All the Shareholders, Etc. of the Issuer in its own name or another person's name.

(2) When (i) a solicitation of an offer to acquire the Notes or (ii) an offer to sell or a solicitation of an offer to purchase the Notes (collectively, "**Solicitation of the Note Trade**") is made, the following matters shall be notified from the person who makes such Solicitation of the Note Trade to the person to whom such Solicitation of the Note Trade is made:

(a) no securities registration statement (pursuant to Article 4, Paragraphs 1 through 3 of the FIEA) has been filed with respect to the Solicitation of the Note Trade;

(b) the Notes fall, or will fall, under the Securities for Professional Investors (*Tokutei Toushika Muke Yukashoken*) (as defined in Article 4, Paragraph 3 of the FIEA);

(c) any acquisition or purchase of the Notes by such person pursuant to any Solicitation

of the Note Trade is conditional upon such person (i) agreeing to comply with the restriction on transfer of the Notes as set forth in (1) above, (in the case of a solicitation of an offer to acquire the Notes to be newly issued), or (ii) entering into an agreement providing for the restriction on transfer of the Notes as set forth in (1) above with the person making such Solicitation of the Note Trade (in the case of an offer to sell or a solicitation of an offer to purchase the Notes already issued);

(d) Article 4, Paragraphs 3, 5 and 6 of the FIEA will be applicable to such certain solicitation, offers and other activities with respect to the Notes as provided in Article 4, Paragraph 2 of the FIEA;

(e) the Specified Securities Information, Etc. (*Tokutei Shouken Tou Jouhou*) (as defined in Article 27-33 of the FIEA) with respect to the Notes and the Issuer Information, Etc. (*Hakkosha Tou Jouhou*) (as defined in Article 27-34 of the FIEA) with respect to the Issuer have been or will be made available for the Professional Investors, Etc. by way of such information being posted on the web-site maintained by the TOKYO PRO-BOND Market (<http://www.jpx.co.jp/english/equities/products/tpbm/announcement/index.html> or any successor website), in accordance with Rules 210 and 217 of the Special Regulations of Securities Listing Regulations Concerning Specified Listed Securities of Tokyo Stock Exchange, Inc.; and

(f) the Issuer Information, Etc. will be provided to the holders of the Notes or made public pursuant to Article 27-32 of the FIEA.