



2019 Report First Half



Santander Totta, SGPS

| | |
|--|---|
| Highlights | 3 |
| Table of Indicators | 4 |
| Corporate Culture | 5 |
| Main Awards and Recognitions | 6 |
| Relevant Facts in the 1st half of 2019 | 8 |
| Governing Bodies | 9 |

Activity and Results

| | |
|------------------------------------|----|
| Business Framework | 10 |
| Business Areas | 13 |
| Economic and Financial Information | 19 |

Risk Management

| | |
|----------------------------------|----|
| Credit, and Counterparty Risk | 30 |
| Balance-sheet risk | 33 |
| Market Risk | 35 |
| Operational Risk | 36 |
| Compliance and Reputational Risk | 37 |

Additional Information

| | |
|--|----|
| Consolidated Financial Statements | 44 |
| Notes to the Consolidated Financial Statements | 50 |

*This report was approved by the Bank's Board of Directors
on September 24, 2019*

Santander Totta, SGPS, SA

Rua do Ouro, 88 - 1100-063 Lisboa - Portugal

Share Capital: 1.972.962.079,58 €

Registered at Lisbon Commercial Registry under the number 507 096 851 and tax identification number 507 096 851

LEI: 5493005RLLC1P7V5VC58

Highlights



“First half results lend continuity to the Bank’s sustained growth, with net income amounting to €276 million, 4.6% more than in the first six months of 2018. We are a Bank that is ever closer to and focused on the customers, and these figures show that we are providing a good service and earn their trust. On the other hand, we have received many awards as the Best Bank in Portugal – this month we were rewarded by Euromoney – and as the Brand of Greatest Repute of the sector.

The resources are a sign that confidence following an upward path, with a year-on-year increase of 4.6%. And we continue to show very significant shares in new loans to companies (20.5%) and in mortgage loans (18.9%).

Lending continuity to our purpose of providing our customers with ever better service, we continued to implement new digital solutions and to simplify operational processes, in a gradual process of digital transformation. Products and services such as the new mortgage loan platform, the CrediSimples Business (online loans for businesses) and the innovative Work Café Branch model have had very good results, proof that they are being well accepted by the market. And this is also reflected in the more than 756,000 digital customers we have today, an increase of 13% (y-o-y).

For the second half we are optimistic about the evolution of our business and we will continue to focus on customer experience and support for households and businesses, through the best possible response to their needs”.

Pedro Castro e Almeida, Chief Executive Officer of Banco Santander Portugal













| PROFITABILITY | GROWTH | SOUNDNESS | COMMUNITY SUPPORT |
|--|--|--|--|
|  <p>Operating Income</p> <p>€699.2 mn (+6.2%)</p> |  <p>Mortgage loans +1.4%</p> <p>Customer deposits +4.4%</p> <p>Change YoY:</p> |  <p>NPE Ratio</p> <p>3.3%</p> |  <p>Participatory Donation</p> <p>25 projects</p> |
|  <p>Net income</p> <p>€275.9 mn (+4.6%)</p> |  <p>Main Bank Customers</p> <p>768,000 (+4.9%)</p> |  <p>Cost of Credit</p> <p>-0.1%</p> |  <p>Santander Advance</p> <p>128 training grants</p> |
|  <p>RoE</p> <p>13.4% (+0.2 pp)</p> |  <p>Digital Customers</p> <p>756,000 (+12.6%)</p> |  <p>CET1 Ratio</p> <p>16.4%</p> |  <p>Social Responsibility</p> <p>19,120 beneficiaries</p> |

Table of Indicators

| BALANCE SHEET AND RESULTS (million euro) | 1H 2019 | 1H 2018 | Chg. |
|--|----------------|----------------|-------------|
| Total Net Assets | 56,747 | 55,972 | +1.4% |
| Loans and advances to customers (net) | 39,753 | 40,086 | -0.8% |
| Customers' Resources | 41,809 | 39,989 | +4.6% |
| Total shareholders' equity | 4,249 | 4,005 | +6.1% |
| Net Interest Income | 428.7 | 444.1 | -3.5% |
| Net Fees and Other Income | 177.9 | 172.0 | +3.4% |
| Net Income from Banking Activities | 699.2 | 658.6 | +6.2% |
| Net Operating Income | 396.2 | 345.5 | +14.6% |
| Income before taxes and non-controlling interests* | 410.7 | 353.5 | +16.2% |
| Consolidated net income attributable to the shareholders of ST, SGPS | 275.9 | 263.6 | +4.6% |

| RATIOS | 1H 2019 | 1H 2018 | Chg. |
|--|----------------|----------------|-------------|
| ROE | 13.4% | 13.2% | +0.2 p.p. |
| ROA | 1.0% | 0.9% | +0.1 p.p. |
| Efficiency ratio | 43.3% | 47.5% | -4.2 p.p. |
| CET I ratio** | 16.4% | 12.5% | +3.9 p.p. |
| Tier I ratio** | 19.6% | 15.2% | +4.4 p.p. |
| Capital ratio** | 19.9% | 15.5% | +4.4 p.p. |
| Non-Performing Exposure Ratio | 3.3% | 4.9% | -1.6 p.p. |
| Non-Performing Exposure coverage ratio | 53.3% | 54.6% | -1.3 p.p. |
| Cost of credit | (0.1%) | (0.0%) | -0.1 p.p. |
| Loans-to-deposits ratio (transformation ratio) | 114.3% | 120.3% | -6.0 p.p. |

| RATING | 1H 2019 | 1H 2018 |
|-------------------|----------------|----------------|
| FitchRatings | BBB+ | BBB+ |
| long term | Baa3 | Ba1 |
| Standard & Poor's | BBB | BBB- |
| long term | A | A |

| Other Data | 1H 2019 | 1H 2018 | Chg. |
|--|----------------|----------------|-------------|
| Employees | 6,411 | 6,778 | -367 |
| Employees in Portugal | 6,388 | 6,745 | -357 |
| Branches | 553 | 672 | -119 |
| Total Branches and Corporate Centers in Portugal | 543 | 662 | -119 |

* Excludes non-recurrent results

** Fully implemented with results net of payout

Corporate Culture

The *Santander Way* is our corporate culture and is fully in line with our mission, vision and business model. It is the pillar of the Bank, a responsible bank.

Simple | Personal | Fair

Simple, Personal and Fair is the essence of the Bank’s corporate culture. It incorporates how all Santander’s employees think and work, and represents what our customers expect of us as their Bank. It defines how we carry on our business and how we take decisions, and the way in which we interact with customers, shareholders and the community.

All the teams at Banco Santander strive each day to ensure that everything they do is Simple, Personal and Fair – this is how to conquer the lasting loyalty and trust of the customers – acting at the same time in keeping with our mission to help people and businesses to prosper.

“As important as what we do is how we do it”

Simple

We provide a service that is accessible for the customers, with simple products that are easily understood. We use simple language and improve the processes every day.

Personal

We treat our customers in an individualised and personalised manner, offering them the alternatives best suited to their needs. We want each of our employees and customers to feel unique and valued.

Fair

We treat our employees and customers fairly and equally, we are transparent and keep our promises. We establish relationships in which the Bank, employees, customers and shareholders can obtain benefits. Because we understand that what is good for them is also good for the Bank.

Our culture is based on eight corporate conducts...



I show respect



I listen carefully



I speak clearly



I fulfil promises



I support people



I promote change



I promote collaboration



I work with passion

... and a strong risk culture where everyone is personally responsible for the management of their risks in their day to day work

All the Santander team engaged in risk

risk pro

Main Awards and Recognitions



Prémio Melhor Banco em Portugal 2019



No âmbito dos Euromoney Awards, o Santander foi nomeado o "Melhor Banco em Portugal 2019".
Este prémio é para si.

Este prémio é da exclusiva responsabilidade da entidade que o atribuiu.



Best Bank in Portugal

Santander in Portugal was distinguished by **Euromoney** magazine with the "**Best Bank in Portugal 2019**" award within the scope of the *Awards for Excellence 2019*, which took place in London with the presence of more than 500 bankers from around the world. The awards distinguish those institutions that provide the best services to their customers, demonstrating leadership, innovation and dynamism in the markets in which they operate. This is now the 17th time that Santander's activity is distinguished in Portugal.



Best Bank in Portugal

The North American **Global Finance** magazine elected Santander in Portugal as the "**Best Bank in Portugal**", within the scope of the "*World's Best Banks 2019*". According to this North American entity, those elected were those "best able to respond to the needs of their customers in difficult markets, further establishing the bases of success for the future"-



Most Reputed Banking Brand

Santander is the **brand with banking's best reputation in Portugal**, according to the **Marktest Reputation Index (MRI)** in 2019. The Bank obtained the highest ratings of the sector in the confidence, image and word-of-mouth (WOM) attributes. This year, Santander rose to 1st place of the sector, standing out in the four criteria referred to above. In Familiarity it came second *ex-aequo*.



Most Reputed Banking Brand

Santander was also the **brand with banking's best reputation** in Portugal, according to the **Global Pulse RepScore 2019 study**, conducted by consultant **On Strategy**. It is the third consecutive time that Santander occupies this position, leading in the various attributes analysed, including: leadership, innovation, performance, social corporate responsibility, governance, citizenship and workplace.



Company with Best Corporate Reputation

Santander was considered the **Company with the Best Corporate Reputation in Portugal**, on taking 1st place in the sector in the **2019 Merco Companies ranking**. It is also the best positioned bank in the general ranking of the Most Responsible Companies having best Corporate Governance. The analysis was conducted in Portugal for the first time, the methodology of which was based on 1,200 interviews of 12 different stakeholders.



5-star Bank

Santander won the **2019 Five Star Award** in the Large Banks category. After an evaluation of five major Portuguese banks, conducted by U-scoot, Santander obtained the best classification, with an overall satisfaction of 71.8%, considering variables such as satisfaction, recommendation, trust in the brand and innovation.



Best Private Banking Services Overall

Santander won the prize for "*Best Private Banking Services Overall*" in Portugal, awarded by **Euromoney** magazine. This is the eighth consecutive time that Bank receives this award. The study was conducted through qualitative analysis of the sector's best practices, by region and by type of service.



Best Private Bank

Santander in Portugal's Private Banking was elected by **Global Finance** magazine as the "**Best in Portugal**", within the scope of The World's Best Private Banks Awards for 2019, which distinguish the world's best private-banking business models. This is now the fourth consecutive distinction.



Best Retail Bank

Santander was distinguished as "**Best Retail Bank in Portugal**" by the British magazine **World Finance**, in the annual awards of this publication. The entity highlighted the Bank's leadership, based on the profitability and sustainability of the business model.



Best Bank to Work For

Santander was considered the "**Best Bank to Work For in Portugal**". And 2nd best company (in the size of more than 1,000 employees) to work, within the scope of the **Great Place to Work**, which included the opinion of the Bank's employees.

Other awards and distinctions:

Best Private Banking in service categories, Euromoney

Net-worth-specific services (Ultra High Net Worth clients (Greater than US\$ 30 million); Net-worth-specific services (High Net Worth clients (US\$ 5 million to US\$ 30 million); Net-worth-specific services Super affluent clients (US\$ 1 million to US\$ 5 million); Asset Management; Family Office Services; Research and Asset Allocation Advice; Philanthropic Advice; ESG/Social Impact Investing; International Clients; Succession Planning Advice and Trusts

"Best Banking Contact Centre", Portuguese Contact Centers Association

Market Member Award - Most Active Trading House in Derivatives Market, Euronext

(Assesses the performance of members by the volumes of euros traded in derivatives).

No. 1 Corporate Bond House Award, Euronext

(Distinguishes the financial intermediary with the largest volume of placements of bonds on the Lisbon Stock Exchange, listed in the Euronext regulated market segment).

Relevant Facts in the first half of 2019

New Governing Bodies

Santander in Portugal with new governing bodies for the 2019-2021 three-year period. Pedro Castro e Almeida is the new CEO.



Focus on Customer Experience



Opening of the **second work café in Coimbra**. A new branch model, with a modern sophisticated layout, which is both a cafeteria, as well as co-working spaces for customers and non-customers, which encourages user proximity and experience.

Digital transformation in progress

Launch of a new online platform for contracting mortgage loans, which allows the follow-up of the loan workflow in real-time by all those involved in the process.



A Bank that support businesses and people

Mundo 1|2|3 solution for individuals returned about **€9 million as cashback to customers** in the first half of 2019.

Support to the training of the of companies through the **Advance Management Academy** provided **6 sectoral management programmes** Sector for Social Economy, Agro and Tourism, attended by 200 companies. **Box Santander Advance** visited the region of Madeira for the first time.

Commitment to Society

The Santander Group announced the ten goals that reflect its commitment to contribute to the United Nations Sustainable Development Goals and to carry on its business in a responsible manner.

In the first half, Santander supported 96 associations through its corporate responsibility programme, benefiting 19,120 people in Portugal.



Santander Totta SGPS Governing Bodies

Board of the General Meeting

| | |
|--------------|------------------------------------|
| Chair | José Manuel Galvão Teles |
| Deputy-chair | António Maria Pinto Leite |
| Secretary | João Afonso Pereira Gomes da Silva |

Board of Directors

| | |
|--------------|---------------------------------------|
| Chair | António José Sacadura Vieira Monteiro |
| Deputy-chair | Pedro Aires Coruche Castro e Almeida |
| Deputy-chair | José Carlos Brito Sítima |
| Members | Manuel António Amaral Franco Preto |

Audit Board

| | |
|---------|---|
| Chair | José Duarte Assunção Dias |
| Members | Fernando Jorge Marques Vieira Ricardo Manuel Duarte Vidal Castro |

| | |
|-----------|--------------------------------|
| Alternate | José Luis Areal Alves da Cunha |
|-----------|--------------------------------|

Statutory Auditor

PricewaterhouseCoopers & Associados, S.R.O.C., Lda.

Executive Committee

| | |
|--------|--------------------------------------|
| Chair | Pedro Aires Coruche Castro e Almeida |
| Member | Manuel António Amaral Franco Preto |

Company Secretary

| | |
|-----------|--|
| Full | João Afonso Pereira Gomes da Silva |
| Alternate | Bruno Miguel dos Santos de Jesus Cristina Isabel Cristovam Braz Vaz Serra |

Business Framework

International

Global expansion continued in the first half of 2019, but at a more moderate pace, due to the materialisation of some latent risks such as trade wars, against a background of greater uncertainty and of longevity of the expansionist cycle.

The considerable uncertainty, with economic risks, reflected in the deepening of the trade and geopolitical wars, is also embodied in the more recent projections that suggest a more pronounced slowdown in 2019, particularly in the developed economies.

World Economic Growth

| | 2017 | 2018 | 2019E |
|-----------------------------|------------|------------|------------|
| World | 3.8 | 3.6 | 3.2 |
| Advanced Economies | 2.4 | 2.2 | 1.9 |
| USA | 2.2 | 2.9 | 2.6 |
| Euro Area | 2.4 | 1.9 | 1.3 |
| United Kingdom | 1.8 | 1.4 | 1.3 |
| Japan | 1.9 | 0.8 | 0.9 |
| Developing Countries | 4.8 | 4.5 | 4.1 |
| Africa | 2.9 | 3.1 | 3.4 |
| Asia | 6.6 | 6.4 | 6.2 |
| China | 6.8 | 6.6 | 6.2 |
| Central and Eastern Europe | 6.1 | 3.6 | 1.0 |
| Middle East | 2.1 | 1.6 | 1.0 |
| Latin America | 1.2 | 1.0 | 0.6 |
| Brazil | 1.1 | 1.1 | 0.8 |

Source: IMF (July 2019)

In the July update the "World Economic Outlook" the International Monetary Fund (IMF) has lowered the projections for 2019 (and 2020), particularly in the advanced economies. The risk continued to be assessed as biased downwards, largely due to the worsening of the trade wars that began to penalise confidence and investment, as well as the deflationary pressures that condition the response space of monetary-policy in the current context of very low interest rates.

In the **Eurozone**, growth slowed faster, in line with the momentum observed at the end of 2018, but may grow about 1.3% in 2019. Europe, as a more open economic area, suffered the indirect effects of the trade wars, combined with other factors that struck all or part of the monetary union. In Germany, the industrial sector was also penalised by the "dieselgate", as well as by the effects of the energy transition, in an economy where the motor industry plays a major role for the activity.

In France, the protests of the "yellow jackets" also had a negative impact on activity, especially at the end of 2018 and the first

quarter of 2019, but also negatively influencing the annual dynamic.

In Italy, the economy stagnated in recent quarters, with the political tension and the consequent rise of yields penalising confidence and economic activity.

The European Central Bank has also incorporated this framework in its growth and inflation forecasts, which were revised downwards, and consequently reversed its message of "normalisation" of monetary policy and reinforced the "forward guidance" regards the expansionist nature of the policy. Thus, it announced new long-term lending (TLTRO III) operations starting in September 2019, extended until June 2020 the period in which interest rates may remain at minimum levels, and left open the possibility of new measures at the end of the summer. Investors incorporated expectations of further reductions of the deposit rate and of a new asset purchase program, with a general decline in interest rates in all spectra of the yield curve.

In the **USA** the economy maintained sustained growth rates, although decelerating, in what is one of the longest expansions in history. In the labour market, the unemployment rate remained at minimum levels, although without consequences in terms of wage dynamics, which remained moderate.

However, the increase of volatility in the financial markets, in the context of the uncertainty associated with the trade wars, led the Federal Reserve to lower the reference rate by 25 bp, in July, to 2.25% in what was the first rate decrease since 2008. It should be said that at the start of the year, the policy of the Federal Reserve was still one of a rise of the reference interest rates.

In the **United Kingdom** the political process around Brexit dominated the first half, starting to have implications on economic growth (with a GDP contraction in 2Q19). The initial date of March 31 for the United Kingdom to leave the European Union was successively postponed to October 31. Boris Johnson succeeded Theresa May as prime minister, forming a "Brexit" government and stating Britain will leave the European Union on October 31, with or without agreement.

China continued to slow down in a dynamic that reflects the combination of several factors: (i) the secular deceleration activity; (ii) the effects of measures to curb the over-indebtedness of the economy, in particular of the "shadow banking system"; and (iii) the effects of the imposition of additional tariffs by the US. In August, the North American Administration accused China of manipulating the exchange rate, after the Chinese currency depreciated to over 7 renminbi per dollar for the first time since 2008.

During this period, long-term interest rates declined significantly across the yield curve, and in most countries. In Germany, the yield curve fell to negative levels for maturities of 40 years, while

in Portugal yields entered negative territory for maturities of up to six years.

Risk premiums in general also declined, with a narrowing of the spreads against Germany, including the Italian rates.

Portuguese Economy

Economic activity in Portugal continued showing signs of greater dynamism in the first half, following a more timid second half of 2018. Growth amounted to around 1.8% year-on-year, though not reversing the deceleration slowdown trend seen since 2017 (when the GDP grew 2.8%).

Growth in this period was clearly led by exports and investment, with private consumption maintaining a sustained, though moderate, contribution GDP growth.

Macroeconomic Data

| | 2017 | 2018 | 2019E |
|---------------------------------|------------|------------|------------|
| GDP | 2.8 | 2.1 | 1.6 |
| Private Consumption | 2.3 | 2.6 | 3.0 |
| Public Consumption | 0.2 | 0.8 | 0.9 |
| Investment | 9.2 | 5.5 | 4.8 |
| Exports | 7.8 | 3.7 | 3.5 |
| Imports | 8.1 | 4.9 | 6.0 |
| Inflation (average) | 1.4 | 1.0 | 1.1 |
| Unemployment | 8.9 | 7.0 | 6.7 |
| Fiscal Balance (% GDP) | -3.0 | -0.5 | -0.2 |
| Public Debt (% GDP) | 124.8 | 122.0 | 118.6 |
| Current Account Balance (% GDP) | 1.5 | 0.6 | 0.3 |

Source: INE, Banco de Portugal, Ministério das Finanças, Santander Portugal

Despite the favourable dynamic in the labour market, with the unemployment rate falling to 6.3% in the second quarter, households spending remained moderate in line with the evolution of disposable income. The savings rate stabilised above 4% of disposable income, very close to historic lows.

Investment expenditure maintained a positive momentum, particularly in the first quarter of 2019. Capital expenditure already accounts for 20% of the GDP, and the recovery from a minimum of 14.6% in 2013 stems from productive investment in machinery, equipment and transport equipment, the weight of construction unchanged.

This stronger growth of investment was reflected in the evolution of imports, which also accelerated in the first half of the year, leading to a reversal of the balance of goods and services, which returned to a deficit following the surpluses of recent years. However, as mentioned, import growth is largely justified by capital expenditure, with consumer goods imports under control.

Exports recovered in the first half, although at a more moderate pace than that of imports, affected also by the slowdown of the European economy. However, they maintain their role as a major contributor to economic growth, with a weight of about 48% of GDP.

The slowdown of imports was reflected a reversal of the trend of the external balance, with the balance of goods and services recording a deficit, which has not happened since 2012. The current and capital balance annulled the surpluses that had been recorded previously.

As mentioned, the unemployment rate fell to 6.3% in the second quarter, a reduction of 0.4 pp compared to the same period of 2018, the result of the creation of 43,000 jobs during the period. The creation of new jobs continues to be driven by the private sector, associated with an increasing number of permanent contracts.

The correction of the main structural imbalances continues at a pace needed to boost potential growth and reduce vulnerabilities in the light of exogenous shocks.

In this field, the indebtedness of the economy continues to decline, though it is still high compared with our European partners. In the first quarter of 2019, public debt stood at 123% of GDP, while the private sector had fallen to about 197% (129% and 253% of GDP, respectively, in 2013). Emphasis is given to the effort to reduce the level of debt of private companies, which fell from 171% of GDP in 2012 to 127% in 1Q19. Additionally, the reduction of non-productive assets continues, the ratio of which fell to 8.9% in the first quarter.

The budget balance of the general government in the first quarter of 2019 showed a surplus of 0.4% of the GDP, the result of a very favourable growth in tax revenues and social-security contributions, culminating in an overall growth of year-on-year revenues of 6.2%, and, as a percentage of the GDP, 0.1 pp (40% of the GDP). Government expenditure grew by just 0.4% year-on-year in the first quarter of 2019, the result of the reduction of expenditure on goods and services and of the service of the debt, which more than offset the increase in spending on wages and social benefits.

The resilient economic environment and the correction of imbalances supports a reduction in of the perception of the sovereign risk, reflected in the minimum levels recorded throughout the yield curve, where the 10-year term for sovereign debt was priced at 0.3% and recorded a spread of 90 basis points against Germany (as of August 12, 2019).

In this sense, the risk notation of the Republic's credit rating assigned by the S&P, Fitch and Moody's agencies is BBB, BBB and Baa3. DBRS, in May, and Moody's in August, revised the outlook of the debt to positive, indicating a possible upward revision of the risk notation should the economic and financial variables continue to develop favourably.

Major risks and uncertainties for the second half of 2019

By definition, banking business involves risk management. In addition to the risks that are intrinsically linked to it, there is an additional set of risk factors that may influence the development of the business in the second half of 2019, such as the domestic and foreign economic surroundings, or the regulatory and supervisory framework.

The economic environment, as described in the preceding chapter, shows signs of moderation of the growth rate, be it for the very maturity of the economic cycle, be it for the materialisation of some risk factors that are set to continue to condition the economy in the remaining months of 2019.

On the one hand, geopolitical risks persist, with several conflicts in different parts of the world, current and latent, that contribute to a sense of risk aversion by the economic agents.

On the other, risks continue or have increased of greater protectionism by some countries and/or economic blocs. The unilateral imposition of tariffs or other barriers to free trade, and retaliatory measures, are already adversely influencing growth, and in the first half of 2019 have already had an impact on the volume of world trade and contagion effects on economic activity.

Following the end of the electoral cycle with the elections to the European Parliament, the focus is centred on signs of economic slowdown, particularly marked in the industrial sector and, more specifically, the automobile industry. Along with the collateral effects of the trade wars, they contribute to a growth rate clearly below the potential especially in economies such as Germany, France and Italy, and have already led the European Central Bank to prepare for a series of new stimulus measures, to be communicated in September.

The actual date of the United Kingdom's exit from the European Union has been postponed to October 31. The new government signals that there will be no new postponements, regardless of whether or not there is a withdrawal agreement. The risks of a disorderly exit are thus perceived to be higher by the authorities and economic agents.

In Portugal, there are still several risk factors, one of the most important being the external environment, to the extent that growth has been led by dynamic exports, especially of goods, but also of services.

A reduction of foreign demand, if associated with a possible increase in risk aversion around the world, could influence investment dynamics, with repercussions both on employment and on possible demand for loans.

The budget constraint is still present, despite the reduction of the deficit to historic lows (target of 0.2% of GDP for the deficit in 2019) and the reduction of the public debt to GDP ratio to 122%. The improvement of the credit rating, or outlook by the major agencies, and the lower yields compared to Italy are a sign of a certain immunity, but it will not eliminate risk in a climate of greater risk aversion.

In October 2019, there will be parliamentary elections, but the polls do not show a change of the current political framework, which could mitigate possible impacts on the investment uncertainty and dynamic.

With regard to the financial sector, the risks and uncertainties are associated, on the one hand, with a scenario of low interest rates, which continues to affect the profitability of the sector. Within the context of uncertainty, the European Central Bank has not only postponed the upward cycle of the reference interest rates, but it has also signalled that a longer period of lower interest rates may occur.

In 2019, the financial system, besides the profitability issues, will focus on the need to begin to comply with the minimum own-funds requirement and with the eligible liabilities (MREL - Minimum Requirement on Eligible Liabilities), as defined in the Bank Recovery and Resolution Directive (BRRD).

Also from the regulatory point of view, besides the current processes of alteration of the CRD IV/CRR, discussions were taking place on alterations to the calculation of risk-weighted assets (RWA).

Additionally, there is the process of transformation of the sector, with the start of activities by some large techs in the e-money segment, which allows them to process electronic payments, in competition with the banking sector.

Business Areas

Commercial Banking

Individuals and Businesses

In the first half of 2019 the Bank lent continuity to the strategy of improvement of the business model through the development and implementation of new digital solutions and process simplification. A new branch concept was adopted, called the



Work Café, which consists of a space "open" to society and to the market, which enhances the relationship among

customers and between customers and the Bank. In this period two areas of this new concept were inaugurated, one in Lisbon and one in Coimbra.

With regard to the customer base, there was an increase of 8,000 main bank accounts. As for the number of digital customers, users of the Santander App and/or of NetBanco exceeded 756,000 (45% of the active-customer base).



Also to be highlighted is the positive evolution of the Mundo 123 customers (customers having an account, a card and insurance protection), in which the Bank has more than 258,000 customers, a growth of more than 15,000 during the period. **Mundo 123** is a multiproduct solution directed at individual customers that, in addition to the advantages of the 123 account, can provide an additional set of benefits, via cash-back, in the Mundo 123 card account.

A strategy underpinned by the soundness of the Bank and the trust of the customers, responding to need of development and support in the achievement of their projects that has resulted in an increase in loan production, with a positive impact of €45 million on the loan portfolio.

In the first six months of the year mortgage-loan production amounted to €904 million, with a very favourable quarterly dynamic. Personal-loan production stood at €103 million, with emphasis on the **CrediSimples** online solution, which accounted for about 16% of the production.

With regard to resources, the evolution was positive, an increase of more than €1 billion (of which 63% in balance sheet funds and the remainder in off balance sheet resources), compared to the amount observed at the end of 2018. The result of the increased diversification of the customers' placements with the Bank, emphasis is given to the growth in investment funds.

The Business segment continues to be of strategic importance and the Bank therefore continues to have an offer where customer experience, the offer of value and digitisation are of particular relevance. The launch, in March, of the **CrediSimples Business**, an online credit solution for businesses, is a visible example of this dynamic, having contributed to a y-o-y increase

of a production of more than 32%. At the end of June, the turnover of the segment increased by more than €400 million compared to December 2018, an increase of 5.2%.

Maintaining its strategy of proximity and strong connection to the Portuguese communities in the various geographies, the Bank has strengthened its position in this segment, which resulted in the increase of remittances received from abroad in 2019 (+9% y-o-y), as well as their retention.

Similarly, acknowledging the growing interest of foreigners in living and/or investing in Portugal, the Bank has paid special attention to this sub-segment, streamlining processes and creating conditions to meet the specific needs of these customers.

The evolution of the Private Banking area was generally positive in the first half, supported by the good performance of the global financial markets in a highly challenging environment of increasingly negative interest rates.

A major contribution to the good performance in the first half of 2019 was made by the relationship of proximity between the various areas of the Bank, in particular Companies area with which it maintains a dynamic customer cross-reference *dynamic* and the Brazil-Portugal "corridor", Private Banking in Portugal achieved a significant increase of customers referred by Banco Santander Brazil, lending continuity to a global offer of unique value only within the grasp of international banks such as Banco Santander. Thus, the first half of 2019 was characterised by the positive evolution with regard to attracting new customers, with Private Banking surpassing the goals set for the period.

At a time when "Digital" is an increasingly present reality in the lives of the customers and in the way they interact with their bank, the percentage of digital customers increased by 4 pp from the beginning of the year, now accounting for 48% of active customers. In order to accompany this evolution, Private Banking, has a digital-transformation team in order to seek and develop the best technological solutions for customers.

Corporate

In 2019 Banco Santander in Portugal maintains the focus on supporting the business sector through a comprehensive financial offer and a non-financial offer that aims to strengthen the qualifications of companies, rendering the relationship with customers increasingly global and ever closer.

The **Santander Advance Companies** programme is a unique and outstanding offering in the marketplace, with several non-financial solutions that it places at the disposal of companies and entrepreneurs, which promote the employability of young people, ongoing training of their management staff and

employees, support for internationalisation and strengthening in the Digital area.

Within the scope of the scholarship programme 128 new training courses took place in a business environment, a programme that constitutes a true platform for access to the employment market, for final-year university course students.



Regarding classroom training through the "Advance Management Academy", the offer was directed at specific business clusters: Agri-food, Tourism and Social Economy. Therefore, during this half-year, besides the Business Management programme held in Porto, now in its 12th

edition, six sectoral management programmes were organised, two linked to the Social Economy sector (Lisbon and Porto), two to the Agro sector (Lisbon and the Azores) and two to the Tourism sector (Madeira and Algarve). These activities involved more than 200 companies or institutions, contributing to the strengthening of their competitiveness by improving the skills of their management staff and employees.

The online training that complements class-room training, in partnership with two certified entities, allows free access to benchmark interactive training. Through these platforms the Bank offers more than 20 courses in several areas.

During this half-year two **BOX – Santander Companies** were also held, one in Leiria and another in Madeira for the first time. These initiatives consolidate the Bank's policy of proximity with companies, organisations, local associations and universities, through the exchange of experiences and opinions and sharing knowledge with all participants.

This set of initiatives and the entire Santander Advance Companies programme, which involves the Santander Companies Non-Financial Solutions, are available at the Santander Advance website, which now has more than 9,000 registered companies.

The Bank maintains its focus on business support through the most appropriate solutions, at the level both of terms and of price, the protocol-loan being one of its focuses. This commitment can be seen through its leadership, in several months of 2019, of the number of operations and amounts with Mutual Guarantee Societies, to support investment projects or to finance working-capital in the most varied economic sectors.

In the IFRRU 2020 line, too, the Bank continues its strategy of support for numerous urban-rehabilitation projects, both for business customers and for individuals, taking on the management of the market's biggest line.

During the first quarter of 2019 Santander in Portugal maintained its position in International Business, and it is the financial partner of Portuguese companies, both in their export

and import procedures and also in their internationalisation and in their positioning in various foreign markets.

The International Business support tools, such as the Santander Trade portal, the Santander Club and the International Desk, have enabled consistent growth of the number of customers, operations, volumes and operating income in international business, the growth of the cash and trade commissions being of particular importance.

The Bank continues to support company cash management at the largest Portuguese companies but also with greater involvement with SMEs, accompanying the customers with solutions tailored to their business and providing support in opening up new markets; this has permitted the favourable evolution of factoring and confirming production in a context of increasingly demanding requests by companies.

Promoters and Estate Agents

The beginning of the year was immediately marked by the entry into force of Decree-Law 122/2018, published on December 28, 2018, which allowed the Bank's partners that carry on credit intermediary business and had submitted the application for authorisation to the Bank of Portugal by December 31, 2018, to continue to carry on activity until July 31, 2019.

This alteration has allowed the safeguard of the counting of the period of the Bank of Portugal decision laid down in the credit intermediaries legal regime enacted by Decree-Law 81-C/2017 without disruption of the business relationship between the Bank and its credit-intermediary partners, with a positive impact on securing new mortgage-loan business.

In parallel with the implementation of this transition to the new legal framework, the Bank maintained close relations with its strategic partners, marked by active presence at the conventions of the major real estate networks operating in Portugal, thus ensuring support and co-operation not only for the companies managing these networks, but also for each of their franchisees.

Taking into account the situation of the market and the Bank's strategic priorities, changed were also introduced to the business model of the external promoters, primarily focusing their on attracting new customers and mortgage-loan operations, personal loans and loans to business-segment customers.

Cross-Segment

In the first half of 2019 the Cross Segment was one of the main levers in attracting customers.

Of the main attracting factors the following are underscored:

- The commercial partnerships entered into through collective protocols in which the Bank grants advantageous financial

and non-financial conditions for the employees of each company;

- The Bank's size and the universality, which offers attractive solutions for customers of the different segments, be they companies or individuals;
- The provision of digital solutions allowing the disclosure of the solutions available for each customer segment.

The articulation between the Bank's commercial networks was instrumental in attracting individual customers and companies, allowing an increase of their tie and transaction capability.

Institutional Banking

Banco Santander in Portugal maintains its focus on the institutional customers segment, both for public entities, with a strong presence in the Autonomous Regions and with the Municipalities, as well as for private entities, with a special focus on the development of solutions for institutions that act in the Social Economy Area.

As a result of this strategy, the segment has continued to perform well, especially in attracting resources.

Omni-channelling

In the first half of 2019, Banco Santander maintained the trend of increase of users of the digital platforms, achieving a 45% penetration of active individual customers.

During the period, the Bank continued its innovation and digital transformation plan through the launch of new features on the digital platforms.

Digital Channels for Individuals



In the implementation of the of PSD2 Payment Services Directive new functions have been introduced to **Santander NetBanco**, enabling customers to add other bank accounts to consult balances and movements or even make transfers from these accounts.



In the **Santander App** the main novelties included the provision to customers of the possibility to change the terms of their credit cards and making MBWay transfers.

Common to the two channels customer experience was improved at the level of the functions associated with the grant of "CrediSimples" personal loans, namely a simpler simulation, the possibility of immediately taking out loans, if the customer meets certain conditions, and contracting the associated insurance.

Also implemented were new benefits in the Mundo 1|2|3 offering and monthly packages of instant transfers were created.

Customers may also receive a new PIN for the Santander cards via SMS, or issue proof of the IBAN of their accounts.

Digital Channels for Corporates



The CrediSimples Business was provided at **Santander NetBanco**, in which, in an unprecedented manner in the Portuguese banking system, instant credit is of up to €50,000 is extended to companies that meet certain conditions.

The direct debit to the debtor function came to be available 24 hours a day, and the parameterisation, payments and collections functions have been improved. It is now possible to create pending operations with no need for authentication.

Also within the scope of the PSD2 payments directive, there is now the possibility of adding accounts of other banks to consult balances and movements and make transfers from those accounts.



In the **Companies App** the possibility was introduced of signature of applications for import documentary credits directly from the APP.

Other features were also provided, such as consultation, use and repayment of escrow accounts and scheduling of immediate transfers, and the possibility was created of contracting immediate-transfer packages.

Contact Centre



The Bank was distinguished by the Portuguese Contact Centres Association (APCC) for having the best operation of the banking sector.

Initiatives have been implemented that contribute to improving customer experience at the level of processes, training of assistants and technological improvement of the Contact Centre.

International business – residents abroad

The residents abroad customer segment comprises two sub-segments: (i) Portuguese individuals resident abroad; and (ii) foreign individuals that reside in Portugal having the status of non-habitual residents.

The main function of the customers resident abroad area is to



Portugueses Residentes no Estrangeiro
Há um país que espera
por si e um banco
que o acompanha

support the Bank's individuals & businesses commercial networks in the creation of strong commercial and proximity ties with the communities of Portuguese and Portuguese descendants living abroad, through its representation office network in 7 countries (South Africa, Germany,

Canada, France, United Kingdom, Switzerland and Venezuela), as well in as in promoting and attracting customers and business among foreigners who choose Portugal to invest and establish their non-habitual residence.

Maintaining its strategy of proximity and strong link with Portuguese communities in the various countries where it has representative offices, Banco Santander in Portugal has strengthened its position in this segment and is recognised by its customers as a safe and reliable bank, a fact that it is reflected in the increase of remittances received from abroad in 2019, as well as in their retention, thus contributing to the increase in resources compared to the same period last year.

Acknowledging the growing interest of foreigners in living and/or investing in Portugal, the Bank continues to pay special attention to this sub-segment, streamlining processes and creating conditions to meet the specific needs of these customers.

Corporate & Investment Banking

The first half of 2019 was marked by intense activity in the Corporate and Investment Banking area. In an adverse situation of continuation of negative interest rates and high pressure on spreads, the commitment to customers was further strengthened, exploring new investment opportunities.

In the Global Debt Financing area, the first private issuance of debt was concluded in Portugal, under the Project Finance regime. Santander structured and placed a €270 million issue for Indaqua Feira.



Several major financing operations were also concluded during the first half, involving a broad range of industries such as the chemicals and the transport and logistics sector, with emphasis on the participation in financing the Finerge group in an amount in excess of €700 million, now considered the largest ever financing operation in the onshore renewables sector in Portugal.

Attention is also drawn to various loans and refinancing in the real-estate sector, notably shopping malls and property development for residences and tourism apartments.

In the bond market, emphasis is given to Bank's participation, as bookrunner, in the year's only issue, for EDP, with a hybrid bond with a maturity of 60 years in the amount of €1 billion.

In the Corporate Finance area there was intense activity related with mergers and acquisitions, with emphasis on the successful conclusion of operations in the energy and shopping centres sectors. The operations portfolio was also strengthened, and other advisory processes are underway involving transactions to be concluded in the coming months.

In Treasury, *Fixed Income & FX* area maintained the positive growth momentum that it has revealed in recent quarters. The

launch of the new digital foreign-exchange contracting platform (via NetBanco Companies) and the increase of the number of interest-rate operations were the two foundations of the growth of the business.

In the interest-rate product the Bank's proximity to its customers has been reinforced with the offer of alternative credit arrangements that best suit their expectations regarding the expected performance of the interest-rate markets for the coming years. This monitoring resulted in an increase in the number of fixed-rate loan operations, the greatest number of fixed-rate loans having been achieved during the first half since the Bank began to provide this type of risk-management instrument.

In the foreign-exchange area, Banco Santander's new exchange contracting platform, launched at the beginning of the year, allowed an extension of the contracting channels available to customers. Currently, 50 Bank customer companies use this ease forex trading facility to contract their operations, and it is expected that by the end of the year it will be possible to provide this alternative for all Company customers.

The effect of the launch of exchange contracting platform associated with the joint effort between the Treasury area and the commercial networks in the monitoring of customers' exchange contracting needs resulted in an increase in the number of operations, active customers and amounts contracted compared to the same period last year.

Insurance and investment funds marketed

During the first half of 2019, the **Protection Insurance** area lent continuity to the provision of solutions that contribute to the greater protection and safety of customers in the various dimensions of their lives and of their businesses, in the various channels. Of the autonomous insurance marketed, approximately one third was contracted online.

For the main purpose of attracting new insurance customers, steps were taken to allocate preferential terms in the subscription of a set of products – the Star Products.

Complementing this, a start was made to a training programme for the commercial network, in order to strengthen their skills in the commercial dynamic of customer needs diagnosis and presentation of offerings that meet those needs.



Also underscored is the advertising campaign that took place in May and June for individual customers, characterised by a powerful message associated with the **365 (day) protection requirements of the customers and their families**. 'Safer every day' is the signature campaign presented on television, in the press and on the digital channels, in addition to the branches.

In the Financial Insurance area the success is underscored of the PPR 10, which received subscriptions of about €212 million between January and April, four series having been released during the period. In parallel, the focus was maintained on active management of open financial insurance, which achieved a positive net change of about €44 million.

Santander Asset Management (SAM) sought to manage the mutual funds (FIM) actively, with the goal of maximising the return for its participants. The half-year ended with €2,012 million euros in FIMs under management, representing a 17.1% market share.

The Bank continued to foster a service attitude, with an intensive plan of after-sales initiatives aimed at ongoing improvement of service quality and customer experience.

Real-estate investment funds totalled €469 million in assets under management at the end of June 2019.

Relevant Facts after the close of the period

On September 9, 2019 the Competition Authority released its final decision on the process of infringement no. 09/2012, a framework which was allocated to 14 banking institutions following the alleged exchange of non-public, sensible information relating to the commercial terms and monthly production figures of Mortgage, Consumption and Corporate loans.

It is the Competition Authority's understanding that the alleged conduct would be in violation of article 9, no. 1 from 19/2012 law and article 101, no.1 of the TFUE (competitive restriction by object – presumption of anti-competitive conduct derived from interchange of information between competitors) and has sentenced 14 banking institutions to a fine totaling €246.201 million.

Banco Santander Totta, was sentenced to pay a fine in the amount of €35.65 million, of which €650,000 pertains to the fine imposed to former Banco Popular Portugal, incorporated by merger at the end of 2017.

It is Banco Santander Totta's intention to judicially challenge the penalty, currently within the permitted time frame.

The outlook for the second half of 2019

The current economic cycle is already showing signs of maturity, also due to the materialisation of several risk factors, particularly of a geopolitical and protectionist nature. On the other hand, at the level of monetary policy, the European Central Bank has said it would delay the cycle of increase of the reference interest rates, thereby fuelling the notion of a longer period of low interest rates.

In the second half of 2019, Banco Santander in Portugal will continue the transformation process, based essentially on i) process scanning and optimisation, in particular through continuous launches of innovations on the digital channels and strengthening of multi-channel distribution model in order to provide a more complete service accessible to our customers, ii) increasing market shares by strengthening, among other things, our position with the SMEs, iii) maintaining a low cost of credit and iv) maintaining a solid capital position in line with the new regulatory requirements.

Additionally, the Bank will continue its strategy to support the revitalisation of the Portuguese economy and support for families and businesses, giving pride of place to customer experience, with a focus on allocating the best response to their needs.

Lastly, for Santander in Portugal to be a Responsible bank means fostering sustainable and inclusive growth of society, reducing the social and economic inequalities of the population and, at the same time, supporting the development of the communities where Santander is present. In turn, this is reflected in the promotion of sustainable consumption through products such as Santander Sustainable Fund and the financing of renewable energy and green technologies, thus supporting the transition to a low carbon economy.

Economic and Financial Information

Highlights in the 1st half of 2019

Consolidated Business



Net income
€275.9 million (+4.6%)

- Support for 96 associations in projects related to education, protection of minors, health, disability, social inclusion and care for the elderly, with an impact on more than 19,000 beneficiaries.
- The launch of the CrediSimples Business digital offer (loans to companies) allowed a 32% (YoY) increase of production.
- Reduction of 6 p.p. of the transformation ratio, to a large extent through the growth of customer deposits (4.4% YoY)
- The increase in earnings reflects the growth of revenues, the reduction of costs through continuous optimisation of the structure and a low cost of credit.

At the end of June 2019, Santander Totta, SGPS, returned net income in the amount of €275.9 million, a growth of 4.6% year-on-year.

Return on equity (RoE) stood at 13.4% and the cost-to-income ratio stood at 43.3%, as a result of the 6.2% growth of operating income and the 3.2% decrease of operating costs.

Gross customer loans and advances amounted to €40.7 billion, a decrease of 2.0% compared with the same period last year, influenced by the sale of non-productive portfolios. Excluding this effect, customer loans and advances would have stabilised. Loans to individuals grew by 0.3% and loans to companies fell by 4.0%.

The Non-Performing Exposure ratio stood at 3.3%, with coverage by provisions of 53.3%.

Customer resources amounted to €41.8 billion, an annual increase of 4.6%, with a 4.4% increase of deposits and a 5.3% increase of off-balance sheet resources.

The fully loaded Common Equity Tier 1 ratio stood at 16.4%, above the minimum required by the European Central Bank under the SREP - Supervisory Review and Evaluation Process.

The reserve of assets available to immediately obtain liquidity totalled €10 billion at the end of the first half of 2019.

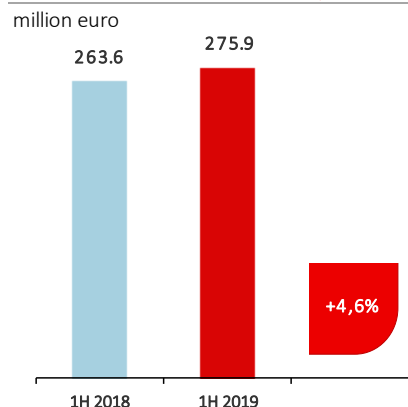
The long-term funding obtained from the Eurosystem remained stable at €3.1 billion. Net exposure to the European Central Bank (borrowings net of investments with this institution) stood at €0.9 billion at the end of the first half of 2019. In turn, the

short-term financing achieved through *Repos* amounted to €2.2 billion.

The LCR (Liquidity Coverage Ratio), calculated in accordance with the CRD IV rules, stood at 151%, thus meeting the regulatory requirement on the fully-implemented basis.

In March 2019 Standard & Poor's raised Banco Santander in Portugal's rating to BBB in long-term debt and to A-2 in short-term debt. The Bank's current long-term debt rating notations in comparison with the levels of the Portuguese Republic are as follows: Fitch – BBB+ (Portugal – BBB); Moody's – Baa3 (Portugal – Baa3); S&P – BBB (Portugal – BBB); and DBRS – A (Portugal – BBB).

CONSOLIDATED NET INCOME ATTRIBUTABLE TO THE SHAREHOLDERS OF ST, SGPS



Results

| CONSOLIDATED INCOME STATEMENTS (million euro) | 1H 2019 | 1H 2018 | Chg. |
|---|----------------|----------------|---------------|
| Net interest income | 428.7 | 444.1 | -3.5% |
| Income from equity instruments | 1.6 | 1.3 | +25.3% |
| Net fees | 192.8 | 182.2 | +5.8% |
| Other operating results | (26.9) | (20.4) | +31.8% |
| Insurance activity | 12.0 | 10.2 | +17.3% |
| Commercial revenue | 608.3 | 617.5 | -1.5% |
| Gain/losses on financial assets | 91.0 | 41.2 | +121.0% |
| Net income from banking activities | 699.2 | 658.6 | +6.2% |
| Operating costs | (303.1) | (313.1) | -3.2% |
| Staff Costs | (174.2) | (180.0) | -3.2% |
| General Administrative Costs | (104.5) | (112.2) | -6.8% |
| Depreciation in the year | (24.4) | (20.9) | +16.5% |
| Net operating Income | 396.2 | 345.5 | +14.6% |
| Impairment, net provisions and other results * | 10.0 | 2.4 | +319.2% |
| Result from Associates | 4.5 | 5.6 | -18.6% |
| Income before taxes and non-controlling interests | 410.7 | 353.5 | +16.2% |
| Taxes * | (134.7) | (110.0) | +22.5% |
| Income after taxes and before non-controlling interests | 276.0 | 243.5 | +13.3% |
| Non-controlling interests | (0.1) | 0.1 | -228.1% |
| Non recurrent results | 0.0 | 20.1 | -100.0% |
| Consolidated net income attributable to the shareholders of ST, SGPS | 275.9 | 263.6 | +4.6% |

* Excludes non-recurrent results

(1) Proforma 2018 results with reallocations of some accounting concepts between various income statement headings, for greater comparability with 2019 accounts

Net interest income stood at €482.7 million, down 3.5% compared to June 2018. The evolution of net interest income was affected by the interest-rate environment, against a competitive background and a moderate demand for loans by the economic agents.

Net commissions amounted to €192.8 million, a growth of 5.8% over the same period of 2018. This behaviour reflected the higher income earned in the management and maintenance commissions associated with accounts, means of payment, insurance and credit.

Other operating costs amounted to -€26.9 million, influenced by the recording of regulatory costs for 2019 in the amount of €32.6 million of the Bank's contribution to the Resolution Fund (€20.3 million for to Single Resolution Fund and €12.3 million to the National Resolution Fund).

Insurance-linked activity totalled €12 million, a 17.3% increase year-on-year, evidencing the uptrend of financial insurance products.

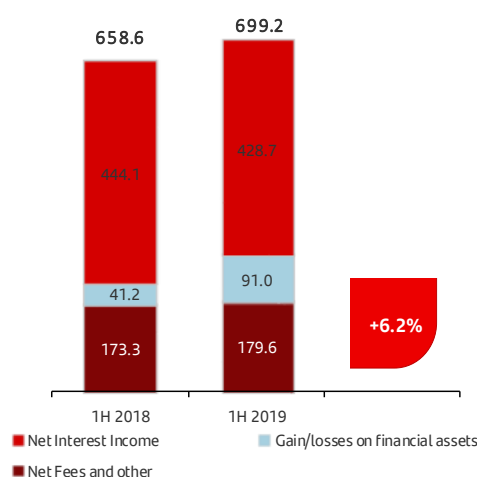
The commercial margin totalled €608.3 million, 1.5% less than the figure recorded a year earlier.

Results of financial operations amounted to €91.0 million, an increase of 121.0% over the amount observed in the same period last year, showing the gains arising from the management of the bond portfolio, especially public debt, and from interest-rate hedging derivatives transactions.

Gross operating income amounted to €699.2 million, up 6.2% over the figure for the same period of 2018, with emphasis on the evolution of the favourable contributions of results of financial operations and of net commissions.

NET INCOME FROM BANKING ACTIVITIES

million euro



Operating costs amounted to €303.1 million, a 3.2% reduction y-o-y.

Personnel costs amounted to €174.2 million, a year-on-year decrease of 3.2%, reflecting the restructuring of the organisational structure, with the reduction of 367 employees.

General administrative overheads totalled €104.5 million, a 6.8% decrease y-o-y, in line with the resizing of the distribution network within the scope of the commercial

transformation and of the digitisation, with 119 attendance points closed last year.

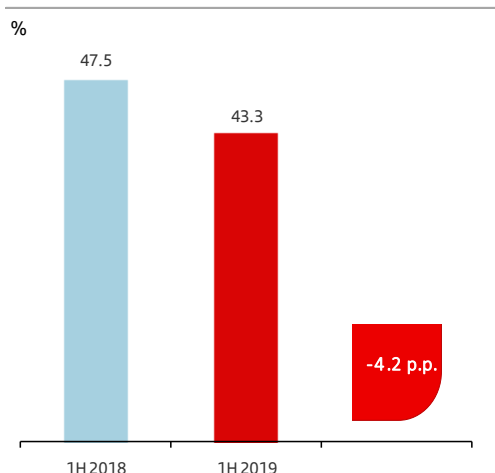
Depreciation and amortisation amounted to €24.4 million, up 16.5% compared to the end of June 2018, influenced by the adoption of IFRS 16, with effect from January 1, 2019.

| OPERATING COSTS (million euro) | 1H 2019 | 1H 2018 | Chg. |
|--------------------------------|----------------|----------------|------------------|
| Staff costs | (174.2) | (180.0) | -3.2% |
| General Administrative Costs | (104.5) | (112.2) | -6.8% |
| Depreciation in the year | (24.4) | (20.9) | +16.5% |
| Operating costs | (303.1) | (313.1) | -3.2% |
| Efficiency ratio | 43.3% | 47.5% | -4.2 p.p. |

Operational efficiency has evolved favourably, with the efficiency ratio standing at 43.3%, an improvement of 4.2 percentage points compared to 47.5% determined a year

earlier, resulting from 6.2% growth of operating income and the 3.2% decrease of operating costs.

EFFICIENCY RATIO



Operating income amounted to €396.2 million, reflecting a y-o-y growth of 14.6%.

During the period from January to June 2019, impairments and net provisions were recorded in the amount of €0.2 million, reflecting the reduction of defaults, recoveries of past-due loans and gains on disposal of non-performing loans. The cost of credit, indicator of loan impairments as a percentage of the average balance of the loan portfolio, stood at -0.1% in June

Balance Sheet and Business

At the end of June 2019, business volume amounted to €82.5 billion, a y-o-y growth of 1.2%, reflecting the 4.6% increase of customer resources, which offset the 2.0% decrease of loans and advances to customers.

