### Final Terms dated 5 November 2019

# Santander Consumer Finance, S.A. Issue of EUR 50,000,000 Floating Rate Notes due November 2021

### 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<sup>th</sup> 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 (<a href="www.centralbank.ie">www.centralbank.ie</a>).

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

MIFID II product governance / Retail investors, 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: 80

(ii) Tranche Number: 1

(iii) Date on which the Notes Not Applicable become fungible:

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

4. Aggregate Principal Amount:

(i) Series: EUR 50,000,000

(ii) Tranche: EUR 50,000,000

5. Issue Price: 100.915 % of the Aggregate Principal

Amount

6. Specified Denominations: EUR 100,000

7. (i) Issue Date: 8 November 2019

(ii) Interest Commencement 8 November 2019

Date:

8. Maturity Date: 8 November 2021

9. Interest Basis: 3 month EURIBOR plus 0.75% p.a.

(further particulars specified below at

paragraph 14)

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: **Ordinary Senior Notes** 

> Date Executive 5 November 2019 (ii)

> > Commission approval for issuance of Notes obtained:

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

13. Fixed Rate Note Provisions Not Applicable

Floating Rate and CMS-Linked 14. Applicable

**Note Provisions** 

(i) **Interest Periods:** Quarterly, subject to adjustment in

> accordance with the Business Day

Convention set out in (iv) below

**Interest Payment Dates:** 8 February, 8 May, 8 August and 8 (ii)

> November of each year from (and including) 8 February 2020 to (and including) the Maturity Date, adjusted in accordance with the Business Day

Convention set out in (iv) below

First Interest Payment 8 February 2020 (iii)

Date:

**Business Day Convention:** Modified Following (iv)

Manner in which the Rate (v)

of Interest is to be

determined:

Screen Rate Determination

Party responsible for Not Applicable (vi)

calculation the Rates of Interest and / or Interest Amounts (if not the Issue

and Paying Agent)

(vii) Margin Plus Rate: Not Applicable

(viii) Specified Percentage Not Applicable

Multiplied by Rate:

(ix) Differences in Rates: Not Applicable

(x) Screen Rate Determination:

> Reference Rate: 3 month EURIBOR

**Interest Determination** 

Date (s):

The date falling two TARGET Business Days prior to the first day of each Interest Calculation Period (the "Reset Date")

Relevant Screen Page: Reuters Page EURIBOR01

Relevant time: 11:00am Brussels time

(xi) ISDA Determination: Not Applicable

(xii) Margin (s): +0.75 per cent. per annum

(xiii) Minimum Rate of Interest: 0 per cent. per annum

(xiv) Maximum Rate of Interest: Not Applicable

(xv) Day Count Fraction: Actual/360

(xvi) Specified Percentage: Not Applicable

(xvii) Constant maturity swap

rate:

Not Applicable

(xviii) Set Up Provisions: Not Applicable

Zero Coupon Note Provisions Not Applicable 15.

**Reset Note Provisions** Not Applicable 16.

## PROVISIONS RELATING TO REDEMPTION

Call Option and/or Regulatory Not Applicable 17. Call:

18. **Put Option** Not Applicable

19. Maturity Redemption Amount of EUR 100,000 per Note of EUR 100,000 each Note:

**Specified Denomination** 

20. Early Redemption Amount (Tax), Not Applicable Early Redemption Amount (Capital Disqualification Event) and Early Redemption Amount (TLAC/MREL Disqualification Event):

21. TLAC/MREL Disqualification

**Event** 

Not Applicable

Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on 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

No

25. **Business Days:** 

mature):

TARGET2

Relevant Financial Centre: 26.

Not Applicable

Relevant Financial Centre Day: 27.

Not Applicable

Details relating to Instalment 28.

Notes:

Not Applicable

29. Commissioner: Mr. Luis Coronel de Palma

Waiver of Set-off: 30.

Not Applicable

31. Substitution and Variation: Not Applicable

32. Governing law English law

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

By:	Authorised Signatory	By:
Date		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 600** 

2. **RATINGS** The Notes to be issued have been rated:

Ratings: Standard & Poor's: A-

Moody's: A2

Fitch: A

Each of Standard & Poor's Credit Market Services Europe Limited, Moody's Investors Service España, S.A. and Fitch Ratings Limited 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

Save for any fees payable to the Dealer, 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: Not Applicable

### 5. Floating Rate Notes only – HISTORIC INTEREST RATES

(i) Historic interest rates: Details of historic EURIBOR rates can

be obtained from Reuters

Benchmarks: (ii) Amounts payable under the Notes will

calculated by reference EURIBOR which is provided by the European Money Markets Institute. As at the date of this Final Terms, the European Money Markets Institute does not appear on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of the Benchmark Regulation (Regulation (EU) 2016/1011) (the "Benchmark Regulation"). As far as the Issuer is aware, the transitional provisions in Article 51 of the Benchmark Regulation apply, such that the European Money Markets Institute is not currently required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement

equivalence).

#### 5. **OPERATIONAL INFORMATION**

ISIN: XS2077543317

Common Code: 207754331

CUSIP number: Not Applicable

CFI: Not Applicable

FISN: Not Applicable

Not Applicable WKN.

Delivery: Delivery against payment

Any Clearing System other than Not Applicable Euroclear and Clearstream Banking S.A. and the relevant identification numbers:

Names and addresses of additional Not Applicable Paying Agent(s) (if any):

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: Non-syndicated

ii. If syndicated: Not Applicable

iii. If non-syndicated, name of Barclays Bank Ireland PLC Dealer:

Reg S Compliance Category 2; U.S. Selling Restrictions: iv. TEFRA D

Prohibition of Sales to EEA v.

**Retail Investors:**