

**SECOND SUPPLEMENT DATED 8 APRIL 2022 TO THE BASE PROSPECTUS DATED 17 JUNE 2021**



**SANTANDER CONSUMER FINANCE, S.A.**

*(incorporated with limited liability in the Kingdom of Spain)*

**€25,000,000,000**

**Euro Medium Term Note Programme**

This supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with the base prospectus dated 17 June 2021 (the "**Base Prospectus**") and the first supplement dated 23 November 2021 (the "**First Supplement**") prepared by Santander Consumer Finance, S.A. ("**Santander Consumer**", or the "**Issuer**") in connection with its programme (the "**Programme**") for the issuance of up to €25,000,000,000 in aggregate principal amount of debt instruments (the "**Instruments**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement. This Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**") and has been approved by the Central Bank of Ireland (the "**Central Bank**") as competent authority for the purpose of the Prospectus Regulation. The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and European law pursuant to the Prospectus Regulation.

The Central Bank only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered an endorsement of the Issuer or the quality of the securities that are the subject of this Supplement. Investors should make their own assessment as to the suitability of investing in the securities.

The Base Prospectus was approved on 17 June 2021, by the Central Bank of Ireland, which is the Irish competent authority for the purposes of the Prospectus Regulation, for the purpose of giving information with regard to the issue of Euro Medium Term Notes under the Programme during the period of twelve months after the date thereof.

This Supplement should be read in connection with the Base Prospectus.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement, or incorporation by reference, in the Base Prospectus, the statement in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus on 17 June 2021.

## **AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS**

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Base Prospectus shall be amended and/or supplemented in the manner described below.

### **INFORMATION INCORPORATED BY REFERENCE**

An English language translation of the audited Consolidated Financial Statements of the Issuer for the year ended 31 December 2021, together with the Auditors' Report thereon have been filed with the Central Bank of Ireland and the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**").

The table below sets out relevant page references for the English language balance sheet, income statement, cash-flow statement, explanatory notes and auditors' report of the Issuer for the year ended 31 December 2021 (the "**December 2021 Financial Statements**"):

<b>December 2021 Financial Statements</b>	<b>Page reference</b> <i>(pdf document page numbers)</i>
Consolidated Balance Sheets	10-11
Consolidated Income Statements	12
Consolidated Statements of Recognized Income and Expense	13
Consolidated Statements of Changes in Equity	14-15
Consolidated Statements of Cash Flows	16
Notes to the Consolidated Financial Statements	17-213
Auditor's report on Consolidated Financial Statements	2-9

The English language translation of the December 2021 Financial Statements of the Issuer is available on the following link:

<https://www.santanderconsumer.com/wp-content/uploads/2022/04/Consolidated-AR-English-2021-v-05-04.pdf>

Copies of the December 2021 Financial Statements are also available on the website of the Issuer.

Any information not listed in the cross reference table set out above but which is included in the December 2021 Financial Statements from which the information incorporated by reference has been derived, is either not relevant or covered elsewhere in the Base Prospectus.

### **GENERAL INFORMATION**

Paragraph 3 (*Significant/Material Change*) on page 202 of the Base Prospectus shall be deleted and replaced with the following text in its entirety:

#### **"Significant/Material Change**

3. Save as set out in this Base Prospectus in sections "Risk Factors - Macro-Economic and Political Risks" and "Risk Factors - Risks Relating to the Issuer and the Consumer Group Business", since 31 December 2021 there has been no significant change in the financial performance or financial position of the Issuer and/or the Consumer Group nor any material adverse change in the prospects of the Issuer and/or the Consumer Group.