BUSINESS VOLUME (million euro)

| | 1H 2019 | 1H 2018 | Chg. |
|---|---------------|---------------|--------------|
| Business Volume | 82,527 | 81,549 | +1.2% |
| Loans and advances to customers (gross) | 40,718 | 41,560 | -2.0% |
| Customers' Resources | 41,809 | 39,989 | +4.6% |

The transformation ratio measured by the relationship between loans and deposits stood at 114.3% in June 2019, 6.0 percentage points less than the 120.3% observed in the first

2019, confirming the quality of the assets and respective coverage.

The associated results recognised by the equity method stood at €4.5 million, an increase of 18.6%, when compared with the amount for the first half 2018.

The results of non-current assets held for sale totalled €10.2 million, a sharp increase compared to the figure of €3.8 million determined a year earlier, arising from real-estate asset portfolio management operations.

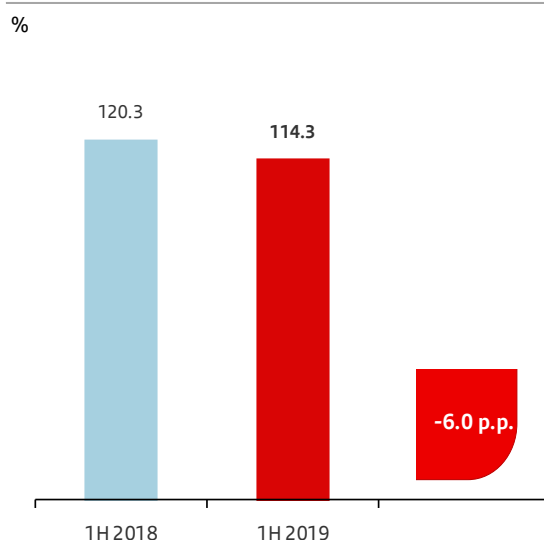
Taxes (excluding non-recurrent results) stood at €134.7 million, a year-on-year increase of 22.5%. Taxes include the special contribution on the banking sector which totalled €28.3 million in June 2019 (€22.7 million in the previous year).

Income before taxes and non-controlling interests (excluding non-recurring results) amounted to €410.7 million, equivalent to a 16.2% increase compared to the first half of 2018.

The income statement at the end of the first half of 2018 includes non-recurring income in the amount of €20.1 million.

At the end of June 2019, Santander Totta, SGPS returned net income in the amount of €275.9 million, a growth of 4.6% year-on-year.

half 2018 influenced by the growth of deposits, although interest rates stood historical lows, and by the decrease of loans.

LOAN-TO-DEPOSIT RATIO (transformation ratio)

At the end of June 2019, the portfolio of loans and advances to customers (gross) stood at €40.7 billion, down 2.0% compared to the same period last year, influenced by the management of non-productive exposures through disposals and write offs of the loan portfolio. Excluding the effect of these transactions,

the portfolio of loans and advances to customers would have been stable compared to the figure recorded in June 2018.

| LOANS (million euro) | 1H 2019 | 1H 2018 | Chg. |
|--|----------------|----------------|--------------|
| Loans and advances to customers (gross) | 40,718 | 41,560 | -2.0% |
| <i>of which</i> | | | |
| Loans to individuals | 21,603 | 21,546 | +0.3% |
| <i>of which</i> | | | |
| Mortgage | 19,535 | 19,268 | +1.4% |
| Consumer | 1,626 | 1,617 | +0.5% |
| Loans to corporates | 18,286 | 19,055 | -4.0% |

Note: Loans to corporates include credit to institutional and public administrations

Loans to individuals stood at €21.6 billion, a y-o-y increase of 0.3%, across its major components: 1.4% in mortgage loans to €19.5 billion, driven by the dynamics of the Portuguese real-estate market, and 0.5% in consumer credit to €1.6 billion, driven by personal loans extended via digital channels. Market share for the production of new mortgage loans stood at 18.9%. In the production of personal credit, emphasis is given to the CrediSimples digital solution.

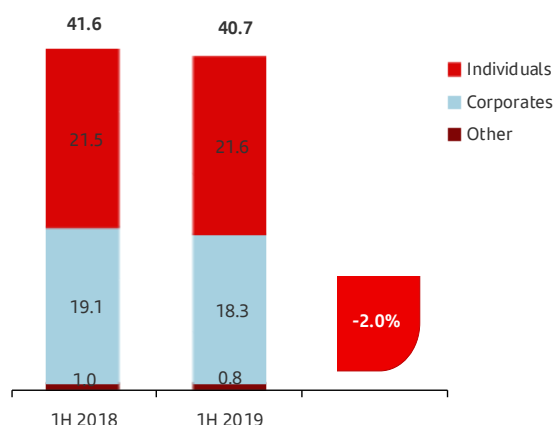
Corporate loans stood at €18.3 billion, equivalent to a y-o-y decline of 4.0%, influenced by the sale of non-productive loan portfolios and by the moderate demand by the economic agents. Emphasis is given to dynamics of the commercial activity, reflecting the support of the national business

community, with the increase of new production. Market share for the production of new loans to corporates stood at 20.3%. In this respect, the launch must be underscored of the "CrediSimples Business" digital offering, which allows customers to immediately take out online loans. In protocol loans Banco Santander offers several solutions, through the Capitalizar and Capitalizar Mais Lines, and supports urban renovation via the IFRRU 2020 line.

In the structure of loans and advances to customers, the individuals and companies portfolios accounted for 53% and 45% of total loans and advances respectively.

GROSS LOANS

billion euro



Asset quality continued to improve with Non-Performing Exposure (NPE) ratio, calculated in accordance with the EBA definition, standing at 3.3% in June 2019, a decrease of 1.6

percentage points over the same half of the previous year, with coverage by impairments standing at 53.3%.

CREDIT RISK RATIOS

| | 1H 2019 | 1H 2018 | Chg. |
|--|---------|---------|-----------|
| Non-Performing Exposure Ratio | 3.3% | 4.9% | -1.6 p.p. |
| Non Performing Exposure coverage Ratio | 53.3% | 54.6% | -1.3 p.p. |
| Cost of credit | (0.1%) | (0.0%) | -0.1 p.p. |

At the end of the first half of 2019, customer resources amounted to €41.8 billion, a growth of 4.6% compared to the same period last year.

RESOURCES (million euro)

| | 1H 2019 | 1H 2018 | Chg. |
|-------------------------------|---------------|---------------|--------------|
| Customers' resources | 41,809 | 39,989 | +4.6% |
| On-balance sheet resources | 34,795 | 33,330 | +4.4% |
| Deposits | 34,795 | 33,330 | +4.4% |
| Off-balance sheet resources | 7,014 | 6,658 | +5.3% |
| Investment funds | 2,809 | 2,702 | +4.0% |
| Insurance and other resources | 4,204 | 3,957 | +6.3% |

Deposits stood at €34.8 billion, an increase of 4.4% compared to the amount observed at the end of June 2018, accounting for 83% of total resources and reflecting the activity of the commercial network and customer confidence in the Bank, in an environment of historically low interest rates.

Off-balance sheet resources stood at €7.0 billion, up 5.3% over June 2018 figure. Investment funds managed or marketed by Banco Santander in the amount of €2.8 billion increased 4.0% over the past year, due to the diversification of customer investments, within a framework of recovery of the financial markets that occurred in the first half of the year. Insurance and other resources (€4.2 billion) performed well,

on increasing fund taking by 6.3% compared to the amount recorded in the same period last year.

Solvency Ratios

At the end of the first half of 2019, the Common Equity Tier 1 (CET1) ratio stood at 16.4% (fully implemented), complying with all the capital ratios required by the European Central Bank within the scope of the SREP-Supervisory Review and Evaluation Process), with an increase of 3.9 percentage points compared to the end of June 2018.

| CAPITAL (million euro) | 1H 2019 | 1H 2018 | Chg. |
|-----------------------------------|----------------|----------------|---------------|
| Common Equity Tier I | 3,073 | 2,704 | +13.6% |
| Tier I Capital | 3,673 | 3,304 | +11.2% |
| Total Capital | 3,735 | 3,350 | +11.5% |
| Risk Weighted Assets (RWA) | 18,765 | 21,674 | -13.4% |
| CET I ratio | 16.4% | 12.5% | +3.9 p.p. |
| Tier I ratio | 19.6% | 15.2% | +4.4 p.p. |
| Total Capital Ratio | 19.9% | 15.5% | +4.4 p.p. |

Minimum requirements for own funds and eligible liabilities

From January 1st 2019, a requirement for total loss-absorbing capacity (TLAC) was introduced, as defined by the Financial Stability Board. In the EU TLAC requirements were implemented via EU regulation 2019/876 (also known as CRR II) that came into force in June 2019. This new regulation includes the new framework for the minimum requirements for eligible liabilities (MREL).

According with article 92a of EU regulation 2019/876, this requirement is applied to institutions considered a G-SII or that are part of a G-SII. Given the fact that Santander Totta SPGS, SA is almost fully owned by Banco Santander SA (considered a G-SII), this requirement is also applicable to Santander Totta SGPS, SA.

MREL includes own funds and eligible liabilities that can be written down or converted into capital in order to absorb losses or recapitalize the bank in the event of its failure. With this new framework new information disclosure is also included. Since final formats of this disclosure are still pending for final approval, the disclosures made on this section are done accordingly with the formats made available by the Basel Committee for the Pillar 3 disclosures requirements.

Santander Totta SGPS, SA's requirement is

- 16% of total consolidated RWAs;
- 6% of total consolidated leverage exposure

Key metrics (KM2)

| Santander Totta SGPS | | June 2019 | March 2019 | December 2018 | September 2018 | June 2018 |
|----------------------|---|-----------|------------|---------------|----------------|-----------|
| 1 | Total Loss Absorbing Capacity (TLAC) available | 3,772 | 3,572 | 3,427 | 3,355 | 3,350 |
| 1a | Fully loaded ECL accounting model TLAC available | 3,772 | 3,572 | 3,427 | 3,355 | 3,350 |
| 2 | Total RWA at the level of the resolution group | 18,765 | 19,925 | 20,052 | 20,816 | 21,677 |
| 3 | TLAC as a percentage of RWA (row1/row2) (%) | 20.1% | 17.9% | 17.1% | 16.1% | 15.5% |
| 3a | Fully loaded ECL accounting model TLAC as a percentage of fully loaded ECL accounting model RWA (%) | 20.1% | 17.9% | 17.1% | 16.1% | 15.5% |
| 4 | Leverage exposure measure at the level of the resolution group | 54,697 | 54,588 | 52,990 | 52,753 | 54,783 |
| 5 | TLAC as a percentage of leverage exposure measure (row1/row4) (%) | 6.9% | 6.5% | 6.5% | 6.4% | 6.1% |
| 5a | Fully loaded ECL accounting model TLAC as a percentage of fully loaded ECL accounting model Leverage exposure measure (%) | 6.9% | 6.5% | 6.5% | 6.4% | 6.1% |

TLAC Composition (TLAC1)

| Regulatory capital elements of TLAC and adjustments | | June 2019 |
|---|--|-----------|
| 1 | Common Equity Tier 1 capital (CET1) | 3,110 |
| 2 | Additional Tier 1 capital (AT1) before TLAC adjustments | 600 |
| 3 | AT1 ineligible as TLAC as issued out of subsidiaries to third parties | 0 |
| 4 | Other adjustments | 0 |
| 5 | AT1 instruments eligible under the TLAC framework | 600 |
| 6 | Tier 2 capital (T2) before TLAC adjustments | 12 |
| 7 | Amortised portion of T2 instruments where remaining maturity > 1 year | 0 |
| 8 | T2 capital ineligible as TLAC as issued out of subsidiaries to third parties | 0 |
| 9 | Other adjustments | -50 |
| 10 | T2 instruments eligible under the TLAC framework | 62 |
| 11 | TLAC arising from regulatory capital | 3,772 |
| Non-regulatory capital elements of TLAC | | |
| 12 | External TLAC instruments issued directly by the bank and subordinated to excluded liabilities | 0 |
| 13 | External TLAC instruments issued directly by the bank which are not subordinated to excluded liabilities but meet all other TLAC term sheet requirements | 0 |
| 14 | Of which: amount eligible as TLAC after application of the caps | 0 |
| 15 | External TLAC instruments issued by funding vehicles prior to 1 January 2022 | 0 |
| 16 | Eligible ex ante commitments to recapitalise a G-SIB in resolution | 0 |
| 17 | TLAC arising from non-regulatory capital instruments before adjustments | 0 |
| Non-regulatory capital elements of TLAC: adjustments | | |
| 18 | TLAC before deductions | 3,772 |
| 19 | Deductions of exposures between MPE resolution groups that correspond to items eligible for TLAC (not applicable to SPE G-SIBs) | 0 |
| 20 | Deduction of investments in own other TLAC liabilities | 0 |
| 21 | Other adjustments to TLAC | 0 |
| 22 | TLAC after deductions | 3,772 |
| Risk-weighted assets and leverage exposure measure for TLAC purposes | | |
| 23 | Total risk-weighted assets adjusted as permitted under the TLAC regime | 18,765 |
| 24 | Leverage exposure measure | 54,697 |
| TLAC ratios and buffers | | |
| 25 | TLAC (as a percentage of risk-weighted assets adjusted as permitted under the TLAC regime) | 20.10% |
| 26 | TLAC (as a percentage of leverage exposure) | 6.90% |
| 27 | CET1 (as a percentage of risk-weighted assets) available after meeting the resolution group's minimum capital and TLAC requirements | 4.10% |

Creditors ranking (TLAC3)

| | | Creditor ranking | | | |
|----|---|------------------|-----------------|-------------------|-------|
| 1 | Description of creditor ranking (free text) | Capital | AT1 instruments | Subordinated Debt | TOTAL |
| 2 | Total capital and liabilities net of credit risk mitigation | 3,645 | 600 | 12 | 4,257 |
| 3 | Subset of row 2 that are excluded liabilities | 0 | 0 | 0 | 0 |
| 4 | Total capital and liabilities less excluded liabilities (row 2 minus row 3) | 3,645 | 600 | 12 | 4,257 |
| 5 | Subset of row 4 that are potentially eligible as TLAC | 3,645 | 600 | 12 | 4,257 |
| 6 | Subset of row 5 with 1 year ≤ residual maturity < 2 years | 0 | 0 | 0 | 0 |
| 7 | Subset of row 5 with 2 years ≤ residual maturity < 5 years | 0 | 0 | 0 | 0 |
| 8 | Subset of row 5 with 5 years ≤ residual maturity < 10 years | 0 | | 8 | 8 |
| 9 | Subset of row 5 with residual maturity ≥ 10 years, but excluding perpetual securities | 0 | 0 | 0 | 0 |
| 10 | Subset of row 5 that is perpetual securities | 3,645 | 600 | 4 | 4,250 |

Main features of own funds instruments of the creditors ranking (TLAC2)

| EUR Million | | June 30, 2019 | | | |
|--|--|--|---|--|--|
| 1 Issuer | Santander Totta SGPS, S.A. | Santander Totta SGPS, S.A. | Banco Santander Totta, S.A. | Banco Santander Totta, S.A. | |
| 2 Unique identifier (eg CIYEsP, IYesN or Bloomberg identifier for private placement) | PTSTOBOM0008 | PTSTOAO0009 | PTBSREOM0028 | PTCPOOE0004 | |
| 3 Regulatory Treatment | | | | | |
| Governing law(s) of the instrument | Portuguese Law | Portuguese Law | Portuguese Law | Portuguese Law | |
| 4 TranYestional CRR rules | Level 1 Equity | Level 1 Equity | Level 2 Equity | Level 2 Equity | |
| 5 Post-tranYestional CRR rules | Admissible | Admissible | Admissible | Admissible | |
| 6 Eligible at solo/(sub-)consolidated/ solo&(sub-)consolidated | Consolidated Portugal Group | Consolidated Portugal Group | Consolidated Portugal Group | Consolidated Portugal Group | |
| 7 Instrument type (types to be specified by each jurisdiction) | Level 1 Equity Instruments | Level 1 Equity Instruments | Level 2 Equity Instruments | Level 2 Equity Instruments | |
| 8 Amount recognised in regulatory capital (Currency in million, as of most recent reporting date) | 300 | 300 | 8 | 4 | |
| 9 Nominal amount of instrument | EUR 100,000 | EUR 100,000 | EUR 1,000 | EUR 1,000 | |
| 9a Issue price | 100% | 100% | 100% | 100% | |
| 9b Redemption price | 100% | 100% | 100% | 100% | |
| 10 Accounting classification | Equity - dividends | Equity - dividends | Net Income - interest payable | Net Income - interest payable | |
| 11 Original date of issuance | 22/06/2016 | 30/12/2015 | 6/10/2016 | 23/02/2001 | |
| 12 Perpetual or dated | Perpetual | Perpetual | Perpetual | Perpetual | |
| 13 Original maturity date | No maturity date | No maturity date | 6/10/2026 | No maturity date | |
| 14 Issuer call subject to prior supervisory approval | Yes | Yes | Yes | Yes | |
| 15 Optional call date, contingent call dates and redemption amount | 22/06/2021 | 17/01/2020 | At any time | At any time | |
| 16 Subsequent call dates, if applicable | Annual | Annual | n.a. | n.a. | |
| Coupons & dividends | | | | | |
| 17 Fixed or floating dividend/coupon | Fixed | Fixed | Fixed | Floating | |
| 18 Coupon rate and any related index | 10.50% | 9.90% | 7.50% | 6 month Euribor + 1.60% for the first twenty periods 6 month Euribor + 1.75% for the subsequent | |
| 19 Existence of a dividend stopper | Yes | Yes | No | No | |
| 20a Fully discretionary, partially discretionary or mandatory (in terms of timing) | Fully discretionary | Fully discretionary | Mandatory | Mandatory | |
| 20b Fully discretionary, partially discretionary or mandatory (in terms of amount) | Fully discretionary | Fully discretionary | Mandatory | Mandatory | |
| 21 Existence of step up or other incentive to redeem | No | No | No | No | |
| 22 Noncumulative or cumulative | Non-cumulative | Non-cumulative | Non-cumulative | Non-cumulative | |
| 23 Convertible or non-convertible | Non-convertible | Non-convertible | Non-convertible | Non-convertible | |
| 24 If convertible, conversion trigger(s) | n/a | n/a | n/a | n/a | |
| 25 If convertible, fully or partially | n/a | n/a | n/a | n/a | |
| 26 If convertible, conversion rate | n/a | n/a | n/a | n/a | |
| 27 If convertible, mandatory or optional conversion | n/a | n/a | n/a | n/a | |
| 28 If convertible, specify instrument type convertible into | n/a | n/a | n/a | n/a | |
| 29 If convertible, specify issuer of instrument it converts into | n/a | n/a | n/a | n/a | |
| 30 Write-down features | Sim | Sim | n/a | n/a | |
| 31 If write-down, write-down trigger(s) | Trigger Level: MinCET1 8% | Trigger Level: MinCET1 8% | n/a | n/a | |
| 32 If write-down, full or partial | Depend on the reduction amount. May be in full or partial | Depend on the reduction amount. May be in full or partial | n/a | n/a | |
| 33 If write-down, permanent or temporary | Temporary | Temporary | n/a | n/a | |
| 34 If temporary write-down, description of write-up mechanism | If the issuer reports positive results may, subject to the maximum distributable amount (MDA), increase the instrument's nominal value on a pro-rata basis with equivalent instruments (loss absorbing and allows write down) up to the maximum amount of the replenishment. Any replenishment, may not exceed the original nominal value of the instrument. | If the issuer reports positive results may, subject to the maximum distributable amount (MDA), increase the instrument's nominal value on a pro-rata basis with equivalent instruments (loss absorbing and allows write down) up to the maximum amount of the replenishment. Any replenishment, may not exceed the original nominal value of the instrument. | n/a | n/a | |
| 35 Priority in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Level 2 Equity Instruments | Level 2 Equity Instruments | Other liabilities not covered by deposit protection regimes | Other liabilities not covered by deposit protection regimes | |
| 36 Non-compliant transitional features | No | No | No | No | |
| If yes, specify non-compliant features | | | | | |

Introduction

For Santander in Portugal, quality in risk management constitutes a fundamental axis of action, in keeping with the corporate policy of the Group of which it is a part. Prudence in risk management allied to the use of advanced management techniques continues to be a decisive factor, particularly in an environment highly demanding for the financial markets.

The creation and implementation of the **Risk Pro programme** put into practice by implementing a risk culture disclosed throughout the company and is now present across the business, reinforces these principles at the level of the entire structure of the Bank, decisively influencing all the processes carried out at the Bank, taking into account not only the surroundings but also the attitudes, behaviours, values and principles that each demonstrates with regard to the different types of risks that are faced.

The Risk Pro programme was implemented to involve all the Bank's employees in the management of risks, and the Risk Pro culture encompasses a set of behaviour and conduct that each has to embrace every day for proactive management of the sundry risks.

Credit Risk

In the first half of 2019, the activity of the Credit Risk area maintained the following as its main vectors:

- Maintaining the principle of segmentation in the treatment of credit risks, differentiating the approach to risks in the light of the characteristics of the customers and of the products;
- Maintaining the strictness of the admission criteria and, consequently, of the quality of risk admitted in each segment with a view to preserving the good quality of the loan portfolio;
- At the level of portfolio risks the policy was maintained of proximity with the customers, in order to anticipate their needs, reviews of their credit lines and forestalling possible problems in their repayment ability;
- This action and the loan quality of the customers, allowed non-performing loans and to be kept under control and at acceptable levels. The business support levels were intensified in attracting new good-risk transactions and customers, and improvements were implemented in the processes with a view to responding to customer requests more effectively and quickly;
- In portfolio and customer monitoring, the permanent focus was maintained on surveillance of lower-rating segments and on sectors that are, or expected to be, affected by the macro-economic context, with a view to mitigating the non-performing loan and late-payment ratios.
- Customer monitoring and review meetings were maintained, the Bank's usual practice for the early detection of loan-portfolio alerts;
- The Bank continues to review, develop and apply improvement measures in the management of the new-loan admission process, with the aim of improving the quality of the customer service whenever they present new loan-grant opportunities;
- In the standardised (or non-portfolio) risks, with a view to ongoing improvement and efficiency of the admission process, and bearing in mind the objective of portfolio quality, the Bank conducted the update and maintenance of the automatic decision models, particularly the scoring and behavioural systems used in the Individuals and Business segments;
- Also in the matter of standardised risks, the focus continued to be centred on ensuring portfolio quality, while continuing to provide a range of debt-restructuring products and solutions to adapt the customers' charges to their repayment capacity and current and future disposable income;

- In this sense the defined admission strategies were maintained in the Bank's decision-making systems, as was recourse to behavioural systems for the identification of preventative and roll-over measures to be offered to customers;
- In order to maintain commercial and cross-selling involvement of the customers and, at the same time, to increase the potential of attracting new customers, marketing campaigns were maintained for the Businesses segment, aimed at the production of new loans and customer retention and ongoing operations in order to compensate for the natural erosion of this portfolio;
- In a macroeconomic scenario, now less adverse, in which the nonperforming loan ratios are still important but less significant, a strong focus was maintained on recoveries activity, increasing intervention agility. Underscored is the activity of mass management of recovery activity and permanent monitoring of special and judicial/extrajudicial cases;
- The policy of strengthening negotiations regarding payments in kind was maintained, so that, when they occur, the first focus will be to obtain payment in kind as an alternative to legal action;
- Surveillance of the work methodology continued with a view to optimising the various processes for the purpose of "stressing" the model, increasing the efficiency of the resources and the effectiveness of the actions to bring loan recoveries forward;
- In corporate risk management, there continued to be a permanent focus on knowledge and monitoring of the loan portfolio, seeking to provide adequate and timely management measures to be taken with a view to correct management of the Bank's risks;
- Attention was also maintained in respect of the Bank's in-house models, almost all of which have already been recognised (by the regulators) as advanced (IRB) models for the calculation of the equity requirement, as well as their increasing inclusion in the management;

Risk Model

Introduction

Credit risk is originated by the possibility of specific losses arising from non-fulfilment of all or part of the financial obligations contracted with Bank by its customers.

The organisation of the credit-risk function at Banco Santander in Portugal is specialised in the light of the customer typology, throughout the entire risk-management process, between portfolio customers (made-to-measure or personalised treatment) and standardised or mass-treatment customers (non-portfolio).

Portfolio customers are those that, fundamentally due to the risk assumed, are assigned a risk analyst. This group includes wholesale banking companies, financial institutions and part of the retail banking companies. Assessment of the risk of these customers is performed by the analyst, supplemented with decision-support tools based on in-house risk-assessment models;

Standardised customers are those that do not have a risk analyst specifically designated for their monitoring. This group includes the risks of individuals, self-employed entrepreneurs and retail-banking companies that are non-portfolio. Assessment of these risks is based on in-house valuation and automatic-decision models, complemented, in a subsidiary manner, when the model is not sufficiently precise, by specialised risk-analyst teams.

Risk measurement metrics and tools

The Bank uses its own in-house classification or ratings for the different customer segments to measure the credit quality of a customer or transaction, each rating corresponding to a probability of default.

The overall classification tools are applied to the country-risk, financial institutions and global wholesale banking segments, both in determining their rating and in monitoring the risks assumed. These tools assign a rating to each customer as a result of a quantitative or automatic module, based on data/balance sheet ratios or macroeconomic variables, complemented by the analysis performed by the risks analyst who monitors the customer.

In the case of retail banking companies and institutions, the assignment of a rating is based on the modules referred to above, in this case quantitative or automatic (analysing the borrowing behaviour of a sample of customers and its correlation with a set of data and accounting ratios) and qualitative, entrusted to a risk analyst for analysis, who is obliged to perform a final review of the rating assigned.

The ratings assigned are reviewed periodically, incorporating new financial information that comes to be available as well as, at qualitative level, the experience arising from assessment of the existing loan relationship. This frequency increases in the case of customers for whom the internal risk alert and classification systems so require.

For the standardised-risk portfolios, both of individuals and of non-portfolio businesses, scoring tools and decision-making models are implemented that automatically assign an assessment/decision of the transactions presented. These decision tools are complemented with a behavioural scoring model, an instrument that allows greater predictability of the risks assumed and are used both for pre-sale and for sale.

Credit risk parameters

Evaluation of the customer and/or transaction by rating or scoring constitutes an assessment of the creditworthiness, which is quantified by the probability of default (PD). In addition to the evaluation the customer, the quantitative risk analysis considers other aspects such as the term of the transaction, the type of product and the existing collateral. What is thus taken into account is not just the probability that the customer may not fulfil its contractual obligations (PD) but that the exposure at default (EAD) may be estimated as well as the percentage of the EAD that may not be recovered (loss given default or LGD).

These are the factors (PD, LGD and EAD) that constitute the major credit-risk parameters, and, taken jointly, allow a calculation of the expected loss and the unexpected loss. The expected (or probable) loss is considered as an additional business cost (reflecting the risk premium), and this cost is duly reflected in the price of the transactions. The calculation of the unexpected loss, which is the basis for the calculation of regulatory capital in keeping with the rules of the Basel (BIS II) capital accord, refers to a very large, though not very likely, loss that, given its nature, is not considered recurrent and must therefore be duly covered by own funds.

In small and medium enterprises, the balance-sheet information serves not only to assign the rating, but also to obtain explanatory factors of the probability of default. In retail portfolios, the PD is calculated by observing the entries into default, correlating them with the scoring assigned to the transactions. Excepted are portfolios in which, as a result of lesser in-house default experience, such as financial institutions, country risk or global wholesale banking, the calculation of these parameters is performed on the basis of alternative sources of information, such as market prices or studies by agencies of recognised experience and expertise with a portfolio of a sufficient number of entities (these are designated as low-default portfolio).

LGD calculation is based on the observation of the process of recovery of defaulting transactions, taking into account not only

the revenues and costs associated with this process, but also the moment they are produced and the indirect costs arising from the recovery activity.

The EAD estimate is based on the comparison of the use of the compromised lines at the time of default and in a normal situation, in order to identify the real consumption of the lines when the default occurs.

The estimated parameters are immediately assigned to transactions that are in a normal situation and are differentiated for low default portfolios and for the others.

Credit risk cycle

The risk-management process consists of identifying, measuring, analysing, controlling, negotiating and deciding the risks incurred by the Bank's operations.

This process begins in the business areas, which propose a certain propensity to risk. These risks are analysed by special committees, which act under powers delegated by the Executive Committee at the Executive Risks Committee (ERC). The ERC establishes the risk policies and procedures and determines the limits and delegation of powers.

Planning and establishing limits

Establishment of risk limits is conceived as a dynamic process that identifies the risk profiles that the Bank is willing to assume through the assessment of the business proposals and the opinion of the Risks area.

At the level of large corporate groups a pre-classification model is used, a model based on an economic capital measurement and monitoring system.

At the level of the portfolio risks, the most basic level is that of customer and when certain characteristics are involved – usually a level of relative importance – it is subjected to an individual limit, usually called pre-classification, through a more simplified system and usually for those customers who meet certain requirements (good knowledge and rating, among others).

At the level of standardised risks, the planning and setting of limits process is undertaken by means of joint preparation by the Risks and Business and Strategic Commercial Plans (SCP) areas, where the expected results of the deal in terms of risk and profitability are reflected, as are the limits to which the activity, the management of the associated risks and the means of support required must be subjected.

Study of the risk, transaction decision and monitoring and control

The study of the risk is a prerequisite of the authorisation of any loan operation at Banco Santander in Portugal. This study consists of analysing the customer's ability to fulfil its contractual obligations towards the Bank, entailing the credit quality of the customer, its loan transactions and its solvency and profitability. Additionally, a study and review are conducted of the valuation assigned when there is an alert or event that affects the customer/transaction.

The purpose of the operations decision process is their analysis, taking into account the risk profile and the relevant elements of the operation in the definition of a balance between risk and profitability.

In order to maintain adequate quality control of the loan portfolio, in addition to the actions carried out by Internal Audit there is a specific monitoring function within the Risks area, comprising teams and their heads. This function is also specialised on the basis of customer segmentation and is fundamentally based on a continuous process of observation allowing advance detection of possible occurrences in the evolution of the risk, of the transaction and of the customer, for the purpose of implementing measures, in advance, to mitigate them.

Recoveries

Recoveries management at Santander in Portugal a strategic, comprehensive and business activity. The specific objectives of the recoveries process are the following:

- Ensuring the collection or settlement of amounts in an irregular situation, favouring negotiated solutions for the customer's loan situation to return to normal. If a negotiated solution is not possible, the Recoveries area will then seek to recover the loans through the courts;
- Maintaining and strengthening the relationship with customers, safeguarding their behaviour regarding the commitments they have contractually entered into with the Bank.

The Recoveries area is structured in keeping with the commercial segmentation of the customers: Individuals and Businesses and Companies, with specific management models. The management of recoveries, so segmented, is divided into the following stages: preventive management, management of irregularities and management of non-performing loans and bankruptcies, each of which has specific models, strategies and circuits. All this activity is shared with the business areas.

Counterparty risk

Counterparty risk, latent in contracts entered into in financial markets – organised or over-the counter (OTC) markets – consists of the possibility of default by the counterparties of the contracted terms and subsequent occurrence of financial losses for the institution.

The types of transactions involved include the purchase and sale of securities, interbank money market transactions, contracting repos, loans of securities and derivative instruments.

Control of these risks is performed through an integrated system (IRIS) that allows approved limits to be recorded and provides information as to their availability for the various products and maturities. The same system also allows transverse control of the concentration of risks by certain groups of customers/counterparties.

The risk in derivative positions, called Credit Risk Equivalent (CRE) is calculated as the sum of the Present Value of each contract (or current replacement cost) with the respective potential risk, a component that reflects an estimate of the maximum amount expected to maturity, depending on the volatilities of the underlying market factors and contracted flow structure.

During the first half of 2019 actual exposure of the transactions on interest-rate indexes (Euribor) decreased slightly, reflecting the evolution of medium- and long-term market rates. With regard to exposure to Financial Groups, structural interest-rate risk hedging transactions were maintained, having the LCH Clearnet as clearing house. New exchange rate operations were contracted, though the exposure value of the derivatives with the Financial Groups fell, albeit rather insignificantly.

Balance-sheet risk

Control of the balance-sheet risk

Control of the balance-sheet risk focuses on the risk arising from changes in interest and foreign-exchange rates, as well as on the liquidity risk, resulting from maturity lags and repricing of assets and liabilities. The measurement and control of the balance-sheet risk are carried out by a body independent of management.

Methodologies

The interest rate risk in the consolidated balance sheet is measured through modelling the items in assets and liabilities sensitive to interest-rate variations in accordance with their indexing and re-appraisal structure. This model allows the measurement and control of the risks originating directly from

the movement of the income curve, particularly their impact on net interest income and on the Bank's equity.

Additionally, other risk indicators are calculated such as value at risk (VaR) and scenario analysis (stress test).

Liquidity risk is measured and controlled through the modelling of present and future flows of payments and receipts, as well as by conducting stress tests that endeavour to identify the potential risk under external market conditions. In parallel, ratios are estimated on the current items of the balance sheet that act as indicators of structural and short-term liquidity requirements.

The LCR (Liquidity Coverage Ratio) ratio calculated in accordance with ECB rules stood at 151% on 30/06/2019.

Control of the balance-sheet risks is ensured through application of a structure of quantitative limits that aim to keep exposures within the authorised levels. The limits are on the following indicators:

- Interest rate: sensitivity of net interest income and of the equity;
- Liquidity: stress scenarios and short-term and structural liquidity ratios.

Management of the balance-sheet structural risk

Framework

In the first half of 2019 continuity was given to the strengthening of the solid liquidity position, with an increase of customer deposits by about €1.6 billion, reducing the exposure to the Eurosystem to below €1.0 billion and also increasing the liquidity buffer by about €1.0 billion to a total of €10 billion.

Liquidity Reserve

Santander in Portugal's policy is to maximise the available liquidity cushion to cope with adverse liquidity events. In the first half of 2019 the liquidity reserve increased by around €1.0 billion. Besides the active measures to generate eligible assets, the reduction of the commercial gap and consequent reduction of liquidity needs allowed a liquidity reserve totalling €10 billion to be achieved, available to cope with any unexpected events impacting on the Bank's liquidity situation.

Funding

During the first half of 2019, there was a progressive reduction of the commercial gap, mainly through the increase of the customers' deposits base, closing the year with a loans-deposits ratio of 112%, compared to 116% at the close of 2018.

The funding obtained from the European Central Bank has been kept solely in long-term operations: €3.1 billion of TLTROs. The increase of the customers' deposits base allowed a reduction of the net exposure to the Eurosystem, standing at around €10.9 billion at the end of the first half of 2019.

The policy of diversification of sources and maturities was maintained in respect of short-term funding, as was the diversification of collateral allocated in transactions with repurchase agreement with financial institutions.

In terms of long-term funding, besides the €3.1 billion by the ECB, Santander in Portugal closed the first half of 2019 with about €10.8 billion of securitisations, €0.9 billion of loans provided by the European Investment Bank with a view financing structural projects of the Portuguese economy, and also €2.75 billion of covered bonds.

Interest-rate Risk

Commercial activity of extending credit and attracting deposits generates a naturally positive exposure to the interest-rate risk. This structural position results mainly from the fact that credit extended in Portugal is traditionally almost all indexed to market

rates (Euribor) as opposed to a deposits base (at sight) with an average duration of 5 years. This asymmetry generates a reappraisal differential between assets and liabilities resulting in positive sensitivity to the interest-rate risk.

The Bank's policy is to minimise this structural balance-sheet risk, maintaining for the purpose a structural portfolio of fixed-rate bonds (high-quality liquid assets, sovereign debt above all), as well as interest-rate risk hedging derivatives positions. These positions are intended to counter the structural position resulting from the commercial activity and to align the position in terms of interest-rate risk with the market-evolution perspectives.

Market Risk

The perimeter of measurement, control and monitoring of financial risks encompasses transactions where equity risk is assumed. The risk stems from the variation of the risk factors – interest rate, exchange rate, variable income and their volatility – as well as the solvency risk and the liquidity risk of the various products and markets in which Santander in Portugal operates.

Depending on the purpose of the risk, the activities are segmented as follows:

- Negotiation: This includes the activity of provision of financial service to customers;
- Balance-sheet management: risk arising from the Group's commercial activities, particularly the interest-rate and liquidity risk arising resulting from time lags existing in the maturities and repricing of assets and liabilities.

Methodologies

Negotiating activity

The methodology applied in 2019 within the scope of Banco Santander in Portugal for the negotiation activity is the Value at Risk (VaR). Used as the basis is the historic simulation methodology with a 99% confidence level and a one day time horizon, statistical adjustments having been applied that allow swift and effective inclusion of more recent events that condition the risk levels assumed.

Additionally, stress testing is used, which consists of defining behavioural scenarios of differing financial variables and obtaining the respective impact on net income when applying them to the portfolios. These scenarios can replicate the behaviour of financial variables in the light of past events (such as crises) or, on the contrary, plausible scenarios can be determined that do not correspond to past events. In short, scenario analysis seeks to identify the potential risk under

extreme market conditions and in the fringes of probability of occurrence not covered by the VaR.

Several sensitivity measures (BPV and Greeks) and equivalent volumes are also calculated

Daily monitoring of the positions is carried out, and an exhaustive control is performed of the changes that occur in the portfolios, with a view to detecting profile changes or possible incidences for their correction. The daily preparation of the income statement is a risk indicator, to the extent that it allows identification of the impact of the changes of the financial variables or of the alteration of the composition of the portfolios.

Calibration and contrast measures (Backtesting)

The reliability of the VaR model is gauged periodically through a backtesting analysis. Backtesting is a comparative analysis between the calculations of the Value at Risk (VaR) and the daily "clean" results (clean P&L - result associated with the revaluation of the closing portfolios of the previous day at the closing prices of the next day), where the specific/sporadic deviations of the results found compared to the estimated measurements are analysed.

The backtesting analyses performed at the bank comply with the BIS recommendations as regards comparison of the internal systems used in the measurement and management of the financial risks. Additionally, hypotheses tests are carried out in backtesting: excess tests, normality tests, average excess measures, among others.

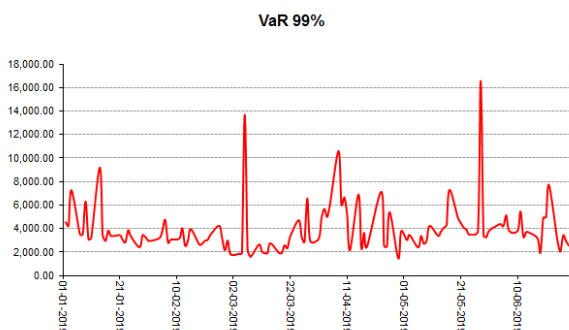
Limits

For the trading portfolios quantitative limits are used, which are classified into two groups established in the light of the following objectives:

- Limits to protect the volume of potential future losses. Examples of this type of limits include limits for VaR, on sensitivity measures (BPV and Greeks) or on equivalent positions;
- Limits intended to protect/accommodate the volume of actual losses or to protect income levels already achieved during the period. Such limits aim to generate alerts on positions that are generating losses (loss triggers), allowing decisions to be taken before the maximum loss limit (stop loss) is reached, from which point it will be considered that the losses have reached an unacceptable level and the positions will be closed immediately.

Quantitative analysis of the VaR throughout the year

The evolution of the risk related to trading activity in financial markets during 2019, quantified through VaR, is as follows:



VaR remained low, ranging between €1,000 and €16.5k.

Operational Risk

Definition and objectives

Banco Santander in Portugal defines operational risk as "the risk of loss arising from shortcomings or errors in internal processes, human resources or systems, or derived from external circumstances". It distinguishes it from other types of risks in that it is not associated to products or business, but is present in processes and/or assets, and is generated internally (by people and/or systems, among others) or as a consequence of external risks, such as actions of third parties or natural disasters.

Operational risk is inherent in all products, activities, processes and systems and is generated in the business and support areas. For this reason, all employees are responsible for managing and controlling the operational risks within their field of action.

The goal in the matter of operational-risk control and management is the identification, measurement, evaluation, control, mitigation and information of this risk.

The Bank's priority is therefore to identify and mitigate risk sources, regardless of whether or not they have caused losses, through a uniform and integrated management approach for all areas involved. The measurement also contributes to the establishment of priorities in the management of the operational risk.

For the calculation of own-funds requirements to cover the operational risk, the Group has initially chosen the Standard method laid down in the BIS II rules.

Management model

The organisational management and control model results from the Group's adaptation to the Basel II approach.

Supervision and control of the operational risk is undertaken through its governing bodies. In this regard, the Board of Directors and the Executive Committee periodically include the treatment of relevant aspects in the management and mitigation of the operational risk.

The operational risk function is structured in three lines of defence. The first consists of all business and support areas, and it is therefore responsible for identifying, assessing, monitoring, mitigating and communicating this risk.

The second line of defence is responsible for overseeing the effective control of the operational risk in its different variables and to assess whether it is managed in accordance with the tolerance level set by the Group's senior management. The second line of defence is an independent function and complements the first-line management and control functions.

The third line of defence is Internal Audit, which, as the last control element, must periodically assess whether the policies, methods and procedures are adequate and ensure that they are actually implemented by management.

The various stages of the management and control model allow:

- Identification of the operational risk inherent in all the Bank's activities, products, processes and systems;
- Definition of the objective operational-risk profile, specifying the strategies per unit and time horizon, through the establishment of the operational risk appetite and tolerance of the budget and its follow-up;
- Promotion of the involvement of all employees with the operational-risk culture through adequate training;
- Measurement and assessment of the operational risk in an objective, ongoing manner consistent with the regulatory standards (Basle, Bank of Portugal, among others) and the banking sector;
- Continuous monitoring of operational-risk exposures, setting up control procedures, improving in-house knowledge and minimising losses;
- Establishment of mitigation measures to eliminate or minimise the operational risk;
- Periodic reports to be drafted on the exposure to the operational risk, and its level of control, for the Board and the Areas, as well as informing the market and supervisory bodies.

The operational-risk control model implemented provides us with the following benefits:

- Promotes the development of an operational-risk culture;
- Allows full and effective management of the operational risk (identification, measurement/assessment, control/mitigation and information);
- Improves knowledge of the operational risks, both real and potential, and their attribution to the business and support lines;
- Operational-risk information contributes to the improvement of processes and controls, reduction of losses and revenue volatility,
- Facilitates the establishment of operational-risk appetite limits.

To carry out the identification, measurement and evaluation of the operational risk, techniques and instruments of a quantitative and qualitative nature were defined, that come together to perform a diagnosis based on the identified risks and obtain an evaluation through the measurement and assessment of each area

The quantitative analysis is mainly conducted through instruments that record and quantify the potential level of losses associated with operational-risk events, in particular:

- Internal database, whose goal is to capture all operational-risk events that may or not have impacts on the accounts. There are accounting-reconciliation procedures that ensure the quality of the information contained in the database;
- External database that provides quantitative and qualitative information, allowing a more detailed and structured analysis of relevant events that occurred in the sector;
- Scenario analysis, in which the opinions of the various business lines, risk managers and controls are obtained with a view to identifying potential events of low probability of occurrence and with a high loss for the institution. The possible impact is assessed and additional mitigation controls and/or measures are identified to reduce a possible high impact for the institution.

Qualitative analysis allows an assessment of aspects linked to risk profile. The instruments used are fundamentally:

- Risk Control Self-Assessment, whose primary purpose is to identify and assess the operational risks in relation to the controls, and identify mitigation measures in the event that the risk levels are not acceptable;
- Indicators, which are statistics or parameters that provide information about risk exposure. The indicators and their

limits are reviewed periodically in order to be adjusted to reality;

- Recommendations of audits and regulators provide relevant information on the risk, allowing identification of weaknesses and controls.

Complementing this, there are various instruments that ensure a robust control environment, through policies, processes and systems, adequate internal controls, mitigation measures and appropriate transfer strategies, namely:

- Corrective measures;
- Crisis management and Business Continuity Plan;
- Risk-transfer mechanisms and insurance;
- Agreement with third parties and supplier control.

By implementing an advanced operational-risk management programme, the Bank's aim was to boost employee engagement, their awareness and their sense of responsibility and motivation, as well as to improve communication and the exchange of experiences among the Bank's employees at every level of the organisation to achieve a common goal, that is, to raise the level of operational-risk management and of the culture. All these actions have contributed to a more efficient monitoring and evaluation of the operational-risk profile, thus providing a solid foundation for business

The Bank has an operational-risk management tool, which is common to several control areas, maximising synergies between the areas and allowing the use of common risk-assessment methodologies, in particular in aligning the risk database with the identified events, internal control and respective action plans.

Compliance and Reputational Risk

Compliance risk is defined as the probability of negative impacts for the institution, with projection on net income or share capital arising from violation of legal rules, specific determinations, contractual obligations, rules of conduct and relationship with customers, ethical principles and established practices concerning the business carried on, which give rise, in particular, to sanctions of a legal or regulatory nature, impairment of business opportunities, reduction of the potential for expansion or inability to demand fulfilment of contractual obligations by third parties.

In turn, reputational risk is understood to be the likelihood of occurrence of negative financial impacts for the institution, reflected in net income or share capital resulting from an unfavourable perception of its public image, reasoned or not, by customers, suppliers, analysts, employees, investors, the media

and other entities with which the institution is related, or by public opinion in general.

The purpose of the compliance and reputational risk policies is their management, as defined in the preceding paragraphs, determining the mechanisms and procedures that: i) allow minimisation of the likelihood of materialisation; ii) identification, reporting to the board and overcoming situations that may have arisen; iii) ensure monitoring and control; and iv) show, if necessary, that these risks are among the Bank's main concerns and that it has the organisation and means to prevent, detect and, where appropriate, overcome them.

In accordance with the applicable legal and regulatory framework, the Bank has set up a compliance function, in the form of the Compliance and Conduct area, the first line in the hierarchy of the Bank, to which functional management of the compliance and reputational risks is assigned.

In this context, the Bank also has a Reputational Risk Model, built in line with last year's business model, under which, with the involvement of the areas considered most relevant, risk management is ensured and the issues and occurrences possibly of greater significance are monitored and assessed.

Without prejudice to all other aspects arising from the foregoing, the global policies relating to compliance and reputational risks cover, in particular, the instruments listed hereunder that are

mentioned for their special impact on the prevention and management of the risk:

- Corporate values;
- Compliance policy;
- Policies for the prevention of money laundering and terrorist financing;
- Codes of conduct;
- Marketing and product follow-up policies;
- Risk policy;
- Identification and management of conflicts of interest policy;
- Quality policy;
- Personal data processing and protection policy;
- Monitoring and follow-up of new regulations;
- Liaison with the supervisory authorities and follow-up of actions undertaken by them;
- Staff training policy;
- Social responsibility and environmental protection policies;
- Corporate defence policies;
- Funding policies for sensitive sectors.

Money Laundering Prevention

Banco Santander in Portugal carries on its business in keeping with prevention and control of money laundering and terrorist financing policies and criteria, in accordance with legislation in force.

The Bank fulfils the obligations determined by law and has an organic structure dedicated solely to the prevention and control of money laundering and terrorist financing within the Compliance and Conduct Co-ordination Division, the teams being trained in this matter and are regularly updated in order to identify and monitor possible risk situations, immediately informing the competent bodies as and where deemed appropriate.

Similarly, the Bank uses IT tools to monitor the customers' operative and its segmentation in the light of the potential risk, applying enhanced due-diligence measures where appropriate, and satisfying other relevant legal and regulatory requirements.

The system is audited annually.

The Bank prepared the Money Laundering Prevention and Terrorist Financing Report in accordance with Bank of Portugal Notice No. 5/2019 on the activity in these matters in the 2nd half

of 2018 and in 2019, having sent it to the Bank of Portugal after approval by the Board of Directors with the prior opinion of the Audit Committee.

Shareholder Structure

| Shareholder | Number of shares | % |
|-------------|------------------|--------|
| Santusa | 196,996,017,344 | 99.85% |

Treasury shares movement

In keeping with the resolution passed by the Annual General Meeting held on May 31, 2018, Santander Totta, SGPS, S.A., may directly or through a dependent company, acquire treasury shares as well as sell those purchased up to the limit and under the other conditions set by law.

On December 31, 2018, Santander Totta, SGPS, S.A., held 105,942,258 treasury shares corresponding to 0.054% of its share capital. During the first half of 2019, the Bank did purchase treasury shares.

TRANSACTION WITH OWN SHARES - 1st half 2019

| | Number of shares | Average unit price (€) | Book value (€) | % of share capital |
|------------------------|------------------|------------------------|----------------|--------------------|
| 31/12/2018 | 105,942,258 | 0.02 | 2,283,853 | 0.054% |
| Share Purchases | - | - | - | - |
| Share Disposals | - | - | - | - |
| 30/06/2019 | 105,942,258 | 0.02 | 2,283,853 | 0.054% |

Alternative Performance Indicators

A set of Alternative Performance Indicators (API) used in the Management Report is presented, prepared in accordance with guidelines issued by ESMA (European Securities and Markets Authority) on October 5, 2015 (ESMA/2015/1415pt).

For management analysis the Bank uses a set of indicators to measure profitability, efficiency and turnover dynamics. Most of these indicators are derived from the financial information disclosed in accordance with the accounting standards in force (IFRS information), but others are calculated using management information (MIS information), not directly relatable to the IFRS information. Similarly, some indicators might be calculated by correcting non-recurring movements, aiming to translate the underlying dynamics of the Bank's business, profitability and efficiency.

The indicators are detailed hereunder, with reference, as far as possible, to the IFRS information.

Net interest income

"Interest income" net of "Interest charge".

Net fees

"Income from services and commissions" less "charges with services and commissions".

Insurance activity

"Gross margin of life insurance in which the risk is borne by the policy holder" added to "Gross margin in insurance activity".

Net fees and other income

"Net fees" added to "other operating results" and "insurance activity".

Commercial revenue

Sum of "net interest income", "Income from equity instruments", "net fees", "other operating results" and "insurance activity".

Gain/losses on financial assets

Sum of "Financial assets and liabilities at fair value through profit or loss", "Other financial assets at fair value through other comprehensive income", "exchange revaluation" and "Disposal of other assets".

Net income from banking activities

Commercial revenue plus gain/losses on financial assets.

Operating costs

"Staff costs" plus "general administrative costs" and "depreciation in the year".

Net operating income

Net income from banking activities minus operating costs.

Impairment, net provisions and other results (excludes non-recurrent results)

Sum of "provisions net of reversals", "impairment on financial assets at amortised cost", "impairment of other assets net of reversals and recoveries and "Results from non-current assets held for sale".

Income before taxes and non-controlling interests (excludes non-recurrent results)

Net operating income less impairment, net provisions and other results plus "Result from associates".

Income after taxes and before non-controlling interests (excludes non-recurrent results)

Income before taxes and non-controlling interests less taxes.

Non-recurrent results

Aggregate of several concepts distributed across several lines of the consolidated income statement. In 2018, it includes amounts arising from non-organic transactions, set out under provisions net of cancellations and taxes, among other lesser items.

Consolidated net income attributable to the shareholders of ST, SGPS / Net income

Income after taxes and before non-controlling interests, less "non-controlling interests" plus "non-recurrent results".

Efficiency ratio

Ratio between operating costs and net income from banking activities.

Loan-to-Deposit ratio (transformation ratio)

Calculated in accordance with Bank of Portugal Instruction 23/2011.

Commercial gap

Difference between "Credit granted and other balances receivable at amortised cost" and "resources of customers and other debts".

Business volume

Sum of loans and advances to customers (gross) and customer resources.

Loans and advances to customers (gross)

Corresponds to the balance sheet item "Credit granted and other balances receivable at amortised cost" before impairment and depreciation.

Loans and advances to customers (net)

Corresponds to the balance sheet item "Credit granted and other balances receivable at amortised cost" net of impairment and depreciation.

Loans to individuals (mortgage and consumer) and corporates

Defined in accordance with the management information system (MIS).

Non-performing exposure ratio

Non-performing exposure (NPE), defined in accordance with the document "Guidance to banks on non-productive loans" of the European Central Bank (March 2017), as a ratio of total exposure, including off-balance sheet items.

Cost of credit

Ratio between "impairment on financial assets at amortised cost" (of the income statement) and the average of "loans and advances to customers (gross)" (of the balance sheet).

Non-performing exposure coverage ratio

Impairments of non-performing exposures in relation to total non-productive exposures (NPE).

Deposits

Corresponds to the balance sheet item "Resources of customers and other debts".

Off-balance sheet resources

Sum of investment funds and insurance marketed and other resources, information of which is obtained through Santander Asset Management and/or the management information system (MIS).

Customer resources

Sum of deposits and off-balance sheet resources.

Liquidity Coverage Ratio (LCR)

The LCR (liquidity coverage ratio), in accordance with article 412(1) of Regulation (EU) No. 575/2013, shall be equal to the ratio of the liquidity reserve of a credit institution and its net liquidity outflows during a 30 calendar day stress period.

Return on Equity (RoE)

Ratio between net income for the period (annualised) and total shareholder's equity at the beginning of the period.

Return on Assets (RoA)

Ratio between net income and total net assets.

Declaration to which article 246(1)(c) of the Securities Code refers

Article 246(1)(c) of the Securities Code determines that each of the persons in charge of the company issue a declaration the content of which is defined therein.

The members of the Board of Directors of Santander Totta, S.G.P.S., S.A., here identified by name, each signed the declaration transcribed hereunder:

"I declare, under the terms of and for the purposes set out in article 246(1)(c) of the Securities Code that, to the best of my knowledge, the condensed financial statements for the first six months of the 2019 were prepared in accordance with the applicable accounting standards, providing a true and fair view of the assets and liabilities, financial position and results of Santander Totta, S.G.P.S., S.A., and of the companies included in the consolidation perimeter, and that the interim management report faithfully sets out the information required under article 246(2) of the Securities Code".

Board of Directors

António José Sacadura Vieira Monteiro

Chair

Pedro Aires Coruche Castro e Almeida

Deputy-Chair

José Carlos Brito Sítima

Deputy-Chair

Manuel António Amaral Franco Preto

Member

Consolidated Financial Statements

The accounts for the first half of 2019 have been submitted neither to limited audit nor to the respective opinion of the Bank's auditors.

SANTANDER TOTTA, SGPS, S.A.

CONSOLIDATED BALANCE SHEETS AS OF JUNE 30, 2019 AND DECEMBER 31, 2018

(Amounts expressed in thousands of Euros - tEuros)

| ASSETS | Notes | 30-06-2019 | | | 31-12-2018 | | LIABILITIES AND SHAREHOLDERS EQUITY | Notes | 30-06-2019 | 31-12-2018 |
|---|-------|--|--------------------------------|---------------|---------------|--|-------------------------------------|-------------------|-------------------|------------|
| | | Amounts before impairment and depreciation | Impairment and depreciation | Net assets | Net assets | | | | | |
| Cash and deposits at central banks | 5 | 2,405,139 | - | 2,405,139 | 1,655,732 | Liabilities | | | | |
| Balances due from other banks | 6 | 531,674 | - | 531,674 | 850,898 | Financial liabilities held for trading | 7 | 1,136,222 | 1,239,713 | |
| Financial assets held for trading | 7 | 1,121,419 | - | 1,121,419 | 1,204,674 | Other financial liabilities mandatory at fair value through profit or loss | 19 | 3,442,194 | 3,175,960 | |
| Other financial assets mandatory at fair value through profit or loss | 8 | 3,129,648 | - | 3,129,648 | 3,053,810 | Financial liabilities at amortised cost | | | | |
| Other financial assets at fair value through other comprehensive income | 9 | 6,763,074 | 3 | 6,763,071 | 5,995,070 | Resources from central banks | 20 | 3,043,848 | 3,050,040 | |
| Financial assets at amortised cost | | | | | | Resources from other credit institutions | 20 | 3,782,472 | 3,539,911 | |
| <i>Loans and advances to credit institutions</i> | 10 | 833,107 | 40 | 833,067 | 675,031 | Resources from customers and other debts | 20 | 34,795,189 | 33,382,504 | |
| <i>Credit granted and other balances receivable at amortized cost</i> | 10 | 40,717,871 | 964,505 | 39,753,366 | 39,597,126 | Debt securities | 20 | 3,479,026 | 4,322,597 | |
| Hedging derivatives | 11 | 91,856 | - | 91,856 | 73,464 | Other financial liabilities | 20 | 318,845 | 200,336 | |
| Value adjustments on assets included in hedging operations | 43 | 255,770 | - | 255,770 | 60,024 | Hedging derivatives | 11 | 376,489 | 90,556 | |
| Investment in associated companies excluded from consolidation | 12 | 108,467 | 1,918 | 106,549 | 111,376 | Value adjustments on assets included in hedging operations | 43 | 3,740 | 10,399 | |
| Investment properties | 13 | 290,114 | - | 290,114 | 297,625 | Provisions | 21 | 280,184 | 297,992 | |
| Other tangible assets | 14 | 646,243 | 269,339 | 376,904 | 346,813 | Technical provisions | 16 | 762,039 | 742,857 | |
| Intangible assets | 14 | 93,058 | 59,699 | 33,359 | 30,617 | Tax liabilities | 15 | 442,866 | 254,269 | |
| Tax assets | 15 | 684,580 | - | 684,580 | 683,733 | Equity representative instruments | 22 | 69,188 | 69,560 | |
| Technical reserves | 16 | 39,102 | - | 39,102 | 40,365 | Other liabilities | 23 | 566,286 | 490,707 | |
| Other assets | 17 | 365,854 | 100,164 | 265,690 | 332,759 | Total liabilities | | <u>52,498,588</u> | <u>50,867,401</u> | |
| Non-current assets held for sale | 18 | 92,236 | 26,175 | 66,061 | 30,022 | | | | | |
| | | | | | | Shareholders' equity | | | | |
| | | | | | | Share capital | 24 | 1,972,962 | 1,972,962 | |
| | | | | | | Other equity instruments | 24 | 600,000 | 600,000 | |
| | | | | | | Accumulated comprehensive income reserves | 24 | 22,510 | (235,157) | |
| | | | | | | Other reserves and retained earnings | 24 | 1,377,851 | 1,434,376 | |
| | | | | | | (Own shares) | 24 | (2,284) | (2,284) | |
| | | | | | | Net income attributable to the shareholders of ST SGPS | 25 | 275,875 | 499,964 | |
| | | | | | | Prepaid dividends | 24 | - | (100,000) | |
| | | | | | | Shareholders' equity attributable to the shareholders of ST SGPS | | <u>4,246,914</u> | <u>4,169,861</u> | |
| | | | | | | Non-controlling interests | 26 | 1,867 | 1,877 | |
| | | | | | | Total shareholders' equity | | <u>4,248,781</u> | <u>4,171,738</u> | |
| | | | | | | Total liabilities and shareholders' equity | | <u>56,747,369</u> | <u>55,039,139</u> | |

The accompanying notes form an integral part of the consolidated balance sheet for the six-month period ended June 30, 2019

SANTANDER TOTTA, SGPS, S.A.

CONSOLIDATED STATEMENTS OF INCOME

AS OF JUNE 30, 2019 AND 2018

(Amounts expressed in thousands of Euros - tEuros)

| | Notes | 30-06-2019 | 30-06-2018 |
|--|-------|-----------------|-----------------|
| Interest income | 28 | 607,275 | 624,723 |
| Interest charge | 29 | (178,561) | (180,574) |
| Net interest income | | 428,714 | 444,149 |
| Income from equity instruments | 30 | 1,637 | 1,306 |
| Income from services and commissions | 31 | 241,629 | 224,737 |
| Charges with services and commissions | 32 | (48,792) | (40,348) |
| Gains/Losses on financial assets | | | |
| Financial assets and liabilities at fair value through profit or loss | 33 | 28,555 | 3,010 |
| Other Financial assets at fair value through other comprehensive income | 33 | 57,695 | 26,599 |
| Exchange revaluation | 33 | 4,976 | 4,762 |
| Disposal of other assets | 33 | (267) | (3,831) |
| Gross margin of life insurance in which the risk is borne by the policy holder | 34 | 6,874 | 5,853 |
| Gross margin in insurance activity | 34 | 5,089 | 4,344 |
| Other operating results | 35 | (26,868) | (20,103) |
| Net income from banking activities | | 699,242 | 650,478 |
| Staff costs | 36 | (174,215) | (178,810) |
| General administrative costs | 37 | (104,482) | (116,506) |
| Depreciation in the year | 14 | (24,384) | (20,922) |
| Provisions, net of reversals | 21 | (9,241) | (306,510) |
| Impairment on financial assets at amortised cost | 21 | 16,497 | 14,607 |
| Impairment on other financial assets net of reversals and recoveries | 21 | (7,488) | (24,620) |
| Results from associates | 38 | 4,546 | 5,587 |
| Results from non-current assets held for sale | 39 | 10,236 | 3,782 |
| Income before taxes and non-controlling interests | | 410,711 | 27,086 |
| Taxes | 15 | (134,733) | 236,481 |
| Income after taxes and before non-controlling interests | | 275,978 | 263,567 |
| Non-controlling interests | | (103) | 80 |
| Consolidated net income attributable to the shareholders of ST, SGPS | | 275,875 | 263,647 |
| Number of ordinary shares outstanding | | 197,190,265,700 | 197,194,357,634 |
| Earnings per share (in Euros) | 25 | 0.0014 | 0.0013 |

The accompanying notes form an integral part of the consolidated income statements for the six-month period ended June 30, 2019

SANTANDER TOTTA, SGPS, S.A.

CONSOLIDATED STATEMENTS OF OTHER COMPREHENSIVE INCOME

AS OF JUNE 30, 2019 AND 2018

(Amounts expressed in thousands of Euros - tEuros)

| | 30-06-2019 | | 30-06-2018 | |
|--|---|---|---|---|
| | Attributable to the shareholders' of ST SGPS | Attributable to non- controlling interests | Attributable to the shareholders' of ST SGPS | Attributable to non- controlling interests |
| Consolidated net income for the period | 275,875 | (103) | 263,647 | 80 |
| Items that will not be reclassified subsequently to the income statement: | | | | |
| . Actuarial and financial deviations in pensions: | | | | |
| . Gross amount | 39,571 | 17 | (7,769) | (1) |
| . Tax effect | - | - | - | - |
| Items that may be reclassified subsequently to the income statement: | | | | |
| . Exchange rate changes in subsidiaries abroad | | | | |
| | | - | - | - |
| . Transfers to results of the period from exchange rate variations in subsidiaries abroad | | | | |
| | | - | - | - |
| . Revaluation reserves of associated companies valued by the equity method of changes in fair value of financial assets at fair value through comprehensive income: | | | | |
| . Fair value | 1,051 | - | 508 | - |
| . Tax effect | (75) | - | (141) | - |
| . Changes of financial assets at fair value through comprehensive income: | | | | |
| . Fair value | 397,325 | 147 | 68,195 | 17 |
| . Tax effect | (118,732) | (53) | (18,621) | (5) |
| . Changes in fair value of cash flows hedging derivatives: | | | | |
| . Fair value | (60,092) | (26) | 41,502 | 18 |
| . Tax effect | 18,629 | 8 | (12,865) | (6) |
| . Changes in shadow reserve: | | | | |
| . Fair value | (23,296) | - | 1,904 | - |
| . Tax effect | 3,286 | - | (436) | - |
| | <u>257,667</u> | <u>93</u> | <u>72,277</u> | <u>23</u> |
| Consolidated comprehensive income for the period | <u>533,542</u> | <u>(10)</u> | <u>335,924</u> | <u>103</u> |

The accompanying notes form an integral part of the consolidated statements of other comprehensive income for the six-month period ended June 30, 2019

SANTANDER TOTTA, SGPS, S.A.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY AS OF JUNE 30, 2019 AND DECEMBER 30, 2018

(Amounts expressed in thousands of Euros - tEuros)

| | Share Capital | Own Shares | Other Equity Instruments | Accrued income reserves | | | Other reserves and Retained Earnings | Prepaid Dividends | Net Income for the period | Non-controlling interests | Total |
|--|------------------|----------------|--------------------------------|-------------------------|-----------------|------------------|--|----------------------|------------------------------|------------------------------|------------------|
| | | | | Fair Value | Deferred Taxes | Sub-total | | | | | |
| Balances as at December 31, 2017 | 1,972,962 | (2,166) | 600,000 | (384,047) | 79,482 | (304,565) | 1,477,498 | (150,000) | 436,337 | 2,166 | 4,032,232 |
| Appropriation of net income | | | | | | | | | | | |
| . Distribution of dividends | - | - | - | - | - | - | 125 | 150,000 | (392,015) | (275) | (242,165) |
| . Transfer to reserves | - | - | - | - | - | - | 44,322 | - | (44,322) | - | - |
| Income distribution - "Additional Tier 1 Instruments" | - | - | - | - | - | - | (61,200) | - | - | - | (61,200) |
| Distribution of prepaid dividends | - | - | - | - | - | - | - | (100,000) | - | - | (100,000) |
| Impact from the application of IFRS9 | - | - | - | - | - | - | (26,196) | - | - | - | (26,196) |
| Long-term incentives - shares | - | - | - | - | - | - | 343 | - | - | - | 343 |
| Purchase of own shares by Santander Totta, SGPS | - | (118) | - | - | - | - | - | - | - | - | (118) |
| Others | - | - | - | - | - | - | (516) | - | - | (30) | (546) |
| Consolidated comprehensive income for the year 2018 | - | - | - | 99,810 | (30,402) | 69,408 | - | - | 499,964 | 16 | 569,388 |
| Balances as at December 31, 2018 | 1,972,962 | (2,284) | 600,000 | (284,237) | 49,080 | (235,157) | 1,434,376 | (100,000) | 499,964 | 1,877 | 4,171,738 |
| Appropriation of net income | | | | | | | | | | | |
| . Distribution of dividends | - | - | - | - | - | - | - | - | (394,788) | - | (394,788) |
| . Transfer to reserves | - | - | - | - | - | - | 5,176 | 100,000 | (105,176) | - | - |
| Income distribution - "Additional Tier 1 Instruments" | - | - | - | - | - | - | (61,200) | - | - | - | (61,200) |
| Long-term incentives - shares | - | - | - | - | - | - | (332) | - | - | - | (332) |
| Others | - | - | - | - | - | - | (169) | - | - | - | (169) |
| Consolidated comprehensive income for the first half year 2019 | - | - | - | 354,559 | (96,892) | 257,667 | - | - | 275,875 | (10) | 533,532 |
| Balances as at June 30, 2019 | 1,972,962 | (2,284) | 600,000 | 70,322 | (47,812) | 22,510 | 1,377,851 | - | 275,875 | 1,867 | 4,248,781 |

The accompanying notes form an integral of the Consolidated statements of changes in Shareholders' Equity for the the six-month period ended June 30, 2019

SANTANDER TOTTA, SGPS, S.A.

CONSOLIDATED STATEMENTS OF CASH FLOWS

AS OF JUNE 30, 2019 AND 2018

(Amounts expressed in thousands of Euros)

| | 30-06-2019 | 31-12-2018 |
|---|-------------|-------------|
| CASH FLOW FROM OPERATING ACTIVITIES: | | |
| Interest and commissions received | 741,923 | 1,578,703 |
| Payment of interest and commissions | (208,227) | (399,081) |
| Payment to staff and suppliers | (311,639) | (650,342) |
| Contributions to the pension funds | - | (46,534) |
| Foreign exchange and other operating results | (9,400) | 93,805 |
| Recovery of uncollectable loans | 4,034 | 9,176 |
| Receivables/(Payments) of insurance premiums | 18,240 | 89,505 |
| Cash flows before changes in operational assets and liabilities | 234,931 | 675,232 |
| (Increase) / decrease in operating assets | | |
| Loans and advances to credit institutions | (158,407) | 148,512 |
| Financial assets held for trading | 83,346 | 305,297 |
| Credit granted and other balances receivable at amortized cost | (112,564) | 342,846 |
| Assets and liabilities at fair value through profit or loss | 282,739 | 638,877 |
| Non-current assets held for sale | (49,287) | 65,633 |
| Investment properties | 7,512 | 56,332 |
| Other assets | 83,228 | 261,263 |
| | 136,567 | 1,818,760 |
| Increase / (decrease) in operating liabilities | | |
| Resources from financial institutions | 236,249 | (842,000) |
| Resources from customers and other debts | 1,472,007 | 2,020,988 |
| Financial liabilities held for trading | (103,493) | (873,437) |
| Other liabilities | 203,316 | (230,156) |
| | 1,808,079 | 75,395 |
| Net cash flow from operating activities before income tax | 2,179,577 | 2,569,387 |
| Income tax paid | (43,737) | (92,228) |
| Net cash flow from operating activities | 2,135,840 | 2,477,159 |
| CASH FLOW FROM INVESTING ACTIVITIES: | | |
| Dividends received | 1,637 | 1,674 |
| Purchase of financial assets at fair value through other comprehensive income | (1,091,174) | (1,299,965) |
| Sale of financial assets at fair value through other comprehensive income | 743,701 | 688,612 |
| Sale of investments held to maturity | (75,839) | (490,570) |
| Income from financial assets at fair value through other comprehensive income | 83,115 | 119,864 |
| Acquisition of tangible and intangible assets | (61,451) | (66,285) |
| Sale of tangible assets | 13,081 | 13,036 |
| Acquisition of Eurovida | - | (88,000) |
| Net cash flow from investment activities | (386,930) | (1,121,634) |
| CASH FLOW FROM FINANCING ACTIVITIES: | | |
| Dividends paid | (394,788) | (341,890) |
| Issuance / (redemption) of cash bonds and other | (16,223) | (231,987) |
| Remuneration paid on cash bonds and other | (849,024) | (34,697) |
| Income Distribution - "Additional Tier 1 Instruments" | (61,200) | (61,200) |
| Remuneration paid on subordinated liabilities | - | (570) |
| Net cash flow from financing activities | (1,321,235) | (670,344) |
| Net increase / (Decrease) in cash and cash equivalents | 427,675 | 685,181 |
| Cash and cash equivalents at the beginning of the period | 2,582,053 | 1,821,449 |
| Cash and cash equivalents at the end of the period | 3,009,728 | 2,506,630 |

The accompanying notes form an integral part of the consolidated statement of cash flows
for the six-month ended June 30, 2019

Notes to the Consolidated Financial Statements

INTRODUCTION

Santander Totta, SGPS, SA (hereinafter also the "Company", "Santander Totta" "ST SGPS" or "Group") was incorporated on December 16, 2004, within the scope of the Banco Totta & Açores, SA (Totta) demerger/merger operation. Under the terms of this operation shares held by Totta in Foggia, SGPS, SA (Foggia), then Totta Seguros - Companhia de Seguros de Vida, SA ("Santander Totta Seguros" or the "Company") were detached from Totta's assets and used to pay up the Santander Totta share capital in kind. On the same date, Totta's other assets and liabilities, in conjunction with Banco Santander Portugal, SA (BSP), were incorporated by merger into Companhia Geral de Crédito Predial Português, SA (CPP) which changed its name to Banco Santander Totta, SA ("Bank"). Santander Totta's purpose is the management of holdings in other companies as an indirect form of exercising economic activities, and its registered office is in Portugal.

On December 20, 2015, following the resolution measure applied by the Bank of Portugal to Banif – Group Internacional do Funchal, SA (Banif), the Group acquired the banking business and a set of assets, liabilities, off-balance-sheet items and assets under management of this entity. Following the decision of the Single Resolution Board with regard to the application of a resolution measure to Banco Popular Español, SA, taken on June 7, 2017, through the instrument for the sale of the whole of the business, with the transfer of the whole of the shares representing the share capital of Banco Popular Español, SA, to Banco Santander, SA, the latter came to hold indirectly the whole of the share capital and voting rights of Banco Popular Portugal, SA (BAPOP).

In view of the restructuring of the business of BAPOP in Portugal and its inclusion in the Santander Group, Banco Santander, SA, demonstrated the intention to transfer all the shares representing the share capital and voting rights of BAPOP to the Bank. In this sense, on December 22, 2017, the European Central Bank communicated its non-opposition to the purchase by the Bank of the whole of the share capital and voting rights and to the merger into the Bank. Consequently, the merger was registered on December 27, 2017.

Santander Totta is part of the Santander Group. The main balances and transactions with companies of the Santander Group during the first half of 2019 and during 2018 are detailed in Note 42.

The Group has a nationwide network of 508 branches (527 branches as at December 31, 2018). It also has several branches and representation offices abroad and holdings in subsidiaries and associated companies.

The consolidated financial statements for the first half of 2019 were approved at the Board of Directors meeting on September 24, 2019.

1. BASES OF PRESENTATION AND MAIN ACCOUNTING POLICIES

1.1. Basis of presentation of the accounts

Santander Totta's consolidated financial statements have been prepared on a going concern basis, based on the books and accounting records maintained in accordance with the principles enshrined in the International Financial Reporting Standards (IAS/IFRS), as endorsed by the European Union, in accordance with Regulation (EC) n° 1606/2002 of the European Parliament and of the Council of July 19, transposed into Portuguese law by Decree-Law 35/2005, of February 17 and by Bank of Portugal Notice n° 1/2005 of February 21. As regards Group companies that use different accounting standards, adjustments are made for conversion to the IAS/IFRS.

The accounting policies used by the Group in the preparation of its consolidated financial statements as at June 30, 2019, are consistent with those used in the preparation of the financial statements as at December 31, 2018, applying in particular IAS 34 (Interim Financial Reporting).

The consolidated financial statements are presented in thousands of euros, rounded to the nearest thousand.

The preparation of financial statements in conformity with the IFRS requires the use of certain critical accounting estimates, implying also judgement by the Board as to the application of the Group's accounting policies. The areas of the financial statements involving a greater degree of judgement or complexity, or the areas in which the assumptions and estimates are significant in the preparation of this set of financial statements are detailed in Note 2.

Within the scope of the implementation of the IFRS as required by the European Union, the Bank adopted the following standards, amendments and interpretations with reference to January 1, 2019:

- **IFRS 16** (new) – 'Leases'. This new standard replaces IAS 17 – 'Leases', with an impact on the accounting by lessees who are now required to recognise a future lease liability reflecting payments of the lease and a "right of use" asset for all lease contracts, except certain short-term leases and low-value assets. The definition of a lease contract was also altered, and is based on the "right to control the use of an identified asset". With regard to the transitional regime, the new standard may be applied retrospectively or may be followed in a modified retrospective approach.
- **IFRS 9** (Amendment), 'Prepayment features with negative compensation'. This amendment introduces the possibility to classify financial assets with pre-payment conditions with negative compensation, at amortised cost, provided specific conditions are complied with, rather than being classified at fair value through profit or loss.
- **IAS 19** (Amendment), Defined-benefit plan amendment, curtailment or settlement This amendment to IAS 19 requires that an entity: (i) use updated assumptions to determine the current-service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and (ii) recognise in profit or loss for the period as part of past-service cost, or as a gain or loss on settlement, any reduction of the coverage surplus, even if that coverage surplus was not previously recognised because of the impact of the asset ceiling. The impact on the asset ceiling is always recorded in Other Comprehensive Income and cannot be recycled for net income of the period.
- **IAS 28** (Amendment) – 'Long-term investments in associates and joint ventures'. This amendment clarifies that long-term investments in associates and joint ventures (components of the investment of an entity in associates and joint ventures), which are not being measured using the equity method, are accounted for under IFRS 9 – 'Financial instruments'. Long-term investments in associates and joint ventures are subject to the estimated loss impairment model, before being added for the purpose of impairment testing of the overall investment in an associate or joint venture, as and where there are indicators of impairment.
- **Improvements to the 2015 – 2017 standards** – This cycle of improvements affects the following standards: IAS 23, IAS 12, IFRS 3 and IFRS 11.
- **IFRIC 23** (new) – Uncertainty over income tax treatment. It is an interpretation of IAS 12 – Income taxes, referring to the recognition and measurement requirements to be applied when there are uncertainties as to the acceptance of a particular tax treatment by the tax authority in respect of

income tax. In case of uncertainty regarding the position of the tax authority on a specific transaction, the entity shall make its best estimate and record the income tax assets or liabilities in light of IAS 12, and not of IAS 37 – Provisions, contingent liabilities and contingent assets, based on the expected amount or the most likely amount. Application of IFRIC 23 can be retrospective or modified retrospective.

The standards and interpretations referred to above had no material impact on the financial statements.

Additionally, by the date of approval of these financial statements, the following standards and improvements were issued and have not yet been adopted by the group by virtue of their application not yet being mandatory or they have not yet been endorsed by the European Union:

- **IFRS 3 (Amendment)**, 'Definition of business' (effective for annual periods beginning on or after January 1, 2020). This amendment is still subject to endorsement by the European Union. This amendment is a revision to the definition of business for the purpose of accounting for business combinations. The new definition requires that an acquisition include an input and a substantial process that jointly manage outputs. The outputs are now defined as goods and services that are provided to customers, which generate income from financial investments and other income, excluding returns in the form of reductions of costs and other economic benefits for shareholders. Concentration tests are now allowed to determine whether a transaction relates to the acquisition of an asset or a business.
- **IFRS 1 and IAS 8 (Amendment)**, 'Definition of material' (to be applied in annual periods beginning on or after January 1, 2020). This amendment is still subject to endorsement by the European Union. This amendment introduces a change to the concept of material, and clarifies that the mention of unclear information refers to situations whose effect is similar to omitting or distorting such information, the entity to assess the materiality considering the financial statements as a whole. Clarifications are also provided as to the meaning of "primary users of the financial statements", which are defined as 'current and future investors, lenders and creditors' who rely on the financial statements to obtain a significant part of the information they need.
- **Conceptual structure**, 'Alterations if the reference to other IFRS' (to be applied in periods beginning on or after January 1, 2020). These amendments are still subject to endorsement by the European Union. As a result of the publication of new conceptual framework, the IASB has introduced changes to the wording of various standards and interpretations, such as: IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, SIC 32, in order to clarify the application of the new definitions of asset/ liability and expense/income, besides some of the characteristics of the financial information. These amendments are of retrospective application except if impracticable.
- **IFRS 17 (new)**, 'Insurance contracts' (effective for annual periods beginning on or after January 1, 2021). This standard is still subject to endorsement by the European Union. This new standard replaces IFRS 4 and applies to all entities that issue insurance contracts, reinsurance contracts and investment contracts with discretionary-participation features. IFRS 17 is based on the current measurement of technical liabilities on each reporting date. Current measurement may be based on a complete (building block approach) or simplified (premium allocation approach) model. Recognition of the technical margin differs depending on whether it is positive or negative. IFRS 17 is applied retrospectively.

1.2. Consolidation principles and registration of associate companies

The consolidated financial statements now presented reflect the assets, liabilities, income, expenditures, other comprehensive income and cash flows of the Group and of the entities directly or indirectly controlled by it (Note 4), including special-purpose entities.

Subsidiary companies are those in which the Group exercises effective control over their day-to-day management in order to obtain economic benefits from their business. Normally, control is evidenced by holding more than 50% of the share capital or voting rights, by exposure to or rights to variable results through its relationship with the company invested in and the ability to use its power over the business of the company invested in to affect the amount of their results. Additionally, as a result of the application of IFRS 10 – Consolidated financial statements, the Group includes special-purpose entities in its consolidation perimeter, in particular vehicles and funds set up within the context of securitisation operations, when it exercises effective financial and operational control over them and when it is exposed to the majority of the risks and benefits associated with their business.

The financial statements of subsidiary companies are consolidated using the full consolidation method as soon as the Group takes control over their business until such time as control ceases. All significant balances and transactions between the consolidated companies have been eliminated. Additionally, where applicable, consolidation adjustments are made in order to ensure consistency in the application of the accounting principles. The amount corresponding to the holding of third parties in subsidiaries that have been consolidated using the full consolidation method is presented under Non-controlling interests (Note 26).

The acquisition cost is measured at the fair value of the assets given in return, of the liabilities assumed and of the equity interests issued for the purpose. The transaction costs incurred are recorded as expenses in the periods in which the costs are incurred, with the exception of the costs of issuing debt or equity securities, which have to be recognised in accordance with IAS 32 and IAS 39. Identifiable assets acquired and liabilities assumed on acquisition are measured at the fair value determined on the date of acquisition.

In the application of the purchase method, non-controlling interests are measured at fair value or in proportion to the percentage held of the acquired entity's net assets, when they represent effective rights in the entity. When control is acquired through potential rights the non-controlling interests are measured at fair value.

The accumulated losses of a subsidiary are allocated to the non-controlling interests in the proportion held, which might imply recognition of non-controlling interests of a negative amount.

In a step-acquisition transaction resulting in the acquisition of control, any non-controlling interest previously held is revalued at fair value with a contra entry in profit or loss at the time of calculation of the goodwill. At the time of a partial sale, resulting in loss of control over a subsidiary, any remaining non-controlling interest held is revalued at fair value on the date of sale and the gain or loss resulting from such revaluation is recorded with a contra entry in profit or loss.

On the other hand, the Group manages assets held by investment funds whose units are held by third parties. The financial statements of the investment funds are not included in the Group's consolidation perimeter, except when it has control of those funds, especially when it has more than

50% of its units, in which cases those funds are consolidated using the full consolidation method. According to the requirements of IAS 32 and IFRS 10, the amount corresponding to the third-party holding in the investment funds consolidated using the full consolidation method is carried as a liability under Equity instruments. The non-controlling interests of the Novimovest Fund are recognised as a deduction from Other operating income given the nature of the main income earned by the fund.

Associated companies are entities in which the Group has significant influence but does not control them. Significant influence is understood to exist when one has a (direct or indirect) financial holding of more than 20% but less than 50% (with voting rights proportionate to the holding) or the power to take part in decisions on the financial and operational policies of an entity, but without control or joint control over it. Financial holdings in associate companies are carried using the equity method as from the moment the Group comes to have significant control until such time as it ceases.

Under the equity method, the consolidated financial statements include the portion attributable to the Group's total equity and of the profits and losses recognised by the associated companies. Dividends allocated by associates reduce the amount of the investment made by the Group. The Group performs impairment tests for its investments in associates whenever there are signs of impairment. Impairment losses recorded in prior periods may be reversible, up to the limit of the accumulated losses.

Goodwill corresponds to the positive difference between the acquisition cost of the business and the effective equivalent percentage in the fair value of the assets, liabilities and contingent liabilities of the subsidiaries and associates acquired, as well as any equity instruments issued by the Group. With a minimum annual frequency, the Group performs goodwill impairment tests in accordance with the requirements of IAS 36 – Impairment of assets. For the purpose, goodwill is allocated to cash-flow generating units, never greater than the group of assets comprising each of the Group's operational segments, determination of the respective recoverable amount being based on estimates of future cash flows updated on the basis of discount rates considered appropriate by the Group based on appropriate and accepted methods. Impairment losses related to goodwill are recorded in profit or loss for the year and cannot be reversed. The goodwill of associated companies is included in the carrying amount of the holding, and is subject to impairment tests.

In a step-acquisition transaction resulting in the acquisition of significant influence, any interest previously held is revalued at fair value with a contra entry in profit or loss at the time of the first application of the equity method.

On the date of the first adoption of the IFRS, the Group decided not to apply IFRS 3 – Business combinations retrospectively. In this sense, the goodwill resulting from acquisitions that occurred until January 1, 2004, is deducted from equity in keeping with the previous accounting policy. On the other hand, the negative consolidation differences previously recorded have been added to equity, as permitted by IFRS 1.

Acquisitions of subsidiaries and associate companies arising after January 1, 2004, were recorded using the purchase method. The Group recognised the fair value of the assets acquired and liabilities assumed or valued them in accordance with the international financial reporting standards applicable to certain assets and liabilities in which the former is not the measurement principle laid down in IFRS 3 – Business combinations. The acquisition cost was equal to the amount determined on the date of purchase of the assets acquired and liabilities incurred or assumed and of the contingencies, under the

terms of IFRS 3. In this way, the Group applied IAS 19 to the assets acquired and liabilities assumed related with employee benefits and IAS 12 to the assets acquired and liabilities assumed in connection with income taxes.

Additionally, whenever it is determined that the fair value of the assets acquired and liabilities incurred or assumed – and after its confirmation under the terms of IFRS 3, – is greater than the acquisition cost (gain on the purchase at a discount), the difference is recognised in the income statement. Under the terms of IFRS 3, the Group has a maximum period of one year from the date of acquisition to obtain missing information and possibly correct retrospectively the value of the assets acquired and liabilities assumed and, consequently, the result determined at the time of the purchase.

With application of the amendments to IFRS 3 and IAS 27, the Group defined as its accounting policy valuation at fair value through profit or loss in cases where there is change of control by acquisition of subsidiaries in different stages. In these cases, the holding acquired prior to the moment of change of control is revalued at fair value through profit or loss. Goodwill is determined on that date as the difference between the total acquisition cost and the proportion of the fair value of the assets and liabilities of the subsidiary. Similarly, on application of the amendments to the standards referred to above the Group revalued in profit or loss the holdings in which it had lost control.

On the other hand, the Group decided to cancel, on the date of transition to the IAS/IFRS (January 1, 2004), the reserve arising from exchange-rate fluctuations caused by the translation of the financial statements of subsidiary and associate companies with a functional currency other than euro, against retained earnings. From then on, and in accordance with IAS 21, the financial statements of subsidiaries, joint ventures and associates expressed in foreign currency are translated to euros using the following methodology:

- The translation of assets and liabilities expressed in foreign currency is made based on the closing exchange rate of the euro on the reporting date;
- Non-monetary assets carried at historical cost, including tangible fixed assets, continue to be carried at the original exchange rate; and
- Income and expenses determined in the different currencies are translated into euros at the average exchange rate of the month in which they are recognised.

Exchange differences arising on translation to euros are recorded in the Group's equity under Revaluation reserves – Exchange rate fluctuations.

The accounting policies of subsidiaries and associates are altered, where necessary, to ensure that they are applied consistently by all Group companies.

1.3. Summary of the main accounting policies

The more significant accounting policies used in the preparation of the attached financial statements were as follows:

a) Accrual accounting

Santander Totta uses the accrual-accounting principle for most headings of the financial statements. Thus, costs and income are recorded as and when generated, regardless of the time of payment or receipt.

b) Foreign currency transactions

The Company's accounts are prepared in the currency of the economic environment in which it operates ("functional currency"), and are expressed in euros.

Transactions in currencies other than the functional currency and the corresponding income and expenses are recorded at the exchange rate ruling on the date on which they occur. On each reporting date, assets and liabilities expressed in a currency other than the functional currency are translated at the closing exchange rate (Bank of Portugal fixing).

c) Financial instruments

The classification of **financial assets** is in keeping with three criteria:

- The business model under which financial assets are managed;
- The type of financial instrument, that is (i) derivative financial instruments, (ii) equity instruments or (iii) financial debt instruments; and
- The contractual cash flow characteristics of the financial debt instruments (which represent just payments of principal and interest).

In this connection, the categories of financial assets laid down for debt financial instruments are:

- A financial debt instrument that (i) is managed under a business model whose objective involves keeping the financial assets in the portfolio and receiving all of their contractual cash flows and (ii) has contractual cash flows on specific dates that correspond exclusively to the payment of principal and of interest on the outstanding principal – must be measured at amortised cost unless designated at fair value through profit or loss under the fair value option – "Hold to Collect".
- A financial debt instrument that (i) is managed under a business model whose objective is achieved either through the receipt of contractual cash flows or through the sale of financial assets and (ii) include clauses that give rise to cash flows that correspond exclusively to the payment of principal and of interest on the outstanding principal – must be measured at fair value through the statement of other comprehensive income ("FVTOCI"), unless it is designated at fair value through profit or loss under the fair value option – "Hold to Collect & Sale".
- All other financial debt instruments must be measured at fair value through profit or loss ("FVPL").

The Group assessed its business models on the basis of a broad set of indicators of which emphasis is given to its business plan and current risk-management policies. For the "Hold to Collect" business model, in order to assess the frequency and materiality of the sales, quantitative thresholds were defined based on past experience. The sales projected for the financial assets classified in this business model do not exceed the thresholds defined by the Group.

The other financial instruments, specifically equity instruments and derivatives, are by definition classified at fair value through profit or loss. For equity instruments, there is the irrevocable option of designating that all fair-value variations are recognised under other comprehensive income, in which case, only the dividends are recognised in profit or loss, because gains and losses are not reclassified to profit or loss even when they are derecognised/sold.

Sale of credits

Gains and losses obtained on the sale of credits on a definitive basis are carried in the income statement under "Impairment of financial assets at amortised cost". These gains or losses correspond to the difference between the selling price fixed and the carrying amount of those assets, net of impairment losses.

Securitised credit not derecognised

The Group does not derecognise from assets the credits sold in the securitisation operations when:

- it maintains control over operations;
- it continues to receive substantial part of their remuneration; and
- it maintains a substantial part of the risk of the credits transferred.

Credits sold and not derecognised are recorded under "Credit extended and other balances receivable at amortised cost", and are subject to accounting criteria identical to the other credit operations. Interest and commissions associated with the securitised credit portfolio are accrued in keeping with the respective term of the credit operations.

Maintenance of the risk and/or benefit is represented by bonds of a higher risk issued by the securitisation vehicle. The amount carried under assets and liabilities represents the proportion of the risk/benefit held by the Group (ongoing involvement).

The bonds issued by securitisation vehicles and held by Group entities are eliminated in the consolidation process.

Derecognition

Assets are derecognised when (i) the Group's contractual right to receive their cash flows expires, (ii) the Group has substantially transferred all the risks and benefits inherent in holding them; or (iii) notwithstanding retaining a part, but not substantially the whole, of the risks and benefits inherent in holding them, the Group shall have transferred control over the assets.

Guarantees provided and irrevocable commitments

Liabilities for guarantees provided and irrevocable commitments are recorded in off-balance sheet items for the value-at-risk, and interest flows, commissions or other income are recorded in profit or loss over the life of these transactions.

Performance guarantees are initially recognised at fair value, which is normally evidenced by the amount of the commissions received over the duration of the contract. At the time of contractual

termination, the Bank has the right to reverse the guarantee, the amounts being recognised under Loans & advances and other balances receivable at amortised cost after the transfer of the compensation of losses to the beneficiary of the guarantee.

Recognition of income and expenditure with services and commissions

Services and commission income obtained in the execution of a significant act, such as commissions on loan syndications, is recognised in profit or loss when the significant act has been finalised;

Services and commission income obtained as the services are provided is recognised in profit or loss for the period to which it refers;

Services income and commissions that form an integral part of the remuneration of financial instruments are recorded in profit or loss using the effective interest rate method.

Recognition of expenses with services and commissions is carried out using the same criteria adopted for income.

Other financial assets at fair value through other comprehensive income

Other financial assets at fair value through other comprehensive income include equity and debt instruments that are recorded at the time of their initial recognition at fair value, plus transaction costs, and they are subsequently measured at fair value. Gains and losses related to subsequent variation in the fair value are reflected in specific equity heading named Accumulated comprehensive income reserve until their sale, when they are reclassified to profit or loss for the period, with the exception of equity instruments that remain in share capital.

The interest is calculated in accordance with the effective interest-rate method and carried in profit or loss under Interest income.

Income from floating-rate securities is recognised in the income statement under Income from equity instruments on the date when they are allocated. In accordance with this criterion, interim dividends are recorded as income in the period in which its distribution is decided.

Financial assets and liabilities held for trading and other financial assets mandatorily at fair value through profit or loss

Held for trading financial assets include floating income securities traded on active markets acquired for the purpose of their sale in the short term. Trading derivatives with net amount receivable (positive fair value), as well as the options bought are included under Financial assets held for trading. Trading derivatives with net amount payable (negative fair value), as well as the options sold are included under Financial liabilities held for trading.

Financial assets and liabilities held for trading and other financial assets mandatorily at fair value through profit or loss are initially recognised at fair value, the costs associated with the transactions being recognised in profit or loss at the initial moment. Gains and losses arising from subsequent valuation at fair value are recognised in the income statement.

The fair value of financial assets held for trading and traded on active markets is their most representative bid-price, within the bid-ask interval, or their closing price on the reporting date. If a market price is not available, the fair value of the instrument is estimated on the basis of valuation techniques, including pricing models or discounted cash flow techniques.

When discounted cash flow techniques are used, the future financial flows are estimated in keeping with management's expectations, and the discount rate used corresponds to the market rate for financial instruments of similar characteristics. In the price valuation models, the data used correspond to information on market prices.

The fair value of derivative financial instruments that are not traded on the stock market, including the credit-risk component assigned to the parties involved in the transaction (Credit Value Adjustments and Debit Value Adjustments), is estimated based on the amount that would be received or paid to settle the contract on the date in question, considering current market conditions, as well as the credit rating of the parties involved.

Financial liabilities

With regard to the measurement of financial liabilities IFRS 9 did not introduce significant changes compared to the requirements previously set out, except for the requirement of recognition of the fair-value variations of financial liabilities resulting from changes in the entity's own credit risk, to be recognised in equity, rather than in profit or loss as required previously, unless such accounting treatment generates accounting mismatch. Subsequent reclassifications of these variations to profit or loss are not allowed, not even at the time of the repurchase of these liabilities.

Other financial liabilities correspond mainly to the resources of central banks and of other credit institutions, customers' deposits and bond issues. These liabilities are initially carried at their fair value, which normally corresponds to the consideration received, net of transaction costs, and are subsequently carried at amortised cost in keeping with the effective interest-rate method.

Repo Operations

Securities sold with repurchase agreement are kept in the portfolio where they were originally recorded. Funds received are recorded on the settlement date, in a specific account under liabilities, with accrual of the respective interest payable.

Secondary market transactions

The Group repurchases bonds issued on the secondary market. Purchases and sales of own bonds are included in the proportionately under the respective items debt issued (principal, interest and commissions) and the difference between the amount settled and the write-off, or the increase of liabilities, are recognised immediately in profit or loss.

Hedge accounting

The new IFRS 9 hedge accounting model aims not only to simplify the process of creating and maintaining hedging relationships, but also to align the accounting of these relationships with

the risk-management activities of each institution, extending the eligibility of a greater number of hedged and hedging instruments, but also types of risk.

The new standard still does not provide rules for the accounting of hedges called macro-hedging, and these are still to be defined by the IASB. Because of this limitation of IFRS 9, and with regard to hedge accounting, institutions may choose to maintain the accounting principles of IAS 39 (only for hedge accounting) until the completion of the macro-hedging project by the IASB. In this framework, the Group decided to continue applying the hedge accounting defined within the scope of IAS 39.

The Group uses derivative financial instruments in particular to hedge the interest-rate risk arising from financing and investment activities. Derivatives that qualify for hedge accounting are carried at their fair value and gains or losses are recognised in keeping with the Group's hedge-accounting model.

Under the terms of the standard, application of hedge accounting is only possible when both the following requirements are met:

- Existence of formal documentation of the hedge relationship and of the Bank's risk-management strategy, including the following aspects:
 - . Identification of the hedging instrument;
 - . Identification of the hedged item;
 - . Identification of the type of risk hedged; and
 - . Definition of the form of measuring the effectiveness of the hedge and subsequent monitoring;
- Initial expectation that the hedge relationship is highly effective ; and
- Over the life of the operation the effectiveness of the hedge lies in the interval between 80% and 125%. The effectiveness of the hedge is tested on each financial reporting date by comparing the change in the fair value of the hedged item relative to the risk that is being hedged, with the change in the fair value of the hedging derivative.

Hedge accounting is only applied from the time when all those requirements have been met. Likewise, if at any time the effectiveness of the hedge no longer lies in the interval between 80% and 125%, hedge accounting is discontinued.

Fair-value hedges

The gains or losses on revaluation of a hedging derivative financial instrument are recognised in profit or loss. Should the hedge be effective, the gains or losses resulting from the change in fair value of the hedged item relative to the risk being hedged are also recognised in profit or loss.

If a hedging instrument matures or is terminated early, the gain or loss recognised in the valuation of the hedged risk as value adjustments of the hedged items is amortised over its remaining term. If the hedged asset or liability is sold or settled, all amounts recognised in the valuation of the hedged risk are recognised in profit or loss for the period and the derivative financial instrument is transferred to the trading portfolio. If the hedge is no longer effective, the

gains or losses recognised as value adjustments of the hedged items are amortised through profit or loss during their remaining term.

In the case of exchange-rate hedges of monetary items, hedge accounting is not applied, and the gain or loss on the derivative is recognised in the income statement, as are foreign-exchange variations of the monetary items.

Cash flow hedge

Cash-flow hedges are understood to be the hedge of an exposure relating to the variability of future cash flows, which may be assigned to a specific risk associated with a recognised asset or liability, or to a highly probable future transaction, and may affect profit or loss.

In this sense, the Group contracted financial derivatives to hedge the future interest flows of part of its mortgage loan portfolio remunerated at a floating rate and for structured deposits issued by the Bank remunerated at a floating rate.

Application of cash-flow hedge accounting is subject to the general requirements referred to above for hedge accounting and entails the following records:

- The gain or loss on the hedging instrument in that part considered effective is recognised directly in a specific item of equity; and
- The non-effective part is recorded in profit or loss.

Additionally, the gain or loss on the hedging instrument recognised in equity corresponds to the lesser of the following amounts:

- The accumulated variation in the fair value of the hedging instrument from the start of the hedge; and
- The accumulated variation in the fair value of the hedging instrument, relative to the risk, from the start of the hedge.

In this sense, and if applicable, the part not recognised in equity of the gain or loss on the hedging instrument is reflected in profit or loss.

Cash-flow hedge accounting must be discontinued if the hedging instrument expires or is terminated early, if the hedge ceases to be effective or if it is decided to terminate the designation of the hedging relationship. In these cases, the cumulative gain or loss resulting from the hedging instrument must continue to be separately recognised in equity, and is reflected in profit or loss in the same period of time as the recognition in profit or loss of the gains or losses of the hedged item. Should the Group hedge an operation that is not expected to be realised, the amount of derivative still recognised in Equity is immediately transferred to profit or loss for the period, the derivative being transferred to the Group's trading portfolio.

Loan impairment

IFRS 9 introduces the concept of expected loan losses that differs significantly from the concept of losses incurred provided for in IAS 39, thus bringing forward the recognition of loan losses in the financial statements of the institutions. IFRS 9 determines that the concept of impairment

based on expected losses is to be applied to all financial assets except for financial assets at fair value through profit or loss and equity instruments measured at fair value through equity.

The Group applies the IFRS 9 concept to financial assets at amortised cost, debt instruments measured at fair value through other comprehensive income, off-balance sheet exposures, finance leasing, other receivables, financial guarantees and loan commitments not carried at fair value.

With the exception of purchased or originated credit-impaired financial assets (referred to as POCI) (which are described separately below), impairment losses must be estimated through a provision for losses of an amount equal to:

- expected loss for credit risk at 12 months, that is, total estimated loss resulting from default events of the financial instrument events that are possible within 12 months of the reporting date (called Stage 1);
- or expected loss for credit risk to maturity, that is, the total estimated loss resulting from all possible default events throughout the life of the financial instrument (referred to as Stage 2 and Stage 3). A provision for expected loss per credit risk to maturity is required for a financial instrument if the credit risk of that financial instrument has increased significantly since the initial recognition or if the financial instrument is impaired.

The expected loss per credit risk is an estimate weighted by the probability of the present value of the loan losses. This estimate results from the present value of the difference between the cash flows due to the Group under the contract and the cash flows that the Group expects to receive arising from the weighting of multiple future economic scenarios, discounted at the effective interest rate of the financial instruments.

The Group measures the expected loss individually or on a collective basis for portfolios of financial instruments that share similar risk characteristics. The adequacy of the provision for losses is based on the present value of expected cash flows of the asset using the original effective interest rate of the asset, regardless of being measured individually or collectively.

Impaired financial assets

A financial asset is impaired when one or more events that have a negative impact on the estimated future cash flows of the financial asset have occurred. Financial assets with a reduction of the recoverable amount of loans are referred to as Stage 3 assets. The Group has adopted internal the internal definition of non-performing loans as the criterion for the identification of Stage 3 loans. The internal definition of non-performing loans is governed by objective and subjective criteria and is used for the management of the Group's credit risk and for the calculation of the regulatory capital using advanced credit-risk methods.

Purchased or originated credit-impaired (POCI) financial assets

Financial assets classified as POCI are treated differently, in that they are in an impaired situation. For these assets, the Group classifies them as Stage 3 for the net amount of the expected loss. In the revaluation of assets the expected loss to maturity is applied. The associated interest is calculated by applying the effective interest rate to the net amount.

Significant increase of the credit risk

The Group monitors all financial assets in order to assess whether there has been a significant increase of the credit risk since their initial recognition. If there has been a significant increase of the credit risk, the Bank estimates the loan-loss provision to maturity (LTPD (life time probability of default)) and not over 12 months.

The Group uses scorings and rating systems for internal credit-risk management. These notations allow an assessment of the risk level of the transactions or of the customer at all times and they are considered in the credit-risk approval and monitoring decisions. The models are based on series of data that are considered as predictors of the risk of default, which apply judgements, that is, the credit-risk notations are defined using qualitative and quantitative factors that are indicative of the risk of default. The notations consider current characteristics and past events, and their significance for the level of risk is studied.

The Group uses different criteria to determine whether the credit risk has increased significantly per asset portfolio, in particular:

- Limits of relative variation of the accumulated PD for the residual maturity of the transaction. The limits of relative variation are differentiated by PD level to the extent that variations of risk in very low risk transactions may not represent a significant increase of the risk. It should be noted that customers with no alteration of the credit-risk notation can have a significant deterioration (accumulated PD variation above the defined limit) for evolution of the residual term (sensitivity of the transactions differentiated over time) or by alterations of future expectations regarding the economy.
- Regardless of the outcome of the aforesaid evaluation, the Group assumes that the credit risk of a financial asset has increased significantly since the initial recognition when the contractual payments are overdue by more than 30 days or when the transactions are identified as loans restructured loans for financial difficulties.

Measurement of expected credit-risk loss for impairment-loss purposes

Credit risk parameters

The main concepts used to measure the expected loan-loss are:

- probability of default (PD)
- loss given default (LGD)
- and exposure at default (EAD).

These concepts are calculated through statistical models developed internally and are adjusted to reflect prospective information.

PD is an estimate of the probability of default over a given time horizon. The models that have been estimate this probability over sufficiently broad horizons for application in the residual maturity of the financial assets. The calculation is based on statistical classification models (rating and scoring) that detail the level of risk of the individual counterparties. The classification

models (rating and scoring) are used in the management and are based on internal data comprising both quantitative and qualitative factors. The estimate is based on current conditions, adjusted to take into account the estimates of future conditions that will affect the PD.

LGD is an estimate of the total loss should the asset enter into default. It is based on the difference between the contractual cash flows due and those that the Bank expects to receive, taking into account the cash flows of existing guarantees. The LGD models for secured assets consider the value of the valuation of the collateral, taking into account selling costs, the time to execute the guarantees, level of collateralisation, etc. The LGD models for unsecured assets consider recovery time, recovery rates and recovery costs. The calculation is based on cash flows discounted at the original effective interest rate of the loan. The estimate is based on current conditions, adjusted to take into account the estimates of future conditions that will affect the LGD.

EAD is an estimate of exposure on a date of future default, taking into account the expected changes in the exposure after the reporting date. The Group's modelling approach for EAD reflects the expected changes in the outstanding balance over the loan's lifetime exposure allowed by the current contractual terms, such as amortisation profiles, total or partial early repayment, and changes in the use of unused commitments before entry into default.

The Group assesses the expected credit-risk loss for the purpose of impairment losses, considering the risk of default during the maximum contractual period during which the entity is exposed to the credit risk. However, for financial instruments such as credit cards, credit lines and overdraft facilities that include a loan and an unused commitment component, the Group's contractual ability to demand repayment and to cancel the unused commitment does not limit the Bank's exposure to loan losses to the contractual period of notice. For such financial instruments, the Group measures the Expected Credit Risk Loss for the period historically observed as the average life of these instruments.

Collective analysis

When the expected credit-risk loss is measured collectively, the financial instruments are grouped on the basis of common risk characteristics, such as instrument type, customer type, credit risk degree as measured by the ratings or scoring system, type of collateral, date of initial recognition, relationship between loan and collateral value (LTV).

The groupings are reviewed regularly to ensure that each group comprises homogeneous exposures.

Individual analysis

The individual analysis process is applied to customers with Stage 3 exposure (assets impaired assets in default internal risk-management purposes) individually significant (exposure greater than €1 million).

The process involves calculation of an estimated loss, taking into account anticipated future cash flows under several different scenarios, each using specific factors and circumstances of the customers, in particular, execution of guarantees in situations in which customers do not generate sufficient cash flows for payment of the debt, or projection and discount of the cash

flows of the deal for the remaining customers. The net present value of the cash flows is determined considering the original effective interest rate of the contracts.

This evaluation process is updated at least every quarter, but more frequently if there are changes of circumstances that may affect the cash-flow scenarios.

Incorporation of forward-looking information

The Group's economic studies office models economic-forecast scenarios for the Group's various planning exercises, in particular, budget, strategic planning and ICAAP. In this connection, different macro-economic scenarios are generated, including two pessimistic scenarios, one base scenario and two optimistic scenarios. For the purpose of impairment losses a pessimistic scenario is used, the base scenario and an optimistic scenario. The Group applies probabilities to the forecast scenarios identified. The base scenario is the most likely outcome and consists of information used by the Group for strategic planning and budgeting. The estimates are updated at least once a year and are subject to annual monitoring exercises.

d) Other tangible assets

Tangible assets used by the Group to carry on its business are carried at acquisition cost (including directly attributable costs), less accumulated depreciation and impairment losses, as and when applicable.

Depreciation of tangible assets is accrued systematically, in monthly instalments, over the period of the estimated useful life of the assets, which corresponds to the period during which the assets are expected to be available for use, as detailed hereunder:

| | <u>Years of useful life</u> |
|-----------|-----------------------------|
| Premises | 50 |
| Equipment | 4 to 10 |

Non-recoverable expenses incurred with construction works on buildings that are not owned by Group (leased) are depreciated over a period of time compatible with their expected useful life or of the lease, if less, which on average corresponds to a period of ten years. Expenditure to be incurred with the dismantling or removal of these assets is considered a part of the initial cost when it involves significant and reliably-measurable amounts.

As provided for in IFRS 1, tangible assets acquired until January 1, 2004 were recorded at their book value on the date of transition to the IAS/IFRS, which corresponded to the acquisition cost adjusted for revaluations performed in accordance legislation in force arising from the evolution of the general price indices. A portion corresponding to 40% of the increase of the depreciation resulting from these revaluations is not accepted as a cost for tax purposes, and the corresponding deferred tax liabilities are recorded.

Whenever there is an indication that the tangible fixed asset may be impaired, an estimate of its recoverable value is made. For the purpose, the branches are considered cash-flow generating units, and impairment losses are recorded in situations where the recoverable amount of

property where the branch is located, through its use in the operations or through its sale, is less than its net carrying amount. Impairment losses are recognised in the income statement, and they are reversed in subsequent reporting periods when the reasons for their initial recognition cease. To this end, the new depreciable amount shall not exceed its carrying amount had impairment losses not been assigned to the asset, considering the depreciation that it would have undergone.

The criteria followed in the valuation of the properties normally consider the market comparison method and the amount detailed in the valuation corresponds to the market value of the property in its current state.

The Bank's premises that are undergoing sale are carried under Other assets. These assets were transferred at their net carrying amount in accordance with IAS 16 (acquisition cost, net of accumulated depreciation and impairment losses), and are tested for impairment at the time of the reclassification and of periodic valuations to determine possible impairment losses.

e) Intangible assets

The Group records under this heading expenses incurred with development of projects relating to information technologies implemented and at the implementation stage, as well as those relating to software purchased, in every case where their expected impact has to be reflected in years subsequent to that in which they are incurred. An analysis is performed annually to identify possible impairment losses.

Amortisation of intangible assets is accrued, in twelfths, over their estimated period of useful life, which is three years on average.

In the first half of 2019 the Group recognised €2,205k of internally-generated intangible assets (€2,509k in 2018).

f) Investment properties

Investment properties comprise buildings and land held by Novimovest - Fundo de Investimento Imobiliário Aberto (Novimovest) to earn income or for capital appreciation or both, and not for use in the provision of goods or services or for management purposes.

Investment properties are carried fair value determined by periodic valuations performed by specialised independent entities. Variations of the fair value of investment properties are recognised directly in the income statement for the period.

Costs incurred with investment properties in use, namely maintenance, repairs, insurance and property taxes (municipal property tax) are recognised in the income statement for the period to which they refer. Ameliorations that are expected to generate additional future economic benefits are capitalised.

g) Available-for-sale non-current assets

The Group essentially recognises under Non-current assets held for sale real estate, equipment and other assets received by way of payment in kind or auction for the payment of overdue loan

transactions when they are available for immediate sale in their present condition and there a likelihood of their sale with a period of one year. If they do not meet these criteria, those assets are carried under Other assets (Note 17).

When it is a matter of discontinued operational units, in accordance with the provisions of IFRS 5 – Non-current assets held for sale and discontinued operations, the Group does not recognise potential gains on these assets.

Their initial recognition is at the lower of their fair value less expected selling costs and the carrying amount of the loans granted constituting the object of the recovery. Subsequently, these assets are measured at the lesser of the initial recognition amount and fair value less costs to sell, and they are not depreciated. Unrealized losses on these assets, thus determined, are recorded in profit or loss.

h) Provisions

A provision is set aside where there is present (legal or constructive) obligation resulting from past events in respect of which there will be a probable outflow of funds that can be determined reliably. The amount of the provision corresponds to the best estimate of the amount to be disbursed to settle the liability on the reporting date.

In this way, Provisions includes provisions set aside to cover, *inter alia*, the post-employment benefits specific to certain members of Bank's Board of Directors, restructuring plans, tax risks, ongoing legal proceedings and other specific risks arising from its business

i) Employee post-employment benefits

Banco Santander Totta SA

The Bank endorsed the collective bargaining agreement (CBA) for the banking industry, and therefore its employees or their families are entitled to retirement, disability and survivors' pensions.

For employees admitted to the Bank up until December 31, 2008, the existing pension plan was a defined-benefit plan, in that it established the criteria for the determination of the value of the pension that an employee would receive during retirement in the light of the length of service provided and the respective remuneration on retirement, the pensions being updated annually on the basis of the remuneration provided for in the CBA for personnel in service. For these employees, the Bank is liable for the full amount of the pensions provided for in the CBA. To cover the liabilities under this defined-benefit plan, the Bank has a Pension Fund.

As from January 1, 2009, employees taken on by the Bank came to be included in Social Security, and are covered by a supplementary defined-contribution pension plan and by the rights acquired under clause 93 of the CBA, published in the Labour and Employment Bulletin (BTE) nº 29 of August 8, 2016. The plan is funded through contributions by employees (1.5%) and by the Bank (1.5%) calculated on the basis of the effective monthly remuneration. For the purpose, each employee can opt for an open pension fund at his or her choice.

Employees of the former Totta have always been enrolled in Social Security, and therefore the

Bank's liability with regard to the defined-benefit plan in respect of those employees has consisted of payment of supplements.

In October 2010 an agreement was concluded between the Ministry of Labour and Social Solidarity, the Portuguese Banks Association and the Financial Sector Federation (FEBASE), for the inclusion of banking sector employees in the General Social Security Regime. As a result of that agreement, Decree-Law 1-A/2011, of January 3, in 2011 was published, which determined that banking sector workers who were in active service on the date of its entry into force (January 4, 2011) would be covered by the General Social Security Regime, as regards old-age pension and in maternity, paternity and adoption events. In view of the supplementary nature laid down in the rules of the collective bargaining agreement of the banking sector, the Bank continues to cover that the difference between the amount of the benefits paid under the General Social Security Regime for the events included and for those laid down under the terms of that Agreement.

Liabilities for past services recognised as at December 31, 2010, were not altered with the publication of the aforesaid decree-law, since the reduction of the amount of the pensions payable by the Bank related with workers in active service was applicable to the future services of the employees, beginning on January 1, 2011. In this way, the cost of the current service cost fell as from that date, but the Bank came to bear the Single Social Charge (TSU) of 23.6%. On the other hand, the Bank is still liable for the payment of invalidity and survivors' pensions and of the sickness benefits. This understanding was also confirmed by the National Financial Supervisors Council.

In December 2011 a tripartite agreement was concluded between the Ministry of Finance, the Portuguese Banks Association and the Financial Sector Federation (FEBASE) concerning the transfer to Social Security of part of the liabilities to retirees and pensioners who, on December 31, 2011, were covered by the replacement social security regime set out in the CBA.

Following that agreement, Decree-Law 127/2011 of December 31, was also published in 2011, which determined that Social Security was liable, as from January 1, 2012, for the pensions transferred under that decree-law, in the amount corresponding to the pensioning of the remuneration as at December 31, 2011, under the terms and conditions laid down in the applicable collective labour regulation instruments of the banking sector, including the amounts relating to the Christmas bonus and the 14th month.

In accordance with that decree-law, the Bank, through its pension fund, is now liable only for the payment:

- i) of the updates of the pensions referred to above, as provided for in the applicable collective labour regulation instruments of the banking sector;
- ii) the employers' contributions to Social Medical Assistance Services (SAMS) managed by the respective unions, charged on the retirement and survivors' pensions laid down in the applicable collective labour regulation instruments of banking sector;
- iii) of the death benefit;
- iv) of the survivor pension for children;
- v) of the survivor pension for children and surviving spouse, provided that it is in respect of same worker; and
- vi) the survivor pension due to the relative of a current pensioner, the conditions of its grant having occurred as from January 1, 2012.

Additionally, employees of the Bank's former (now representation office) London Branch are covered by a defined-benefit pension plan, for which the Bank has a separate pension fund.

On the other hand, in February 2010 a supplementary defined-contribution pension plan was approved for a number of directors of the Bank, insurance having been taken out for the purpose.

The Bank's liabilities for retirement with pensions are calculated by external experts (Mercer (Portugal), Limitada) on the basis of the Projected Unit Credit method. The discount rate used in actuarial studies is determined based on the market rates of the bonds of companies of high quality in terms of credit risk, denominated in the currency in which the benefits will be paid (euros) and with maturity similar to the end date of the obligations of the plan. The post-employment benefits of employees also include medical care (SAMS), and the death benefit and the bonus on retirement.

On December 20, 2015, following the resolution measure applied by the Bank of Portugal to Banif, the Bank took over the pension liabilities of a number of Banif workers.

On August 8, 2016 the Ministry of Labour published a new CBA in the BTE. The more significant changes were the following:

- i) Change in the formula for determining the employer's contribution to the SAMS, which is no longer a percentage of the pension and becomes a fixed amount (€88.30 per beneficiary and €38.21 in the case of pensioners); and
- ii) Introduction of a new benefit called pension bonus – end of career bonus. This benefit, because it is allocated on the date of retirement or in event of death, is considered a post-employment benefit and therefore comes to form part of the retirement liabilities.

On December 27, 2017, within the scope of the purchase and merger of BAPOP, the Bank assumed the pension liabilities of all this entity's workers.

Santander Totta Seguros ("Company")

In accordance with the collective bargaining agreement (CBA) then in force for the insurance industry, the Company had undertaken to provide cash benefits to complement the pensions attributed by Social Security to employees admitted to the sector up until June 22, 1995, when the CBA came into force, including those transferred from Seguros Génesis within the scope of the agreement between this entity and the Company on June 29, 2001. These benefits consisted of a percentage that increases with the number of years of service of the employee, applied to the salary scale in force upon retirement.

Under the new collective bargaining agreement for the insurance industry, signed on December 23, 2011, the former defined-benefit pension plan was replaced with regard to employees in service as at January 1, 2012, by a defined-contribution plan, the current value of liabilities for past services as at December 31, 2011, having been transferred to the individual account of each participant. This change was not applicable to pension liabilities payable to employees who were already retired or pre-retired on December 31, 2011. However, on that date the Company had no employees in this situation.

In July 2002, the Company joined the Company Retirement Open Pension Fund managed by Santander Pensões – Sociedade Gestora de Fundos de Pensões, SA (an entity of the Santander Group).

Application of IAS 19

On January 1, 2005, the Group elected not to apply IAS 19 retrospectively, having then recalculated the actuarial gains and losses that would be deferred had it adopted this standard since the beginning of the pension plans. Thus, the actuarial gains and losses existing as at January 1, 2004, as well as those arising from the adoption of IAS 19 were cancelled/recorded against retained earnings on that date.

In 2011 the Group changed the accounting policy for recognition of actuarial gains and losses, no longer adopting the corridor method, and coming to recognise actuarial gains and losses directly in equity (Other comprehensive income), as provided for in the revised version of IAS 19.

On the other hand, as from January 1, 2013, following the revision of IAS 19 – Employee benefits, the Group came to carry the following components under Staff costs of the income statement:

- Cost of current services;
- Net interest income/cost with the pension plan;
- Cost of early retirement, corresponding to the increase of liabilities on retirement; and
- Gains and losses resulting from the alteration of the conditions of the plan.

The net interest with the pension plan is calculated by the Bank by multiplying the net asset/liability involved in retirement pensions (liabilities less the fair value of the Fund's assets) by the discount rate used in determining the retirement-pension liabilities. In this way, net

interest represents the interest cost associated with the retirement-pension liabilities net of the theoretical return on the Fund's assets, both measured on the basis of discount rate used in the calculation of the liabilities.

Remeasurement gains and losses, namely: (i) actuarial gains and losses resulting from differences between actuarial assumptions used and the amounts actually incurred (gains and losses of experience) as well as changes of actuarial assumptions and (ii) gains and losses arising from the difference between the theoretical returns on the Fund's assets and the amounts obtained are recognised with a contra-entry in the Other comprehensive income statement.

Pension liabilities, less the fair value of the assets of the Pension Fund, are carried under Other assets or Other liabilities, depending on the existence of surplus or insufficient funding. Recognition of a surplus of fair value of the plan's assets over its discounted liabilities depends on the existence of a reduction of future contributions, or on the reimbursement of contributions made.

Bank of Portugal Notice nº 4/2005 determines the obligation of full funding by the Pension Fund of the liabilities for pensions payable and a minimum level of funding of 95% of the past-service liabilities of personnel in service.

j) Corporation tax

The Company and Group companies located in Portugal are subject to the tax system established in the Corporation Tax Code (IRC).

As amended by the 2011 State Budget Act (Law 55-A/2010 of December 3) and in accordance with article 92 of the IRC Code, tax paid in accordance with article 90(1), net of deductions related to double international taxation and to tax benefits, cannot be less than 90% of the amount that would be determined should the taxpayer not enjoy tax benefits and the arrangements provided for in article 43(13) of the IRC Code.

Following the enactment of Law 2/2014, of January 16 (IRC Reform) and of the wording provided by the 2019 State Budget Act (Law 71/2018 of December 31), the taxation of corporate earnings for the first half of 2019 and for 2018 came to be the following:

- IRC rate of 21% on taxable profit;
- Municipal surcharge at a rate between 0% and 1.5% on taxable profit;
- State surcharge at a variable rate on taxable income in accordance with the following tiers:
 - Up to €1,500k 0%
 - between €1,500k and €7,500k 3%
 - between €7,500k and €35,000k 5%
 - over €35,000k 9%

In this way, the changes mentioned above imply that the tax rate used by the Bank in determining and recording deferred taxes was 31%.

Tax losses generated as from 2014, inclusive, may be used in the twelve subsequent taxation periods, which is reduced to five taxation periods or reporting deadline as from 2017. However,

the deduction of losses to be carried out each year may not exceed 70% of the respective taxable income, and the remainder (30%) may be used by the end of the reporting period.

Following the publication of Bank of Portugal Notice nº 5/2015, entities that presented their financial statements in keeping with the Adjusted Accounting Standards (NCA) issued by the Bank of Portugal came to apply the International Financial Reporting Standards as adopted in the European Union in preparation of their separate financial statements. In this connection, in the Bank's separate financial statements, the customer loan portfolio and the guarantees provided became subject to recording impairment losses calculated in accordance with the requirements laid down in IFRS 9, in the place of recording provisions for specific risks, for general credit risks and for country risk, under the terms previously set out in Bank of Portugal Notice 3/95.

Regulatory Decree 5/2016, of November 18 came to establish the ceilings for impairment losses and other value corrections for specific credit deductible for purposes of determination of taxable income under IRC in 2016. This methodology was also applied to the treatment of the transitional adjustments related to the credit impairments of entities that had previously submitted their financial statements under the NCA.

Additionally, the regulatory decree includes a transitional rule that provides for the possibility of the positive difference between the amount of provisions for loans constituted on January 1, 2016, under Bank of Portugal Notice nº 3/95 and the impairment losses recorded on that same date in respect of the same loans being considered in the determination of the 2016 taxable profit only in so far as it exceeds the tax losses generated in taxation periods started on or after January 1, 2012, and not used. The Bank elected to apply the transitional rule.

Regulatory Decree nº 13/2018 of December 28 extended the 2016 tax regime to 2018.

The Santander Portugal Group decided to apply as from 2017 the Special Taxation of Groups of Companies Regime (RETGS). Under this regime, the taxable profit/loss of the Group corresponds to the sum of the taxable profit/loss that had been determined by the parent company through the algebraic sum of tax results determined in the periodic separate statements of each company. The companies covered by this scheme are: Santander Totta, SGPS - the controlling company, and Taxagest, BST, Santander Totta Seguros and Gamma - controlled companies.

The gain obtained by application of the RETGS is allocated to the entities in question in the taxable income of each company.

Deferred tax assets and liabilities correspond to the amount of the tax recoverable and payable in future periods resulting from temporary differences between the carrying amount of an asset or liability and its taxation base. Tax credits are also recorded as deferred tax assets.

The Group does not recognise deferred tax assets or liabilities for the deductible or taxable temporary differences associated with investments in subsidiaries and associates, as it is not likely that the difference will revert in the foreseeable future.

Deferred tax assets are recognised when they are expected to be recoverable and up to the amount that the existence is probable of future taxable profits that will accommodate the deductible temporary differences.

Deferred tax assets and liabilities have been calculated on the basis of the tax rates approved or substantially approved on the reporting date, which constitute the best estimate of the rate to be in force for the period when it is expected that the asset will be realised or the liability incurred.

Current taxes and deferred tax are reflected in profit or loss, with the exception of taxes relating to transactions directly recorded in equity, in particular, potential gains and losses on Other financial assets at fair value through other comprehensive income in cash-flow hedging derivatives, as well as those associated with actuarial deviations relating to pension liabilities, which are also recorded in equity.

Banking sector contribution

With the publication of Law 55/2010, of December 31, the Bank came to be covered by the banking sector contribution regime. This contribution has the following basis of incidence:

- a) Liabilities determined and approved by taxpayers less the Tier 1 and Tier 2 capital and deposits covered by the Deposit Guarantee Fund. From the liabilities so determined the following are deducted:
 - Items that in accordance with the applicable accounting standards are recognised as own funds;
 - Liabilities associated with the recognition of liabilities for defined-benefit plans;
 - Liabilities for provisions;
 - Liabilities arising from revaluation of derivative financial instruments;
 - Deferred income revenues, without consideration of those in respect of borrowing operations;
 - Liabilities for assets not derecognised in securitisation operations.
- b) The notional value of off-balance sheet derivative financial instruments determined by the taxpayers, with the exception of hedging derivative financial instruments or whose position at risk is mutually offset.

The rates applicable to the tax bases defined in subparagraphs a) and b) above are 0.110% and 0.0003%, respectively, as provided for in the amendment introduced by Order-in 165-A/2016, of June 14, to article 5 of Order-in-Council 121/2011 of March 30.

k) Technical provisions

Santander Totta Seguros – Companhia de Seguros de Vida, SA, sells life insurance and, until December 2014, sold non-life insurance.

Insurance contracts and investment contracts with a discretionary profit-sharing component sold by Santander Totta Seguros are carried in the consolidated financial statements of Santander Totta under the terms laid down in IFRS 4. In this sense, the technical provisions carried in the consolidated financial statements correspond to the technical provisions recorded at Santander Totta Seguros for such contracts:

- Provision for unearned premiums and deferred acquisition costs

The provision for unearned premiums corresponds to the deferral of premiums issued, which is calculated policy by policy from the reporting date until the expiry of the period related to the premium.

This provision is applicable to life and non-life risk products. Santander Totta Seguros defers acquisition costs relating to brokerage commissions incurred with the sale of the respective insurance policies.

- Mathematical provision for life business

The mathematical provision is intended to meet future costs arising from life insurance contracts, and it is calculated for each policy in accordance with the actuarial bases approved by the Insurance and Pension Funds Supervisory Authority. This provision is also applicable to discretionary profit-sharing investment contracts.

- Provision for rate commitments

The provision for rate commitments is set aside when the effective rate of return of the financial instruments that represent the life insurance mathematical provisions and the financial liabilities arising from investment contracts without discretionary profit-sharing is lower than the technical interest rate used in the determination of those mathematical provisions and financial liabilities.

- Provisions for claims

The provision for claims is intended to cover indemnities payable relating to claims incurred but not yet settled, and is determined as follows:

- i) Based on the analysis of claims outstanding at the end of the period and on the resulting estimate of the liability existing at that date;
- ii) By the estimate of the amounts required to meet the liabilities for claims incurred but not reported (IBNR);
- iii) By the estimate of the administrative costs to be incurred in the future settlement of claims currently under management.

- Provision for profit-sharing to be attributed

This is the net amount of the fair-value adjustments of the investments allocated to the life insurance with profit sharing, in the part estimated of the policyholder or beneficiary of the contract.

The determination of the share of the profit to be allocated to the policyholders is based on the statutory financial statements of Santander Totta Seguros prepared in accordance with accounting principles generally accepted in Portugal for the insurance sector. In this sense, for the purpose of preparation of the consolidated financial statements, such financial assets are classified under Other financial assets at fair value through other comprehensive income, and the respective unrealised gains and losses, net of taxes, are carried under

Reserves for accumulated comprehensive income under consolidated equity. Additionally, the policyholders' part is carried under Technical provisions of liabilities (provision for profit-sharing to be attributed – shadow reserve), with a contra-entry under Reserves for other accumulated comprehensive income under consolidated equity, in order to avoid distortions at the level of the income statement and consolidated equity (shadow accounting provided for in IFRS 4).

- Provision for allocated profit sharing

The provision for allocated profit sharing corresponds to the amounts allocated and not yet distributed to the beneficiaries of insurance contracts, and it is calculated in accordance with the technical bases of each product. The profit-sharing is paid to beneficiaries of the contracts or distributed to the insurance policies under the terms established in the respective general conditions of the policy.

- Technical provisions for reinsurance ceded

Corresponds to the reinsurers' share of the total liabilities of Santander Totta Seguros, and it is calculated in accordance with the reinsurance treaties in force, based on the percentages ceded and other existing clauses.

- Provision for risks in progress

The provision for risks in progress corresponds to the sum required to cover probable indemnities and costs to be borne following the year-end in excess of the amount of unearned premiums and of enforceable premiums in respect of non-life insurance contracts in force. This provision is calculated on the basis of the ratios of the claims, expenses, cession and income determined in the year, as defined by the Insurance and Pension Funds Supervisory Authority.

- Liabilities adequacy test

Under IFRS 4, Santander Totta Seguros assesses on each financial reporting date whether its liabilities for insurance contract liabilities are adequate, using estimates of the present value of future cash flows in accordance with the terms of the contracts. If this assessment, called liabilities adequacy test, shows that the amount of its liabilities for insurance contracts is inadequate in the light of the estimated future cash flows, the entire insufficiency is recognised as a loss in the income statement.

l) Adjustments of receipts pending collection

These aim to adjust the amount of receipts pending collection to their estimated realisable value in accordance with Circular 9/2008 of November 27, of the Insurance and Pension Funds Supervisory Authority.

m) Recognition of income and expenses - insurance

Premiums of life insurance contracts and investment contracts with discretionary profit-sharing are recorded when issued, under Gross margin on insurance activity - Gross premiums written, net of reinsurance, in the income statement.

Investment contracts with no discretionary component in the profit sharing, marketed by Santander Totta Seguros, are carried in the consolidated financial statements under the terms of IAS 39, as Customer funds and other loans.

Securities allocated to insurance business are those that represent liabilities for insurance and contracts and financial liabilities for investment contracts with and without discretionary profit-sharing, which are carried in the consolidated financial statements. Other financial assets at fair value through other comprehensive income, with the exception of securities allocated to contracts where the investment risk is borne by the policyholder (unit-linked contracts), which are carried under Other financial assets mandatorily at fair value through profit or loss.

n) Long-term share incentive plans

The Group has long-term incentive plans on options on shares in Banco Santander, SA, the parent company of the Santander Group. Given their characteristics, these plans consist of equity-settled share-based payment transactions, as defined in IFRS 2 and IFRIC 11. The management, coverage and implementation of these long-term incentive plans is ensured directly by Banco Santander SA. Each year the Group pays to Banco Santander, SA, the amount related to these plans.

Recording these plans consists of recognising the right of the Group's employees to these instruments under Other reserves, with a contra-entry under Staff costs, to the extent that they correspond to remuneration for services rendered.

o) Treasury shares

Treasury shares are carried in equity accounts at acquisition cost and are not subject to revaluation. Gains and losses realised on sale of treasury shares, as well as the respective taxes are recorded directly in equity and do not affect the year's profit or loss.

p) Cash & cash equivalents

For the purposes of the preparation of the cash-flow statement, the group considers as Cash and cash equivalents the total of Cash and deposits at central banks and Cash and cash equivalents at other credit institutions, in that the items carried under this heading have a maturity period not exceeding 3 months, and their risk of variation of value is immaterial.

2. MAIN ESTIMATES AND UNCERTAINTIES REGARDING THE APPLICATION OF THE ACCOUNTING POLICIES

Estimates and judgements impacting on the Group's consolidated financial statements are continually assessed, representing on each reporting date the Board of Directors' best estimate, taking into account historical performance, accumulated experience and expectations as to future events that, in the circumstances at issue, are believed to be reasonable.

The intrinsic nature of the estimates may mean that the actual reflection of the situations that have been estimated may, for financial reporting purposes, differ from the estimated amounts.

Employee post-employment benefits

Retirement and survivor pensions are estimated based on actuarial evaluations carried out by external experts certified by the Insurance and Pension Fund Supervisory Authority (ASF). These estimates incorporate a set of financial and demographic assumptions, including the discount rate, mortality and invalidity tables, pension and salary growth, among others.

The assumptions adopted correspond to the best estimate of the Bank's Board of Directors as to the future behaviour of the above variables.

Valuation of financial instruments not traded on active markets

In the valuation of financial instruments not traded on active markets valuation models or techniques are used. Accordingly, the valuations obtained correspond to the best estimate of the fair value of those instruments on the reporting date. To ensure an appropriate segregation of duties, the value of those financial instruments is determined by a body independent of the trading function.

Fair value

Financial assets and liabilities carried under Financial assets held for trading, Financial liabilities held for trading, Other financial assets mandatorily at fair value through profit or loss and Other financial assets at fair value through other comprehensive income are measured at fair value.

The fair value of a financial instrument corresponds to the amount for which a financial asset or liability may be sold or settled (that is, an exit price) between unrelated, informed parties interested in conducting the transaction in arm's length terms.

The fair value of financial assets and liabilities is determined by a body of the Group independent of the trading function, taking the following aspects into account:

- For financial instruments transacted on active markets, closing price on the reporting date;
- For debt instruments not traded on active markets (including unlisted or illiquid securities), valuation methods and techniques are used that include:
 - i) Bid prices disclosed by financial-information disclosure means, such as Bloomberg and Reuters, including market prices available for recent transactions;
 - ii) Bid prices obtained from financial institutions operating as market makers; and
 - iii) Valuation models that take into account market data that would be used in setting a price for the financial instrument, reflecting market interest rates and volatility, as well as the liquidity and the credit risk associated with the instrument.

Amortised cost:

Financial instruments measured at amortised cost are initially recorded at fair value plus or minus expenses or revenues directly attributable to the transaction. Recognition of interest is performed using the effective interest rate method.

Whenever the estimated payments or collections associated with financial instruments measured at amortised cost are revised (and provided that this does not entail derecognition and recognition of new financial instruments), the respective carrying amount is adjusted to reflect the revised cash flows. The new amortised cost is determined by calculating the present value of the revised future cash flows at the original effective interest rate of the financial instrument. The adjustment of the amortised cost is recognised in the income statement.

Determination of impairment losses

Impairment losses on loans are calculated as indicated in Note 1(3)(c). In this way, determination of the impairment through individual analysis corresponds to the judgement of the Board of Directors regarding the economic and financial situation of its customers and to its estimate of the value of the guarantees associated with the respective loans, with the consequent impact on expected future cash flows. Determination of the impairment through collective analysis is performed on the basis of parameters for comparable types of operations, such as instrument type, customer type, credit-risk degree as measured by the ratings or scoring system, type of collateral, date of initial recognition, relationship between loan and collateral value (LTV).

Taxes

Recognition of deferred tax assets assumes the existence of profits and future taxable matter. Additionally, current and deferred taxes were determined on the basis of the interpretation of current tax legislation. Thus, changes to tax laws or to their interpretation by the authorities may have an impact on the amount of current and deferred taxes. For the purpose of analysis of the recoverability of deferred tax assets (tax losses), the Bank projects taxable profits on the basis of assumptions. Thus the recoverability of deferred tax assets depends on the implementation of the strategy of the Bank's Board of Directors.

In order to adapt the IRC code to the international accounting standards adopted by the European Union and to the Accounting Standardisation System (SNC), enacted by Decree-Law 158/2009 of July 13, Decree-Law 159/2009, of July 13 was enacted.

The aforesaid decree-law amended several articles of the IRC code, having also revoked article 57(2) of the 2007 State Budget. These provisions came into force on January 1, 2010.

In this sense, these rules were observed for the determination of the taxable profit in the six-month period ending June 30, 2019, and in 2018, in keeping with the Bank's interpretation thereof.

Determination of the outcome of legal proceedings in progress

The outcome of the legal proceedings in progress, as well as the respective need for provisions to be set aside, is estimated on the basis of the opinion of the Group's lawyers/legal advisors and decisions of the courts to date, which, however, might not come about.

Determination of liabilities for insurance contracts

Determination of the Company's liabilities for insurance contracts is based on the methodologies and assumptions described in Note 1.3(k) above.

Given its nature, the determination of provisions for insurance contract claims and other liabilities has a certain degree of subjectivity and the amounts actually incurred may differ from the estimates recognised in the balance sheet.

However, the Company considers that the liabilities determined on the basis of the established methodologies adequately reflect the best estimate, as at June 30, 2019, of the liabilities to which it is bound.

Reinsurance ceded

The provision for unearned premiums of reinsurance ceded, the mathematical provision for reinsurance ceded and the provision for ceded reinsurance claims correspond to the reinsurers' share of the Company's total liabilities and are calculated under the terms of the reinsurance treaties in force on the reporting date. The provision for profit-sharing in ceded reinsurance is also estimated on the reporting date, based on the contractual conditions set out in the said reinsurance treaties.

3. DISCLOSURES BY SEGMENTS

Under the terms of IFRS 8, disclosures by operating segment are presented below in accordance with information as analysed by the Company's management bodies:

Corporate Investment Banking:

Essentially includes the Group's business on the financial markets and with large enterprises, involving provision of financial advisory services, Corporate and Project Finance in particular, as well as brokering, custody and settlement of securities services.

Retail Banking:

Essentially refers to the granting loans and attracting resources related with private customers and businesses with a turnover of less than €10 million, channelled through the branch network, and services provided by complementary channels.

Business Banking:

Businesses with billing between €10 million and €125 million are considered in this area. This business is underpinned by the branch network, business centres and specialised services, and includes several products, including loans, project finance, trade, exports and real estate.

Insurance Management:

This area includes life insurance that, in the cross-selling strategy, is placed through the Group's branch network.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Corporate Activities:

This area considers the entire business carried on within the Group that supports the main activities but is not directly related to the customers' business areas, including liquidity management, balance-sheet hedging and the Group's structural funding.

The breakdown of the income statement by operating segment for the six-month period ending on June 30, 2019 and 2018, is as follows:

| | 30-06-2019 | | | | | |
|---|-----------------------|-------------------|-----------------------|-------------------------|-------------------------|----------------|
| | Corporate | | | | | |
| | Investment Banking | Retail Banking | Commercial Banking | Insurance Management | Corporate Activities | Total |
| Financial margin (narrow sense) | 41,008 | 260,623 | 50,851 | 235 | 75,997 | 428,714 |
| Income from equity instruments | - | - | - | (2) | 1,639 | 1,637 |
| Financial margin | 41,008 | 260,623 | 50,851 | 233 | 77,636 | 430,351 |
| Net commissions | 24,913 | 162,963 | 12,639 | (2,164) | (5,514) | 192,837 |
| Other results from banking activity | - | 1,471 | - | 656 | (28,995) | (26,868) |
| Insurance activity | - | - | - | 11,963 | - | 11,963 |
| Commercial margin | 65,921 | 425,057 | 63,490 | 10,688 | 43,127 | 608,283 |
| Results from financial operations | 8,625 | 2,595 | 587 | 16,134 | 63,018 | 90,959 |
| Net income from banking activities | 74,546 | 427,652 | 64,077 | 26,822 | 106,145 | 699,242 |
| Operating costs | (12,666) | (239,872) | (18,236) | (6,630) | (1,293) | (278,697) |
| Depreciation and amortization | (1,430) | (22,148) | (536) | (270) | - | (24,384) |
| Net operating income | 60,450 | 165,632 | 45,305 | 19,922 | 104,852 | 396,161 |
| Impairment and provisions, net of reversals | 1,757 | 4,126 | (11,754) | - | 5,639 | (232) |
| Results from associate companies | - | - | - | 4,134 | 412 | 4,546 |
| Results from non-current assets held for sale | - | - | - | - | 10,236 | 10,236 |
| Income before taxes | 62,207 | 169,758 | 33,551 | 24,056 | 121,139 | 410,711 |
| Taxes | (19,284) | (52,625) | (10,401) | (6,434) | (45,989) | (134,733) |
| Non-controlling interests | - | - | - | - | (103) | (103) |
| Net income for the period | 42,923 | 117,133 | 23,150 | 17,622 | 75,047 | 275,875 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 30-06-2018 | | | | | |
|---|---------------|----------------|---------------|---------------|------------------|----------------|
| | Corporate | | | | | |
| | Investment | Retail | Commercial | Insurance | Corporate | |
| | Banking | Banking | Banking | Management | Activities | Total |
| Financial margin (narrow sense) | 43,337 | 243,590 | 58,805 | 973 | 97,444 | 444,149 |
| Income from equity instruments | - | - | - | 73 | 1,233 | 1,306 |
| Financial margin | 43,337 | 243,590 | 58,805 | 1,046 | 98,677 | 445,455 |
| Net commissions | 23,330 | 156,958 | 14,777 | (2,346) | (8,330) | 184,389 |
| Other results from banking activity | - | 2,271 | - | 98 | (22,472) | (20,103) |
| Insurance activity | - | - | - | 10,197 | - | 10,197 |
| Commercial margin | 66,667 | 402,819 | 73,582 | 8,995 | 67,875 | 619,938 |
| Results from financial operations | 7,058 | 2,089 | 925 | 1,795 | 18,673 | 30,540 |
| Net income from banking activities | 73,725 | 404,908 | 74,507 | 10,790 | 86,548 | 650,478 |
| Operating costs | (12,667) | (247,996) | (18,924) | (6,806) | (8,923) | (295,316) |
| Depreciation and amortization | (1,430) | (18,702) | (451) | (339) | - | (20,922) |
| Net operating income | 59,628 | 138,210 | 55,132 | 3,645 | 77,625 | 334,240 |
| Impairment and provisions, net of reversals | 12,424 | (5,732) | (1,558) | - | (321,657) | (316,523) |
| Results from associate companies | - | - | - | 3,238 | 2,349 | 5,587 |
| Results from non-current assets held for sale | - | - | - | - | 3,782 | 3,782 |
| Income before taxes | 72,052 | 132,478 | 53,574 | 6,883 | (237,901) | 27,086 |
| Taxes | (22,336) | (41,321) | (16,608) | (677) | 317,423 | 236,481 |
| Non-controlling interests | - | - | - | - | 80 | 80 |
| Net income for the period | 49,716 | 91,157 | 36,966 | 6,206 | 79,602 | 263,647 |

As at June 30, 2019, and December 31, 2018, the breakdown of the assets and liabilities under management of each business segment, in accordance with information used by the Group's Management for decision-making, is as follows:

| | 30-06-2019 | | | | | |
|--|------------------|-------------------|------------------|------------|------------------|-------------------|
| | Corporate | | | | | |
| | Investment | | Commercial | Insurance | Corporate | |
| | Banking | Retail Banking | Banking | Management | Activities | Total |
| Loans and advances to customers | | | | | | |
| Mortgage loans | - | 19,534,779 | - | - | - | 19,534,779 |
| Consumer loans | - | 1,625,814 | - | - | - | 1,625,814 |
| Other loans | 3,736,915 | 6,026,729 | 8,829,129 | - | - | 18,592,773 |
| Total allocated assets | 3,736,915 | 27,187,322 | 8,829,129 | - | - | 39,753,366 |
| Non-allocated assets | | | | | | 16,994,003 |
| Total Assets | | | | | | 56,747,369 |
| Liabilities | | | | | | |
| Customer resources and other loans | 2,365,941 | 26,618,055 | 5,811,193 | - | - | 34,795,189 |
| Debt securities | - | - | - | - | 3,479,026 | 3,479,026 |
| | 2,365,941 | 26,618,055 | 5,811,193 | - | 3,479,026 | 38,274,215 |
| Non-allocated liabilities | | | | | | 14,224,373 |
| Total Liabilities | | | | | | 52,498,588 |
| Guarantees and sureties (Note 27) | 294,631 | 557,360 | 671,941 | - | - | 1,523,932 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 31-12-2018 | | | | | Total |
|--|------------------|-------------------|------------------|------------|------------------|-------------------|
| | Corporate | | Commercial | Insurance | Corporate | |
| | Investment | | Banking | Management | Activities | |
| | Banking | Retail Banking | | | | |
| Loans and advances to customers | | | | | | |
| Mortgage loans | - | 19,462,199 | - | - | - | 19,462,199 |
| Consumer loans | - | 1,634,821 | - | - | - | 1,634,821 |
| Other loans | 3,643,962 | 6,121,874 | 8,734,270 | - | - | 18,500,106 |
| Total allocated assets | 3,643,962 | 27,218,894 | 8,734,270 | - | - | 39,597,126 |
| Non-allocated assets | | | | | | 15,442,013 |
| Total Assets | | | | | | 55,039,139 |
| Liabilities | | | | | | |
| Customer resources and other loans | 1,852,262 | 26,217,509 | 5,312,733 | - | - | 33,382,504 |
| Debt securities | - | - | - | - | 4,322,597 | 4,322,597 |
| | 1,852,262 | 26,217,509 | 5,312,733 | - | 4,322,597 | 37,705,101 |
| Non-allocated liabilities | | | | | | 13,162,300 |
| Total Liabilities | | | | | | 50,867,401 |
| Guarantees and sureties (Note 27) | 303,378 | 541,721 | 722,322 | - | - | 1,567,422 |

As at June 30, 2019 and December 31, 2018, the Bank did not have relevant business in any distinct geography other than that of the domestic business.

The accounting policies used in preparing the financial information by segments were consistent with those described in note 1.3 of these Notes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

4. GROUP COMPANIES AND TRANSACTIONS THAT OCCURRED DURING THE PERIOD

As at June 30, 2019 and December 31, 2018, the subsidiaries and associated companies and their most significant financial data taken from the respective financial statements, excluding adjustments on conversion to IAS/IFRS can be summarised as follows:

| Entity | Direct Participation (%) | | Effective Participation (%) | | Total Assets (net) | | Shareholder's Equity | | Net income for the period | |
|--|--------------------------|--------------|-----------------------------|------------|--------------------|------------|----------------------|------------|---------------------------|------------|
| | 30-06-2019 | 31-12-2018 | 30-06-2019 | 31-12-2018 | 30-06-2019 | 31-12-2018 | 30-06-2019 | 31-12-2018 | 30-06-2019 | 31-12-2018 |
| SANTANDER TOTTA, SGPS,S.A. | Headquarters | Headquarters | 100.00 | 100.00 | 3,947,840 | 3,900,018 | 3,874,283 | 3,866,379 | 443,838 | 629,671 |
| BANCO SANTANDER TOTTA, S.A. | 99.96 | 99.96 | 99.96 | 99.96 | 56,467,851 | 55,173,578 | 3,484,074 | 3,404,774 | 249,510 | 475,535 |
| TOTTA (IRELAND), PLC (2) | - | - | 99.96 | 99.96 | 512,496 | 491,050 | 466,561 | 460,759 | 7,972 | 2,790 |
| TOTTAURBE - EMP.ADMIN. E CONSTRUÇÕES, S.A. (1) | - | - | 99.96 | 99.96 | 201,149 | 239,145 | 128,738 | 25,662 | 3,316 | (4,092) |
| TAXAGEST,SGPS,SA | 1.00 | 1.00 | 99.96 | 99.96 | 55,745 | 55,740 | 55,743 | 55,739 | 4 | (3) |
| NOVIMOVEST - Fundo de Investimento Imobiliário Aberto | - | - | 79.99 | 79.67 | 354,916 | 356,123 | 346,345 | 344,366 | 2,941 | 8,685 |
| GAMMA, Sociedade Financeira de Titularização de Créditos, S.A. | - | - | 99.96 | 99.96 | 7,145 | 7,130 | 6,545 | 6,807 | 26 | 62 |
| HIPOTOTTA NO. 4 PLC | - | - | - | - | 664,815 | 700,965 | (5,367) | (3,481) | (1,628) | 1,011 |
| HIPOTOTTA NO. 5 PLC | - | - | - | - | 647,177 | 679,746 | (10,684) | (7,007) | (3,380) | (2,678) |
| HIPOTOTTA NO. 4 FTC | - | - | - | - | 601,226 | 632,736 | 596,766 | 633,160 | 320 | 2,196 |
| HIPOTOTTA NO. 5 FTC | - | - | - | - | 584,634 | 612,496 | 580,394 | 610,576 | 878 | 2,451 |
| ATLANTES MORTGAGE NO 1 PLC | - | - | - | - | - | 80,717 | - | 40 | - | - |
| ATLANTES MORTGAGE NO 1 FTC | - | - | - | - | - | 62,624 | - | 60,737 | - | 127 |
| Operações de Securitização geridas pela GAMMA, STC | - | - | 100.00 | 99.96 | 3,389,142 | 3,591,682 | - | - | - | - |
| BENIM - SOCIEDADE IMOBILIÁRIA, S.A. | - | - | 25.79 | 25.79 | n.d. | n.d. | n.d. | n.d. | n.d. | n.d. |
| UNICRE - INSTITUIÇÃO FINANCEIRA DE CRÉDITO, S.A. | - | - | 21.85 | 21.85 | 365,718 | 347,331 | 88,951 | 107,282 | 6,778 | 20,234 |
| LUSIMOVEST - FUNDO DE INVESTIMENTO IMOBILIÁRIO | - | - | 25.76 | 25.76 | 106,544 | 105,824 | 100,302 | 100,304 | (3) | 2,010 |
| BANIF INTERNACIONAL BANK, LTD | - | - | 99.96 | 99.96 | 654 | 596 | 184 | 96 | 89 | 36 |
| PRIMESTAR SERVICING, S.A. | - | - | 79.96 | 79.96 | 1,519 | 1,539 | 1,268 | 1,269 | (0) | (169) |
| SANTANDER TOTTA SEGUROS - COMPANHIA DE SEGUROS VIDA, S.A. | 100.00 | 100.00 | 100.00 | 100.00 | 4,474,361 | 4,177,813 | 131,419 | 110,874 | 17,416 | 17,757 |
| AEGON SANTANDER PORTUGAL VIDA - COMPANHIA DE SEGUROS, S.A. | - | - | 49.00 | 49.00 | 92,508 | 98,531 | 26,012 | 31,114 | 5,409 | 12,273 |
| AEGON SANTANDER PORTUGAL NÃO VIDA - COMPANHIA DE SEGUROS, S.A. | - | - | 49.00 | 49.00 | 37,042 | 33,137 | 20,011 | 16,580 | 3,027 | 2,714 |
| POPULAR SEGUROS - COMPANHIA DE SEGUROS, S.A. | 100.00 | - | 100.00 | 100.00 | 19,815 | 20,455 | 9,195 | 9,364 | (169) | 217 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019 and December 31, 2018, the business, the location of the registered office and the consolidation method used for the companies included in the consolidation were as follows:

| Company | Activity | Head office | Consolidation Method |
|--|---|-------------|----------------------|
| Santander Totta, SGPS, S.A. | Holding Company | Portugal | Headquarters |
| BANCO SANTANDER TOTTA, S.A. | Banking | Portugal | Full |
| TOTTA (IRELAND), PLC (2) | Investment management | Ireland | Full |
| TOTTA URBE - Emp.Admin. e Construções, S.A. (1) | Holding company | Portugal | Full |
| BENIM - Sociedade Imobiliária, S.A. | Real estate management | Portugal | Equity |
| BANIF INTERNATIONAL BANK | Banking | Bahamas | Full |
| TAXAGEST, SGPS, S.A. | Holding company | Portugal | Full |
| UNICRE - INSTITUIÇÃO FINANCEIRA DE CRÉDITO, S.A. | Issuance and management of credit cards | Portugal | Equity |
| HIPOTOTTA nº 4 PLC | Investment management | Ireland | Full |
| HIPOTOTTA nº 5 PLC | Investment management | Ireland | Full |
| HIPOTOTTA nº 4 FTC | Securitized loans fund | Portugal | Full |
| HIPOTOTTA nº 5 FTC | Securitized loans fund | Portugal | Full |
| Operações de Securitização geridas pela GAMMA, STC | Securitized loans fund | Portugal | Full |
| ATLANTES MORTGAGE 1 PLC | Securitized loans fund | Portugal | Full |
| ATLANTES MORTGAGE 1 FTC | Securitized loans fund | Portugal | Full |
| NOVIMOVEST - Fundo de Investimento Imobiliário Aberto | Real estate fund | Portugal | Full |
| GAMMA, Sociedade Financeira de Titularização de Créditos, S.A. | Securitized loans fund | Portugal | Full |
| LUSIMOVEST - FUNDO DE INVESTIMENTO IMOBILIÁRIO | Real estate fund | Portugal | Equity |
| PRIMESTAR SERVICING, S.A. | Investment management | Portugal | Full |
| SANTANDER TOTTA SEGUROS - COMPANHIA DE SEGUROS VIDA, S.A. | Insurance | Portugal | Full |
| AEGON SANTANDER PORTUGAL VIDA - COMPANHIA DE SEGUROS, S.A. | Insurance | Portugal | Equity |
| AEGON SANTANDER PORTUGAL NÃO VIDA - COMPANHIA DE SEGUROS, S.A. | Insurance | Portugal | Equity |
| POPULAR SEGUROS - COMPANHIA DE SEGUROS, S.A. | Insurance | Portugal | Full |

- (1) As at June 30, 2019, the equity of this subsidiary included supplementary capital contributions amounting to €99,760k granted during the first half of 2019.
- (2) By virtue of this subsidiary closing its economic year on November 30, the amounts reflected in the "Income for the period" columns correspond to the net income determined between December 1, 2018 and June 30, 2019, and the month of December 2018.

In keeping with IFRS 10, which superseded IAS 27 and SIC 12, the Group includes in its consolidated financial statements the special purpose entities (SPEs) created within the scope of the securitisation operations when it controls them, that is, when it has the majority of the risks and benefits associated with their business, in particular the bonds that they issued with a higher degree of subordination – equity pieces.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 30 2019 and December 31, 2018, the composition of the balance sheets of the Aegon Santander Portugal Life and Non-life companies was as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|--|--|--|----------------|--|--|----------------|
| | Aegon Santander Portugal Vida - Companhia de Seguros de Vida, S.A. | Aegon Santander Portugal Não Vida - Companhia de Seguros, S.A. | Total | Aegon Santander Portugal Vida - Companhia de Seguros de Vida, S.A. | Aegon Santander Portugal Não Vida - Companhia de Seguros, S.A. | Total |
| Cash and deposits | 4,207 | 4,189 | 8,396 | 2,313 | 4,385 | 6,698 |
| Available-for-sale financial assets | 58,892 | 25,830 | 84,722 | 64,272 | 21,226 | 85,498 |
| Other tangible assets | 23 | - | 23 | 45 | - | 45 |
| Other intangible assets | 6,657 | 4,466 | 11,123 | 7,158 | 4,361 | 11,519 |
| Technical reserves for reinsurance ceded | 12,393 | 156 | 12,549 | 14,822 | 649 | 15,471 |
| Other debtors for insurance and other transactions | 10,286 | 2,282 | 12,568 | 9,896 | 2,373 | 12,269 |
| Assets - taxes and levies | - | - | - | - | 88 | 88 |
| Accruals and deferrals | 35 | 119 | 154 | 12 | 55 | 67 |
| Other assets | 15 | - | 15 | 13 | - | 13 |
| | <u>92,508</u> | <u>37,042</u> | <u>129,550</u> | <u>98,531</u> | <u>33,137</u> | <u>131,668</u> |
| Technical reserves | 48,115 | 8,468 | 56,583 | 48,802 | 8,380 | 57,182 |
| Other financial liabilities | 6,998 | - | 6,998 | 8,000 | - | 8,000 |
| Other creditors for insurance and other transactions | 6,501 | 5,445 | 11,946 | 5,795 | 5,802 | 11,597 |
| Liabilities - taxes and levies | 2,698 | 1,707 | 4,405 | 3,092 | 1,412 | 4,504 |
| Accruals and deferrals | 2,184 | 1,411 | 3,595 | 1,728 | 963 | 2,691 |
| Share Capital | 7,500 | 7,500 | 15,000 | 7,500 | 7,500 | 15,000 |
| Revaluation reserves | 1,559 | 624 | 2,183 | 837 | 86 | 923 |
| Deferred tax reserves | (405) | (156) | (561) | (218) | (21) | (239) |
| Other reserves | 11,949 | 5,341 | 17,290 | 10,722 | 5,069 | 15,791 |
| Retained earnings | - | 3,675 | 3,675 | - | 1,232 | 1,232 |
| Net income for the year | 5,409 | 3,027 | 8,436 | 12,273 | 2,714 | 14,987 |
| | <u>92,508</u> | <u>37,042</u> | <u>129,550</u> | <u>98,531</u> | <u>33,137</u> | <u>131,668</u> |

As at June 30, 2019, and December 31, 2018, the composition of the Novimovest Fund balance sheet was as follows:

| | 30-06-2019 | 31-12-2018 |
|----------------------------|----------------|----------------|
| Securities portfolio | 3,379 | 3,379 |
| Real estate portfolio | 290,114 | 297,625 |
| Accounts receivable | 7,072 | 8,221 |
| Cash and banks | 53,428 | 46,844 |
| Accruals and deferrals | 923 | 54 |
| | <u>354,916</u> | <u>356,123</u> |
| Fund capital | 346,345 | 344,366 |
| Adjustments and provisions | 4,057 | 4,917 |
| Accounts payable | 2,469 | 4,540 |
| Accruals and deferrals | 2,045 | 2,300 |
| | <u>354,916</u> | <u>356,123</u> |

As at June 30, 2019 & 2018, the consolidated net income includes a profit of €2,353k and €3,614k, respectively, attributable to the Novimovest Fund.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

5. CASH AND DEPOSITS AT CENTRAL BANKS

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|-----------------------------------|-------------------|-------------------|
| Cash | 245,326 | 287,671 |
| Demand deposits at Central Banks: | | |
| European Central Bank | 2,159,813 | 1,368,061 |
| | <u>2,405,139</u> | <u>1,655,732</u> |

In accordance with Regulation nº 2818/98, of December 1, issued by the European Central Bank, as from January 1, 1999, credit institutions established in the participating Member States are subject to setting aside minimum reserves in accounts held with the participating National Central Banks. The basis of incidence includes all deposits at central banks and at financial and monetary institutions located outside the euro area and all customer deposits with maturities less than two years. A coefficient of 1% is applied to this base and an amount of €100,000 is deducted. The minimum required reserves are remunerated at the RFI rate (on these dates this rate is zero), the excess has a penalty of 0.4%.

Compliance with the mandatory minimum deposits, for a given observation period, is carried out taking into consideration the average of balances of deposits at the Bank of Portugal during that period.

6. BALANCES DUE FROM OTHER BANKS

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|----------------------------------|-------------------|-------------------|
| Balances due from domestic banks | | |
| Demand deposits | 26,872 | 195,767 |
| Balances due from foreign banks | | |
| Demand deposits | 504,802 | 655,131 |
| | <u>531,674</u> | <u>850,898</u> |

As at June 30, 2019, and December 31, 2018, "Balances with credit institutions abroad – Current accounts" included a current account in the amounts of €48,416k and €66,131k, respectively, which can be used as certain obligations vis-à-vis third parties are fulfilled.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

7. FINANCIAL ASSETS/LIABILITIES HELD FOR TRADING

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------|-------------------|
| Financial assets held for trading | | |
| Derivatives with positive fair value | 1,118,040 | 1,201,295 |
| Securities - Participating units | 3,379 | 3,379 |
| | <u>1,121,419</u> | <u>1,204,674</u> |
| Financial liabilities held for trading | | |
| Derivatives with negative fair value | <u>1,136,222</u> | <u>1,239,713</u> |

As at June 30, 2019, and 31 December 2018, the following derivatives are recorded:

| | <u>30-06-2019</u> | | | <u>31-12-2018</u> | | |
|--------------------------|-------------------|------------------|------------------|-------------------|------------------|------------------|
| | Asset | Liabilities | Net (Note 11) | Asset | Liabilities | Net (Note 11) |
| Forwards | 1,836 | 1,578 | 258 | 2,157 | 1,817 | 340 |
| Swaps | | | | | | |
| Cross Currency Swaps | 636 | 564 | 72 | 692 | 688 | 4 |
| Currency swaps | 49 | 7,270 | (7,221) | 7 | 7,055 | (7,048) |
| Interest rate swaps | 1,035,442 | 1,056,064 | (20,622) | 1,115,664 | 1,143,613 | (27,949) |
| Equity swaps | 11,422 | 2,952 | 8,470 | 2,868 | 7,170 | (4,302) |
| Options | | | | | | |
| Foreign exchange options | 1,007 | 996 | 11 | 1,877 | 1,846 | 31 |
| Equity options | 1,928 | 1,837 | 91 | 2,186 | 2,216 | (30) |
| Caps & Floors | 65,720 | 64,961 | 759 | 75,844 | 75,308 | 536 |
| | <u>1,118,040</u> | <u>1,136,222</u> | <u>(18,182)</u> | <u>1,201,295</u> | <u>1,239,713</u> | <u>(38,418)</u> |

As at June 30, 2019, the assets and liabilities headings relating to Derivative financial instruments are reduced by the amounts of approximately €9,219k and €21,195k of Credit Value Adjustments and Debit Value Adjustments, respectively (€15,550k and €22,716k as at December 31, 2018, respectively), in accordance with the method described in Note 43.

As at June 30, 2019, and December 31, 2018, almost all the trading derivative financial instruments were hedged back-to-back with Banco Santander, SA.

As at June 30, 2019, and December 31, 2018, "Securities - Units" involved units of the Maxirent Closed End Real Estate Investment Fund.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

8. OTHER FINANCIAL ASSETS MANDATORILY AT FAIR VALUE THROUGH PROFIT OR LOSS

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|----------------------------|-------------------|-------------------|
| Debt instruments | | |
| Issued by residents | | |
| Treasury Bonds | 1,142,785 | 1,160,936 |
| Subordinated debt | | 56,755 |
| Unsubordinated debt | 117,512 | 125,232 |
| Issued by non-residents | | |
| Foreign public issuers | 418,124 | 296,928 |
| Other non-resident issuers | 705,328 | 674,332 |
| Equity instruments | | |
| Issued by residents | 222,380 | 279,185 |
| Issued by non-residents | 523,519 | 460,442 |
| | <u>3,129,648</u> | <u>3,053,810</u> |

Interest and the results of the appreciation of these financial assets at fair value were reflected in the income statement under Results of financial transactions (Note 33).

As at June 30, 2019, and December 31, 2018, the breakdown of this heading is as follows:

| Description | 30-06-2019 | | | | | 31-12-2018 | | | | |
|-------------------------|----------------------|---------------------|----------------|---------------------|------------------|----------------------|---------------------|----------------|---------------------|------------------|
| | "Unit link" products | | Other products | | Fair Value | "Unit link" products | | Other products | | Fair Value |
| | Capital | Interest receivable | Capital | Interest receivable | | Capital | Interest receivable | Capital | Interest receivable | |
| Debt instruments | | | | | | | | | | |
| Issued by residents | | | | | | | | | | |
| Treasury Bonds | 1,126,667 | 16,118 | | | 1,142,785 | 1,142,510 | 18,426 | - | - | 1,160,936 |
| Subordinated debt | - | - | - | - | - | - | - | 56,745 | 10 | 56,755 |
| Unsubordinated debt | 116,189 | 1,323 | - | - | 117,512 | 123,032 | 2,200 | - | - | 125,232 |
| Issued by non-residents | | | | | | | | | | |
| Foreign public issuers | 414,253 | 3,871 | | | 418,124 | 294,558 | 2,370 | - | - | 296,928 |
| Unsubordinated debt | 697,081 | 8,247 | - | - | 705,328 | 660,955 | 13,377 | - | - | 674,332 |
| Equity instruments | | | | | | | | | | |
| Issued by residents | 57,756 | - | 164,624 | - | 222,380 | 102,629 | - | 176,556 | - | 279,185 |
| Issued by non-residents | 522,158 | - | 1,361 | - | 523,519 | 458,547 | - | 1,895 | - | 460,442 |
| | <u>2,934,104</u> | <u>29,559</u> | <u>165,985</u> | <u>-</u> | <u>3,129,648</u> | <u>2,782,231</u> | <u>36,373</u> | <u>235,196</u> | <u>10</u> | <u>3,053,810</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Treasury Bonds headings had the following characteristics:

| Description | 30-06-2019 | | | | 31-12-2018 | | | |
|---------------------------------------|------------------|---------------------|----------------|------------------|------------------|---------------------|----------------|------------------|
| | Acquisition cost | Interest receivable | Gain/loss | Book value | Acquisition cost | Interest receivable | Gain/loss | Book value |
| Treasury bonds - Portugal | | | | | | | | |
| Maturing in 1 year | 4,521 | 9 | 75 | 4,605 | 3,179 | 82 | 18 | 3,279 |
| Maturing between one and three years | 14,885 | 63 | 369 | 15,317 | 18,718 | 267 | 542 | 19,527 |
| Maturing between three and five years | 86,108 | 2,045 | 5,736 | 93,889 | 72,834 | 503 | 3,301 | 76,638 |
| Maturing between five and ten years | 4,832,101 | 59,005 | 740,467 | 5,631,573 | 4,203,814 | 76,035 | 382,434 | 4,662,283 |
| Maturing over ten years | 70,249 | 862 | 8,398 | 79,509 | 236,661 | 7,028 | 9,138 | 252,827 |
| | <u>5,007,864</u> | <u>61,984</u> | <u>755,045</u> | <u>5,824,893</u> | <u>4,535,206</u> | <u>83,915</u> | <u>395,433</u> | <u>5,014,554</u> |
| Treasury bonds - Spain | | | | | | | | |
| Maturing in 1 year | 9,682 | 65 | 292 | 10,039 | 17,252 | 239 | 332 | 17,823 |
| Maturing between one and three years | 56,878 | 745 | 1,461 | 59,084 | 37,049 | 769 | 1,277 | 39,095 |
| Maturing between three and five years | 44,063 | 872 | 1,629 | 46,564 | 71,781 | 1,464 | 1,317 | 74,562 |
| Maturing between five and ten years | 415,773 | 4,237 | 35,318 | 455,328 | 451,780 | 2,267 | 8,838 | 462,885 |
| Maturing over ten years | 46,533 | 1,115 | 5,246 | 52,894 | 10,024 | 210 | 245 | 10,479 |
| | <u>572,929</u> | <u>7,034</u> | <u>43,946</u> | <u>623,909</u> | <u>587,886</u> | <u>4,949</u> | <u>12,009</u> | <u>604,844</u> |
| Treasury bonds - Other | | | | | | | | |
| Maturing in 1 year | 19,041 | 1 | 291 | 19,333 | 33,289 | 1 | 1,247 | 34,537 |
| Maturing between one and three years | 17,588 | 53 | 323 | 17,964 | 17,506 | 49 | 263 | 17,818 |
| Maturing between three and five years | 49,731 | 310 | 2,099 | 52,140 | 45,904 | 251 | 1,355 | 47,510 |
| Maturing between five and ten years | 40,688 | 116 | 3,439 | 44,243 | 44,912 | 121 | 1,845 | 46,878 |
| Maturing over ten years | 12,785 | 23 | 7,097 | 19,905 | 12,509 | 12 | 5,284 | 17,805 |
| | <u>139,833</u> | <u>503</u> | <u>13,249</u> | <u>153,585</u> | <u>154,120</u> | <u>434</u> | <u>9,994</u> | <u>164,548</u> |
| | <u>5,720,626</u> | <u>69,521</u> | <u>812,240</u> | <u>6,602,387</u> | <u>5,277,212</u> | <u>89,298</u> | <u>417,436</u> | <u>5,783,946</u> |

As at June 30, 2019, and December 31, 2018, the Group's portfolio contained Portuguese Treasury Bonds in the amounts of €654,982k and €311,387k respectively, used as collateral in funding operations (Note 20).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

As at June 2019, and December 31, 2018, Debt instruments – Issued by other residents included, among others, the following securities:

| Description | 30-06-2019 | | | | 31-12-2018 | | | | | |
|--|------------------|---------------------|------------|------------|---------------|------------------|---------------------|------------|------------|---------------|
| | Acquisition cost | Interest receivable | Gain/loss | Impairment | Book value | Acquisition cost | Interest receivable | Gain/loss | Impairment | Book value |
| Unsubordinated debt | | | | | | | | | | |
| CGD 3% 2014/2019 | - | - | - | - | - | 50,000 | 1,442 | 29 | (3) | 51,468 |
| Altri / Celbi Floating Rate | 701 | 5 | (8) | - | 698 | 701 | 5 | (8) | - | 698 |
| BCP 0.75 | 2,092 | 1 | 54 | - | 2,147 | 2,091 | 9 | 32 | - | 2,132 |
| Celulose Beira Industria Floating Rate | 450 | 4 | - | - | 454 | 450 | 4 | - | - | 454 |
| Celulose Beira Industria Floating Rate | 695 | 7 | (6) | - | 696 | 695 | 7 | (9) | - | 693 |
| Brisa Concessao Rodov Sa 1,875 | 199 | 1 | 15 | - | 215 | 199 | 3 | 5 | - | 207 |
| Cp Comboios De Portugal 4,17 | 254 | 7 | (1) | - | 260 | 258 | 2 | - | - | 260 |
| Caixa Geral De Depositos 1 | 3,631 | 15 | 82 | - | 3,728 | 3,636 | 33 | 44 | - | 3,713 |
| Refer-Rede Ferroviaria 4,25 | 1,287 | 28 | 25 | - | 1,340 | 1,301 | 2 | 22 | - | 1,325 |
| Galp Energia Sgps Sa 1 | 994 | 4 | 19 | - | 1,017 | 994 | 9 | (35) | - | 968 |
| Galp Gas Natural Distrib 1,375 | 1,996 | 21 | 78 | - | 2,095 | 1,996 | 8 | (11) | - | 1,993 |
| Hovione Farmacia Sa Floating Rate | 608 | 4 | (7) | - | 605 | 609 | 4 | (8) | - | 605 |
| Jose De Mello Saude Floating Rate | - | - | - | - | - | 251 | 1 | - | - | 252 |
| Jose De Mello Saude Floating Rate | 287 | 1 | 1 | - | 289 | 286 | 1 | 1 | - | 288 |
| Jose De Mello Saude 4 | 700 | 7 | 20 | - | 727 | 700 | 7 | 8 | - | 715 |
| Parpublica 3,75 | 714 | 26 | 37 | - | 777 | 716 | 13 | 42 | - | 771 |
| Saudacor Sa Floating Rate | 904 | 1 | 1 | - | 906 | 907 | 1 | - | - | 908 |
| Saudacor Sa Floating Rate | 798 | 1 | 12 | - | 811 | 800 | 1 | 13 | - | 814 |
| Sprhi Sa Floating Rate | 733 | 7 | 12 | - | 752 | 735 | 7 | 14 | - | 756 |
| Parpublica 3,567 | 374 | 10 | 11 | - | 395 | 376 | 4 | 15 | - | 395 |
| OB.HEFESTO STC SA SERIE-1 CL-R | 2,520 | - | - | (3) | 2,517 | 3,100 | - | - | - | 3,100 |
| Other | - | - | - | - | - | 136 | 1 | (1) | - | 136 |
| | <u>19,937</u> | <u>150</u> | <u>345</u> | <u>(3)</u> | <u>20,429</u> | <u>70,937</u> | <u>1,564</u> | <u>153</u> | <u>(3)</u> | <u>72,651</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

As at June 2019, and December 31, 2018, Debt instruments – Other non-resident issuers included the following securities:

| Description | 30-06-2019 | | | | 31-12-2018 | | | |
|-----------------------------------|------------------|---------------------|--------------|---------------|------------------|---------------------|------------|---------------|
| | Acquisition cost | Interest receivable | Gain/loss | Book value | Acquisition cost | Interest receivable | Gain/loss | Book value |
| Santan Consumer Finance 0.875 % | 7,521 | 28 | 150 | 7,699 | 7,524 | 61 | (5) | 7,580 |
| Adif Alta Velocidad 1,875 | 5,275 | 74 | 150 | 5,499 | 5,297 | 26 | 74 | 5,397 |
| Edp Finance Bv 1,125 | 3,009 | 13 | 164 | 3,186 | 3,006 | 30 | (1) | 3,035 |
| Santan Consumer Finance 1 | 2,121 | 2 | 23 | 2,146 | 2,125 | 13 | 3 | 2,141 |
| Banco Bilbao Vizcaya Arg 0,75 | 1,994 | 12 | 41 | 2,047 | 1,994 | 5 | (26) | 1,973 |
| Ren Finance Bv 1,75 | 1,905 | 3 | 118 | 2,026 | 1,905 | 19 | 57 | 1,981 |
| Criteria Caixa Sa 1,5 | 1,899 | 4 | 66 | 1,969 | 1,899 | 18 | (41) | 1,876 |
| Crítéria Caixa Sa 1.625 | 1,813 | 6 | 56 | 1,875 | 1,815 | 20 | (8) | 1,827 |
| Nykredit 0.,75 | 1,506 | 11 | 13 | 1,530 | 1,508 | 5 | - | 1,513 |
| Banco Bilbao Vizcaya Arg 0,625 | 1,499 | 4 | 29 | 1,532 | 1,499 | 9 | 5 | 1,513 |
| Banco Bilbao Vizcaya Arg 1 | 1,419 | 6 | 6 | 1,431 | 1,424 | 13 | (3) | 1,434 |
| Edp Finance Bv 4,875 | 1,327 | 48 | - | 1,375 | 1,351 | 18 | (1) | 1,368 |
| Banco De Sabadell 0,875 | 1,195 | 3 | 16 | 1,214 | 1,195 | 9 | (54) | 1,150 |
| Adif Alta Velocidad 3,5 | 1,095 | 3 | 71 | 1,169 | 1,102 | 21 | 36 | 1,159 |
| Cassa Depositi Prestiti 2,75 | 1,089 | 2 | 12 | 1,103 | 1,095 | 17 | 4 | 1,116 |
| Adif Alta Velocidad 0,8 | 1,092 | 9 | 43 | 1,144 | 1,091 | 4 | 19 | 1,114 |
| Volkswagen Leasing Gmbh 2,375 | 1,053 | 19 | 9 | 1,081 | 1,059 | 8 | (23) | 1,044 |
| State Grid Europe Develo 1,5 | 999 | 6 | 33 | 1,038 | 999 | 14 | 24 | 1,037 |
| Aurizon Network Pty Ltd 2 | 996 | 16 | 77 | 1,089 | 995 | 6 | 29 | 1,030 |
| Bharti Airtel International 3,375 | 952 | 4 | 44 | 1,000 | 952 | 20 | 3 | 975 |
| Dexia Credit Local 0,625 | 898 | 2 | 37 | 937 | 898 | 5 | 17 | 920 |
| Achmea Hypotheekbank Nv 2,75 | 871 | 8 | 19 | 898 | 876 | 20 | 18 | 914 |
| Caixabank Sa 1,125 | 799 | 1 | 28 | 828 | 799 | 6 | (16) | 789 |
| Spp Distribucia As 2,625 | 712 | - | 22 | 734 | 714 | 10 | 21 | 745 |
| Santander Consumer Bank 0,75 | 700 | 4 | 11 | 715 | 700 | 1 | (8) | 693 |
| Dvb Bank Se 1,25 | 700 | 2 | 6 | 708 | 699 | 6 | 7 | 712 |
| Cassa Depositi Prestiti 0 75 | 699 | 3 | (8) | 694 | 699 | 1 | (26) | 674 |
| Cellnex Telecom 3,125 | 638 | 17 | 6 | 661 | 643 | 8 | (7) | 644 |
| Edp Finance Bv 1,875 | 637 | 9 | 35 | 681 | 638 | 3 | 10 | 651 |
| Ep Energy As 5,875 | 606 | 6 | 6 | 618 | 612 | 6 | 14 | 632 |
| Mylan Nv 1,25 | 604 | 5 | 2 | 611 | 605 | 1 | (1) | 605 |
| Cores 1,5 | 599 | 5 | 35 | 639 | 599 | 1 | 28 | 628 |
| Intesa Sanpaolo Spa 0,5 | 598 | 1 | 3 | 602 | 597 | 1 | (3) | 595 |
| Ren Finance Bv 2,5 | 523 | 5 | 30 | 558 | 525 | 11 | 3 | 539 |
| SANTAN 4% 7/4/20 | 507 | 5 | 9 | 521 | 512 | 15 | 14 | 541 |
| Pko Fin Ab (Pko Bank Pl) 2,324 | - | - | - | - | 500 | 11 | - | 511 |
| British Sky Broadcasting 1,875 | 500 | 6 | 40 | 546 | 500 | 1 | 22 | 523 |
| Other | 6,383 | 34 | 216 | 6,633 | 6,345 | 33 | 77 | 6,455 |
| | 56,733 | 386 | 1,618 | 58,737 | 57,296 | 476 | 262 | 58,034 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 2019, and December 31, 2018, Capital instruments included the following securities:

| Description | 30-06-2019 | | | 31-12-2018 | | | |
|---|---------------|------------|---------------|---------------|------------|---------------|---------------|
| | Acquisition | Gain/loss | Book value | Acquisition | Gain/loss | IFRS 9 | Book value |
| | cost | | | cost | | | |
| SIBS - SGPS, S.A. | 68,313 | - | 68,313 | 3,985 | - | 64,328 | 68,313 |
| ASCENDI NORTE - AUTO ESTRADAS DO NORTE S.A. | 3,218 | - | 3,218 | 3,218 | - | - | 3,218 |
| ASCENDI NORTE - AUTO ESTRADAS DO NORTE S.A. - PS | 3,218 | - | 3,218 | 3,218 | - | - | 3,218 |
| VISA INC series C | 1,375 | - | 1,375 | 1,431 | - | - | 1,431 |
| NORGARANTE - SOC. GARANTIA MUTUA S.A. | 807 | | 807 | 1,296 | | | 1,296 |
| PORTUGAL CAPITAL VENTURES - SOC. DE CAP. DE RISCO, SA | 850 | - | 850 | 850 | - | - | 850 |
| LISGARANTE - SOC. GARANTIA MUTUA S.A. | 398 | | 398 | 517 | | | 517 |
| GARVAL - SOC. DE GARANTIA MUTUA S | 410 | 112 | 522 | 287 | 27 | - | 314 |
| FUNFRAP-FUNDICAO PORTUGUESA, S.A | 274 | 471 | 745 | 274 | 491 | - | 765 |
| AGROGARANTE- SOC. GARANTIAS MUTUAS | 1,344 | 267 | 1,611 | 106 | 50 | - | 156 |
| Other | 440 | 21 | 461 | 348 | 13 | - | 361 |
| | <u>80,647</u> | <u>871</u> | <u>81,518</u> | <u>15,530</u> | <u>581</u> | <u>64,328</u> | <u>80,439</u> |

As at June 30, 2019, and December 31, 2018, the negative revaluation reserves resulting from the valuation at fair value had the following devaluation percentages compared to the respective acquisition costs:

| | 30-06-2019 | | | | 31-12-2018 | | | |
|----------------------|------------------|---------------------|------------------|---------------|------------------|---------------------|------------------|----------------|
| | Acquisition cost | Interest receivable | Negative reserve | Book value | Acquisition cost | Interest receivable | Negative reserve | Book value |
| Between 0% and 25% | 36,232 | 154 | -250 | 36,136 | 130,609 | 703 | (2,330) | 128,982 |
| Between 25% and 50% | 69 | - | (20) | 49 | - | - | - | - |
| Between 50% and 100% | 124 | - | (124) | - | - | - | - | - |
| | <u>36,425</u> | <u>154</u> | <u>(394)</u> | <u>36,185</u> | <u>130,609</u> | <u>703</u> | <u>(2,330)</u> | <u>128,982</u> |

Debt instruments

| | | | | | | | | |
|----------------------|---------------|------------|--------------|---------------|----------------|------------|----------------|----------------|
| Between 0% and 25% | 36,232 | 154 | -250 | 36,136 | 130,609 | 703 | (2,330) | 128,982 |
| Between 25% and 50% | 69 | - | (20) | 49 | - | - | - | - |
| Between 50% and 100% | 124 | - | (124) | - | - | - | - | - |
| | <u>36,425</u> | <u>154</u> | <u>(394)</u> | <u>36,185</u> | <u>130,609</u> | <u>703</u> | <u>(2,330)</u> | <u>128,982</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

10. FINANCIAL ASSETS AT AMORTISED COST

The placements at credit institutions sub-heading comprises the following:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------|-------------------|
| Loans and advances to other domestic banks | | |
| Deposits | 5,934 | 102,218 |
| Loans | 71,017 | 87,354 |
| Interest receivable | 120 | 497 |
| | <u>77,071</u> | <u>190,069</u> |
| Loans and advances to other foreign banks | | |
| Very short-term loans and advances | 94,129 | 66,292 |
| Deposits | 317,496 | 270,562 |
| Other applications | 344,392 | 148,180 |
| Interest receivable | 19 | 12 |
| | <u>756,036</u> | <u>485,046</u> |
| | <u>833,107</u> | <u>675,115</u> |
| Impairment losses (Note 21) | (40) | (84) |
| | <u>833,067</u> | <u>675,031</u> |

As at June 30, 2019, and December 31, 2018, "Investments at credit institutions abroad – Other investments" includes margin accounts of €343,982k and €147,927k, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The credit extended and other receivable balances at amortised cost sub-heading is broken down as follows:

| | 30-06-2019 | 31-12-2018 |
|--|-------------------|-------------------|
| Unsecuritized loans | | |
| Domestic loans | | |
| To corporate clients | | |
| Discount and other credit securities | 196,112 | 208,795 |
| Loans | 9,246,409 | 9,326,549 |
| Current account loans | 1,213,246 | 1,126,534 |
| Overdrafts | 173,575 | 138,330 |
| Factoring | 1,469,486 | 1,506,932 |
| Finance leasing | 1,161,793 | 1,158,855 |
| Other credits | 43,346 | 43,384 |
| To individuals | | |
| Mortgage loans | 14,845,739 | 14,514,864 |
| Consumer credit and other loans | 2,125,654 | 2,148,876 |
| Foreign loans | | |
| To corporate clients | | |
| Loans | 434,765 | 394,738 |
| Current account loans | 7,713 | 10,002 |
| Overdrafts | 1,915 | 646 |
| Factoring | 56,137 | 65,353 |
| Finance leasing | 3,240 | 3,708 |
| Other loans | 7,758 | 7,254 |
| To individuals | | |
| Mortgage loans | 442,089 | 437,347 |
| Consumer credit and other loans | 70,109 | 64,694 |
| | <u>31,499,086</u> | <u>31,156,861</u> |
| Securitized loans | | |
| Non-subordinated debt securities | 4,129,697 | 4,081,130 |
| Non-derecognized securitized assets - individuals - mortgage loans | 4,125,814 | 4,419,095 |
| Overdue loans and interest | | |
| Up to 90 days | 20,778 | 23,768 |
| More than 90 days | 502,153 | 599,360 |
| | <u>522,931</u> | <u>623,128</u> |
| | <u>40,277,528</u> | <u>40,280,214</u> |
| Interest receivable | | |
| Unsecuritized loans | 116,632 | 75,366 |
| Securitized loans | 20,609 | 16,463 |
| Non-derecognized securitized assets | 3,054 | 3,138 |
| Deferred expenses | 92,494 | 86,999 |
| Cheques for collection | 72,915 | 75,423 |
| Debtors | 278,198 | 297,961 |
| Commissions associated with amortized cost (net) | (143,559) | (128,952) |
| | <u>440,343</u> | <u>426,398</u> |
| | <u>40,717,871</u> | <u>40,706,612</u> |
| Impairment of loans and advances to customers (Note 21) | (964,505) | (1,109,486) |
| | <u>39,753,366</u> | <u>39,597,126</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

In the first halves of 2019 and 2018, portfolios of loans granted to individuals and companies, with a carrying amount of €157,071k and €233,183k, respectively, were sold. As a result of these transactions net gains were recorded in the amounts of €2,082k and €11,308k, respectively (Note 21).

As at June 30, 2019, and December 31, 2018, "Domestic loans – To individuals - Residential" included loans assigned to the autonomous property of the mortgage loans issued by the Bank in the amounts of €9,424,717k and €8,937,341k, respectively (Note 20).

Movements under impairments of loans & advances to customers during the first halves of 2019 and 2018 are presented in note 21.

As at June 30, 2019, and December 31, 2018, the breakdown of overdue loans and interest by default period was as follows:

| | 30-06-2019 | 31-12-2018 |
|----------------------------------|----------------|----------------|
| Up to three months | 20,778 | 23,767 |
| Between three and six months | 39,147 | 28,287 |
| Between six months and one year | 48,582 | 61,971 |
| Between one year and three years | 248,121 | 312,347 |
| More than three years | 166,303 | 196,756 |
| | <u>522,931</u> | <u>623,128</u> |

As at June 30, 2019, and December 31, 2018, the detail of the division by stage of the portfolio of loans and other receivable balances at amortised cost is as follows:

| | 30-06-2019 | | | 30-06-2018 | | |
|---------|-------------------|------------------|----------|-------------------|--------------------|----------|
| | Gross value | Provisions | Coverage | Gross value | Provisions | Coverage |
| Stage 1 | 37,278,767 | (68,924) | 0.18% | 36,709,012 | (79,592) | 0.22% |
| Stage 2 | 1,740,552 | (80,309) | 4.61% | 1,962,197 | (96,651) | 4.93% |
| Stage 3 | 1,698,552 | (815,272) | 48.00% | 2,035,403 | (933,243) | 45.85% |
| | <u>40,717,871</u> | <u>(964,505)</u> | | <u>40,706,612</u> | <u>(1,109,486)</u> | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

11. HEDGING DERIVATIVES

The breakdown of this heading is as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|-------------------------|---------------|------------------|------------------|---------------|-----------------|-----------------|
| | Assets | Liabilities | Net | Assets | Liabilities | Net |
| Fair value hedge | | | | | | |
| Interest rate swaps | 2,650 | (269,670) | (267,020) | 10,079 | (67,509) | (57,430) |
| Equity swaps | - | (1,097) | (1,097) | 20 | (1,714) | (1,694) |
| Cash-flows hedge | | | | | | |
| Interest rate swaps | 89,206 | (380) | 88,826 | 63,365 | (332) | 63,033 |
| Forward sales | - | (105,342) | (105,342) | - | (21,001) | (21,001) |
| | <u>91,856</u> | <u>(376,489)</u> | <u>(284,633)</u> | <u>73,464</u> | <u>(90,556)</u> | <u>(17,092)</u> |

As at June 30, 2019, and December 31, 2018, the breakdown of derivative financial instruments was as follows:

| Type of financial instrument | Book value | 30-06-2019 | | | | | Total | Notional amounts | |
|---|------------------|------------------|------------------------|-------------------------|-----------------------|-------------------|-------------------|-------------------|------------------|
| | | Up to 3 months | Between 3 and 6 months | Between 6 and 12 months | Between 1 and 3 years | More than 3 years | | EUR | Other |
| 1. Derivatives held for trading (Note 7) | | | | | | | | | |
| Forwards | | | | | | | | | |
| Purchased | | 165,713 | 33,906 | 70,675 | 31,690 | - | 301,984 | 153,705 | 148,279 |
| Sold | 258 | 165,533 | 33,841 | 70,656 | 31,663 | - | 301,693 | 145,804 | 155,889 |
| Currency swaps | | | | | | | | | |
| Purchased | | 1,590,955 | 1,335 | 84 | - | - | 1,592,374 | 398,406 | 1,193,968 |
| Sold | (7,221) | 1,597,194 | 1,380 | 88 | - | - | 1,598,662 | 1,199,913 | 398,749 |
| Interest rate swaps | (20,622) | 62,319 | 185,735 | 44,111 | 4,401,095 | 18,684,903 | 23,378,163 | 23,342,722 | 35,441 |
| Cross currency swaps | | | | | | | | | |
| Purchased | | 30,751 | 1,123 | 3,310 | - | - | 35,184 | 35,184 | - |
| Sold | | 30,948 | 1,094 | 3,310 | - | - | 35,352 | 35,352 | - |
| Equity swaps | 8,470 | - | - | - | - | 370,281 | 370,281 | 370,281 | - |
| Currency options | | | | | | | | | |
| Purchased | | 70,341 | 70,385 | 26,362 | 10,545 | - | 177,633 | - | 177,633 |
| Sold | 11 | 70,341 | 70,385 | 26,362 | 10,545 | - | 177,633 | - | 177,633 |
| Equity options | | | | | | | | | |
| Purchased | | 50,284 | 40,409 | 146,926 | - | - | 237,619 | 237,619 | - |
| Sold | 91 | 50,284 | 40,409 | 146,926 | - | - | 237,619 | 237,619 | - |
| Caps & Floors | 759 | 439,773 | 102 | 51,434 | 441,528 | 675,614 | 1,608,451 | 1,608,451 | - |
| | <u>(18,182)</u> | <u>4,324,436</u> | <u>480,104</u> | <u>590,244</u> | <u>4,927,066</u> | <u>19,730,798</u> | <u>30,052,648</u> | <u>27,765,056</u> | <u>2,287,592</u> |
| 2. Hedging derivatives | | | | | | | | | |
| Fair value hedge | | | | | | | | | |
| Interest rate swaps | | | | | | | | | |
| Financial assets at fair value through other comprehensive income | (47,104) | - | - | - | - | 2,080,000 | - | 2,080,000 | - |
| Liabilities and loans | (219,916) | 44,029 | 11,903 | 20,704 | 823,338 | 2,951,713 | 3,851,687 | 3,665,345 | 186,342 |
| Equity swaps | (1,097) | 25,110 | 5,192 | 18,485 | 34,768 | - | 83,555 | 82,398 | 1,157 |
| Cash flow hedge | | | | | | | | | |
| Interest rate swaps | | | | | | | | | |
| Cash flow | 88,826 | 102,564 | 1,000,000 | 4,000,000 | 5,000,000 | - | 10,102,564 | 10,102,564 | - |
| Forwards sale | (105,342) | - | 558,510 | 424,753 | - | - | 983,263 | 983,263 | - |
| | <u>(284,633)</u> | <u>171,703</u> | <u>1,575,606</u> | <u>4,463,942</u> | <u>5,858,106</u> | <u>5,031,713</u> | <u>15,021,069</u> | <u>16,913,570</u> | <u>187,499</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| Type of financial instrument | 31-12-2018 | | | | | | | | |
|---|-----------------|------------------|------------------------|-------------------------|-----------------------|-------------------|-------------------|-------------------|------------------|
| | Book value | Notional amounts | | | | | Total | Notional amounts | |
| | | Up to 3 months | Between 3 and 6 months | Between 6 and 12 months | Between 1 and 3 years | More than 3 years | | EUR | Other |
| 1. Derivatives held for trading (Note 7) | | | | | | | | | |
| Forwards | | | | | | | | | |
| Purchased | 340 | 183,469 | 118,303 | 10,622 | 32,524 | 136 | 345,054 | 171,021 | 174,033 |
| Sold | | 183,335 | 118,190 | 10,600 | 32,503 | 136 | 344,764 | 171,619 | 173,145 |
| Currency swaps | | | | | | | | | |
| Purchased | (7,048) | 744,584 | - | 400 | - | - | 744,984 | 1,301 | 743,683 |
| Sold | | 750,876 | - | 417 | - | - | 751,293 | 749,943 | 1,350 |
| Interest rate swaps | (27,949) | 41,837 | 1,881,966 | 263,484 | 2,562,893 | 21,339,402 | 26,089,582 | 26,052,761 | 36,821 |
| Cross currency swaps | | | | | | | | | |
| Purchased | 4 | 7,631 | | | | | 7,631 | 7,631 | - |
| Sold | | 7,631 | | | | | 7,631 | 7,631 | - |
| Equity swaps | (4,302) | 138,295 | - | - | - | 378,934 | 517,229 | 517,229 | - |
| Currency options | | | | | | | | | |
| Purchased | 31 | 52,276 | 50,603 | 101,607 | 5,240 | - | 209,726 | - | 209,726 |
| Sold | | 52,276 | 50,603 | 101,607 | 5,240 | - | 209,726 | - | 209,726 |
| Equity options | | | | | | | | | |
| Purchased | (30) | 64,728 | 49,450 | 90,693 | 146,926 | - | 351,797 | 351,797 | - |
| Sold | | 64,728 | 49,450 | 90,693 | 146,926 | - | 351,797 | 351,797 | - |
| Caps & Floors | 536 | 257,600 | 773,410 | 440,105 | 265,011 | 889,194 | 2,625,320 | 2,625,320 | - |
| | (38,418) | 2,549,266 | 3,091,974 | 1,110,228 | 3,197,263 | 22,607,802 | 32,556,533 | 31,008,050 | 1,548,483 |
| 2. Hedging derivatives | | | | | | | | | |
| Fair value hedge | | | | | | | | | |
| Interest rate swaps | | | | | | | | | |
| Financial assets at fair value through other comprehensive income | (5,795) | - | - | - | - | 80,000 | 80,000 | 80,000 | - |
| Liabilities and loans | (51,635) | - | 19,078 | 58,152 | 804,385 | 2,504,626 | 3,386,241 | 3,200,390 | 185,851 |
| Equity swaps | (1,694) | 26,619 | 16,136 | 30,126 | 35,565 | - | 108,446 | 140 | 108,306 |
| Cash flow hedge | | | | | | | | | |
| Interest rate swaps | | | | | | | | | |
| Cash flow | 63,033 | 56,746 | 192,081 | 1,102,594 | 9,000,000 | - | 10,351,421 | 10,351,421 | - |
| Forwards sale | (21,001) | 377,402 | - | 558,511 | | | 935,913 | 935,913 | - |
| | (17,092) | 460,767 | 227,295 | 1,749,383 | 9,839,950 | 2,584,626 | 14,862,021 | 14,567,864 | 294,157 |

The Group carries out derivatives transactions within the scope of its business, managing its positions based on expectations of the evolution of the markets, satisfying the needs of its customers, or hedging positions of a structural nature. The interest-rate risk implicit in the securitisation and mortgage loans issues is also managed by the Bank through contracting derivative financial instruments.

The Group trades derivatives, particularly in the form of exchange-rate or interest rate contracts or a combination of both. These transactions are carried out on OTC (over-the-counter) markets.

Over-the-counter derivatives trading is usually based on a standard bilateral contract, which encompasses the set of operations on derivatives existing between the parties. In the case of inter-professionals relations, a Master Agreement of the ISDA – International Swaps and Derivatives Association. In the case of relations with customers, a contract of the Bank.

In this type of contract, offsetting liabilities is provided for in the event of default (the coverage of this offset is provided for in the contract and is governed by Portuguese law and, for contracts with foreign counterparts or executed under foreign law, in the relevant jurisdictions).

The derivatives' contract may also include a collateralisation agreement of the credit risk generated by the transactions governed by it. It should be noted that the derivatives contract between two parties usually covers all OTC derivatives transactions carried out between these two parties, be they used to hedge or not..

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

In accordance with the standard, parts of operations, commonly known as "embedded derivatives" are also separated and carried as derivatives, in a manner such as to recognise the fair value of these operations in profit or loss.

All derivatives (embedded or autonomous) are carried at fair value.

Derivatives are also recorded in off-balance-sheet accounts at their theoretical value (notional value). The notional value is the reference value for the calculation of flows of payments and receipts originated by the operation.

The fair value corresponds to the estimated value that the derivatives would have if they were traded on the market on the reference date. The evolution of the fair value of derivatives is recognised in the relevant balance sheet accounts and has immediate impact on profit or loss.

12. INVESTMENT IN ASSOCIATED COMPANIES EXCLUDED FROM CONSOLIDATION

The composition of this heading is as follows:

| | 30-06-2019 | | 31-12-2018 | |
|---|-------------------|----------------|-------------------|----------------|
| | Effective | | Effective | |
| | Participation (%) | Book Value | Participation (%) | Book Value |
| Domestic | | | | |
| AEGON Santander Portugal Não Vida | 49.00 | 31,128 | 49.00 | 16,268 |
| AEGON Santander Portugal Vida | 49.00 | 17,949 | 49.00 | 33,627 |
| Benim - Sociedade Imobiliária, S.A. | 25.81 | 1,918 | 25.81 | 1,918 |
| Real Estate Investment Fund Lusimovest | 25.77 | 25,847 | 25.77 | 25,847 |
| Unicre - Instituição Financeira de Crédito, S.A. | 21.86 | 31,626 | 21.86 | 35,634 |
| | | <u>108,467</u> | | <u>113,294</u> |
| Impairment of investments in associates (Note 21) | | | | |
| Benim - Sociedade Imobiliária, S.A. | | (1,918) | | (1,918) |
| | | <u>106,549</u> | | <u>111,376</u> |

As at June 30, 2019, and December 31, 2018, the financial investments held in Unicre included goodwill. The impairment test conducted on the goodwill at Unicre revealed no impairment losses in this financial investment.

As of this day, there are no liabilities to be met before the associates not are there any contingent liabilities to be recognised by the Company arising from the holdings therein.

13. INVESTMENT PROPERTY

The breakdown of this heading is as follows:

| | 30-06-2019 | 31-12-2018 |
|--|----------------|----------------|
| Properties held by Novimovest Real Estate Fund | <u>290,114</u> | <u>297,625</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

During 2013, following the subscription of several units, the Bank came to consolidate, using the full consolidation method, the Novimovest Real Estate Fund, whose main asset is rental properties.

As at June 30, 2019, and December 31, 2018, the characteristics of properties held by the Novimovest Real Estate Fund were as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|-----------------------------|-------------------|-------------------|
| Land | | |
| Urbanized | 13,972 | 14,643 |
| Non-urbanized | 1,128 | 1,141 |
| Finished constructions | | |
| Rented | 217,281 | 222,946 |
| Not rented | 39,915 | 41,070 |
| Other construction projects | 17,818 | 17,825 |
| | <u>290,114</u> | <u>297,625</u> |

On the other hand, during the first halves of 2019 and 2018, the properties held by the Novimovest Real Estate Fund generated, among others, the following annual income and charges:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---------------------------------|-------------------|-------------------|
| Rents (Note 35) | 6,726 | 7,798 |
| Condominium expenses | (623) | (578) |
| Maintenance and repair expenses | (6) | (542) |
| Insurances | (80) | (106) |
| | <u>6,017</u> | <u>6,572</u> |

Movement under "Investment properties" in the first halves of 2019 and 2018 was as follows:

| | 2019 | | | | Balances at 30-06-2019 |
|--|---------------------------|-----------|-------------------------|---------|---------------------------|
| | Balances at 31-12-2018 | Increases | Fair value valuation | Sales | |
| Properties held by Novimovest Real Estate Fund | 297,625 | | (1,590) | (5,921) | 290,114 |

| | 2018 | | | | Balances at 30-06-2018 |
|--|---------------------------|-----------|-------------------------|----------|---------------------------|
| | Balances at 31-12-2017 | Increases | Fair value valuation | Sales | |
| Properties held by Novimovest Real Estate Fund | 353,957 | - | (682) | (23,093) | 330,182 |

Investment properties held by the Group are valued every two years, or more frequently if an event occurs in the meantime giving rise to doubts as to the value of the latest valuation conducted by specialised, independent entities in accordance with the method described in Note 18.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019, and December 31, 2018, the form of determination of the fair value of the investment properties in accordance with the levels set out in IFRS 13 is as follows:

| | Level 3 | |
|-----------------------|------------|------------|
| | 30-06-2019 | 31-12-2018 |
| Investment properties | 290,114 | 297,625 |

In accordance with the requirements of IFRS 13, a summary is presented hereunder for the investment properties of greater value in the Group's portfolio as at June 30, 2019, and December 31, 2018, of their main characteristics, of the valuation techniques adopted and of the more relevant inputs used in the determination of their fair value:

| Property description | Use | Amount in | Amount in | Valuation technique | Relevant inputs |
|--|---------------|----------------|----------------|--|--|
| | | 30-06-2019 | 31-12-2018 | | |
| Hotel Delfim - Alvor Hotel in Portimão | Leased Out | 34,712 | 34,447 | Income method | Lease value per m2 Capitalization rate |
| Stª Cruz do Bispo - Lots 1, 2 and 3 Terrenos in Matosinhos | Urbanized | 41,780 | 41,694 | Income method / Comparative market method | Taxa de capitalização Land value and cost of construction and marketing per m2 |
| Galerias Saldanha Residence Centro Comercial in Lisboa | Leased Out | 26,474 | 26,365 | Income method / Comparative market method | Lease value per m2 Capitalization rate |
| Armazém em Perafita Armazém in Matosinhos | Leased Out | 15,896 | 15,896 | Income method / Comparative market method | Lease value per m2 Capitalization rate |
| Av. Antero de Quental, 9 Offices and store in Ponta Delgada | Leased Out | 11,107 | 11,699 | Income method / Comparative market method | Lease value per m2 Capitalization rate |
| Estrada da Outurela, 119, Carnaxide Offices in Oeiras | Leased Out | 11,635 | 11,878 | Income method / Comparative market method | Lease value per m2 Capitalization rate |
| Campos de Golf Vila Sol - G1 e G2 Golf course in Loulé | Leased Out | 12,128 | 12,128 | Income method / Cost method | Lease value per m2 Capitalization rate |
| Alfena - Valongo Terrenos Terrenos em Valongo | Non-urbanized | 10,576 | 10,576 | Comparative market method / Cost method / Residual value method | Land value and cost of construction and marketing per m2 |
| | | <u>164,308</u> | <u>164,683</u> | | |

If there is an increase of the amount of rent per m² or an increase of the occupancy rate or a decrease of the capitalisation rate, the fair value of the investment properties will be increased. On the other hand, in the event of an increase of construction or marketing costs, an increase of the capitalisation rate, a decrease in the value of rent per square metre or a decrease in occupancy rate, the fair value of the investment properties will be decreased.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

14. OTHER TANGIBLE ASSETS AND INTANGIBLE ASSETS

Movement under these headings during the first halves of 2019 and 2018 is as follows.

| | 30-06-2019 | | | | | | | | | | | | | | |
|-------------------------------|-----------------|-----------------------------|-------------------------|----------------------|-----------------------------|-------------------------|-----------------|---------------------------------------|-----------------|----------------------------------|-----------------|-----------------------------|-------------------------|----------------|----------------|
| | 31-12-2018 | | | Write-offs and sales | | Transfers | | | | Depreciation in the period | 30-06-2019 | | | Net amount | |
| | Gross amount | Accumulated depreciation | Impairment (Note 21) | Gross amount | Accumulated depreciation | From/to other assets | | Between tangible/intangible assets | | | Gross amount | Accumulated depreciation | Impairment (Note 21) | | |
| | | | | Acquisitions | | | Gross amount | Accumulated depreciation | Gross amount | Accumulated depreciation | | | | | |
| Tangible assets | | | | | | | | | | | | | | | |
| Properties | | | | | | | | | | | | | | | |
| Properties for own use | 432,145 | 141,814 | 6,147 | 2,459 | - | (5,622) | (1,918) | 176 | - | 4,541 | 429,158 | 144,437 | 6,147 | 278,574 | |
| Leasehold expenditure | 28,310 | 21,144 | - | 525 | 308 | 252 | - | (182) | - | 812 | 28,345 | 21,704 | - | 6,641 | |
| Other real estate | 166 | 78 | - | - | - | - | - | - | - | 1 | 166 | 79 | - | 87 | |
| | 460,621 | 163,036 | 6,147 | 2,984 | 308 | 252 | (5,622) | (1,918) | (6) | 5,354 | 457,669 | 166,220 | 6,147 | 285,302 | |
| Equipment | | | | | | | | | | | | | | | |
| Furniture and fixtures | 11,251 | 4,435 | - | 648 | 582 | 582 | - | (43) | (43) | 591 | 11,274 | 4,401 | - | 6,873 | |
| Machinery and tools | 1,911 | 979 | - | 267 | 55 | 54 | - | 6,280 | 6,280 | 171 | 8,403 | 7,376 | - | 1,027 | |
| Computer hardware | 70,034 | 60,869 | - | 2,317 | 1,125 | 1,125 | - | (6,062) | (6,062) | 1,940 | 65,164 | 55,622 | - | 9,542 | |
| Indoor facilities | 34,755 | 11,959 | - | 3,921 | 242 | 195 | (91) | (34) | 5 | 1,854 | 38,348 | 13,583 | - | 24,765 | |
| Vehicles | 18,296 | 7,188 | - | 445 | 965 | 614 | - | (52) | (19) | 1,077 | 17,724 | 7,632 | - | 10,092 | |
| Security equipment | 6,095 | 4,969 | - | 102 | 949 | 949 | - | (181) | (181) | 215 | 5,067 | 4,054 | - | 1,013 | |
| Other equipment | 2,460 | 1,113 | - | 116 | 106 | 88 | - | (22) | (22) | 138 | 2,448 | 1,141 | - | 1,307 | |
| Unfinished tangible assets | 9 | - | - | - | - | - | - | - | - | - | 9 | - | - | 9 | |
| | 144,811 | 91,512 | - | 7,816 | 4,024 | 3,607 | (91) | (34) | (75) | 5,986 | 148,437 | 93,809 | - | 54,628 | |
| Other tangible assets | | | | | | | | | | | | | | | |
| Work of art | 2,063 | - | - | - | - | - | - | - | - | - | 2,063 | - | - | 2,063 | |
| Other | 51 | 38 | - | - | - | - | - | 26 | 26 | 3 | 77 | 67 | - | 10 | |
| | 2,114 | 38 | - | - | - | - | - | 26 | 26 | 3 | 2,140 | 67 | - | 2,073 | |
| Own use rights IFRS 16 | | | | | | | | | | | | | | | |
| Properties | - | - | - | 37,997 | - | - | - | - | - | 3,095 | 37,997 | 3,095 | - | 34,902 | |
| | 607,546 | 254,586 | 6,147 | 48,797 | 4,332 | 3,859 | (5,713) | (1,952) | (55) | (22) | 14,438 | 646,243 | 263,191 | 6,147 | 376,905 |
| Intangible assets | | | | | | | | | | | | | | | |
| Software purchased | 72,820 | 45,839 | - | 10,256 | - | - | - | 2,486 | 22 | 9,700 | 85,562 | 55,561 | - | 30,001 | |
| Unfinished intangible assets | 492 | - | - | 2,400 | - | - | - | (2,432) | - | - | 460 | - | - | 460 | |
| Business transfers | 4,385 | 3,892 | - | - | - | - | - | - | - | 246 | 4,385 | 4,138 | - | 247 | |
| Consolidation differences | 2,651 | - | - | - | - | - | - | - | - | - | 2,651 | - | - | 2,651 | |
| | 80,348 | 49,731 | - | 12,656 | - | - | - | 54 | 22 | 9,946 | 93,058 | 59,699 | - | 33,359 | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 30-06-2018 | | | | | | | | | | | | | | | | | | | | | |
|------------------------------|----------------|----------------|--------------|-----------------|--------------|---------------|----------------------|--------------|----------------|-------------------------|--------------|----------|---------------------------------------|------------|---------------|----------------|----------------|--------------|----------------------------------|------------|--|--|
| | 31-12-2017 | | | | | | | | | Transfers | | | | | | | | | Depreciation in the period | 30-06-2018 | | |
| | Gross | | | Eurovida Merger | | | Write-offs and sales | | | From/to other assets | | | Between tangible/intangible assets | | | Gross | Accumulated | Net | | | | |
| | amount | depreciation | impairment | amount | depreciation | Acquisitions | amount | depreciation | | amount | depreciation | Gross | Accumulated | impairment | amount | depreciation | impairment | amount | | | | |
| Tangible assets | | | | | | | | | | | | | | | | | | | | | | |
| Properties | | | | | | | | | | | | | | | | | | | | | | |
| Properties for own use | 471,696 | 168,907 | 6,281 | - | - | 4,108 | - | - | (3,641) | (1,532) | (4,020) | (1,076) | - | - | 4,306 | 468,143 | 170,605 | 6,281 | 291,257 | | | |
| Leasehold expenditure | 161,641 | 154,846 | - | - | - | 1 | - | - | (246) | (246) | 4,020 | 1,076 | - | - | 1,197 | 165,416 | 156,873 | - | 8,543 | | | |
| Other real estate | 307 | 11 | 20 | - | - | - | - | - | (141) | - | - | - | (20) | - | 1 | 166 | 12 | - | 154 | | | |
| | <u>633,644</u> | <u>323,764</u> | <u>6,301</u> | <u>-</u> | <u>-</u> | <u>4,109</u> | <u>-</u> | <u>-</u> | <u>(4,028)</u> | <u>(1,778)</u> | <u>-</u> | <u>-</u> | <u>(20)</u> | <u>-</u> | <u>5,504</u> | <u>633,725</u> | <u>327,490</u> | <u>6,281</u> | <u>299,954</u> | | | |
| Equipment | | | | | | | | | | | | | | | | | | | | | | |
| Furniture and fixtures | 28,684 | 23,189 | - | 141 | 141 | 1,174 | 7 | 7 | - | - | - | - | - | - | 531 | 29,992 | 23,854 | - | 6,138 | | | |
| Machinery and tools | 6,973 | 5,921 | - | 19 | 19 | 49 | 5 | 5 | - | - | 268 | 268 | - | - | 132 | 7,304 | 6,335 | - | 969 | | | |
| Computer hardware | 107,865 | 97,161 | - | 308 | 304 | 1,114 | 235 | 235 | - | - | - | - | - | - | 2,075 | 109,052 | 99,305 | - | 9,747 | | | |
| Indoor facilities | 36,830 | 19,794 | - | 26 | 21 | 3,812 | 22 | 13 | (16) | (8) | (7) | (10) | - | - | 1,441 | 40,623 | 21,225 | - | 19,398 | | | |
| Vehicles | 19,973 | 8,897 | - | 13 | 13 | 674 | 3,829 | 2,814 | - | - | - | - | - | - | 1,061 | 16,831 | 7,157 | - | 9,674 | | | |
| Security equipment | 19,511 | 18,185 | - | - | - | 103 | - | - | - | - | - | - | - | - | 217 | 19,614 | 18,402 | - | 1,212 | | | |
| Other equipment | 7,821 | 6,626 | - | - | - | 202 | - | - | - | - | (256) | (258) | - | - | 136 | 7,767 | 6,504 | - | 1,263 | | | |
| Unfinished tangible assets | 9 | - | - | - | - | - | - | - | - | - | - | - | - | - | - | 9 | - | - | 9 | | | |
| | <u>227,666</u> | <u>179,773</u> | <u>-</u> | <u>507</u> | <u>498</u> | <u>7,128</u> | <u>4,098</u> | <u>3,074</u> | <u>(16)</u> | <u>(8)</u> | <u>5</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>5,593</u> | <u>231,192</u> | <u>182,782</u> | <u>-</u> | <u>48,410</u> | | | |
| Other tangible assets | | | | | | | | | | | | | | | | | | | | | | |
| Leased equipment | 281 | 281 | - | - | - | - | - | - | - | - | - | - | - | - | - | 281 | 281 | - | - | | | |
| Work of art | 2,048 | - | - | 3 | - | 12 | - | - | - | - | - | - | - | - | - | 2,063 | - | - | 2,063 | | | |
| Other | 3,463 | 3,463 | - | - | - | - | - | - | - | - | - | - | - | - | - | 3,463 | 3,463 | - | - | | | |
| | <u>5,792</u> | <u>3,744</u> | <u>-</u> | <u>3</u> | <u>-</u> | <u>12</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>5,807</u> | <u>3,744</u> | <u>-</u> | <u>2,063</u> | | | |
| | <u>867,102</u> | <u>507,281</u> | <u>6,301</u> | <u>510</u> | <u>498</u> | <u>11,249</u> | <u>4,098</u> | <u>3,074</u> | <u>(4,044)</u> | <u>(1,786)</u> | <u>5</u> | <u>-</u> | <u>(20)</u> | <u>-</u> | <u>11,097</u> | <u>870,724</u> | <u>514,016</u> | <u>6,281</u> | <u>350,427</u> | | | |
| Intangible assets | | | | | | | | | | | | | | | | | | | | | | |
| Software purchased | 446,378 | 413,221 | - | 2,280 | 2,185 | 3,292 | 5 | 5 | - | - | 490 | - | - | - | 9,789 | 452,435 | 425,190 | - | 27,245 | | | |
| Unfinished intangible assets | 213 | - | - | 92 | - | 1,109 | 102 | - | - | - | (496) | - | - | - | - | 816 | - | - | 816 | | | |
| Business transfers | 3,345 | 3,345 | - | - | - | - | - | - | - | - | 1,040 | 475 | - | - | 36 | 4,385 | 3,856 | - | 529 | | | |
| Other | 1,040 | 475 | - | - | - | - | - | - | - | - | (1,040) | (475) | - | - | - | - | - | - | - | | | |
| Consolidation differences | 2,651 | - | - | - | - | - | - | - | - | - | - | - | - | - | - | 2,651 | - | - | 2,651 | | | |
| | <u>453,627</u> | <u>417,041</u> | <u>-</u> | <u>2,372</u> | <u>2,185</u> | <u>4,401</u> | <u>107</u> | <u>5</u> | <u>-</u> | <u>-</u> | <u>(6)</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>9,825</u> | <u>460,287</u> | <u>429,046</u> | <u>-</u> | <u>31,241</u> | | | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

15. ASSETS AND LIABILITIES FOR CURRENT TAXES AND DEFERRED TAXES

The breakdown of these headings is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--------------------------|-------------------|-------------------|
| Current tax assets | 59,029 | 34,909 |
| Deferred tax assets | 625,551 | 648,824 |
| | <u>684,580</u> | <u>683,733</u> |
| Current tax liabilities | 76,534 | 10,310 |
| Deferred tax liabilities | 366,332 | 243,959 |
| | <u>442,866</u> | <u>254,269</u> |
| Deferred taxes | <u>259,219</u> | <u>404,865</u> |

As at June 30, 2019, and 31 December 2018, the breakdown of taxes in the income statement is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|----------------|-------------------|-------------------|
| Current taxes | (85,842) | 78,534 |
| Deferred taxes | (48,891) | 157,947 |
| | <u>(134,733)</u> | <u>236,481</u> |

Dividends distributed to the Bank by subsidiaries and associates located in Portugal or in a European Union Member State are not taxed within the sphere of the latter as a result of the application of the arrangements provided for in article 51 of the IRC Code that provides for the elimination of double taxation of distributed profits.

The tax authorities are entitled to review the Bank's tax situation during a period of four years (five years for Social Security), except in cases where there are tax losses carried forward and any other tax deduction or credit, situations in which the expiry is that of the exercise of that right.

The Bank was subject to a tax inspection up to and including 2015. As a result of the inspection, it was subject to an additional IRC assessment related with the autonomous taxation and with sundry corrections to the tax loss determined that year. In the matter of Stamp Duty, the Bank was also subject to an additional assessment. The corrections to the taxable income covered several matters, including, *inter alia*, adjustments to tax recognition of actuarial deviations and adjustments relating to uses of non-performing loans. Some of these corrections are merely temporary.

As for the assessments received, the Bank made payment of the amounts assessed. Nevertheless, the majority of the additional assessments were subject to administrative claim and/or judicial review.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The Bank records under Provisions under Liabilities the amount that it considers appropriate to satisfy the additional assessments to which it was subjected, as well as for contingencies relating to fiscal years not yet reviewed by the Tax Authority (Note 21).

Of the Bank's tax losses €51,655k can be used up until 2026 and €157,843k up until 2027.

The Santander Portugal Group decided to apply as from 2017 the Special Taxation of Groups of Companies Regime (RETGS). This new regime is reflected in the algebraic sum of the tax results determined in the separate periodic returns of each company. The companies covered by this scheme are: Santander Totta, SGPS - the controlling company, and Taxagest, BST, Santander Totta Seguros and Gama - controlled companies.

16. TECHNICAL RESERVES

The breakdown of these headings is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Mathematical reserve for direct insurance | 667,411 | 664,573 |
| Unearned premiums reserve from direct insurance | 3,727 | 3,244 |
| Rate commitment reserve | 6,722 | 6,580 |
| Direct insurere claims reserve - life and non-life | 29,668 | 37,180 |
| Reserve for profit sharing attributed from direct insurance | 2,855 | 3,131 |
| Reserve for profit sharing to be attributed from direct insurance | 49,259 | 25,466 |
| Unearned premiums reserve - non-life | 2,397 | 2,683 |
| Total technical provisions for direct insurance | <u>762,039</u> | <u>742,857</u> |
| Mathematical reserve for reinsurance ceded | (11,087) | (11,034) |
| Reserves for profit sharing in ceded insurance | (1,949) | (1,979) |
| Unearned premiums reserve for reinsurance ceded | (4,346) | (3,949) |
| Claims reserve for reinsurance ceded | (21,720) | (23,403) |
| Total technical reserves for reinsurance ceded | <u>(39,102)</u> | <u>(40,365)</u> |

The mathematical provisions set up for life-insurance contracts represent, as a whole, the commitments entered into with the insured, which include those relating to the profit-sharing, the right to which they have acquired. These provisions were calculated using the PF60/64, GKF80, GRF95 and GRM95 mortality tables for life insurance and the PM60/64, and GKM80 GKM95 for insurance in the event of death. The technical interest rates (discount rates) were 3% and 4%, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

17. OTHERS ASSETS

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Debtors and other applications | | |
| Debtors for loan interest subsidies receivable | 5,730 | 5,672 |
| Promises and other assets received as settlement of defaulting assets received as settlement of defaulted loans | 287,214 | 356,659 |
| Gold, other precious metals, coins and medals | 3,145 | 3,145 |
| Other available funds | 772 | 447 |
| Other income receivables | 21,483 | 18,010 |
| Deferred costs | 1,845 | 2,864 |
| Other | 45,665 | 55,445 |
| | <u>365,854</u> | <u>442,242</u> |
| Impairment losses (Note 21): | | |
| Debtors and other applications | (149) | (149) |
| Promises and other assets received as settlement of defaulting assets received as settlement of defaulted loans | (100,015) | (109,334) |
| | <u>(100,164)</u> | <u>(109,483)</u> |
| | <u>265,690</u> | <u>332,759</u> |

As at June 30, 2019, and December 31, 2018, "Other" includes loan/borrowing transactions pending settlement as detailed below:

| | <u>30-06-2019</u> | | <u>31-12-2018</u> | |
|---|---------------------|--------------------------|---------------------|--------------------------|
| | <u>Other assets</u> | <u>Other liabilities</u> | <u>Other assets</u> | <u>Other liabilities</u> |
| | | (Note 23) | | |
| Cheques, values in transit and other transactions to be settled | 21,762 | (61,103) | 29,309 | (58,888) |
| Balances to be settled in ATM's | 55 | (225,089) | - | (117,895) |
| Transfers within SEPA | 1,599 | (40) | 2,720 | - |
| Other | 22,249 | (28,556) | 23,416 | (26,919) |
| | <u>45,665</u> | <u>(314,788)</u> | <u>55,445</u> | <u>(203,702)</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Movement under Payment in kind promises, auctions and other assets received as payment in kind during the six-month period ended on June 30, 2019 was as follows:

| | 2019 | | | | | | | | | | | |
|---|-------------------|------------------|----------------|---------------|-----------------|-----------------|----------------------|---------------|--------------|----------------|------------------|----------------|
| | December 31, 2018 | | | | | | June 30, 2019 | | | | | |
| | Gross amount | Impairment | Net amount | Increases | Sales | Transfers | Impairment (Note 21) | | | Gross amount | Impairment | Net amount |
| | | | | | | Allocation | Reversal | Utilization | | | | |
| Assets received as settlement of defaulting | | | | | | | | | | | | |
| Properties received as settlement of defaulting | 109,320 | (52,155) | 57,165 | 9,900 | (4,760) | (47,593) | (5,771) | 8,640 | 1,304 | 66,867 | (47,982) | 18,885 |
| Promises | 11,435 | (43) | 11,392 | - | (8,826) | - | (18) | 2 | - | 2,609 | (59) | 2,550 |
| Public sales | 49,820 | (27,452) | 22,368 | 9,751 | (8,178) | 605 | (1,110) | 215 | - | 51,998 | (28,347) | 23,651 |
| Other property | 139,419 | (4,168) | 135,251 | 2,388 | (24,309) | (84) | (214) | 12,764 | - | 117,414 | 8,382 | 125,796 |
| Liquidation assets | 1,892 | (1,892) | - | 478 | (103) | (521) | (258) | 404 | - | 1,746 | (1,746) | - |
| Own properties for sale | 44,773 | (23,624) | 21,149 | 39 | (1,993) | 3,761 | (7,902) | 392 | 871 | 46,580 | (30,263) | 16,317 |
| | <u>356,659</u> | <u>(109,334)</u> | <u>247,325</u> | <u>22,556</u> | <u>(48,169)</u> | <u>(43,832)</u> | <u>(15,273)</u> | <u>22,417</u> | <u>2,175</u> | <u>287,214</u> | <u>(100,015)</u> | <u>187,199</u> |

18. NON-CURRENT ASSETS HELD FOR SALE

The composition of this heading is as follows:

| | 30-06-2019 | 31-12-2018 |
|---|---------------|---------------|
| Properties received as settlement of defaulting | 90,246 | 46,277 |
| Equipment | 1,990 | 1,913 |
| | <u>92,236</u> | <u>48,190</u> |
| Impairment (Note 21) | (26,175) | (18,168) |
| | <u>66,061</u> | <u>30,022</u> |

Movement under Non-current assets held for sale in the six-month period ended June 30, 2019, was as follows:

| | 2019 | | | | | | | | | | |
|--------------------------------------|---------------|----------------------------------|--------------|-----------------|---------------|----------------------|--------------|--------------|---------------|----------------------------------|---------------|
| | 31-12-2018 | | | | | Impairment (Note 21) | | | 30-06-2019 | | Net amount |
| | Gross amount | Accumulated impairment (Note 21) | Increases | Sales | Transfers | Allocation | Reversal | Utilization | Gross amount | Accumulated impairment (Note 21) | |
| Properties: | | | | | | | | | | | |
| Received as settlement of defaulting | 46,277 | (16,599) | 7,753 | (11,376) | 47,593 | (20,889) | 6,439 | 6,466 | 90,247 | (24,583) | 65,664 |
| Equipment | 1,913 | (1,569) | 588 | (512) | - | (355) | 173 | 159 | 1,989 | (1,592) | 397 |
| | <u>48,190</u> | <u>(18,168)</u> | <u>8,341</u> | <u>(11,888)</u> | <u>47,593</u> | <u>(21,244)</u> | <u>6,612</u> | <u>6,625</u> | <u>92,236</u> | <u>(26,175)</u> | <u>66,061</u> |

These assets are carried at the amount agreed by negotiation or judicial means, after deduction of the lesser of the costs the Bank expects to incur with their sale, or their quick-sale value. On the other hand, assets recovered following the termination of finance lease contracts are carried in assets for the amount of principal outstanding on the date of termination of the contract.

Real estate is subject to periodic valuations performed by independent valuers. Whenever the amount arising from these valuations (net of selling costs) is lower than the amount at which the properties are carried, impairment losses are recorded. If, on a subsequent date, the facts that led the Bank to record impairment losses no longer exist, the Bank will reverse the impairment losses, up to the limit of the amount that the assets would have had they not been reclassified to non-current assets held for sale.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Valuations of these properties are carried out in accordance with one of the following methods, applied according to the specific situation of the asset:

a) Market method

The criterion of market comparison is based on real-estate transaction figures for similar properties comparable to the property constituting the object of the study obtained through market research conducted in the area the property is located.

b) Income method

This method is intended to estimate the value of the property based on the capitalisation of its net rent, updated to the present moment, using the method discounted cash flows method.

c) Cost method

The cost method consists of determining the replacement value of the property in question taking into account the cost of building another one of identical functionality, less the amount relating to its functional, physical and economic depreciation/obsolescence.

The valuations performed on the properties referred to above are performed by independent, specialised entities accredited by the Securities Markets Commission (CMVM).

19. OTHER FINANCIAL LIABILITIES MANDATORY AT FAIR VALUE THROUGH PROFIT OR LOSS

Liabilities for life insurance where the risk lies with the policyholder are carried under this heading.

Liabilities for life insurance where the risk lies with the policyholder corresponds to amounts received from customers for subscription of Unit link products of the Group's Insurer and the subsequent gains and losses on the financial investments in which the amounts received were invested.

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Liabilities for life insurance where the risk rests with the policyholder | 3,442,194 | 3,175,960 |

20. FINANCIAL LIABILITIES AT AMORTISED COST

The composition of the resources of central banks sub-heading is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------|-------------------|
| Resources from the European Central Bank | | |
| Deposits | 3,039,289 | 3,045,472 |
| Deposits from other Central Banks | | |
| Deposits | 4,559 | 4,568 |
| | <u>3,043,848</u> | <u>3,050,040</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

The composition of the resources of other credit institutions sub-heading is as follows:

| | 30-06-2019 | 31-12-2018 |
|---|------------------|------------------|
| Resources of domestic credit institutions | | |
| Deposits | 185,304 | 192,207 |
| Other resources | 1,010 | 792 |
| Interests payable | 12 | 6 |
| Deferred income revenues | 1,108 | 44 |
| | <u>187,434</u> | <u>193,049</u> |
| Resources of foreign credit institutions | | |
| Sale operations with repurchase agreement | 2,200,368 | 1,957,342 |
| Consigned resources | 900,000 | 900,000 |
| Deposits | 399,818 | 376,488 |
| Other resources | 17,218 | 35,995 |
| Very short-term resources | 77,329 | 76,856 |
| Interests payable | 305 | 181 |
| | <u>3,595,038</u> | <u>3,346,862</u> |
| | <u>3,782,472</u> | <u>3,539,911</u> |

As at June 30, 2019 and December 31, 2018, Amounts owed to credit institutions abroad – Repo operations, is broken down by type of asset underlying the repo operations:

| Type of underlying | 30-06-2019 | | | |
|------------------------------|------------------|--------------|----------------|------------------|
| | Capital | Interests | Deferred costs | Total |
| Treasury Bonds - Portugal | 654,982 | (301) | (1,089) | 653,592 |
| Unsubordinated debt | 1,052,629 | (19) | (19) | 1,052,591 |
| Bond issued by non-residents | 494,185 | - | - | 494,185 |
| | <u>2,201,796</u> | <u>(320)</u> | <u>(1,108)</u> | <u>2,200,368</u> |
| Type of underlying | 31-12-2018 | | | |
| | Capital | Interests | Deferred costs | Total |
| Treasury Bonds - Portugal | 311,387 | (46) | (28) | 311,313 |
| Unsubordinated debt | 1,263,379 | (62) | (16) | 1,263,301 |
| Bond issued by non-residents | 382,728 | - | - | 382,728 |
| | <u>1,957,494</u> | <u>(108)</u> | <u>(44)</u> | <u>1,957,342</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The customers' resources and other loans sub-heading comprises the following:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Term deposits | 17,076,779 | 16,363,723 |
| Demand deposits | 16,400,919 | 15,136,872 |
| Structured deposits | 467,986 | 968,480 |
| Savings deposits | 814,127 | 875,550 |
| | <u>34,759,811</u> | <u>33,344,625</u> |
| Interests payable | 12,631 | 15,243 |
| Financial insurance products without profit sharing | 22,747 | 22,636 |
| | <u>35,378</u> | <u>37,879</u> |
| | <u>34,795,189</u> | <u>33,382,504</u> |

The debt securities sub-heading comprises the following:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Debt securities | | |
| Covered bonds | | |
| Issued | 6,950,000 | 7,700,000 |
| Repurchased | (4,200,000) | (4,200,000) |
| Interest payable and other costs | (9,885) | (11,222) |
| Bonds issued in securitization operations | | |
| Issued | 4,556,873 | 4,898,563 |
| Repurchased | (3,767,622) | (4,010,288) |
| Interest payable and other accruals | (59,075) | (62,904) |
| | <u>3,470,291</u> | <u>4,314,149</u> |
| EMTN Programme and others - Issued | | |
| Issued | 711 | 711 |
| Interest payable and other costs | 7 | 2 |
| | <u>718</u> | <u>713</u> |
| Other subordinated liabilities | | |
| Issued | 296,139 | 296,139 |
| Repurchased | (288,540) | (288,540) |
| Interest payable | 418 | 136 |
| | <u>8,017</u> | <u>7,735</u> |
| | <u>3,479,026</u> | <u>4,322,597</u> |

Under the law, holders of the covered bonds have a special creditor privilege over the autonomous assets and liabilities, which constitutes a guarantee of the debt to which the bondholders will have access in the event of the issuer's insolvency.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

The conditions of the mortgage bonds, of the bonds issued within the scope of securitisation, of cash bonds and of other subordinated liabilities are presented in Annexes I and II, respectively.

Between May 2008 and June 2019, BST undertook twenty-three covered-bond issues under the €12,500,000,000 Covered Bonds Programme. As at June 30, 2019, and December 31, 2018, covered bonds had autonomous assets and liabilities comprising:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Loans and advances to customers (Note 10) | 9,424,717 | 8,937,341 |
| Interests on loans | 8,017 | 7,220 |
| Commissions | (52,895) | (46,134) |
| Deferred expenses | 4,463 | 2,518 |
| Derivatives | (71,754) | (65,587) |
| | <u>9,312,548</u> | <u>8,835,358</u> |

Movement under covered bonds and cash bonds and other debt issued by the Group during 2018 and the first half of 2019 was as follows:

| | <u>Bonds in circulation</u> | | <u>EMTN Program</u> |
|------------------------------|-----------------------------|--------------------|---------------------|
| | <u>Issued</u> | <u>Repurchased</u> | <u>Issued</u> |
| Balance at December 31, 2017 | 7,701,072 | (4,200,000) | 25,744 |
| . Issues repurchased | (1,072) | - | (25,033) |
| Balance at December 31, 2018 | 7,700,000 | (4,200,000) | 711 |
| . Issues repurchased | (750,000) | - | - |
| Balance at June 30, 2019 | <u>6,950,000</u> | <u>(4,200,000)</u> | <u>711</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Movement within the scope of the BST securitisation operations during 2018 and the first half of 2019 was as follows:

| | Bonds | |
|------------------------------|-----------|-------------|
| | Issued | Repurchased |
| Balance at December 31, 2017 | 3,249,292 | (2,155,135) |
| Issued | 2,266,000 | - |
| Reimbursement | (616,729) | 584,189 |
| Repurchased | | |
| . Hipototta 13 | - | (2,266,000) |
| . Hipototta 4 e 5 | - | (172,842) |
| . Azor mortgages B | - | (500) |
| | 1,649,271 | (1,855,153) |
| Balance at December 31, 2018 | 4,898,563 | (4,010,288) |
| Reimbursement | (341,690) | 242,666 |
| Balance at June 30, 2019 | 4,556,873 | (3,767,622) |

The debt Other financial liabilities sub-heading comprises the following:

| | 30-06-2019 | 31-12-2018 |
|---|------------|------------|
| Cheques and orders payable | 93,942 | 56,413 |
| Creditors and other resources | | |
| Creditors through operations with futures | 8,150 | 3,140 |
| Administrative public sector | 24,032 | 32,519 |
| Creditors through factoring contracts | 51,979 | 50,442 |
| Other | 140,742 | 57,822 |
| | 318,845 | 200,336 |

21. PROVISIONS

Movement under Provisions and under Impairment during the first halves of 2019 and 2018, was as follows:

| | 2019 | | | | | Balance at 30-06-2019 |
|--|--------------------------|----------|-----------|-------------|-------|--------------------------|
| | Balance at 31-12-2018 | Increase | Reversals | Utilization | Other | |
| Provisions for tax contingencies | 17,465 | - | - | - | (208) | 17,257 |
| Provision for pensions and other charges | 129,571 | 162 | - | (26,170) | - | 103,563 |
| Impairment and provisions for guarantees and other sureties given | 53,160 | 4,843 | - | - | - | 58,003 |
| Other provisions | 97,796 | 16,010 | (11,774) | (879) | 208 | 101,361 |
| | 297,992 | 21,015 | (11,774) | (27,049) | - | 280,184 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

| | 2018 | | | | | | | Balance at 31-12-2018 |
|--|--------------------------|---------------|--------------------|----------------|-----------------|-----------------|----------------|--------------------------|
| | Balance at 31-12-2017 | IFRS 9 | EUROVIDA merger | Increases | Reversals | Utilization | Other | |
| Provisions for tax contingencies | 17,525 | - | 167 | - | - | - | - | 17,692 |
| Provision for pensions and other charges | 39,931 | - | 1,500 | 116,180 | - | (14,624) | 1,684 | 144,671 |
| Impairment and provisions for guarantees and other sureties given | 24,022 | 35,062 | - | 12,233 | (12,128) | - | - | 59,189 |
| Other provisions | 96,795 | - | - | 204,203 | (13,978) | (6,841) | (5,554) | 274,625 |
| | 178,273 | 35,062 | 1,667 | 332,616 | (26,106) | (21,465) | (3,870) | 496,177 |

| | 2019 | | | | | | |
|--|--------------------------|----------------|--------------------------------------|--------------------------|--------------------------|----------------------------------|------------------------------|
| | Balance at 31-12-2018 | Increase | Reversals of impairment losses | Utilization and other | Balance at 30-06-2019 | Recovery of past due loans | Gain/loss from loan sales |
| Impairment on financial assets | | | | | | | |
| Impairment for applications on credit institutions (Note 10) | 84 | 2 | (46) | - | 40 | - | - |
| Impairment losses on financial assets at amortized cost (Note 10) | 1,109,486 | 138,483 | (147,242) | (136,222) | 964,505 | (5,612) | (2,082) |
| Impairment losses on other financial assets at fair value through other comprehensive income (Note 9) | 3 | - | - | - | 3 | - | - |
| Impairment of investments in associates (Note 12) | 1,918 | - | - | - | 1,918 | - | - |
| | 1,111,491 | 138,485 | (147,288) | (136,222) | 966,466 | (5,612) | (2,082) |
| Impairment losses in non-financial assets | | | | | | | |
| Non-current assets held for sale (Note 18) | 18,168 | 21,244 | (6,612) | (6,625) | 26,175 | - | - |
| Intangible assets (Note 14) | 6,147 | - | - | - | 6,147 | - | - |
| Other assets (Note 17) | 109,483 | 15,273 | (22,417) | (2,175) | 100,164 | - | - |
| | 133,798 | 36,517 | (29,029) | (8,800) | 132,486 | - | - |

| | 2018 | | | | | | | | |
|---|--------------------------|---------------|--------------------|----------------|--------------------------------------|--------------------------|--------------------------|----------------------------------|------------------------------|
| | Balance at 31-12-2017 | IFRS 9 | Eurovida merger | Increase | Reversals of impairment losses | Utilization and other | Balance at 31-12-2018 | Recovery of past due loans | Gain/loss from loan sales |
| Impairment on financial assets | | | | | | | | | |
| Impairment losses on financial assets at amortized cost | 1,740,865 | 28,142 | - | 186,159 | (185,692) | (295,356) | 1,474,118 | (3,721) | (11,308) |
| Impairment losses on other financial assets at fair value through other comprehensive income | 64,094 | - | - | 1,705 | (1,750) | (63,774) | 275 | - | - |
| Impairment of investments in associates | 5,532 | - | - | - | - | (3,679) | 1,853 | - | - |
| | 1,810,491 | 28,142 | - | 187,864 | (187,442) | (362,809) | 1,476,246 | (3,721) | (11,308) |
| Impairment in non-financial assets | | | | | | | | | |
| Non-current assets held for sale | 42,856 | - | - | 1,476 | (447) | (6,426) | 37,459 | - | - |
| Intangible assets (Note 14) | 6,301 | - | - | 2,472 | (2,472) | (20) | 6,281 | - | - |
| Other assets | 200,730 | - | 792 | 28,162 | (4,571) | (47,039) | 178,074 | - | - |
| | 249,887 | - | 792 | 32,110 | (7,490) | (53,485) | 221,814 | - | - |

As at June 30, 2019, and December 31, 2018, the breakdown of Provisions for pensions and other charges was as follows:

| | 30-06-2019 | 31-12-2018 |
|---|----------------|----------------|
| Restructuring plan | 87,953 | 103,166 |
| Retirement bonus BAPOP | 1,684 | 1,684 |
| Supplementary pension plan of the Board of Directors (Note 41) | 13,926 | 24,721 |
| | 103,563 | 129,571 |

22. EQUITY REPRESENTATIVE INSTRUMENTS

As at June 30, 2019, and December 31, 2018, this item represented units of the Novimovest Fund not held by the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

23. OTHER LIABILITIES

The breakdown of this heading is as follows:

| | 30-06-2019 | 31-12-2018 |
|--|----------------|----------------|
| Personnel costs | | |
| Vacation and vacation subsidies | 31,284 | 39,758 |
| Christmas subsidy | 9,461 | - |
| Other variable remuneration | 24,014 | 29,692 |
| Other personnel costs | 880 | 1,208 |
| Other | 180,242 | 182,370 |
| Liabilities with pensions and other benefits (Note 40) | | |
| Bank responsibilities | 973,742 | 972,776 |
| Fair value of the Bank's Pension Fund | (998,389) | (979,892) |
| Responsibilities-London branch | 44,509 | 44,509 |
| Fair value of London branch Pension Fund | (38,891) | (38,891) |
| Responsibilities former Banif | 133,084 | 133,084 |
| Fair value of former Banif Pension Fund | (100,641) | (100,641) |
| Responsabilitie from former-Popular | 160,369 | 163,111 |
| Fair value of former-Popular Pension Fund | (170,765) | (163,475) |
| Other deferred income | 2,599 | 3,396 |
| Liability operations to be settled (Note 17) | 314,788 | 203,702 |
| | <u>566,286</u> | <u>490,707</u> |

24. SHAREHOLDERS' EQUITY

As at June 30, 2019 and December 31, 2018, the share capital of Santander Totta, SGPS, SA, was represented by 197,296,207,958 shares, each of a par value of €1, fully subscribed and paid up by the following shareholders:

| | 30-06-2019 | | |
|-----------------|------------------------|-------------------|------------------|
| | Number of shares | Participation (%) | Amount |
| Santander Group | 196,996,017,344 | 99.85% | 1,969,960 |
| Other | 194,248,356 | 0.10% | 1,943 |
| Own shares | 105,942,258 | 0.05% | 1,059 |
| | <u>197,296,207,958</u> | <u>100.00%</u> | <u>1,972,962</u> |

During 2018, the Company purchased 5,760,940 treasury shares for the amount of €118k. In the first half of 2019, there were no purchases of treasury shares.

During 2018 the Company distributed dividends in the amount of €392,165k (amount net of the dividends allocated to treasury shares), equivalent to a unit dividend of approximately €0.00198 per share. Of this amount €150,000 were distributed in 2017 as interim dividends.

During 2019 the Company distributed dividends in the amount of €494,788k (amount net of the dividends allocated to treasury shares), equivalent to a unit dividend of approximately €0.00250 per share. Of this amount €100,000k were distributed in 2018 as interim dividends.

Other capital instruments

On December 30, 2015, the Company issued "€300,000,000 Fixed Rate Perpetual Deeply Subordinated Additional Tier I Resettable Instruments" perpetual subordinated bonds that qualify for the capital Tier 1 ratio, as Additional Tier 1 Capital, under the terms of Directive 2013/36/EU (or CRD IV – Capital Requirements Directive). The issuance of this instrument was carried out following the redemption of the TAF preference shares and after approval by the European Central Bank.

On June 20, 2016, the Company made a second issue of "€300,000,000 Fixed Rate Perpetual Deeply Subordinated Additional Tier I Resettable Instruments" perpetual subordinated bonds that qualify for the capital Tier 1 ratio, as Additional Tier 1 Capital, under the terms of Directive 2013/36/EU (or CRD IV – Capital Requirements Directive). The issuance of this instrument was carried out following the redemption of the BST Porto Rico preference shares and after approval by the European Central Bank.

Reserves for accumulated comprehensive income

As at June 30, 2019, and 31 December, 2018, the breakdown of reserves for accumulated comprehensive income was as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------|-------------------|
| Revaluation reserves | | |
| Reserves resulting from the fair value valuation: | | |
| From other financial assets at fair value through other comprehensive income | 807,065 | 409,740 |
| Available-for-sale financial assets of companies | | |
| under equity method | 3,170 | 2,119 |
| Cash-flow hedging instruments | (28,170) | 31,922 |
| Eurovida merger | | |
| Valuation of insurance liabilities (shadow reserve) | (41,040) | (17,744) |
| Actuarial gains and losses | | |
| Pension Fund of BST | (658,801) | (685,863) |
| Pension Fund of the Lond branch of BST | (12,109) | (12,109) |
| Pension fund of Former Banif | (8,515) | (8,515) |
| Pension fund of BAPOP | 11,756 | (753) |
| Actuarial gains and losses of companies under the equity method | (3,034) | (3,034) |
| | <u>70,322</u> | <u>(284,237)</u> |
| Deferred tax reserves | | |
| For temporary differences: | | |
| Reserves resulting from the fair value valuation of: | | |
| From other financial assets at fair value through other comprehensive income | (242,829) | (124,097) |
| Available-for-sale financial assets of companies | | |
| under equity method | (617) | (542) |
| Cash-flow hedging instruments | 8,733 | (9,896) |
| Valuation of insurance liabilities (shadow reserve) | 7,496 | 4,210 |
| Tax impact of actuarial gains and losses | 181,610 | 181,610 |
| Tax impact from the change in accounting policies | | |
| of companies under the equity method | 942 | 942 |
| Relating to the revaluation of tangible assets | (3,147) | (3,147) |
| | <u>(47,812)</u> | <u>49,080</u> |
| | <u>22,510</u> | <u>(235,157)</u> |

Deferred taxes were calculated based on legislation currently in force and correspond to the best estimate of the impact of the realisation of the potential gains and losses included in the revaluation reserves.

Revaluation reserves cannot be used for the allocation of dividends or to increase share capital.

During 1998, under Decree-Law 31/98 of February 11, the Bank revalued its tangible fixed assets, increasing their value, net of accumulated depreciation, by approximately €23,245k, which was recorded in revaluation reserves. The net amount resulting from revaluation carried out can only be used for share capital increases or to cover losses, as and when they are used (amortised) or the assets to which they relate are sold. In 2018 this reserve was reclassified to Other reserves.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019, and December 31, 2018, the breakdown of “Other reserves and retained earnings” is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------------|-------------------------|
| Legal reserve | 320,054 | 257,087 |
| Merger reserve | 640,575 | 640,575 |
| Consolidated reserve | | |
| Companies consolidated under the full method | 536,901 | 672,308 |
| Companies consolidated under the equity method | 17,940 | 9,817 |
| Retained earnings | <u>(137,619)</u> | <u>(145,411)</u> |
| | <u><u>1,377,851</u></u> | <u><u>1,434,376</u></u> |

Legal reserve

In accordance with the provisions of Decree-Law 298/92, of December 31, amended by Decree-Law 201/2002, of September 26, the Company sets aside a legal reserve until it equals the share to capital or sum of the free reserves formed and retained earnings, if greater. To this end, a fraction of not less than 10% of the net income for the period of the separate business is annually transferred to this reserve, until the said amount is achieved. This reserve may be used only to cover accumulated losses or to increase the share capital.

Merger reserve

In accordance with legislation in force, the merger reserve is considered equivalent to the legal reserve, and may only be used to cover accumulated losses or increase the share capital.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

25. CONSOLIDATED PROFIT FOR THE YEAR

In the first half of 2019 and 2018, the determination of the consolidated profit can be summarised as follows:

| | 30-06-2019 | | 30-06-2018 | |
|---|---------------------------|---|---------------------------|---|
| | Net income for the period | Contribution to the consolidated net income | Net income for the period | Contribution to the consolidated net income |
| Net income of ST SGPS (individual basis) | 443,838 | 443,838 | 642,511 | 642,511 |
| Net income of other Group companies: | | | | |
| Banco Santander Totta, S.A. | 249,510 | 249,401 | 237,283 | 237,179 |
| Totta Ireland, Plc. | 5,182 | 5,180 | 6,571 | 6,568 |
| Unicre, Instituição Financeira de Crédito, S.A. | 6,778 | 1,481 | 8,607 | 1,881 |
| Santander Totta Seguros, S.A. | 17,416 | 17,416 | 4,819 | 4,819 |
| Totta Urbe, Empresa de Administração e Construções, S.A. | 3,316 | 3,315 | (1,107) | (1,107) |
| Aegon Santander Portugal Vida - Companhia de Seguros, S.A. | 5,409 | 2,651 | 5,218 | 2,557 |
| Novimovest - Fundo de Investimento Imobiliário Aberto | 2,941 | 2,353 | 4,540 | 3,614 |
| Aegon Santander Portugal Não Vida - Companhia de Seguros, S.A. | 3,027 | 1,483 | 1,390 | 681 |
| Taxagest, S.A. | 4 | 4 | - | - |
| Banif International Bank, LTD | 89 | 89 | 33 | 33 |
| Lusimovest Fundo de Investimento Imobiliário | (3) | (1) | 1,816 | 468 |
| Gamma, Sociedade Financeira de Titularização de Créditos, S.A. | 26 | 26 | - | - |
| Primestar servicing | - | - | 3 | 2 |
| Eurovida - Companhia de Seguros de Vida | - | - | 1,711 | 1,711 |
| Popular Seguros | (169) | (169) | 525 | 525 |
| | | 283,229 | | 258,931 |
| Elimination of dividends: | | | | |
| Banco Santander Totta, S.A. | | (422,688) | | (618,324) |
| Totta Ireland PLC | | - | | (10,795) |
| Unicre - Instituição Financeira de Crédito, S.A. | | (5,200) | | - |
| Aegon Santander Portugal Vida - Companhia de Seguros Vida, S.A. | | (5,412) | | (2,889) |
| | | (433,300) | | (632,008) |
| Adjustments related with securitization operations | | (6,009) | | 5,061 |
| Annulment of provisions for securities and intragroup shareholdings | | (6,245) | | (6,548) |
| Other | | (5,638) | | (4,300) |
| | | (17,892) | | (5,787) |
| | | 275,875 | | 263,647 |

Basic earnings per share are calculated by dividing the consolidated net income attributable to the Group's shareholders by the weighted average number of common shares in circulation during the period.

| | 30-06-2019 | 30-06-2018 |
|---|-----------------|-----------------|
| Consolidated net income attributable to the shareholders of ST, SGPS | 275,875 | 263,647 |
| Weighted average number of ordinary shares issued | 197,296,207,958 | 197,296,207,958 |
| Weighted average number of own shares | 105,942,258 | 101,850,324 |
| Weighted average number of ordinary shares outstanding | 197,190,265,700 | 197,194,357,634 |
| Basic earnings per share attributable to the shareholders of ST, SGPS (In Euro) | 0.0014 | 0.0013 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Basic earnings per share are the same as diluted earnings per share since there are no contingently issuable common shares, including options, warrants or equivalent financial instruments as of the reporting date.

26. NON-CONTROLLING INTERESTS

As at June 30, 2019, and December 31, 2018, the value of non-controlling interests in the balance sheet and income statement corresponds to the proportion of the holdings of third-parties in the Bank's share capital.

27. OFF-BALANCE-SHEET ACCOUNTS

The breakdown of off-balance-sheet liabilities is as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|--|-------------------|-------------------|
| Guarantees given and other contingent liabilities | | |
| Guarantees and sureties | 1,523,932 | 1,567,422 |
| Documentary credits | 402,918 | 388,488 |
| Contingent assets: | | |
| Bank of Portugal | 161,337 | 166,024 |
| Deposit Guarantee Fund | 98,563 | 88,059 |
| Investor Indemnity System | 9,428 | 8,903 |
| Assets pledged as guarantees in monetary policy operations | 10,716,741 | 10,227,930 |
| | <u>12,912,919</u> | <u>12,446,826</u> |
| Commitments | | |
| Credit lines | | |
| Revocable | 5,125,744 | 5,229,923 |
| Irrevocable | 772,723 | 1,035,032 |
| Deposit Guarantee Fund | 68,969 | 68,969 |
| Investor Indemnity System | 6,110 | 7,954 |
| Other revocable commitments | 214 | 216 |
| | <u>5,973,760</u> | <u>6,342,094</u> |
| Liabilities for services rendered | | |
| Deposit and custodial services | 29,043,970 | 27,348,561 |
| Amounts received for collection | 175,061 | 172,451 |
| Other amounts | 46,267 | 33,685 |
| | <u>29,265,298</u> | <u>27,554,697</u> |

Assets pledged as collateral for monetary policy operations, correspond to the collateral pool that the Bank has with the European Central Bank, to ensure operational liquidity.

Deposit Guarantee Fund

Pursuant to Decree-Law 298/92 of December 31, the Deposit Guarantee Fund was created in November 1994 in order to secure the deposits made at credit institutions, in accordance with the limits established in the General Credit Institutions Regime. The initial contribution to the Fund, established by Ministry of

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Finance Order-in-Council, was made through the delivery of cash and deposit securities, and has been amortised over 60 months as from January 1995. Except for what is referred to in the following paragraph, the regular annual contributions to the Fund are recognised as a cost for the period to which they relate.

Until 2011, as permitted by the Bank of Portugal, the Bank paid 90% of the annual contribution to the Deposit Guarantee Fund, having also entered into an irrevocable commitment to the Deposit Guarantee Fund to pay up the 10 % of the annual contribution, if and when so requested. The unpaid amount accumulated as at June 30, 2019, and December 31, 2018, for which this commitment was entered into totalled €68,969k. The assets pledged to the Bank of Portugal are reflected under off-balance sheet headings at their market value. In 2019 and 2018, the Bank paid 100% of the annual contribution in the amounts of €50k and €44k, respectively (Note 35).

Investor Compensation System (SII)

Liabilities to the Investor Compensation System are not recognised as cost. These liabilities are covered through the acceptance of an irrevocable commitment to make their payment, if it comes to be required, a part of which (50%) is secured by pledge of Portuguese Treasury securities. As at June 30, 2019, and December 31, 2018, these liabilities amounted to €6,110k and €7,954k, respectively.

28. INTEREST INCOME

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|--|-------------------|-------------------|
| Interest on cash and deposits | | |
| In credit institutions | 328 | 623 |
| Interests on applications | | |
| In domestic credit institutions | 4,034 | 2,162 |
| In foreign credit institutions | 2,997 | 580 |
| Interest on loans and advances to customers | | |
| Domestic loans | 292,502 | 315,168 |
| Foreign loans | 9,393 | 7,306 |
| Other loans and receivables (commercial paper) | 36,184 | 39,050 |
| Securitized assets not derecognized | 19,602 | 19,991 |
| Income from comissions received associated to amortized cost | 27,230 | 31,632 |
| Interest on overdue loans and advances | 3,437 | 4,240 |
| Interest and similar income on other financial assets | | |
| Other financial assets at fair value through other comprehensive income | 61,865 | 56,015 |
| Other financial assets at fair value through profit and loss | 404 | 555 |
| Held to maturity investments | 141,526 | 122,622 |
| | 7,773 | 24,779 |
| | <u>607,275</u> | <u>624,723</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

29. INTEREST CHARGE

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|--|-------------------|-------------------|
| Interest on resources from the central banks | - | 63 |
| Resources from other credit institutions | | |
| Domestic | 174 | 111 |
| Foreign | 2,953 | 1,920 |
| Customer deposits | | |
| Deposits | | |
| Residents | 22,784 | 26,339 |
| Non-residents | 3,015 | 2,813 |
| Other resources | 14 | 15 |
| Interests on debt securities | | |
| Bonds | 21,394 | 22,899 |
| Other liabilities on debt securities | 4 | 57 |
| Interest on subordinated liabilities | 282 | 281 |
| Interest on hedging derivatives | 118,257 | 119,238 |
| Other | 9,684 | 6,838 |
| | <u>178,561</u> | <u>180,574</u> |

30. INCOME FROM EQUITY INSTRUMENTS

This item refers to dividends and income received and is broken down as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---|-------------------|-------------------|
| SIBS – Sociedade Interbancária de Serviços, S.A. | 1,634 | 1,159 |
| Unicampos-Fundo Especial de Invest. Imobiliário Fechado | - | 67 |
| Other | 3 | 80 |
| | <u>1,637</u> | <u>1,306</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

31. INCOME FROM SERVICES & COMMISSIONS

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|--|-------------------|-------------------|
| On guarantees given | | |
| Guarantees and sureties | 7,823 | 8,734 |
| Documentary credits | 1,629 | 1,711 |
| On commitments to third parties | 402 | 1002 |
| For banking services provided | | |
| Card transactions | 45,272 | 43,500 |
| Demand deposits | 39,915 | 32,370 |
| Credit operations | 26,313 | 24,542 |
| Annuities | 15,111 | 12,976 |
| Real estate and mutual fund management | 12,957 | 13,346 |
| Asset management and collection | 6,100 | 6,423 |
| Cheques | 4,674 | 4,749 |
| Deposit and custody services | 3,031 | 2,122 |
| Other banking services rendered | 1,395 | 7,598 |
| On operations carried out on behalf of third parties | | |
| On securities | 7,585 | 8,655 |
| Other | 86 | 1,151 |
| Other commission received | | |
| Insurance | 50,562 | 47,588 |
| Other | 18,774 | 8,270 |
| | <u>241,629</u> | <u>224,737</u> |

32. CHARGES WITH SERVICES & COMMISSIONS

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---|-------------------|-------------------|
| On guarantees received | | |
| Guarantees and sureties | 2,233 | 1,220 |
| On banking services rendered by third parties | | |
| Customer transactions | 34,450 | 25,382 |
| Credit operations | 3,959 | 7,093 |
| Asset management and collection | 2,267 | 1,650 |
| Other banking services rendered | 1,423 | 1,008 |
| On operations carried out by third parties | | |
| Securities | 928 | 1,400 |
| Other operations carried out by third parties | 2,909 | 1,031 |
| Other commissions paid | 623 | 1,564 |
| | <u>48,792</u> | <u>40,348</u> |

33. GAINS/LOSSES ON FINANCIAL ASSETS

The financial assets and liabilities at fair value through profit or loss and results of other financial assets mandatorily at fair value through profit or loss sub-headings are as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---|----------------------|---------------------|
| Financial assets held for trading | | |
| Equity instruments | 90 | 106 |
| Derivative instruments | | |
| Swaps | | |
| Currency swaps | (116) | 344 |
| Interest rate swaps | 10,226 | (6,622) |
| Equity swaps | 1,400 | (2,700) |
| Options | | |
| Currency swaps | 42 | 58 |
| Equity swaps | 5,526 | 4,294 |
| Interest Rate Guarantee Agreements | (6,982) | (792) |
| | <u>10,186</u> | <u>(5,312)</u> |
| Other financial assets and liabilities mandatory at fair value through profit or loss | | |
| Debt instruments | 16,005 | 6,464 |
| Equity instruments | 2,364 | 1,872 |
| | <u>18,369</u> | <u>8,336</u> |
| Hedging derivatives | | |
| Swaps | | |
| Interest rate swaps | (205,150) | (15,061) |
| Equity swaps | 826 | (130) |
| Autocallable options | - | 133 |
| Value adjustments of hedge assets and liabilities | 204,324 | 15,044 |
| | <u>-</u> | <u>(14)</u> |
| | <u><u>28,555</u></u> | <u><u>3,010</u></u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The results of other financial assets at fair value through other comprehensive income sub-heading is broken down as follows:

| | 30-06-2019 | | | 30-06-2018 | | |
|-------------------------|---------------|------------|---------------|---------------|-------------|---------------|
| | Gains | Losses | Net | Gains | Losses | Net |
| Debt instrumentos | | | | | | |
| National public issuers | 57,029 | - | 57,029 | 25,529 | (40) | 25,489 |
| Foreign public issuers | - | - | - | 775 | - | 775 |
| Other | 671 | (5) | 666 | 335 | - | 335 |
| | <u>57,700</u> | <u>(5)</u> | <u>57,695</u> | <u>26,639</u> | <u>(40)</u> | <u>26,599</u> |

The currency revaluation sub-heading comprises the following:

| | 30-06-2019 | 30-06-2018 |
|--|--------------|--------------|
| Gains on the revaluation of the foreign exchange position | 64,560 | 146,193 |
| Losses on the revaluation of the foreign exchange position | (59,584) | (141,431) |
| | <u>4,976</u> | <u>4,762</u> |

The breakdown of the results of the sale of other assets is as follows:

| | 30-06-2019 | 30-06-2018 |
|---|--------------|-----------------|
| Gains on other tangible assets | 267 | 9,513 |
| Gains on the sale of investments in subsidiaries and associates | - | 85 |
| Other gains on financial operations | - | 667 |
| Other gains on non-financial operations | - | 779 |
| | <u>267</u> | <u>11,044</u> |
| Losses on other tangible assets | (418) | (7,277) |
| Other losses on financial operations | - | (23) |
| Other gains on non-financial operations | (116) | (7,575) |
| | <u>(534)</u> | <u>(14,875)</u> |
| | <u>(267)</u> | <u>(3,831)</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

34. GROSS MARGIN IN INSURANCE

The composition of the gross margin of insurance is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---|-------------------|-------------------|
| Commissions and profit sharing on reinsurance ceded | 14,254 | 14,754 |
| Gross written premiums net of reinsurance | 9,433 | 34,923 |
| Costs with claims net of reinsurance | (25,144) | (23,444) |
| Change in technical reserves net of reinsurance | 1,310 | (26,368) |
| Interests and net income of assets allocated to technical reserves | 5,950 | 5,781 |
| Net gains of assets allocated to technical reserves | 643 | 979 |
| Charges for services and commissions associated with technical reserves | (1,357) | (2,281) |
| | <u>5,089</u> | <u>4,344</u> |
| | | |
| Gross margin on life insurance where the investment risk rests with the policyholder | <u>6,874</u> | <u>5,853</u> |

Technical provisions include liabilities for insurance contracts and financial liabilities for investment contracts with discretionary profit-sharing.

Financial liabilities for investment contracts without discretionary profit-sharing are not considered when determining the gross margin of the insurance business.

35. OTHER OPERATING RESULTS

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---|-------------------|-------------------|
| Income from services rendered | 1,471 | 1,743 |
| Rents earned | 7,155 | 8,113 |
| Contributions to the Deposit Guarantee Fund (Note 26) | (50) | (44) |
| Contributions to the Resolution Fund | (32,597) | (22,220) |
| Charges related to transactions made by customers | (3,626) | (3,135) |
| Other | 779 | (4,560) |
| | <u>(26,868)</u> | <u>(20,103)</u> |

During the first six months of 2019 and 2018, "Rents earned" includes the amounts of €6,726k and €7,798k, respectively, in respect of the rents received by the Novimovest Real Estate Fund (Note 13).

Decree-Law 24/2013 of February 19, established the regime governing bank contributions to the Resolution Fund, created for the purpose of prevention, mitigation and containment of the systemic risk. According to Bank of Portugal Notice nº 1/2013 and Instructions nºs 6/2013 and 7/2013, payment is laid down of an initial contribution and periodic contributions to the Resolution Fund. The Bank's periodic contribution in 2019 and 2018 amounted to €12,261k and €7,554k, respectively.

Within the scope of the single Resolution mechanism these contributions will be transferred to the Single Resolution Fund, in accordance with article 3(3) of the agreement on the transfer and pooling of the contributions to the Single Resolution Fund, signed in Brussels on May 21, 2014. The Bank of Portugal, as resolution authority, determines the amount of the contribution of each institution depending on the risk profile of each entity. In December 2015 the Bank paid an additional contribution to the Resolution Fund in the amount of €13,318k, in keeping with a letter received from the Bank of Portugal in November 2015. In 2018 and 2019 and as provided for in the Bank of Portugal's letter, the Single Resolution Council (CUR) allowed banking institutions, in these years, to opt for the use of irrevocable payment commitment, in the proportion of 15% of the amount of the annual contribution. The annual contribution amounted to €23,924k and €17,253k, respectively.

36. STAFF COSTS

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|---------------------------------------|-------------------|-------------------|
| Remuneration | | |
| Management and supervisory boards | 4,121 | 4,691 |
| Employees | 114,551 | 118,817 |
| Stock plan | - | 191 |
| Other variable remuneration | 16,556 | 14,835 |
| | <u>135,228</u> | <u>138,534</u> |
| Mandatory social charges | | |
| Charges on remuneration | 30,463 | 32,321 |
| Pensions and other benefits (Note 40) | 2,854 | 3,382 |
| Other mandatory social charges | 626 | 704 |
| | <u>33,943</u> | <u>36,407</u> |
| Other staff costs | | |
| Staff assignments | 644 | 687 |
| Supplementary pension plan | 291 | 291 |
| Other | 4,109 | 2,891 |
| | <u>5,044</u> | <u>3,869</u> |
| | <u>174,215</u> | <u>178,810</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

37. GENERAL ADMINISTRATIVE COSTS

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|--|-------------------|-------------------|
| External supplies: | | |
| Water, electricity and fuel | 4,705 | 5,461 |
| Consumable materials | 1,085 | 1,183 |
| Other | 116 | 181 |
| External services: | | |
| Specialized services | 37,426 | 41,261 |
| Maintenance of software and hardware | 27,647 | 23,544 |
| Communications | 5,498 | 7,122 |
| Maintenance and repairs | 2,673 | 3,667 |
| Advertising and publishing | 6,919 | 7,098 |
| Rents and hires | 3,167 | 7,709 |
| Travel, lodging and entertainment expenses | 2,622 | 2,899 |
| Transportation | 2,560 | 2,413 |
| Insurance | 729 | 771 |
| Other | 3,544 | 5,925 |
| Contributions and donations | 3,610 | 3,557 |
| Other taxes | 2,181 | 3,715 |
| | <u>104,482</u> | <u>116,506</u> |

38. RESULTS OF ASSOCIATES

The composition of this heading is as follows:

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|--|-------------------|-------------------|
| AEGON Santander Portugal Não Vida | 1,483 | 681 |
| AEGON Santander Portugal Vida | 2,651 | 2,557 |
| Lusimovest - Real Estate Investment Fund | - | 468 |
| Unicre - Credit Institution | 412 | 1,881 |
| | <u>4,546</u> | <u>5,587</u> |

39. RESULTS FROM NON-CURRENT ASSETS HELD FOR SALE

The breakdown of this heading is as follows:

| | <u>30-06-2019</u> | | | <u>30-06-2018</u> | | |
|----------------------------------|-------------------|-----------------|---------------|-------------------|----------------|--------------|
| | Gains | Losses | Net | Gains | Losses | Net |
| Non-current assets held for sale | <u>34,018</u> | <u>(23,782)</u> | <u>10,236</u> | <u>5,429</u> | <u>(1,647)</u> | <u>3,782</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

40. EMPLOYEE POST-EMPLOYMENT BENEFITS

For the determination of liabilities for past services of the Bank in respect of employees in service and those already retired, actuarial studies were conducted by Mercer (Portugal), Limitada. The current value of the past-service liabilities, as well as the related costs of current services, were calculated based on the Projected Unit Credit method.

BST's liabilities for retirement pensions, health care and death benefits as at June 30, 2019, and in the four preceding periods, as well as the respective coverage, are detailed as follows:

| | 2019 | 2018 | 2017 | 2016 | 2015 |
|--|----------|---------|----------|---------|----------|
| Estimate of responsibilities for past services: | | | | | |
| - Pensions | | | | | |
| . Current employees | 265,302 | 264,141 | 289,518 | 314,119 | 303,523 |
| . Pensioners | 39,918 | 38,877 | 34,059 | 31,526 | 26,928 |
| . Retired and early retired staff | 508,068 | 509,295 | 475,916 | 424,970 | 399,942 |
| | 813,288 | 812,313 | 799,493 | 770,615 | 730,393 |
| - Healthcare system (SAMS) | 148,132 | 148,351 | 147,942 | 147,207 | 151,544 |
| - Death subsidy | 5,142 | 5,076 | 5,132 | 6,372 | 5,759 |
| - Retirement bonus | 7,180 | 7,036 | 6,802 | 8,082 | - |
| | 973,742 | 972,776 | 959,369 | 932,276 | 887,696 |
| Coverage of responsibilities | | | | | |
| - Net assets of the fund | 998,389 | 979,892 | 996,786 | 932,465 | 914,204 |
| Excess financing amount / (not financed) | 24,647 | 7,116 | 37,417 | 189 | 26,508 |
| Actuarial and financial deviations generated in the year | | | | | |
| - Change in assumptions | - | 2,958 | - | 30,579 | - |
| - Experience adjustments | | | | | |
| . Other actuarial (gains) / losses | 10,916 | (4,872) | (4,319) | 23,815 | (9,857) |
| . Financial (gains) / losses | (37,995) | 29,753 | (32,933) | 2,050 | (17,675) |
| | (27,079) | 24,881 | (37,252) | 25,865 | (27,532) |
| | (27,079) | 27,839 | (37,252) | 56,444 | (27,532) |

In 2011 a tripartite agreement was concluded between the Ministry of Finance, the Portuguese Banks Association and the Financial Sector Federation (FEBASE), within the scope of which the Bank transferred to Social Security the liabilities to retirees and pensioners who, on December 31, 2011, were covered by the replacement Social Security regime set out in the collective bargaining agreement (CBA) in force in the banking sector. As a result, the assets of the Bank's Pension Fund were transferred in that part corresponding to those liabilities. In accordance with the provisions of Decree-Law 127/2011, of December 31, the amount of the pension liabilities transferred to the State was determined taking into account the following assumptions:

| | |
|--|----------------------|
| Mortality table male population | TV 73/77 less 1 year |
| Mortality table female population | TV 88/90 |
| Technical actuarial rate (discount rate) | 4% |

The amount of the liabilities transferred to Social Security determined on the basis of the above assumptions was €456,111k.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The main assumptions used by the Bank to determine its liabilities for retirement pensions as at June 30, 2019, and December 31, 2018, were as follows:

| | |
|--|--------------------------|
| Mortality Table | |
| . Female | TV 88/90 ⁽⁻¹⁾ |
| . Male | TV 88/90 |
| Rate of return on pension fund assets | 2.10% |
| Technical actuarial rate (discount rate) | 2.10% |
| Wage growth rate | 0.75% |
| Pension growth rate | 0.50% |
| Inflation rate | 0.75% |

Decree-Law 167-E/2013, of December 31, changed the normal age of access to retirement under the general Social Security regime to 66 years, though the sustainability factor was no longer applicable to beneficiaries who retire at that age.

Movement under liabilities for past services during the first half of 2019 and in 2018, can be detailed as follows with regard to the Bank's pension plan:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---------------------------------------|-------------------|-------------------|
| Responsibilities at beginning of year | 972,776 | 959,369 |
| Cost of current services | 1,856 | 4,075 |
| Cost of interests | 9,805 | 18,418 |
| (Actuarial Gains / Losses) | 10,916 | (1,914) |
| Early retirements | 7,691 | 39,021 |
| Amounts paid | (30,549) | (48,637) |
| Employee Contributions | 1,247 | 2,444 |
| Responsibilities at end of period | <u>973,742</u> | <u>972,776</u> |

The cost for the year relating to pensions includes the cost of current service and the interest costs, deducted from the expected return of the assets of the Pension Fund. In the first halves of 2019 and 2018, the breakdown of pension costs is as follows (Note 36):

| | <u>30-06-2019</u> | <u>30-06-2018</u> |
|-----------------------------------|-------------------|-------------------|
| Cost of current services | 1,876 | 2,038 |
| Cost of interests | 9,804 | 9,209 |
| Assets return using discount rate | (9,804) | (9,209) |
| Defined benefit plan | 1,876 | 2,038 |
| Defined contribution plan | 552 | 555 |
| London branch plan | 426 | 162 |
| Former-BAPOP plan | - | 627 |
| | <u>2,854</u> | <u>3,382</u> |

BST employees taken on after January 1, 2009, came to be enrolled in Social Security, and are covered by a

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

supplementary defined-contribution pension plan, and by the rights acquired under clause 93 of the CBA (published in BTE nº 29 of August 8, 2016). The plan is funded through contributions by employees (1.5%) and by BST (1.5%) calculated on the basis of the effective monthly remuneration. For the purpose, each employee may opt for an open pension at his or her choice, to which BST transfers his or her contribution.

Movement under actuarial deviations during 2018 and in the first half of 2019 was as follows:

| | |
|--|----------|
| Balance at December 31, 2017 | 658,333 |
| Actuarial gain from pensions | (2,389) |
| Financial loss from pensions | 24,699 |
| Actuarial loss from healthcare, death subsidy and retirement payment | 475 |
| Financial loss from healthcare, death subsidy and retirement payment | 5,054 |
| Balance at December 31, 2018 | 686,172 |
| Actuarial gains from pensions | 10,182 |
| Financial loss from pensions | (31,476) |
| Actuarial loss from healthcare, death subsidy and retirement payment | 734 |
| Financial gain from healthcare, death subsidy and retirement payment | (6,519) |
| Balance at June 30, 2019 | 659,093 |

Santander Pensões - Sociedade Gestora de Fundos de Pensões, SA, is the entity that manages the BST Pension Fund. As at June 30, 2019, and December 31, 2018, the number of participants of the Fund was as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|----------------------------------|-------------------|-------------------|
| Current employees ⁽¹⁾ | 4,523 | 4,582 |
| Pensioners | 1,211 | 1,175 |
| Retired and early retired staff | 5,683 | 5,689 |
| | <u>11,417</u> | <u>11,446</u> |

⁽¹⁾ Of whom 358 and 340 employees belong to the defined-contribution plan as at June 30, 2019, and December 31, 2018, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Movement occurred in the Bank's Pension Fund during 2018 and in the first half of 2019 was as follows:

| | |
|--|-----------------|
| Book value at December 31, 2017 | 996,786 |
| Bank contribution (monetary) | 40,634 |
| Employee contribution | 2,444 |
| Net income of the fund: | |
| Income from assets using discount rate | 18,418 |
| Income of the fund above the discount rate | (29,753) |
| Amount paid | <u>(48,637)</u> |
| Book value at December 31, 2018 | 979,892 |
| Employee contribution | 1,247 |
| Net income of the fund: | |
| Income from assets using discount rate | 9,804 |
| Income of the fund above the discount rate | 37,995 |
| Amount paid | <u>(30,549)</u> |
| Book value at June 30, 2019 | <u>998,389</u> |

The rates of return of the Pension Fund as at June 30, 2019 and December 31, 2018, amounted to 4.92% and (0.98%), respectively.

The investments and allocation policy of the BST Pension Fund determines that the asset portfolio be constituted in compliance with security, profitability and liquidity criteria, through a diverse set of investments, namely shares, bonds, other debt securities, holdings in collective-investment institutions, bank deposits, other monetary assets and land and buildings included in the land registry.

On the other hand, that policy is guided by risk-diversification and profitability criteria and the Fund's Management Company may opt for a more or less conservative policy by increasing or decreasing the exposure to equities or bonds, according to its expectations as to the evolution of the markets and in accordance with the defined investment limits.

The investment policy of the BST Pension Fund in force provides for the following limits:

| <u>Asset Class</u> | <u>Intervals foreseen</u> |
|--------------------|---------------------------|
| Bonds | 40% to 95% |
| Real estate | 0% to 25% |
| Equities | 0% to 20% |
| Liquidity | 0% to 15% |
| Alternatives | 0% to 10% |
| Commodities | 0% to 5% |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019, and December 31, 2018, the composition of the BST Pension Fund was as follows:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Debt instruments: | | |
| . Rating A | 57,732 | 26,262 |
| . Rating BBB | 423,477 | 407,452 |
| . Rating BB | 11,813 | 14,055 |
| . Without rating to the issuance and issuer | 52,166 | 53,931 |
| Real estate funds | 142,294 | 154,781 |
| Mutual funds | 210,341 | 175,316 |
| Deposits | 34,472 | 68,387 |
| Real estate | | |
| . Commercial spaces | 19,883 | 21,313 |
| . Land | 844 | 844 |
| Equity instruments: | | |
| . Portuguese shares – listed | 190 | 161 |
| . Foreign shares - listed | 33,819 | 34,030 |
| Derivatives - Options listed | (2,379) | 2,288 |
| Other | 13,737 | 21,072 |
| | <u>998,389</u> | <u>979,892</u> |

As at June 30, 2019, and December 31, 2018, the method for the determination of the fair value of the assets and liabilities mentioned above adopted by the Bank's Pension Fund Management Company, as recommended in IFRS 13 (Note 43), was as follows:

| | 30-06-2019 | | | | 31-12-2018 | | | |
|----------------------------------|----------------|----------|----------------|----------------|----------------|----------|----------------|----------------|
| | Level 1 | Level 2 | Level 3 | Total | Level 1 | Level 2 | Level 3 | Total |
| Debt instruments | 493,022 | - | 52,166 | 545,188 | 447,769 | - | 53,931 | 501,700 |
| Investment funds | 185,977 | - | 166,658 | 352,635 | 164,181 | - | 165,916 | 330,097 |
| Equity instruments | 34,009 | - | - | 34,009 | 34,191 | - | - | 34,191 |
| Derivative financial instruments | (2,379) | - | - | (2,379) | 2,288 | - | - | 2,288 |
| Real estate | - | - | 20,727 | 20,727 | - | - | 22,157 | 22,157 |
| | <u>710,629</u> | <u>-</u> | <u>239,551</u> | <u>950,180</u> | <u>648,429</u> | <u>-</u> | <u>242,004</u> | <u>890,433</u> |

As at June 30, 2019, and December 31, 2018, the Pension Fund's portfolio included the following assets related with companies of the Santander Group in Portugal:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|---|-------------------|-------------------|
| Rented properties | 13,875 | 14,841 |
| Securities (including shares in managed investment funds) | 167,960 | 151,881 |
| | <u>181,835</u> | <u>166,722</u> |

In 2010 insurance was taken out at Santander Totta Seguros – Companhia de Seguros de Vida, SA, to meet the liabilities of a new supplementary defined-contribution pension plan attributed to the Bank's senior management. The initial contribution to the new plan amounted to €4,430k. In the first halves of 2019 and in 2018 the premium paid by the Bank amounted to €291k.

This plan covers the contingencies of retirement, death and permanent absolute disability for customary work or invalidity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

For all these contingencies, the benefits to be received by the beneficiaries will equal the accumulated balance in the supplementary plan on the date on which the benefits are realised. In the case of the beneficiary's death this amount will be further increased by €6,000.

As at June 30, 2019, and December 31, 2018, 85 and 88 employees, respectively, were covered by this plan.

Defined benefit pension plan – London Branch

As at December 31, 2018, the main assumptions used in the calculation of retirement pension liabilities related with the pension plan covering the employees of BST's London Branch were as follows:

| | |
|--|-------------|
| Mortality table | AMC00/AFC00 |
| Technical actuarial rate (discount rate) | 2.7% |
| Wage growth rate | 2.5% |
| Pension growth rate | 2.0% |
| Inflation rate | 2.5% |

As at December 31, 2018, the liabilities for the defined-benefit pension plan of the London Branch and their coverage were as follows:

| | |
|---|---------|
| Estimated liabilities for past-services | 44,509 |
| Coverage – Pension Fund asset value | 38,891 |
| | ----- |
| Amount not funded – London Branch | (5,618) |
| | ===== |

With regard to the pension plan of the London Branch, the breakdown of the movement under liabilities for past services in 2018 is as follows:

| | |
|-------------------------------------|---------|
| Liabilities as at December 31, 2017 | 47,440 |
| Cost of current services | 163 |
| Interest cost | 1,120 |
| Actuarial gains | (3,327) |
| Amounts paid | (887) |
| | ----- |
| Liabilities as at December 31, 2018 | 44,509 |
| | ===== |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Movement in the Pension Fund of the London Branch in 2018 was as follows:

| | |
|--|---------|
| Book value as at December 31, 2017 | 40,711 |
| Net income of the Fund: | |
| · Return on assets calculated with the discount rate | 960 |
| · Income of the Fund below the discount rate | (2,030) |
| Contribution of the Branch | 137 |
| Amounts paid | (887) |
| | ----- |
| Carrying amount as at December 31, 2018 | 38,891 |
| | ===== |

The breakdown of the costs of the defined-benefit plan of the London Branch in 2018 is as follows:

| | |
|---|-------------|
| | <u>2018</u> |
| Cost of current services | 163 |
| Interest cost | 1,120 |
| Return on assets calculated using a rate equal to the discount rate | (960) |
| | ----- |
| | 323 |
| | === |

Movement under actuarial deviations of the London Branch in 2018 was as follows:

| | |
|--------------------------------|---------|
| Balance at December 31, 2017 | 13,406 |
| Actuarial gains with pensions | (3,327) |
| Financial losses with pensions | 2,030 |
| | ----- |
| Balance at December 31, 2018 | 12,109 |
| | ===== |

As at December 31, 2018, the portfolio of the Pension Fund of the London Branch include the following assets:

| | |
|--------------------|--------|
| Debt instruments | 20,908 |
| Equity instruments | 1,773 |
| Other instruments | 16,025 |
| Deposits | 185 |
| | ----- |
| Value of the Fund | 38,891 |
| | ===== |

Pension Fund – Banif

As a result of the resolution measure applied to Banif on December 20, 2015, a number of employees were transferred to the Bank, as were the corresponding liabilities for past services. Also transferred were the

liabilities for retired employees, retirees, pensioners and former participants with vested rights. On January 27, 2016, authorisation was requested of the Insurance and Pension Funds Supervisory Authority for the transfer to the Bank of Banif's position as associate of the Banif Pension Fund, with regard to the defined-benefit pension plan, subpopulations A and B, and in defined-contribution pension plans II and III. By letter dated June 7, 2016, the Bank of Portugal stated that the parties should revise some of the terms of the Contract for the Termination of the Share of the Pension Fund. The process is undergoing final assessment by Insurance and Pension Funds Supervisory Authority.

Banif employees were covered by different types of pension plans:

- a) The first pension plan, defined-benefit, was subdivided between the Banif population and the former Banco Banif e Comercial dos Açores (BBCA), with different benefits. Defined-benefit pension plan I – BANIF subpopulation: (i) payment of disability, presumable disability and survivor pensions complementing Social Security; (ii) future payment of mandatory contributions for post-employment medical care (SAMS, the Medical-Social Assistance Services). For employees eligible for the retirement pension, the contribution of 6.5% was made on pensions and for employees associated with the defined-contribution plan, the benefit was changed to a single capital on retirement, corresponding to 6.5% of the capital constituted, based on the initial contribution plus the amount of the future contributions. Future contributions to the SAMS were changed in accordance with the new rules of the CBA.
- b) Defined-benefit pension plan I – former BBCA subpopulation (closed to new subscribers): (i) payment of retirement, disability, presumable disability and survivors' pensions, in accordance with the CBA and the regimes introduced by Decree-Law 1-A/2011 of January 3 and Decree-Law 127/2011 of December 31; (ii) future payment of mandatory contributions relating to post-employment medical care (SAMS) and (iii) death benefits, both under the terms of the CBA.

Banif had two defined-contribution pension plans:

- c) Pension plan II – monthly contribution by Banif of 4.5% of the remuneration to which the plan applies and an initial contribution on the date of constitution of the plan, which included all employees taken on by Banif before January 1, 2007, with the exception of those included following the merger by incorporation of the former BBCA, who are not covered by the Company Agreement. The initial contribution was calculated in the light of: (i) supplementary old-age pensions estimated in the evaluation of liabilities performed by the Responsible Actuary of the Pension Plan on December 31, 2006; and (ii) the current value of the future contributions.
- d) Pension plan III contribution by Banif of 1.5% of the remuneration of employees taken on after January 1, 2007, provided they had not died, retired or rescinded by the date of entry into force of the Company Agreement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The Bank assumed Banif's liabilities in the three pension plans. As at December 31, 2018, the population covered is as follows:

| | 31-12-2018 | | |
|--|-------------------------------|------------------------------|--------------|
| | Subpopulation former Banif | Subpopulation former BBCA | Total |
| Current employees | 727 | 174 | 901 |
| Retired staff and pensioners | 96 | 161 | 257 |
| Early retired staff | 10 | 171 | 181 |
| Former participants with vested rights | - | 69 | 69 |
| Retired of the defined contribution plan | 175 | - | 175 |
| Total | 1,008 | 575 | 1,583 |

Defined contribution pension plans - covered employees

| | 31-12-2018 |
|--------------|------------|
| Plan II | 470 |
| Plan III | 257 |
| Total | 727 |

The breakdown of the estimated liabilities for past services as at December 31, 2018, using the Bank's assumptions, is as follows for the defined-benefit pension plan (considering both the Banif and the former BBCA subpopulations):

| | 31-12-2018 | | | | |
|--|----------------|---------------------------------|------------------|---------------------|----------------|
| | Liabilities | | | | |
| | Pensions | Healthcare systems (SAMS) | Death subsidy | Retirement bonus | Total |
| Current employees | 21,605 | 6,155 | 102 | 846 | 28,708 |
| Retired staff and pensioners | 74,838 | 7,484 | 384 | - | 82,706 |
| Early retired staff | 13,821 | 3,450 | - | - | 17,271 |
| Former participants with vested rights | 3,241 | 1,158 | - | - | 4,399 |
| Total liabilities for past services | 113,505 | 18,247 | 486 | 846 | 133,084 |
| Book value of the pension fund | | | | | 100,641 |
| Insufficient fund | | | | | (32,443) |

As at December 31, 2018, the portfolio of the former Banif Pension Fund associated with the defined-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

benefit pension plan by asset type is as follows:

| Assets | 31-12-2018 | |
|--------------------------|----------------|-----------------|
| | Total | Relative weight |
| Debt instruments | 64,385 | 62.49% |
| Mutual fund | 7,908 | 7.68% |
| Real estate fund | 1,946 | 1.89% |
| Real estate properties | 13,744 | 13.34% |
| Equity instruments | 6,665 | 6.47% |
| Deposits | 6,111 | 5.93% |
| Other | 2,266 | 2.20% |
| | <u>103,025</u> | |
| Assets to be transferred | <u>(2,384)</u> | |
| | <u>100,641</u> | |

The value of the assets to be transferred corresponds to the amount of the assets of the Pension Fund's portfolio to be allocated to the coverage of the liabilities relating to Banif employees who were not transferred to the Bank.

Pension Fund – BAPOP

Following the acquisition/merger of BAPOP on December 27, 2017, the Bank took over its Pension Fund in its entirety. The BAPOP the pension plan is a defined-benefit plan that provides the benefits laid down in the CBA. The Fund also assumes the liabilities for past services of the former employees, in the proportion of the time they have been in the service of BAPOP. This plan also includes a pension plan for the executive members of the board of directors that ensures payment of old-age, disability and survivors' pensions.

As at June 30, 2019, and December 31, 2018, the population covered is as follows:

| | <u>31-12-2018</u> | <u>31-12-2018</u> |
|-------------------------------|-------------------|-------------------|
| Current employees | 894 | 929 |
| Retired staff and pensioners | 110 | 138 |
| Early retired staff | 30 | 23 |
| Former employees (management) | 2 | 2 |
| Former employees | 1,165 | 1,165 |
| | <u>2,201</u> | <u>2,257</u> |

The breakdown of the estimated liabilities for past services as at June 30, 2018, and December 31, 2018,

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

using the Bank assumptions, is as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|-------------------------------------|----------------------|---------------|----------------|----------------------|---------------|----------------|
| | SAMS | | | SAMS | | |
| | Healthcare and death | | | Healthcare and death | | |
| | Pensions | subsidy | Total | Pensions | subsidy | Total |
| Current employees | 49,354 | 6,928 | 56,282 | 49,183 | 6,804 | 55,987 |
| Retired staff and pensioners | 52,436 | 2,487 | 54,923 | 57,755 | 2,529 | 60,284 |
| Early retired staff | 14,716 | 818 | 15,534 | 12,352 | 663 | 13,015 |
| Former employees (management) | 2,522 | 44 | 2,566 | 2,718 | 43 | 2,761 |
| Former employees | 31,064 | - | 31,064 | 31,064 | - | 31,064 |
| Total liabilities for past services | <u>150,092</u> | <u>10,277</u> | <u>160,369</u> | <u>153,072</u> | <u>10,039</u> | <u>163,111</u> |
| Book value of the pension fund | | | 170,765 | | | 163,475 |
| Over financing | | | <u>10,396</u> | | | <u>364</u> |

As at June 30, 2019, and December 31, 2018, the breakdown of the BAPOP Pension Fund by type of asset is as follows:

| Assets | 30-06-2019 | | 31-12-2018 | |
|---------------------|----------------|-----------------|----------------|-----------------|
| | Total | Relative weight | Total | Relative weight |
| Debt instruments | 104,439 | 61.16% | 83,324 | 50.97% |
| Participation units | 59,496 | 34.84% | 57,519 | 35.19% |
| Deposits and other | 6,830 | 4.00% | 22,632 | 13.84% |
| | <u>170,765</u> | | <u>163,475</u> | |

41. SECURITISATION OPERATIONS

Description of the operations

Between July 2003 and January 2018, the Bank securitised part of its mortgage-loan portfolio through thirteen operations, the initial amount of which was €25,450,000k. In the older transactions the loans were sold for their par (book) value to loan securitisation funds denominated Fundos Hipototta FTC. A substantial part of the securitisations was repurchased by the Bank under the said agreements, while the Hipototta n° 4 and Hipototta n° 5 were maintained. In January 2018 the Bank carried out a new securitisation in the amount of €2,266,000k, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the transaction through the issue of Hipototta 13 bonds, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration. The whole of these bonds were acquired by the Bank.

The Hipototta Funds (n° 4 and n° 5) are managed by Navegador – Sociedade Gestora de Fundos de Titularização de Créditos, SA. (Navegador). BST continues manage the loan contracts, delivering to Hipototta Funds (n° 4 and n° 5) all amounts received thereunder. The Santander Group has no direct or indirect holding in Navegador.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

As a form of funding, Hipototta Funds (n° 4 and n° 5) issued securitisation units of an amount identical to the loan portfolios acquired, which were fully subscribed by Fundos Hipototta (n° 4 and n° 5) PLC, having its registered office in Ireland.

On the other hand, Fundos Hipototta (No. 4 and No. 5) PLC delivered all amounts received from the Bank and from the Directorate General of the Treasury to Fundos Hipototta (No. 4 and No. 5) PLC, separating the instalments into principal and interest.

As a form of funding, Fundos Hipototta No. 4 and No. 5) PLC issued bonds with different levels of subordination and rating and, consequently, of remuneration.

As at June 30, 2019, bonds issued that are still alive have the following characteristics:

| Hipototta nº 4 PLC | | | | | | | | |
|--------------------|------------------|----------------|--------|--|-----------------|-----------------------|--|-----------------------------|
| Issued debt | Amount | | Rating | | Redemption date | Early redemption date | Remuneration | |
| | Initial | Current | Fitch | | | | Up to early redemption date | After early redemption date |
| Class A | 2,616,040 | 521,650 | A | | September 2048 | December 2014 | 3 month Euribor + 0.12% | 3 month Euribor + 0.24% |
| Class B | 44,240 | 18,978 | A | | September 2048 | December 2014 | 3 month Euribor + 0.19% | 3 month Euribor + 0.40% |
| Class C | 139,720 | 59,936 | BB- | | September 2048 | December 2014 | 3 month Euribor + 0.29% | 3 month Euribor + 0.58% |
| | <u>2,800,000</u> | <u>600,564</u> | | | | | | |
| Class D | 14,000 | 14,000 | NR | | September 2048 | December 2014 | Residual income of the securitized portfolio | |
| | <u>2,814,000</u> | <u>614,564</u> | | | | | | |

| Hipototta nº 5 PLC | | | | | | | | |
|--------------------|------------------|----------------|--------|---------|-----------------|-----------------------|--|-----------------------------|
| Issued debt | Amount | | Rating | | Redemption date | Early redemption date | Remuneration | |
| | Initial | Current | S&P | Moody's | | | Up to early redemption date | After early redemption date |
| Class A1 | 200,000 | - | | | February 2060 | February 2014 | 3 month Euribor + 0.05% | 3 month Euribor + 0.10% |
| Class A2 | 1,693,000 | 476,395 | A | Aa3 | February 2060 | February 2014 | 3 month Euribor + 0.13% | 3 month Euribor + 0.26% |
| Class B | 26,000 | 26,000 | A | Aa3 | February 2060 | February 2014 | 3 month Euribor + 0.17% | 3 month Euribor + 0.34% |
| Class C | 24,000 | 24,000 | A | A1 | February 2060 | February 2014 | 3 month Euribor + 0.24% | 3 month Euribor + 0.48% |
| Class D | 26,000 | 26,000 | A | Baa2 | February 2060 | February 2014 | 3 month Euribor + 0.50% | 3 month Euribor + 1.00% |
| Class E | 31,000 | 31,000 | BBB | Ba2 | February 2060 | February 2014 | 3 month Euribor + 1.75% | 3 month Euribor + 3.50% |
| | <u>2,000,000</u> | <u>583,395</u> | | | | | | |
| Class F | 10,000 | 6,000 | CCC- | Ca | February 2060 | February 2014 | Residual income of the securitized portfolio | |
| | <u>2,010,000</u> | <u>589,395</u> | | | | | | |

The bonds issued by Hipototta nº 4 PLC earn interest quarterly on March, June, September and December 30 each year. The bonds issued by Hipototta nº 5 PLC earn interest quarterly on February 28 and on May, August and November 30 each year.

The Bank has an option to reimburse the bonds in advance, on the dates indicated above. For all the Hipototta, BST has call option to repurchase in advance the loan portfolios at par when these are equal to or less than 10% of the initial amount of the operations.

Additionally, up to 5 days before the interest-payment dates in each quarter, the Hipototta are entitled to make partial repayments of bonds issued of classes A, B and C, as well as of classes D and E in the case of Hipototta nº 5 PLC, in order to adjust the amount of the liabilities to that of the assets (loan portfolio).

The Hipototta nº 4 class D bonds and the Hipototta nº 5 class F bonds constitute the last liability to be settled.

The remuneration of the bonds of these classes corresponds to the difference between the yield of the securitised loan portfolios and the sum of all costs of the operations, namely:

- Taxes;
- Expenses and commissions calculated on the value of the portfolios (custody fee and service fee charged by BST, and management fee, charged by the Funds);
- Interest on the bonds of the other classes;
- Losses due to default.

On the date on which the securitisations were contracted, the estimated yield of the securitised loan portfolios included in the calculation of the remuneration of the Hipototta nº 4 PLC Class D bonds corresponded to an annual average rate of 0.9%. In the Hipototta nº 5 PLC class F bonds it corresponded to an average annual rate of 0.9% on the total value of the loan portfolio.

On the date on which the securitisations were contracted, subordinated loans were concluded between the Bank and Hipototta, which correspond to credit facilities/lines in case of a need for liquidity on the part of Hipototta. "Swap Agreements" were also concluded between the Santander Group and securitisation vehicles and between the Bank and the Santander Group intended to hedge the interest-rate risk.

Banif securitisation operations

In the wake of the resolution measure applied to Banif, the Bank acquired a number of securitisation operations issued by the said entity, and the corresponding securitised loans and bonds issued were transferred.

Azor Mortgage nº 1

Operation carried out in November 2004, in which mortgage loans originated at the former BBCA (Banco Banif e Comercial dos Açores, SA) were ceded. The ceded loans were acquired by Sagres – Sociedade de Titularização de Créditos (Sagres STC), which issued the Azor Notes bonds, fully subscribed by Azor Mortgages PLC, having its registered office Ireland. To finance itself, Azor Mortgage PLC issued bonds with different levels of subordination and rating and, consequently, of remuneration. In December 2006, the Azor Notes and respective rights to receive the credits and payment obligations to Azor Mortgages PLC were transferred from Sagres to Gamma STC.

| Azor Mortgage nº 1 | | | | | | |
|--------------------|----------------|---------------|--------|---------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Moody's | | Up to early redemption date |
| Class A | 253,000 | 0 | AA | A1 | September 2047 | 3 month Euribor + 0.3% |
| Class B | 19,000 | 18,099 | AA | A1 | September 2047 | 3 month Euribor + 0.76% |
| Class C | 9,000 | 9,000 | BBB | A3 | September 2047 | 3 month Euribor + 1.75% |
| | <u>281,000</u> | <u>27,099</u> | | | | |
| Class D | 10,000 | 10,000 | NR | NR | September 2047 | Residual income of the securitized portfolio |
| | <u>291,000</u> | <u>37,099</u> | | | | |

Atlantes Mortgage nº 2

Operation carried out in March 2008, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the operation through the issue of the Atlantes Mortgage nº 2, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration.

| Atlantes Mortgage nº 2 | | | | | | |
|------------------------|----------------|----------------|--------|-------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 349,100 | 117,811 | AA | AA | September 2060 | 3 month Euribor + 0.33% |
| Class B | 18,400 | 13,817 | A | A+ | September 2060 | 3 month Euribor + 0.95% |
| Class C | 7,500 | 5,632 | BBB- | BBB+ | September 2060 | 3 month Euribor + 1.65% |
| | <u>375,000</u> | <u>137,260</u> | | | | |
| Class D | 16,125 | 16,125 | NR | NR | September 2060 | Residual income of the securitized portfolio |
| | <u>391,125</u> | <u>153,385</u> | | | | |

Azor Mortgage nº 2

Operation carried out in July 2008, when the mortgage loans originated at the former BBCA were ceded to Gamma STC. To finance itself, Gamma STC issued Azor Mortgages nº 2 Class A, B and C bonds with different levels of subordination and rating and, consequently, of remuneration.

| Azor Mortgage nº 2 | | | | | | |
|--------------------|----------------|----------------|---------|--------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 253,500 | 91,046 | AA (sf) | A (sf) | December 2065 | 3 month Euribor + 0.3% |
| Class B | 46,500 | 43,080 | NR | NR | December 2065 | 3 month Euribor + 0.8% |
| | <u>300,000</u> | <u>134,126</u> | | | | |
| Class C | 6,750 | 6,750 | NR | NR | December 2065 | Residual income of the securitized portfolio |
| | <u>306,750</u> | <u>140,876</u> | | | | |

Atlantes Mortgage nº 3

Operation carried out in October 2008, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the operation through the issue of the Atlantes Mortgage nº 3, classes A, B and C bonds, with different levels of subordination and rating, and consequently, remuneration.

| Atlantes Mortgage nº 3 | | | | | | |
|------------------------|----------------|----------------|--------|---------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 558,600 | 201,889 | AA | AA (sf) | August 2061 | 3 month Euribor + 0.2% |
| Class B | 41,400 | 28,953 | NR | NR | August 2061 | 3 month Euribor + 0.5% |
| | <u>600,000</u> | <u>230,842</u> | | | | |
| Class C | 57,668 | 51,061 | NR | NR | August 2061 | Residual income of the securitized portfolio |
| | <u>657,668</u> | <u>281,903</u> | | | | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Atlantes Mortgage nº 4

Operation carried out in February 2009, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the operation through the issue of the Atlantes Mortgage nº 4, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration.

| Atlantes Mortgage nº 4 | | | | | | |
|------------------------|----------------|----------------|---------|-------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 514,250 | 228,614 | AA (sf) | AA | December 2064 | 3 month Euribor + 0.15% |
| Class B | 35,750 | 25,176 | NR | NR | December 2064 | 3 month Euribor + 0.3% |
| | <u>550,000</u> | <u>253,790</u> | | | | |
| Class C | 74,250 | 69,381 | NR | NR | December 2064 | Residual income of the securitized portfolio |
| | <u>624,250</u> | <u>323,171</u> | | | | |

Atlantes Mortgage nº 5

Operation carried out in December 2009, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the operation through the issue of the Atlantes Mortgage nº 5, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration.

| Atlantes Mortgage nº 5 | | | | | | |
|------------------------|----------------|----------------|--------|-------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 455,000 | 187,410 | AA | AA | November 2068 | 3 month Euribor + 0.15% |
| Class B | 45,000 | 34,601 | NR | NR | November 2068 | 3 month Euribor + 0.3% |
| | <u>500,000</u> | <u>222,011</u> | | | | |
| Class C | 66,250 | 62,011 | NR | NR | November 2068 | Residual income of the securitized portfolio |
| | <u>566,250</u> | <u>284,022</u> | | | | |

Atlantes Mortgage nº 7

Operation carried out in November 2010, in which a residential mortgage-loan portfolio was ceded. The loans were ceded to Gamma STC, which financed the operation through the issue of the Atlantes Mortgage nº 7, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration.

| Atlantes Mortgage nº 7 | | | | | | |
|------------------------|----------------|----------------|--------|-------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 357,300 | 148,446 | AA- | AA | August 2066 | 3 month Euribor + 0.15% |
| Class B | 39,700 | 27,586 | NR | NR | August 2066 | 3 month Euribor + 0.3% |
| | <u>397,000</u> | <u>176,032</u> | | | | |
| Class C | 63,550 | 57,206 | NR | NR | August 2066 | Residual income of the securitized portfolio |
| | <u>460,550</u> | <u>233,238</u> | | | | |

Hipototta 13

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

In January 2018 the Bank carried out a new securitisation in the amount of €2,266,000k, in which mortgage loans were ceded. The loans were ceded to Gamma STC, which financed the transaction through the issue of Hipototta 13 bonds, classes A, B and C, with different levels of subordination and rating, and consequently, remuneration. The whole of these bonds were acquired by the Bank.

| Hipototta 13 | | | | | | |
|--------------|------------------|------------------|--------|---------|-----------------|--|
| Issued debt | Amount | | Rating | | Redemption date | Remuneration |
| | Initial | Current | S&P | Fitch | | Up to early redemption date |
| Class A | 1,716,000 | 1,358,300 | NR | A+ (sf) | October 2072 | 3 month Euribor + 0.6% |
| Class B | 484,000 | 484,000 | NR | NR | October 2072 | 3 month Euribor + 1% |
| | <u>2,200,000</u> | <u>1,842,300</u> | | | | |
| Class C | 66,000 | 56,920 | NR | NR | October 2072 | Residual income of the securitized portfolio |
| | <u>2,266,000</u> | <u>1,899,220</u> | | | | |
| VFN | 0.001 | 0.001 | NR | NR | October 2072 | No income |

During the first half of 2019 the Atlantes Mortgage No. 1 operation was wound up.

42. RELATED ENTITIES

The Company's related entities with which it maintained balances or transactions in the first half of 2019 were as follows:

| Name of the related entity | Head office |
|--|-------------|
| <u>Entities that directly or indirectly control the Group</u> | |
| Banco Santander, S.A. | Spain |
| Santusa Holding SL | Spain |
| <u>Entities under direct or indirect control by the Group</u> | |
| Banco Santander Totta, S.A. | Portugal |
| Tottaurbe - Emp.Admin. e Construções, S.A. | Portugal |
| Totta (Ireland), PLC | Ireland |
| Taxagest,SGPS,SA | Portugal |
| Totta Seguros - Compª de Seguros De Vida, SA | Portugal |
| Gamma STC | Portugal |
| Banif International Bank, Ltd (Bahamas) | Bahamas |
| Primestar Servicing | Portugal |
| Popular Seguros - Companhia de Seguros S.A. | Portugal |
| Fundo de investimento imobiliário - Novimovest | Portugal |
| <u>Entities significantly influenced by the Group</u> | |
| Aegon Santander Portugal Não Vida - Companhia de Seguros, S.A. | Portugal |
| Aegon Santander Portugal Vida - Companhia de Seguros Vida, S.A. | Portugal |
| Benim - Sociedade Imobiliária, SA | Portugal |
| Lusimovest - Fundo de Inv. Imobiliario | Portugal |
| Unicre-Instituição Financeira de Crédito | Portugal |
| <u>Entities significantly influenced by the Group</u> | |
| Hipototta NO. 4 PLC | Ireland |
| Hipototta NO. 4 FTC | Portugal |
| Hipototta NO. 5 PLC | Ireland |
| Hipototta NO. 5 FTC | Portugal |
| Securitization operations managed by Gamma STC | Portugal |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| Name of the related entity | Head office |
|---|----------------|
| Entities under direct or indirect common control by the group | |
| Abbey National Treasury Services plc | United Kingdom |
| All Funda Bank, SA | Spain |
| Allfunds Bank International S.A. | Luxembourg |
| Banco Santander (México), S.A. | Mexico |
| Banco Santander (Suisse), S.A. | Switzerland |
| Banco Santander Brasil, S.A. | Brazil |
| Banco Santander Consumer Portugal S.A. | Portugal |
| Bank Zachodni WBK SA | Polonia |
| Consulteam (Banco Popular España) | Portugal |
| Financeira El Corte Inglés, Portugal, S.F.C., S.A. | Portugal |
| Geoban, S.A. | Spain |
| Gesban Servicios Administrativos Globais | Spain |
| Grupo Banco Popular | Spain |
| Ibérica de Compras Corporativas | Spain |
| Inbond Inversiones 2014, S.L. | Spain |
| Ingeniería de Software Bancário, S.L. | Spain |
| Konecta Portugal, Lda. | Portugal |
| Open Bank Santander Consumer S.A. | Spain |
| Popular Gestao de Activos | Portugal |
| Portal Universia Portugal, Prestação de Serviços de Informática, S.A. | Portugal |
| Produban Servicios Informáticos Generales, S.L. | Spain |
| PSA Gestao Comercio&Aluguer Veiculos,SA | Portugal |
| Refundos, SGFIM | Portugal |
| Retama Real Estate, S.L. | Spain |
| Santander Asset Management, SGFIM, S.A. | Portugal |
| Santander Asset Management, S.A. SGILC. | Spain |
| Santander Back-Office Globales Mayorista | Spain |
| Santander Bank & Trust Ltd. | Bahamas |
| Santander Bank,National Association | USA |
| Santander Consumer Bank AG | Germany |
| Santander Consumer Finance S.A. | Spain |
| Santander Consumer, EFC, S.A. | Spain |
| Santander Generales Seguros y Reaseguros, S.A. | Spain |
| Santander Gestao de Activos SFIM, SA | Portugal |
| Santander Global Thechnology, S.L. | Spain |
| Santander International Debt, S.A. | Spain |
| Santander Investment Securities,Inc | USA |
| Santander Investment, S.A. | Spain |
| Santander Pensões - Sociedade Gestora de Fundos de Pensões, S.A. | Portugal |
| Santander Securities Services, S.A. | Spain |
| Santander Seguros y Reaseguros, Compañía Aseguradora, S.A. | Spain |
| Santander Tecnologia y Operaciones AEIE | Spain |
| Santander UK plc | United Kingdom |
| UCI Mediação de Seguros, Unipessoal Lda. | Portugal |
| Union de Créditos Inmobiliários,SA | Spain |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

The Company's related entities with which it maintained balances or transactions in 2018 were as follows:

| Name of the related entity | Head office |
|---|-------------|
| Entities that directly or indirectly control the Group | |
| Banco Santander, S.A. | Spain |
| Santusa Holding SL | Spain |
| Entities under direct or indirect control by the Group | |
| Banco Santander Totta, S.A. | Portugal |
| Banif International Bank, Ltd (Bahamas) | Bahamas |
| Gamma - Sociedade de Titularização Créditos, S.A. | Portugal |
| Fundo de Investimento Imobiliário Novimovest | Portugal |
| Popular Seguros - Companhia de Seguros S.A. | Portugal |
| Primestar Servicing, S.A. | Portugal |
| Taxagest,SGPS, S.A. | Portugal |
| Totta (Ireland), PLC | Ireland |
| Santander Totta Seguros - Comp ^a de Seguros De Vida, S.A. | Portugal |
| Tottaurbe - Emp.Admin. e Construções, S.A. | Portugal |
| Entities significantly influenced by the Group | |
| Aegon Santander Portugal Não Vida - Companhia de Seguros, S.A. | Portugal |
| Aegon Santander Portugal Vida - Companhia de Seguros Vida, S.A. | Portugal |
| Benim - Sociedade Imobiliária, SA | Portugal |
| Lusimovest - Fundo de Inv. Imobiliario | Portugal |
| Unicre-Instituição Financeira de Crédito | Portugal |
| Special Purpose Entities that are directly or indirectly controlled by the Group | |
| Hipototta NO. 4 PLC | Ireland |
| Hipototta NO. 4 FTC | Portugal |
| Hipototta NO. 5 PLC | Ireland |
| Hipototta NO. 5 FTC | Portugal |
| Securitization operations managed by Gamma STC | Portugal |
| Atlantes Mortgage 1 PLC | Ireland |
| Atlantes Mortgage 1 FTC | Portugal |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| Name of the related entity | Head office |
|---|----------------|
| Entities that directly or indirectly control the Group | |
| Abbey National Treasury Services plc | United Kingdom |
| All Funda Bank, SA | Spain |
| Allfunds Bank International S.A. | Luxembourg |
| Banco Santander (México), S.A. | Mexico |
| Banco Santander (Suisse), S.A. | Switzerland |
| Banco Santander Brasil, S.A. | Brazil |
| Banco Santander Consumer Portugal S.A. | Portugal |
| Banco Santander Puerto Rico | Porto Rico |
| Capital Grupo Santander, SA SGEGR | Spain |
| Financiera El Corte Inglés, Portugal, S.F.C., S.A. | Portugal |
| Financiera El Corte Inglés, E.F.C., S.A. | Spain |
| Geoban, S.A. | Spain |
| Gesban Servicios Administrativos Globais | Spain |
| Ibérica de Compras Corporativas | Spain |
| Inbond Inversiones 2014, S.L. | Spain |
| Ingeniería de Software Bancário, S.L. | Spain |
| Konecta Portugal, Lda. | Portugal |
| Open Bank Santander Consumer S.A. | Spain |
| Portal Universia Portugal, Prestação de Serviços de Informática, S.A. | Portugal |
| Produban Servicios Informáticos Generales, S.L. | Spain |
| PSA Gestao Comercio&Aluguer Veiculos,SA | Portugal |
| Retama Real Estate, S.L. | Spain |
| Santander AM Holding, S.L. | Spain |
| Santander Asset Management, SGFIM, S.A. | Portugal |
| Santander Asset Management, S.A. SGIIIC | Spain |
| Santander Back-Office Globales Mayorista | Spain |
| Santander BackofficesGlobalesEspec. S.A. | Spain |
| Santander Bank & Trust Ltd. | Bahamas |
| Santander Consumer Finance S.A. | Spain |
| Santander Consumer, EFC, S.A. | Spain |
| Santander Generales Seguros y Reaseguros, S.A. | Spain |
| Santander Gestao de Activos SFIM, SA | Portugal |
| Santander Global Facilities | Spain |
| Santander International Debt, S.A. | Spain |
| Santander Investment Securities, Inc | USA |
| Santander Investment, S.A. | Spain |
| Santander Issuances, S.A. | Spain |
| Santander Pensões - Sociedade Gestora de Fundos de Pensões, S.A. | Portugal |
| Santander Securities Services, S.A. | Spain |
| Santander Seguros y Reaseguros, Compañía Aseguradora, S.A. | Spain |
| Santander Tecnología y Operaciones AEIE | Spain |
| UCI Mediação de Seguros, Unipessoal Lda. | Portugal |
| Union de Créditos Inmobiliários,SA | Spain |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

The composition of balances and transactions maintained during the six-month period ended June 30, 2019 and during 2018 with related parties was as follows:

| | 30-06-2019 | | |
|--|--|---|---|
| | Entities that directly or indirectly control the Group | Entities that are significantly influenced by the Group | Entities under direct or indirect common control by the Group |
| Assets: | | | |
| Balances due from banks | 34,617 | - | 764 |
| Financial assets held for trading | 152,816 | - | - |
| Other financial assets mandatorily at fair value through profit or loss | 105 | - | 6,451 |
| Other financial assets at fair value through other comprehensive income | 521 | - | 10,486 |
| Loans and advances to credit institutions | 507,701 | 55,086 | 5,977 |
| Credit granted and other balances receivable at amortized cost | 9,157 | 1,923 | 37,569 |
| Hedging derivatives | 2,614 | - | - |
| Investments in associated companies | - | 106,549 | - |
| Other assets | 7 | 9,571 | 1,947 |
| Liabilities: | | | |
| Financial liabilities held for trading | (1,106,229) | - | - |
| Resources of other credit institutions | (826,994) | - | (8,662) |
| Resources of customers and other debts | (1) | (24,321) | (20,498) |
| Debt securities | (53,082) | - | - |
| Hedging derivatives | (54,928) | - | - |
| Other liabilities | (4,624) | (9,804) | (22,254) |
| Profit and Loss: | | | |
| Interest income | (112,925) | (202) | (182) |
| Interest charge | 115,485 | - | 11 |
| Income from services and commissions | (234) | (21,166) | (10,055) |
| Charges with services and commissions | 33 | - | 2,667 |
| Assets and liabilities at fair value through profit or loss | 92,133 | - | - |
| Exchange revaluation | 1,823 | - | (15) |
| Gross margin of life insurance in which the risk is borne by the policy holder | - | - | (307) |
| Gross margin in insurance activity | - | - | (4) |
| General administrative costs | 4,581 | - | 16,220 |
| Result from associates and joint ventures | - | (4,546) | (26) |
| Other operating results | - | (96) | (250) |
| Off balance sheet items: | | | |
| Guarantees provided and other contingent liabilities | 33,116 | 22 | 160,734 |
| Guarantees received | 1 | - | 162 |
| Commitments to third parties | 125,000 | 87 | 19,307 |
| Currency operations and derivatives | 23,901,027 | - | - |
| Responsibilities for services rendered | 2,003,643 | 83,822 | 1,879,298 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 2018 | | |
|--|--|---|---|
| | Entities that directly or indirectly control the Group | Entities that are significantly influenced by the Group | Entities under direct or indirect common control by the Group |
| <u>Assets:</u> | | | |
| Balances due from banks | 91,713 | - | 6,633 |
| Financial assets held for trading | 162,071 | - | 8 |
| Other financial assets mandatorily at fair value through profit or loss | 98 | - | 6,938 |
| Other financial assets at fair value through other comprehensive income | 541 | - | 10,547 |
| Loans and advances to credit institutions | 310,846 | 50,072 | 108,146 |
| Credit granted and other balances receivable at amortized cost | - | 17 | 59,126 |
| Hedging derivatives | 9,970 | - | - |
| Investments in associated companies | - | 111,376 | - |
| Other assets | 3,482 | 4,171 | 4,757 |
| <u>Liabilities:</u> | | | |
| Financial liabilities held for trading | (1,197,394) | - | - |
| Resources of other credit institutions | (290,308) | - | (21,771) |
| Resources of customers and other debts | - | (11,448) | (44,900) |
| Debt securities | (63,824) | - | - |
| Hedging derivatives | (21,242) | - | (5,795) |
| Other liabilities | (7,061) | (9,804) | (3,779) |
| <u>Profit and Loss:</u> | | | |
| Interest income | (213,471) | (1,319) | (3,196) |
| Interest charge | 222,404 | - | 3,416 |
| Income from services and commissions | (408) | (43,064) | (21,206) |
| Charges with services and commissions | 747 | - | 4,435 |
| Assets and liabilities at fair value through profit or loss | 103,600 | - | 17,247 |
| Exchange revaluation | (1,176) | - | - |
| Gross margin of life insurance in which the risk is borne by the policy holder | 5 | - | (65) |
| Gross margin in insurance activity | - | - | (82) |
| General administrative costs | 7,061 | - | 36,494 |
| Impairment from investments in associated companies | - | 65 | - |
| Result from associates and joint ventures | - | (14,467) | - |
| Other operating results | - | - | 7,170 |
| <u>Off balance sheet items:</u> | | | |
| Guarantees provided and other contingent liabilities | 31,197 | 22 | 78,845 |
| Guarantees received | 1 | - | 162 |
| Commitments to third parties | 110,000 | 29,504 | 27,893 |
| Currency operations and derivatives | 26,406,931 | - | 82,312 |
| Responsibilities for services rendered | 2,004,165 | 85,689 | 1,827,723 |

GOVERNING BODIES

Board of Directors

As at June 30, 2019, and December 31, 2018, advances or loans granted to members of the governing bodies, considered key management personnel of the Bank, amounted to €502k and €533k, respectively. As at June 30, 2019, and December 31, 2018, fixed and variable remuneration totalled €4,121k and €9,549k, respectively.

With regard to post-retirement benefits, the members of the Board of Directors who have an employment tie with the Bank are included in the pension plan of the collective bargaining agreement for the banking sector subscribed by the Bank. The general conditions of this plan are described in Note 1.3(i).

The General Meeting of Bank shareholders on May 30, 2007, approved the "Regulation on the supplementary award of an old-age or disability pension" to the executive members of the former Totta Board of Directors who came to be executive members (executive committee) of the Bank's Board of Directors in line with what had previously been defined in the former Totta Regulation. Members of the Board of Directors whose length of service is at least fifteen consecutive or interpolated years will be entitled to a pension supplement amounting to 80% of their gross annual salary. For terms of office less than fifteen years, the amount of the retirement pension supplement will be determined by the remuneration committee. For these persons, it is currently determined that the retirement pension supplement shall be 65% of the annual gross salary, for terms of office equal to or greater than ten years and 75% of the annual gross salary, for terms of office equal to or greater than twelve years. This defined-benefit pension plan is a supplementary plan and is dependent on the General Social Security Regime.

As at June 30, 2019, and December 31, 2018, liabilities with this plan amounted to €13,926k and €24,721k, respectively, and were covered by a provision of the same amount carried under "Provisions for pensions and other charges" (Note 21).

With regard to termination of employment benefits, as provided for in the Companies Code, whenever, by decision of BST, the term of office of a member of the governing ends early, it shall compensate the member of the governing body with the future remuneration to which he or she is entitled up until the end of his or her term of office.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

43. DISCLOSURES WITHIN THE SCOPE OF APPLICATION OF THE IFRS 7 and IFRS 13 STANDARDS**BALANCE SHEET**Categories of financial instruments

As at June 30, 2019, and December 31, 2018, the carrying amount of financial instruments was as follows:

| | 30-06-2019 | | | | Net value |
|---|------------------------|----------------------------|-----------------------------|--------------------|-------------------|
| | Measured at fair value | Measured at amortised cost | Measured at historical cost | Impairment | |
| <u>Assets</u> | | | | | |
| Cash and deposits at central banks | - | 2,159,813 | 245,326 | - | 2,405,139 |
| Balances due from other banks | - | 531,674 | - | - | 531,674 |
| Financial assets held for trading | 1,121,419 | - | - | - | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | 3,129,648 | - | - | - | 3,129,648 |
| Other financial assets at fair value through other comprehensive income | 6,763,074 | - | - | (3) | 6,763,071 |
| Loans and advances to credit institutions | - | 833,107 | - | (40) | 833,067 |
| Credit granted and other balances receivable at amortized cost | 3,780,055 | 36,864,901 | 72,915 | (964,505) | 39,753,366 |
| Hedging derivatives | 91,856 | - | - | - | 91,856 |
| | <u>14,886,052</u> | <u>40,389,495</u> | <u>318,241</u> | <u>(964,548)</u> | <u>54,629,240</u> |
| <u>Liabilities</u> | | | | | |
| Financial liabilities held for trading | 1,136,222 | - | - | - | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | 3,442,194 | - | - | - | 3,442,194 |
| Resources of central banks | - | 3,043,848 | - | - | 3,043,848 |
| Resources from other credit institutions | - | 3,782,472 | - | - | 3,782,472 |
| Resources from customers and other debts | 91,075 | 34,704,114 | - | - | 34,795,189 |
| Debt securities | - | 3,479,026 | - | - | 3,479,026 |
| Other liabilities | - | 224,903 | 93,942 | - | 318,845 |
| Hedging derivatives | 376,489 | - | - | - | 376,489 |
| | <u>5,045,980</u> | <u>45,234,363</u> | <u>93,942</u> | <u>-</u> | <u>50,374,285</u> |
| <u>31-12-2018</u> | | | | | |
| | Measured at fair value | Measured at amortised cost | Measured at historical cost | Impairment | Net value |
| <u>Assets</u> | | | | | |
| Cash and deposits at central banks | - | 1,368,061 | 287,671 | - | 1,655,732 |
| Balances due from other banks | - | 850,898 | - | - | 850,898 |
| Financial assets held for trading | 1,204,674 | - | - | - | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 3,053,810 | - | - | - | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 5,995,073 | - | - | (3) | 5,995,070 |
| Loans and advances to credit institutions | - | 675,115 | - | (84) | 675,031 |
| Credit granted and other balances receivable at amortized cost | 3,281,500 | 37,349,689 | 75,423 | (1,109,486) | 39,597,126 |
| Hedging derivatives | 73,464 | - | - | - | 73,464 |
| | <u>13,608,521</u> | <u>40,243,763</u> | <u>363,094</u> | <u>(1,109,573)</u> | <u>53,105,805</u> |
| <u>Liabilities</u> | | | | | |
| Financial liabilities held for trading | 1,239,713 | - | - | - | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | 3,175,960 | - | - | - | 3,175,960 |
| Resources from central banks | - | 3,050,040 | - | - | 3,050,040 |
| Resources from other credit institutions | - | 3,539,911 | - | - | 3,539,911 |
| Resources from customers and other debts | 257,276 | 33,125,228 | - | - | 33,382,504 |
| Debt securities | - | 4,322,597 | - | - | 4,322,597 |
| Other liabilities | - | 143,923 | 56,413 | - | 200,336 |
| Hedging derivatives | 90,556 | - | - | - | 90,556 |
| | <u>4,763,505</u> | <u>44,181,699</u> | <u>56,413</u> | <u>-</u> | <u>49,001,617</u> |

The credit extended and other receivables at amortised cost and customer funds and other borrowings headings include financial assets and liabilities to which hedge accounting was applied and were

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

considered to be measured at fair value, though they were only subject to value correction in relation to the risk hedged.

As at June 30, 2019 and December 31, 2018, Other financial liabilities at fair value through profit or loss corresponds to the valuation of the life insurance products marketed by the Group in which the risk lies with the policyholder (Note 19).

Life insurance in which the risk lies with the policyholder corresponds to collective-investment funds, comprising securities or baskets of securities subscribed through the acquisition of units. The securities that make up the collective-investment funds are carried under Other financial assets at fair value through profit or loss, the valuation of which as at June 30, 2019, and December 31, 2018, amounts to €2,963,663k and €2,818,604k, respectively (Note 8).

The Group's liabilities towards the holders of units upon maturity of the products are covered by the income of the securities in the portfolio allocated to the said products.

As at June 30, 2019, and December 31, 2018, Customer funds and other borrowings includes €22,747k and €22,636k, respectively, in respect of the financial products without profit-sharing (Note 20).

INCOME STATEMENT

In the periods ended June 30, 2019, and December 31, 2018, the breakdown of net gains and losses on financial instruments was a follows:

| | 30-06-2019 | | | | | |
|---|--|--------------------|----------------|----------------------------------|-----------------|----------------|
| | By corresponding entry to profit or loss | | | By corresponding entry of equity | | |
| | Gains | Losses | Net | Gains | Losses | Net |
| Financial assets and liabilities held for trading | 397,948 | (387,762) | 10,186 | - | - | - |
| Other financial assets mandatory at fair value through profit or loss | 409,705 | (212,210) | 197,495 | - | - | - |
| Other financial assets at fair value through other comprehensive income | 170,009 | (158) | 169,851 | 397,421 | - | 397,421 |
| Cash and deposits at central banks and credit institutions | 7,359 | - | 7,359 | - | - | - |
| Credit granted and other balances receivable at amortized cost | 747,322 | (156,338) | 590,984 | - | - | - |
| Hedging derivatives | 142,352 | (323,408) | (181,056) | - | (60,092) | (60,092) |
| Other financial liabilities at fair value through profit or loss | 316,673 | (488,388) | (171,715) | - | - | - |
| Resources of central banks and from credit institutions | - | (3,127) | (3,127) | - | - | - |
| Resources of customers and other debts | 56,367 | (27,015) | 29,352 | - | - | - |
| Debt securities | - | (25,540) | (25,540) | - | - | - |
| | <u>2,247,735</u> | <u>(1,623,946)</u> | <u>623,789</u> | <u>397,421</u> | <u>(60,092)</u> | <u>337,329</u> |
| Guarantees given | 9,452 | (2,233) | 7,219 | | | |
| Credit lines | 402 | - | 402 | | | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 30-06-2018 | | | | | |
|---|--|--------------------|----------------|----------------------------------|----------|----------------|
| | By corresponding entry to profit or loss | | | By corresponding entry of equity | | |
| | Gains | Losses | Net | Gains | Losses | Net |
| Financial assets and liabilities held for trading | 602,718 | (608,030) | (5,312) | - | - | - |
| Other financial assets mandatory at fair value through profit or loss | 126,130 | (101,776) | 24,354 | - | - | - |
| Other financial assets at fair value through other comprehensive income | 96,704 | (2,134) | 94,570 | 68,212 | - | 68,212 |
| Cash and deposits at central banks and credit institutions | 3,365 | - | 3,365 | - | - | - |
| Loans and advances to customers | 649,064 | (189,378) | 459,686 | - | - | - |
| Hedging derivatives | 123,844 | (135,518) | (11,674) | 41,502 | - | 41,502 |
| Other financial liabilities at fair value through profit or loss | 404,024 | (448,758) | (44,734) | - | - | - |
| Resources from central banks and from credit institutions | - | (2,094) | (2,094) | - | - | - |
| Resources from customers and other debts | 48,310 | (29,305) | 19,005 | - | - | - |
| Debt securities | 589 | (27,483) | (26,894) | - | - | - |
| Tecnical reserves | 49,920 | (50,290) | (370) | - | - | - |
| | <u>2,104,668</u> | <u>(1,594,766)</u> | <u>509,902</u> | <u>109,714</u> | <u>-</u> | <u>109,714</u> |
| Guarantees given | 10,445 | (1,220) | 9,225 | | | |
| Credit lines | 1,002 | - | 1,002 | | | |

The amounts referred to above do not include gains and losses arising from foreign exchange revaluation of the respective financial instruments which, on June 30, 2019 and 2018, corresponded to net gains in the amounts of €4,976k and €4,762k, respectively (Note 33).

In the first halves of 2019 and 2018, the breakdown of interest and commission income and expenses, determined in accordance with the effective interest-rate method, in respect of financial assets and liabilities not carried at fair value through profit or loss, was as follows:

| | 30-06-2019 | | | 30-06-2018 | | |
|---|----------------|-----------------|-----------------|----------------|-----------------|-----------------|
| | Income | Expense | Net | Income | Expense | Net |
| Assets | | | | | | |
| Balances due from other banks | 328 | - | - | 623 | - | 623 |
| Other financial assets at fair value through other comprehensive income | 62,052 | - | - | 56,242 | - | 56,242 |
| Loans and advances to credit institutions | 7,031 | - | - | 2,742 | - | 2,742 |
| Credit granted and other balances receivable at amortized cost | 388,347 | (7) | - | 417,386 | (12) | 417,374 |
| | <u>457,758</u> | <u>(7)</u> | <u>-</u> | <u>476,993</u> | <u>(12)</u> | <u>476,981</u> |
| Liabilities | | | | | | |
| Resources from central banks | - | - | - | - | (63) | (63) |
| Resources from other credit institutions | - | (3,127) | (3,127) | - | (2,031) | (2,031) |
| Resources from customers and other debts | - | (26,190) | (26,190) | - | (29,156) | (29,156) |
| Debt securities | - | (25,540) | (25,540) | - | (27,483) | (27,483) |
| | <u>-</u> | <u>(54,857)</u> | <u>(54,857)</u> | <u>-</u> | <u>(58,733)</u> | <u>(58,733)</u> |
| Guarantees given | 9,452 | - | 9,452 | 10,445 | - | 19,921 |
| Credit Lines | 402 | - | 402 | 1,002 | - | 749 |

In the first halves of 2019 and 2018, the breakdown of commission income and costs, not included in the calculation of the effective interest rate, in respect of financial assets and liabilities not carried at fair value through profit or loss, was as follows:

| | 30-06-2019 | | | 30-06-2018 | | |
|--|------------|---------|--------|------------|---------|--------|
| | Income | Expense | Net | Income | Expense | Net |
| Assets | | | | | | |
| Credit granted and other balances receivable at amortized cost | 31,747 | (6,868) | 24,879 | 28,979 | (8,124) | 20,855 |
| Liabilities | | | | | | |
| Resources from customers and other debts | 54,267 | (50) | 54,217 | 45,658 | (556) | 45,102 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

During the first halves of 2019 and 2018 the Group recognised financial income in respect of Interest income on non-performing loans or in situations of impairment, in the amounts of €3,437k and €4,240k, respectively (Note 28).

OTHER DISCLOSURES

Hedge accounting

As at June 30, 2019, and December 31, 2018, the detail of hedging derivatives and financial instruments designated as hedged items was as follows:

| | 30-06-2019 | | | | | |
|---|-------------------|-------------------------|------------------------|--------------------|-------------------|------------------|
| | Hedged item | | | Hedging instrument | | |
| | Nominal amount | Value net of impairment | Fair value adjustments | Book value | Nominal amount | Fair Value |
| Fair value hedge: | | | | | | |
| Credit granted and other balances receivable at amortized cost | 3,769,939 | 3,778,251 | 208,198 | 3,986,449 | 3,769,938 | (221,998) |
| Other financial assets at fair value through other comprehensive income | 2,080,000 | 2,117,356 | 46,507 | 2,163,863 | 2,080,000 | (47,104) |
| Resources from customers and other debts | (90,793) | (91,075) | (2,675) | (93,918) | 165,304 | 985 |
| Cash flow hedge: | | | | | | |
| Other financial assets at fair value through other comprehensive income | 900,000 | 900,000 | - | 900,000 | 983,263 | (105,342) |
| Credit granted and other balances receivable at amortized cost | 10,000,000 | 10,000,000 | - | 10,000,000 | 10,000,000 | 89,206 |
| Debt securities | 102,564 | 102,564 | - | 102,564 | 102,564 | (380) |
| | 16,761,710 | 16,807,096 | 252,030 | 17,058,958 | 17,101,069 | (284,633) |

| | 31-12-2018 | | | | | |
|---|-------------------|-------------------------|------------------------|--------------------|-------------------|-----------------|
| | Hedged item | | | Hedging instrument | | |
| | Nominal amount | Value net of impairment | Fair value adjustments | Book value | Nominal amount | Fair Value |
| Fair value hedge: | | | | | | |
| Credit granted and other balances receivable at amortized cost | 3,274,106 | 3,279,651 | 47,162 | 3,326,813 | 3,283,020 | (55,942) |
| Other financial assets at fair value through other comprehensive income | 80,000 | 89,046 | 4,493 | 93,539 | 80,000 | (5,795) |
| Resources from customers and other debts | (256,611) | (257,276) | (2,030) | (259,306) | 211,667 | 2,615 |
| Cash flow hedge: | | | | | | |
| Other financial assets at fair value through other comprehensive income | 850,000 | 850,000 | - | 850,000 | 935,913 | (21,001) |
| Credit granted and other balances receivable at amortized cost | 10,000,000 | 10,000,000 | - | 10,000,000 | 10,000,000 | 63,365 |
| Debt securities | 351,422 | 351,422 | - | 351,422 | 351,421 | (332) |
| | 14,298,917 | 14,312,843 | 49,625 | 14,362,468 | 14,862,021 | (17,090) |

Cash flow hedge

The expected periods for the occurrence of cash flows that will affect the profit or loss of the period are as follows:

| | 30-06-2019 | | | | | |
|--------------------|----------------|---------------------------|-------------------------|-------------------|--------------|--------|
| | Up to 3 months | From 3 months to 6 months | From 6 months to 1 year | From 1 to 3 years | Over 3 years | Total |
| Interest rate swap | (385) | - | 25,587 | 63,624 | - | 88,826 |

| | 31-12-2018 | | | | | |
|--------------------|----------------|---------------------------|-------------------------|-------------------|--------------|--------|
| | Up to 3 months | From 3 months to 6 months | From 6 months to 1 year | From 1 to 3 years | Over 3 years | Total |
| Interest rate swap | 4,802 | 9,926 | 21,026 | 27,279 | - | 63,033 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Gains and losses recognised in the income statements for first halves of 2019 and 2018, with fair-value hedge transactions, are as follows:

| | 30-06-2019 | | | 30-06-2018 | | |
|---|----------------|--------------------|----------|---------------|--------------------|-------------|
| | Hedged item | Hedging instrument | Net | Hedged item | Hedging instrument | Net |
| Credit granted and other balances receivable at amortized cost | 161,036 | (161,036) | - | 8,695 | (8,695) | - |
| Other financial assets at fair value through other comprehensive income | 42,014 | (42,014) | - | 3,845 | (3,845) | - |
| Resources of customers and other debts | 1,274 | (1,274) | - | 2,504 | (2,518) | (14) |
| | <u>204,324</u> | <u>(204,324)</u> | <u>-</u> | <u>15,044</u> | <u>(15,058)</u> | <u>(14)</u> |

Fair value of financial instruments

As at June 30, 2019, and December 31, 2018, the breakdown of financial instruments was as follows:

| | 30-06-2019 | | |
|---|------------------------|----------------------------|-------------------|
| | Measured at fair value | Not measured at fair value | Total |
| <u>Assets</u> | | | |
| Cash and deposits at central banks | - | 2,405,139 | 2,405,139 |
| Balances due from other banks | - | 531,674 | 531,674 |
| Financial assets held for trading | 1,121,419 | - | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | 3,129,648 | - | 3,129,648 |
| Other financial assets at fair value through other comprehensive income | 6,763,071 | - | 6,763,071 |
| Loans and advances to credit institutions | - | 833,067 | 833,067 |
| Credit granted and other balances receivable at amortized cost | 3,778,251 | 35,975,115 | 39,753,366 |
| Hedging derivatives | 91,856 | - | 91,856 |
| | <u>14,884,245</u> | <u>39,744,995</u> | <u>54,629,240</u> |
| <u>Liabilities</u> | | | |
| Financial liabilities held for trading | 1,136,222 | - | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | 3,442,194 | - | 3,442,194 |
| Resources from central banks | - | 3,043,848 | 3,043,848 |
| Resources from other credit institutions | - | 3,782,472 | 3,782,472 |
| Resources from customers and other debts | 91,075 | 34,704,114 | 34,795,189 |
| Debt securities | - | 3,479,026 | 3,479,026 |
| Other liabilities | - | 318,845 | 318,845 |
| Hedging derivatives | 376,489 | - | 376,489 |
| | <u>5,045,980</u> | <u>45,328,305</u> | <u>50,374,285</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 31-12-2018 | | |
|---|------------------------|----------------------------|-------------------|
| | Measured at fair value | Not measured at fair value | Total |
| <u>Assets</u> | | | |
| Cash and deposits at central banks | - | 1,655,732 | 1,655,732 |
| Balances due from other banks | - | 850,898 | 850,898 |
| Financial assets held for trading | 1,204,674 | - | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 3,053,810 | - | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 5,995,070 | - | 5,995,070 |
| Loans and advances to credit institutions | - | 675,031 | 675,031 |
| Credit granted and other balances receivable at amortized cost | 3,279,651 | 36,317,475 | 39,597,126 |
| Hedging derivatives | 73,464 | - | 73,464 |
| | <u>13,606,669</u> | <u>39,499,136</u> | <u>53,105,805</u> |
| <u>Liabilities</u> | | | |
| Financial liabilities held for trading | 1,239,713 | - | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | 3,175,960 | - | 3,175,960 |
| Resources from central banks | - | 3,050,040 | 3,050,040 |
| Resources from other credit institutions | - | 3,539,911 | 3,539,911 |
| Resources from customers and other debts | 257,276 | 33,125,228 | 33,382,504 |
| Debt securities | - | 4,322,597 | 4,322,597 |
| Other liabilities | - | 200,336 | 200,336 |
| Hedging derivatives | 90,556 | - | 90,556 |
| | <u>4,763,505</u> | <u>44,238,112</u> | <u>49,001,617</u> |

Financial assets and liabilities for which hedge accounting was applied were considered to be measured at fair value, though they were only subject to value correction in relation to the risk hedged.

As at June 30, 2019, and December 31, 2018, the fair value of financial assets and liabilities measured at fair value or subject to fair value corrections in accordance with the application of hedge accounting, was as follows:

| | 30-06-2019 | | | | Net book value |
|---|-------------------|----------------|------------------|----------------|-------------------|
| | Acquisition cost | Accrual | Valuation | Impairment | |
| <u>Assets</u> | | | | | |
| Financial assets held for trading | 2,500 | - | 1,118,919 | - | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | 3,100,089 | 29,560 | (1) | - | 3,129,648 |
| Other financial assets at fair value through other comprehensive income | 5,877,943 | 70,058 | 815,073 | (3) | 6,763,071 |
| Credit granted and other balances receivable at amortized cost | 3,769,939 | 10,116 | - | (1,804) | 3,778,251 |
| Hedging derivatives | - | - | 91,856 | - | 91,856 |
| | <u>12,750,471</u> | <u>109,734</u> | <u>2,025,847</u> | <u>(1,807)</u> | <u>14,884,245</u> |
| <u>Liabilities</u> | | | | | |
| Financial liabilities held for trading | - | - | 1,136,222 | - | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | 3,442,194 | - | - | - | 3,442,194 |
| Resources of customers and other debts | 90,793 | 282 | - | - | 91,075 |
| Hedging derivatives | - | - | 376,489 | - | 376,489 |
| | <u>3,532,987</u> | <u>282</u> | <u>1,512,711</u> | <u>-</u> | <u>5,045,980</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 31-12-2018 | | | | Net book value |
|---|-------------------|----------------|------------------|----------------|-------------------|
| | Acquisition cost | Accrual | Valuation | Impairment | |
| <u>Assets</u> | | | | | |
| Financial assets held for trading | 2,500 | - | 1,202,174 | - | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 3,020,996 | 36,383 | (3,569) | - | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 5,420,975 | 91,338 | 482,760 | (3) | 5,995,070 |
| Credit granted and other balances receivable at amortized cost | 3,274,106 | 7,394 | - | (1,849) | 3,279,651 |
| Hedging derivatives | - | - | 73,464 | - | 73,464 |
| | <u>11,718,577</u> | <u>135,115</u> | <u>1,754,829</u> | <u>(1,852)</u> | <u>13,606,669</u> |
| <u>Liabilities</u> | | | | | |
| Financial liabilities held for trading | - | - | 1,239,713 | - | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | 3,175,960 | - | - | - | 3,175,960 |
| Resources of customers and other debts | 256,610 | 666 | - | - | 257,276 |
| Hedging derivatives | - | - | 90,556 | - | 90,556 |
| | <u>3,432,570</u> | <u>666</u> | <u>1,330,269</u> | <u>-</u> | <u>4,763,505</u> |

To determine the fair value of financial instruments, the valuation methods consisted of obtaining prices on active markets or other valuation techniques, in particular through updating future cash flows.

As at June 30, 2019, and December 31, 2018, the carrying amount of financial instruments measured at fair value or subject to value adjustments for hedging operations, had the following detail by measurement methodology:

| | 30-06-2019 | | | |
|---|---------------------------------------|--|----------------|-------------------|
| | Methodology of determining fair value | | | |
| | Listed in active markets (Level 1) | Other valuation techniques (Level 2) (Level 3) | | Total |
| <u>Assets</u> | | | | |
| Financial assets held for trading | - | 1,118,040 | 3,379 | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | 2,964,346 | - | 165,302 | 3,129,648 |
| Other financial assets at fair value through other comprehensive income | 4,534,613 | 2,214,168 | 14,290 | 6,763,071 |
| Credit granted and other balances receivable at amortized cost | - | 3,778,251 | - | 3,778,251 |
| Hedging derivatives | - | 91,856 | - | 91,856 |
| | <u>7,498,959</u> | <u>7,202,315</u> | <u>182,971</u> | <u>14,884,245</u> |
| <u>Liabilities</u> | | | | |
| Financial liabilities held for trading | - | 1,136,222 | - | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | - | 3,442,194 | - | 3,442,194 |
| Resources from customers and other debts | - | 91,075 | - | 91,075 |
| Hedging derivatives | - | 376,489 | - | 376,489 |
| | <u>-</u> | <u>5,045,980</u> | <u>-</u> | <u>5,045,980</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 31-12-2018 | | | |
|---|---------------------------------------|----------------------------|----------------|-------------------|
| | Methodology of determining fair value | | | |
| | Listed in | | | |
| | active markets | Other valuation techniques | | Total |
| (Level 1) | (Level 2) | (Level 3) | | |
| <u>Assets</u> | | | | |
| Financial assets held for trading | - | 1,201,295 | 3,379 | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 2,828,988 | 56,755 | 168,067 | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 3,847,585 | 2,136,791 | 10,694 | 5,995,070 |
| Credit granted and other balances receivable at amortized cost | - | 3,279,651 | - | 3,279,651 |
| Hedging derivatives | - | 73,464 | - | 73,464 |
| | <u>6,676,573</u> | <u>6,747,956</u> | <u>182,140</u> | <u>13,606,669</u> |
| <u>Liabilities</u> | | | | |
| Financial liabilities held for trading | - | 1,239,713 | - | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | - | 3,175,960 | - | 3,175,960 |
| Resources from customers and other debts | - | 257,276 | - | 257,276 |
| Hedging derivatives | - | 90,556 | - | 90,556 |
| | <u>-</u> | <u>4,763,505</u> | <u>-</u> | <u>4,763,505</u> |

The valuation at fair value of the Bank's financial assets and liabilities comprises three levels under the terms of IFRS 7 and IFRS 13:

- Level 1 – Financial instruments carried at fair value based on prices published in active markets, comprising mainly public debt, some private debt, some investment funds and equities.

- Level 2 – Financial instruments carried at fair value through the use of prices traded on the market that are not active or for which it is necessary to use valuation models or techniques with inputs that can be observed on the market, either directly (as prices) or indirectly (derived from prices). This category includes some securities of the portfolio of other financial assets at fair value through other comprehensive income measured as indicative market bids or based on internal valuation models and the whole of the derivative financial hedging and trading instruments. It should be pointed out that the internal valuation models used mainly involve future cash-flow updating models and valuation methods based on the Black-Scholes model for options and structured products. The future cash-flow updating models ("present value method") update the future contractual cash flows using the interest-rate curves of each currency observable on the market, increased by the credit spread of the issuer or of the entity with a similar rating.

The main valuation techniques for derivative financial instruments, are provided hereunder:

| Derivative instrument | Main valuation techniques |
|-------------------------------|---|
| Forwards | Present value model |
| Interest rate swaps | Present value model |
| Currency swaps | Present value model |
| Equity swaps | Present value model |
| Exchange rate options | Black-Scholes model, Monte Carlo model |
| Contracts on prices (options) | Black-Scholes model, Heston model |
| Interest rate swaps | Black-Scholes model, Heath-Jarrow-Morton model |
| Options - other | Black-Scholes model, Monte Carlo model, Heath-Jarrow-Morton model |
| Caps/Floors | Black-Scholes model, Monte Carlo model, Heath-Jarrow-Morton model |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

The Bank calculates the Credit Value Adjustment (CVA) and the Debit Value Adjustment (DVA) for derivative financial instruments of financial assets held for trading and hedging derivatives from a standpoint of aggregate exposure by counterparty. In this, the evolution is simulated of the joint exposure of all derivatives with given counterparty, through stochastic processes. This evolution is grouped into time periods that represent the future positive and negative expected future exposures. An expected loss factor and the discount factor of the respective term are applied to these exposures. The CVA and DVA determined for each counterparty thus result from the sum of the expected losses in each term.

Additionally, for the purposes of determination of the Credit Value Adjustments and of the Debit Value Adjustments to the derivative financial instruments, the following inputs were used:

- Counterparties with credit default swaps listed on active markets;
- Counterparties without listed credit default swaps:
 - Prices published on active markets for similar-risk counterparties; or
 - Probability of default determined taking into account the internal rating assigned to the customer (see the credit-risk section of these Notes) x loss given default (specific to project finance customers and 60% for other clients).
- Level 3 – The Bank classifies at this level financial instruments measured through internal models with some inputs that do not correspond to observable market data. In particular, securities not listed on active markets for which the Bank uses extrapolations of market data were classified in this category.

In the first half of 2019 and in 2018, the movement under financial instruments classified as Level 3 was as follows:

| | Financial assets held for trading | | Other financial assets mandatory at fair value through profit or loss | Other financial assets mandatory at fair value through comprehensive income | Available-for-sale financial assets | Total |
|-------------------------------------|--------------------------------------|-------------|---|---|--|----------|
| | Securities | Derivatives | | | | |
| December 31, 2017 | 3,740 | - | 1,598 | - | 78,418 | 83,756 |
| First implementation of IFRS9 | (530) | - | 77,614 | 1,334 | (78,418) | - |
| Acquisitions | - | - | 120,249 | 4,757 | - | 125,006 |
| Sales | - | - | (897) | (3,993) | - | (4,890) |
| Liquidation | - | - | - | - | - | - |
| Reclassifications | - | - | 36,624 | 13,510 | - | 50,134 |
| Changes in fair value | 169 | - | (67,121) | (4,914) | - | (71,866) |
| December 31, 2018 | 3,379 | - | 168,067 | 10,694 | - | 182,140 |
| Acquisitions | - | - | 66 | 3,608 | - | 3,674 |
| Sales | - | - | - | (2,819) | - | (2,819) |
| Liquidation | - | - | (2,517) | (580) | - | (3,096) |
| Reclassifications | - | - | - | 3,100 | - | 3,100 |
| Changes in fair value | - | - | (314) | 289 | - | (25) |
| Recognised impairment in the period | - | - | - | (3) | - | (3) |
| June 30, 2019 | 3,379 | - | 165,302 | 14,290 | - | 182,971 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The interest-rate curves for the most representative maturities and currencies used in the valuation of the financial instruments were as follows:

| | 30-06-2019 | | 31-12-2018 | |
|-----------|------------|-------|------------|-------|
| | EUR | USD | EUR | USD |
| Overnight | -0.21% | 2.50% | -0.25% | 2.75% |
| 1 month | -0.21% | 2.50% | -0.25% | 2.76% |
| 3 months | -0.25% | 2.32% | -0.24% | 2.76% |
| 6 months | -0.31% | 2.15% | -0.24% | 2.74% |
| 9 months | -0.34% | 2.07% | -0.23% | 2.73% |
| 1 year | -0.36% | 1.98% | -0.23% | 2.73% |
| 3 years | -0.36% | 1.71% | -0.07% | 2.60% |
| 5 years | -0.23% | 1.73% | 0.20% | 2.61% |
| 7 years | -0.07% | 1.81% | 0.47% | 2.66% |
| 10 years | 0.18% | 1.94% | 0.81% | 2.75% |

As at June 30, 2019 and December 31, 2018, the carrying amount and fair value of the financial instruments measured at amortised cost or historical cost was as follows:

| | 30-06-2019 | | |
|--|---------------------|---------------------|------------------|
| | Book value | Fair value | Difference |
| <u>Assets</u> | | | |
| Cash and deposits at central banks | 2,405,139 | 2,430,024 | 24,885 |
| Balances due from other banks | 531,674 | 531,674 | - |
| Loans and advances to credit institutions | 833,067 | 833,090 | 23 |
| Credit granted and other balances receivable at amortized cost | 35,975,115 | 36,777,490 | 802,375 |
| | <u>39,744,995</u> | <u>40,572,278</u> | <u>827,283</u> |
| <u>Liabilities</u> | | | |
| Resources of central banks | (3,043,848) | (3,042,174) | 1,674 |
| Resources from other credit institutions | (3,782,472) | (3,788,706) | (6,234) |
| Resources of customers and other debts | (34,704,114) | (34,714,780) | (10,666) |
| Debt securities | (3,479,026) | (3,616,018) | (136,992) |
| Other liabilities | (318,845) | (318,845) | - |
| | <u>(45,328,305)</u> | <u>(45,480,523)</u> | <u>(152,218)</u> |
| <u>31-12-2018</u> | | | |
| | Book value | Fair value | Difference |
| <u>Assets</u> | | | |
| Cash and deposits at central banks | 1,655,732 | 1,640,368 | (15,364) |
| Balances due from other banks | 850,898 | 850,898 | - |
| Loans and advances to credit institutions | 675,031 | 675,571 | 540 |
| Credit granted and other balances receivable at amortized cost | 36,317,475 | 36,331,859 | 14,384 |
| | <u>39,499,136</u> | <u>39,498,696</u> | <u>(440)</u> |
| <u>Liabilities</u> | | | |
| Resources from central banks | (3,050,040) | (3,038,968) | 11,072 |
| Resources from other credit institutions | (3,539,911) | (3,544,557) | (4,646) |
| Resources from customers and other debts | (33,125,228) | (33,128,761) | (3,533) |
| Debt securities | (4,322,597) | (4,355,399) | (32,802) |
| Other liabilities | (200,336) | (200,336) | - |
| | <u>(44,238,112)</u> | <u>(44,268,021)</u> | <u>(29,909)</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

To determine the fair value of financial instruments carried at amortised cost or historical cost, the valuation methods used consisted of valuation techniques involving, in particular, updating future cash flows.

As at June 30, 2019, and December 31, 2019, details of the valuation methods used to determine the carrying amount of financial instruments measured at amortised cost or historical cost are as follows:

| | 30-06-2019 | | | |
|--|---------------------------------------|----------------------------|--------------|--------------|
| | Methodology of determining fair value | | | |
| | Listed in | Other valuation techniques | | Total |
| | active markets (Level 1) | (Level 2) | (Level 3) | |
| <u>Assets</u> | | | | |
| Cash and deposits at central banks | - | 2,430,024 | - | 2,430,024 |
| Balances due from other banks | - | 531,674 | - | 531,674 |
| Loans and advances to credit institutions | - | 833,090 | - | 833,090 |
| Credit granted and other balances receivable at amortized cost | - | 710,906 | 36,066,584 | 36,777,490 |
| | - | 4,505,694 | 36,066,584 | 40,572,278 |
| <u>Liabilities</u> | | | | |
| Resources from central banks | - | (3,042,174) | - | (3,042,174) |
| Resources from other credit institutions | - | (3,788,706) | - | (3,788,706) |
| Resources from customers and other debts | - | - | (34,714,780) | (34,714,780) |
| Debt securities | - | (3,616,018) | - | (3,616,018) |
| Other liabilities | - | - | (318,845) | (318,845) |
| | - | (10,446,898) | (35,033,625) | (45,480,523) |
| <u>31-12-2018</u> | | | | |
| Methodology of determining fair value | | | | |
| Listed in | Other valuation techniques | | Total | |
| active markets (Level 1) | (Level 2) | (Level 3) | | |
| <u>Assets</u> | | | | |
| Cash and deposits at central banks | - | 1,640,368 | - | 1,640,368 |
| Balances due from other banks | - | 850,898 | - | 850,898 |
| Loans and advances to credit institutions | - | 675,571 | - | 675,571 |
| Credit granted and other balances receivable at amortized cost | - | 478,345 | 35,853,514 | 36,331,859 |
| | - | 3,645,182 | 35,853,514 | 39,498,696 |
| <u>Liabilities</u> | | | | |
| Resources from central banks | - | (3,038,968) | - | (3,038,968) |
| Resources from other credit institutions | - | (3,544,557) | - | (3,544,557) |
| Resources from customers and other debts | - | - | (33,128,761) | (33,128,761) |
| Debt securities | - | (4,355,399) | - | (4,355,399) |
| Other liabilities | - | - | (200,336) | (200,336) |
| | - | (10,938,924) | (33,329,097) | (44,268,021) |

The main assumptions used in the determination of fair value by type of financial instrument, were as follows:

- The future cash flows of the investments and resources of credit institutions were discounted using interest-rate curves for the money market;
- For the purposes of the discount of future flows of the customer loan portfolio, the fair value of loans granted was determined taking into account the average spread of the production of the last quarter of the period;
- For customer current accounts it was considered that the fair value was equal to the carrying amount. For term deposits, the average rates of deposits contracted during the last quarter of the period were used, taking into account the various types;
- In the case of debt securities, the discount of the future cash flows took into account the market conditions required for similar issues at the end of the period;
- In the case of subordinated liabilities, for the discount of the future cash flows market interest rates applicable in similar issues were considered.

In accordance with IFRS 4, Santander Totta Seguros conducted adequacy tests on the liabilities of insurance contracts with and without profit-sharing, in which it assumes the investment risk and in which the coverage is greater than one year, in order to assess the adequacy of technical provisions set aside.

RISK MANAGEMENT

CREDIT RISK

Insurance Business

Credit risk arises primarily in debt securities where the issuer's risk is represented in the credit spread.

In general, limits are defined in light of the rating of the issue/ issuer of existing liabilities in euros and of the terms for all the portfolios managed by Santander Asset Management, with due regard for Regulatory Standards 11/2010 and 3/2011 issued by the Insurance and Pension Funds Supervisory Authority. It should be noted that for guaranteed- or indicative-rate insurance contracts with regard to non-sovereign debt, the acquisition tends to be authorised of securities (Senior, Lower Tier 2 and Corporate) that have minimum ratings of BBB-, with a stable outlook by the Fitch Ratings (or by S&P or by Moody's if the former is not available).

On the other hand, an upper limit for a particular issuer is set. This limit is set in the light of the degree of knowledge and other conditioning factors relating to the issuer and the market, as well as the investment policy of the portfolios assigned to the products.

The limits may be revised whenever there are events that justify it (for example: alteration of the rating). If there are no events throughout the year justifying a change of limits, they are reviewed only annually.

Final approval of the overall limits and/or those in respect of new issuers is undertaken by the Corporate Risk Committee and complies with diversification and prudential dispersion criteria, a process that is monitored periodically.

In the control of the credit risk, it is important that all assets have a rating and that, in the absence thereof, one can assign a rating level that falls within the approved standards.

The rating consists of classifying an issue of bonds or other debt securities in a risk-notation rating scale, which is intended to reflect a value judgement on the capacity for timely repayment of principal and payment of the interest.

The rating awarded by an agency expresses just its opinion that the higher the rating, the less likelihood of default, though providing no guarantee of any kind. For no rating notation must the likelihood of default be understood as zero, the rating being a measure of the *ex-ante* risk that serves to qualify the creditworthiness of an issuer in relative terms.

The rating used is in respect of the issue, and, whenever an issue has no rating, the following criteria are used:

- For bonds and other debt securities, the default rating is that of the senior debt.
- In the case of vehicles or credit-linked notes, the rating will be taken into account of the collateral or of the issuers referenced via CDS (credit default swap) for the type of debt in question. The rating obtained shall take into account the structure of the asset (pro rata distribution, the lowest reference rating in the case of first-to-default, the rating of the collateral should it be lower than that of the assets referenced via CDS).
- In the case of deposits it is considered that the implicit rating is that of the senior debt of the entities who take them.
- Should it not be possible to assign a rating the issue is considered unrated.

Additionally, the Senior Credit Default Spreads, for 5-year terms, of the various issuers are periodically monitored in order to track the evolution of the credit risk of the counterparties.

With respect to reinsurers, Santander Totta Seguros primarily works with six: Abbey Life, AXA Partners (ex-Genworth), General Cologne Re, Munich Re, RGA Re, Axa Re, Swiss Re, Partners Re. Mafre, SCOR and Hannover Re.

The ratings of the largest reinsurers can be found in the following table:

Ratings of the Reinsurer Groups

| | |
|--------------------------------------|------|
| Abbey Life Insurance Company Limited | A+ |
| General Cologne Re | AA + |
| AXA Partners (ex-Genworth) | AA- |
| Munich Reinsurance Co. | AA- |
| RGA Insurance Company | AA- |
| AXA France Vie / Axa France IARD | AA- |
| Swiss Re | AA- |
| Partner Re | A+ |
| Mafre Re | A |
| SCOR | A+ |
| Hannover Re | A+ |

Banking business and others

Credit risk management at the Bank covers the identification, measurement, integration and evaluation of the various credit exposures and an analysis of their profitability adjusted to the respective risk, both from an overall viewpoint and within every area of activity.

Credit-risk management is carried out by an independent body, the Risks Area, which is responsible in particular for managing the special customer monitoring system, by segmentation of the credit risk in the light of the characteristics of the customers and of the products, and by the scoring systems (applicable to mortgage-loan and consumer-credit operations, credit cards and business) and the rating used at the Bank.

The counterparty risk consists of the latent credit risk in financial markets transactions corresponding to the possibility of default by the counterparties of the contracted terms and subsequent occurrence of financial losses for the Bank. The types of transactions covered include the purchase and sale of securities, contracting repos, securities lending and derivative instruments. Given the high complexity and volume of transactions, as well as the requirements of adequate control of the consolidated risks in certain customer segments, the control perimeter is defined in keeping with the segments at issue.

Control of these risks is performed on a daily basis in accordance with an integrated system that allows registration of the approved limits and real-time updating of positions, and provides information on the availability of limits and aggregate exposure, also in real time, for the various products and maturities. The system also allows transverse control (at different levels) of the concentration of risks by groups of customers/counterparties.

The risk in derivative positions (called Credit Risk Equivalent) is calculated as the sum of the present value of each contract (or current replacement cost) with the respective Potential Risk, a component that reflects an estimate of the maximum value expected to maturity, depending on the volatilities of the underlying market factors and flow structure contracted. The credit risk in derivatives positions is captured through determination of the CVA/DVA.

For specific customer segments (namely global corporate clients) emphasis is given to the implementation of economic-capital limits, incorporating in the quantitative control the variables associated with the creditworthiness of each counterparty.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

Risk analyses for customers or economic groups where the Bank has an exposure of more than €500,000 are performed by risk analysts who monitor the customers and are supported by rating models developed by the Bank and approved by the regulatory entities. Preparation of these models is mandatory. The assignment of various internal rating levels, ranging from 1.0 to 9.3, is underlaid by the degree of risk inherent in the customer and a default probability at one year that the Bank monitors and calibrates on a constant and regular basis.

In concrete terms, the rating is determined by the analysis of the following factors to which are assigned a rating from 1 (minimum) to 9.3 (maximum), in accordance with the following weighting:

| <u>Department</u> | <u>Weighting</u> |
|------------------------|------------------|
| . Demand/Market; | 20% |
| . Partners/Management: | 15% |
| . Access to credit; | 10% |
| . Profitability; | 15% |
| . Flow generation; | 25% |
| . Solvency. | 15% |

The rating is calculated by the analysts, based on information provided by the customer, general information on the sector and external databases. The final rating is introduced in each of the valuation areas in the Bank's information technology system.

In this way, the Group's internal rating system can be described as follows:

Rating 1.0 – 3.9: Customer of high-default probability;
 Rating 4.0 – 6.0: Customer of moderate-default probability;
 Rating 6.1 – 9.3: Customer of low-default probability;

As at June 30, 2019, and December 31, 2018, the maximum exposure to the credit risk and the respective carrying amount of the financial was as follows:

| | 30-06-2019 | | 31-12-2018 | |
|---|-------------------|-------------------|-------------------|-------------------|
| | Book value | Maximum exposure | Book value | Maximum exposure |
| Cash and deposits at central banks | 2,405,139 | 2,405,139 | 1,655,732 | 1,655,732 |
| Balances due from other banks | 531,674 | 531,674 | 850,898 | 850,898 |
| Financial assets held for trading | 1,121,419 | 1,121,419 | 1,204,674 | 1,204,674 |
| Other financial assets at fair value through profit or loss | 3,129,648 | 3,129,648 | 3,053,810 | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 6,763,071 | 6,763,071 | 5,995,070 | 5,995,070 |
| Loans and advances to credit institutions | 833,067 | 833,067 | 675,031 | 675,031 |
| Credit granted and other balances receivable at amortized cost | 39,753,366 | 45,651,833 | 39,597,126 | 45,862,081 |
| Hedging derivatives | 91,856 | 91,856 | 73,464 | 73,464 |
| Investment in associated companies excluded from consolidation | 106,549 | 106,549 | 111,376 | 111,376 |
| | <u>54,735,791</u> | <u>60,634,258</u> | <u>53,217,181</u> | <u>59,482,136</u> |
| Guarantees provided | <u>1,926,850</u> | <u>1,926,850</u> | <u>1,955,910</u> | <u>1,955,910</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

The maximum exposure in "Loans granted and other balances receivable at amortised cost as at June 30, 2019, included €772,723k and €5,125,744k relating to irrevocable credit lines and revocable credit lines, (€1,035,032k and €5,229,923k as at December 31, 2018, respectively).

In accordance with the requirements set out in Bank of Portugal Instruction nº 4/2018, the Bank began to publish Non Performing Exposures and Deferred Exposures.

In this sense, as at June 30, 2019, and December 31, 2018, the breakdown of performing and non-performing exposures was as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|---------------------------------|------------|------------|----------|------------|-------------|----------|
| | Book value | Impairment | Coverage | Book value | Impairment | Coverage |
| Performing exposures | 39,019,319 | (149,233) | 0.4% | 38,671,209 | (176,243) | 0.5% |
| Non-performing exposures | | | | | | |
| Loans represented by securities | - | - | | 619 | (494) | 79.8% |
| Households | 491,136 | (197,645) | 40.2% | 601,095 | (233,314) | 38.8% |
| Corporates | 1,207,416 | (617,627) | 51.2% | 1,433,689 | (699,435) | 48.8% |
| | 1,698,552 | (815,272) | | 2,035,403 | (933,243) | |
| | 40,717,871 | (964,505) | | 40,706,612 | (1,109,486) | |

As at June 30, 2019, and December 31, 2018, the degree of cover of the non-performing exposures by real guarantees was as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|---------------------------------|------------|------------|----------|------------|------------|----------|
| | Book value | Collateral | Coverage | Book value | Collateral | Coverage |
| Non-performing exposures | | | | | | |
| Loans represented by securities | - | - | - | 619 | - | - |
| Households | 491,136 | 253,586 | 51.6% | 601,095 | 319,151 | 53.1% |
| Corporates | 1,207,416 | 337,326 | 27.9% | 1,433,689 | 381,567 | 26.6% |
| | 1,698,552 | 590,912 | | 2,035,403 | 700,718 | |

Deferred exposures

In accordance with Bank of Portugal Instruction nº 04/2018, institutions must identify and mark, in their information systems, loan contracts of a customer in financial difficulties, whenever there are changes to the terms and conditions such contracts (including extension of the repayment term, introduction of grace periods, capitalisation of interest, reduction of interest rates, pardon of interest or principal) or the institution contracts new credit facilities for the (total or partial) settlement of the service of the existing debt.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019, and December 31, 2018, the breakdown of deferred exposures is as follows:

| | 30-06-2019 | | | 31-12-2018 | | |
|--------------------------|------------------|------------------|----------|------------------|------------------|----------|
| | Book value | Impairment | Coverage | Book value | Impairment | Coverage |
| Performing exposures | 718,424 | (30,963) | 4.3% | 866,312 | (39,221) | 4.5% |
| Non-performing exposures | | | | | | |
| Households | 316,085 | (125,944) | 39.8% | 378,604 | (139,785) | 36.9% |
| Corporates | 926,242 | (478,066) | 51.6% | 1,048,822 | (517,521) | 49.3% |
| | <u>1,242,327</u> | <u>(604,010)</u> | | <u>1,427,426</u> | <u>(657,306)</u> | |
| | <u>1,960,751</u> | <u>(634,973)</u> | | <u>2,293,738</u> | <u>(696,527)</u> | |

LIQUIDITY RISK

Banking business and others

The balance sheet liquidity-management policy is decided by the 1st level body of the organisational structure responsible for Asset and Liability Management (ALM), the Asset-Liability Committee (ALCO), chaired by the chair of the Executive Committee, which includes the directors responsible for the Financial, Treasury, Commercial Marketing and International areas. Committee meetings are held monthly and at them the balance-sheet risks are analysed and strategic options decided.

For the ALM area the following balance-sheet management limits are defined:

- Limits intended to control the interest-rate risk, in particular, the sensitivity of the net interest margin (NIM) and the sensitivity of market value of equities (MVE) to unexpected interest-rate variations; and
- Limits intended to control the liquidity risk through the net accumulated liquidity and illiquidity coefficient indicators.

The Bank's funding policy considers the evolution of the balance-sheet aggregates, the structural situation of the maturities of assets and liabilities, the net interbank debt level in the light of the available lines, maturity dispersal and minimisation of the costs associated with the funding activity.

It should be noted that the Bank does not perform any liquidity-risk analysis for trading financial instruments.

Insurance Business

Liquidity risk is the risk of the Company having difficulty in obtaining funds in order to meet its commitments. Liquidity risk can be reflected, for example, in the inability to sell a financial asset quickly for an amount close to its fair value.

The monitoring of the liquidity risk is carried out monthly, balance-sheet management limits being defined with respect to sensitivity to parallel interest-rate shifts for the entire portfolio of financial assets and technical liabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

Additionally, in order to mitigate the liquidity risk, ratios were established for the maximum concentration of non-liquid assets in accordance with the type of portfolio/ product, which are monitored on a monthly basis.

The main assumptions used in the determination of the forecast cash flows were as follows:

- The forecast cash flows of financial assets and technical liabilities associated with the interest rate curve are calculated considering the forward interest rate curve;
- The technical assets and financial liabilities associated with unit-linked products are considered payable on demand for the amount of the fair value of these assets and liabilities on each reporting date.

As at June 30, 2019, and December 31, 2018, the breakdown of the projected (not discounted) cash flows of the financial instruments, in keeping with their maturities, was as follows:

| | 30-06-2019 | | | | | | | Total |
|---|-------------------|------------------|-------------------------|-------------------|-------------------|-------------------|----------------|-------------------|
| | On demand | Up to 3 months | From 3 months to 1 year | From 1 to 3 years | From 3 to 5 years | Over 5 years | Undetermined | |
| Assets | | | | | | | | |
| Cash and deposits at central banks | 245,326 | - | - | - | 2,159,813 | - | - | 2,405,139 |
| Balances due from other banks | 604,589 | - | - | - | - | - | - | 604,589 |
| Financial assets held for trading | 1,121,419 | - | - | - | - | - | - | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | - | 100 | 113,964 | 610,498 | 427,749 | 1,201,901 | 745,899 | 3,100,111 |
| Other financial assets at fair value through other comprehensive income | 2 | 2,878 | 1,070,935 | 348,090 | 412,319 | 4,716,879 | 80,647 | 6,631,750 |
| Loans and advances to credit institutions | 110,747 | (592) | 44,176 | 655,017 | (18,304) | 21,065 | - | 812,109 |
| Credit granted and other balances receivable at amortized cost | 434,535 | 2,814,142 | 4,695,640 | 8,866,250 | 6,038,951 | 22,421,178 | - | 45,270,696 |
| Hedging derivatives | 91,856 | - | - | - | - | - | - | 91,856 |
| Investments in associates | - | - | - | - | - | - | 108,467 | 108,467 |
| | <u>2,608,474</u> | <u>2,816,528</u> | <u>5,924,715</u> | <u>10,479,855</u> | <u>9,020,528</u> | <u>28,361,023</u> | <u>935,013</u> | <u>60,146,136</u> |
| Liabilities | | | | | | | | |
| Financial liabilities held for trading | 1,136,222 | - | - | - | - | - | - | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | 3,442,194 | - | - | - | - | - | - | 3,442,194 |
| Resources from central banks | 4,519 | - | 2,406,429 | 618,686 | - | - | - | 3,029,634 |
| Resources from other credit institutions | 656,409 | 1,334,675 | 640,192 | 352,266 | 499,859 | 300,000 | - | 3,783,401 |
| Resources from customers and other debts | 16,759,830 | 6,303,844 | 7,639,959 | 3,158,612 | 979,460 | 15,081 | - | 34,856,786 |
| Debt securities | - | 40,663 | 99,854 | 1,019,931 | 1,276,638 | 1,285,418 | - | 3,722,503 |
| Hedging derivatives | 376,489 | - | - | - | - | - | - | 376,489 |
| Technical provisions | 98,394 | 410,594 | 16,571 | 30,901 | 24,395 | 109,319 | - | 690,173 |
| | <u>22,474,055</u> | <u>8,089,775</u> | <u>10,803,005</u> | <u>5,180,397</u> | <u>2,780,352</u> | <u>1,709,818</u> | <u>-</u> | <u>51,037,402</u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

| | 31-12-2018 | | | | | | | Total |
|---|-------------------|------------------|-------------------------|-------------------|-------------------|-------------------|----------------|-------------------|
| | On demand | Up to 3 months | From 3 months to 1 year | From 1 to 3 years | From 3 to 5 years | Over 5 years | Undetermined | |
| Assets | | | | | | | | |
| Cash and deposits at central banks | 287,671 | - | - | - | 1,368,061 | - | - | 1,655,732 |
| Balances due from other banks | 850,898 | - | - | - | - | - | - | 850,898 |
| Financial assets held for trading | 1,204,674 | - | - | - | - | - | - | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | - | 6,449 | 90,278 | 702,984 | 341,542 | 1,143,215 | 736,527 | 3,020,995 |
| Other financial assets at fair value through other comprehensive income | 2 | 474,854 | 624,438 | 297,375 | 435,665 | 4,411,196 | 82,958 | 6,326,487 |
| Loans and advances to credit institutions | 92,955 | 4,663 | 114,770 | 440,916 | 28 | 21,199 | - | 674,531 |
| Credit granted and other balances receivable at amortized cost | 144,638 | 2,584,761 | 4,673,292 | 9,208,935 | 5,884,763 | 22,278,643 | - | 44,775,032 |
| Hedging derivatives | 73,464 | - | - | - | - | - | - | 73,464 |
| Investments in associates | - | - | - | - | - | - | 113,294 | 113,294 |
| | 2,654,302 | 3,070,727 | 5,502,777 | 10,650,210 | 8,030,058 | 27,854,254 | 932,779 | 58,695,107 |
| Liabilities | | | | | | | | |
| Financial liabilities held for trading | 1,239,713 | - | - | - | - | - | - | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | 3,175,960 | - | - | - | - | - | - | 3,175,960 |
| Resources of central banks | 4,517 | - | - | 3,025,116 | - | - | - | 3,029,633 |
| Resources of other credit institutions | 499,466 | 1,316,413 | 575,107 | 352,944 | 499,809 | 300,000 | - | 3,543,739 |
| Resources of customers and other debts | 15,450,485 | 6,223,706 | 8,001,085 | 3,324,819 | 495,195 | 13,765 | - | 33,509,055 |
| Debt securities | - | 9,343 | 818,005 | 854,633 | 130,107 | 2,783,618 | - | 4,595,706 |
| Hedging derivatives | 90,556 | - | - | - | - | - | - | 90,556 |
| Technical provisions | 105,905 | 441,936 | 17,835 | 33,260 | 26,257 | 117,664 | - | 742,857 |
| | 20,566,602 | 7,991,398 | 9,412,032 | 7,590,772 | 1,151,368 | 3,215,047 | - | 49,927,219 |

Determination of the projected cash flow was based on the principles and assumptions used by the Bank in the management and control of liquidity arising from its business, namely:

- The projected cash flows of variable-remuneration assets and liabilities associated with the interest rate curve are calculated considering the forward interest rate curve;
- Financial instruments classified as "non-structural" were considered to be payable "on demand", with the exception of equity instruments carried as Other financial assets at fair value through other comprehensive income, which were considered as having indeterminate maturity. Non-structural financial assets and liabilities correspond to assets not subject to interest-rate variations (cash, deposits at credit institutions and equity instruments classified as other financial assets at fair value through other comprehensive income), other financial assets mandatorily at fair value through profit or loss and trading assets and liabilities, whose management is based on control of the exposure to market risk. In this connection, the Bank considers the fair value of trading assets and liabilities as the transactional value payable on demand;
- Operations relating to credit lines with defined maturity or periodically renewable, including bank overdrafts and current account credit facilities, were considered as having an average maturity of 25 months;
- For the subordinated liabilities the date on which the Bank may make early redemption of the bonds that make up this heading was considered;
- The projected flows relating to current accounts have been considered as payable on demand.
- The assets and liabilities associated with unit-linked products of the business of the Group's insurer were considered payable on demand for the amount of the fair value of these assets and liabilities.

MARKET RISK

Market risk generally consists of the potential variation of the value of a financial instrument due to unexpected changes of market variables such as interest rates, exchange rates, credit spreads, and prices of equity instruments, precious metals and commodities.

The standard method applied for the Bank's trading activity is Value at Risk (VaR). The Historic Simulation standard is used as the basis with a confidence level of 99% and a time horizon of one day, statistical adjustments being applied in order to include the more recent events that condition the risk levels assumed.

The VaR calculated is a daily estimate of the maximum potential loss under normal market conditions (individually by portfolios/business areas, and for the whole of the positions, within the assumptions defined in the construction of the model).

At the same time other measures are implemented that allow additional monitoring of the market risk. For abnormal market conditions scenarios are analysed (Stress Testing), which consists of defining extreme scenarios for the behaviour of different financial variables and obtaining their potential impact on profit or loss. In short, the scenario analysis seeks to identify the potential risk under extreme market conditions and in the fringes of probability of occurrence not covered by the VaR.

In parallel, there is daily monitoring of the positions, and an exhaustive control is performed of the changes that occur in the portfolios, in order to detect the possible impacts that may exist for their correction. The daily preparation of the profit and loss account is intended to identify the impact of variations in financial variables or of the alteration of the composition of the portfolios.

The Bank also uses sensitivity measures and equivalent positions. In the case of the interest rate use is made of the basis point value (BPV) – estimated impact in profit or loss for parallel movements in the interest-rate curves. For the control of derivatives activities, due to their atypical nature, specific daily sensitivity measures are carried out, including calculation and analysis of sensitivities to movements of the underlying price (delta and gamma), volatility (vega) and time (theta).

Quantitative limits are used for the trading portfolios, which are classified in two groups, in the light of the following objectives:

- Limits intended to control the volume of potential future losses (VaR, equivalent positions and sensitivities); and
- Limits intended to control the volume of effective losses or to protect levels of results already achieved during the period (Loss Triggers and Stop Losses).

With regard to the structural interest-rate risk, they are measured through modelling the asset and liability positions sensitive to interest-rate variations in accordance with their indexing and re-appraisal structure. This model allows the measurement and control of the risks originating directly from the movement of the income curve, particularly their impact on net interest income and on the Bank's equity. Additionally, other risk indicators are calculated, such as value at risk (VaR) and scenario analysis (stress test).

Liquidity risk is measured and controlled through the modelling of present and future flows of payments and receipts, as well as by conducting stress tests that endeavour to identify the potential risk under

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

external market conditions. In parallel, ratios are estimated on the current items of the balance sheet that act as indicators of structural and short-term liquidity requirements.

Interest-rate risk

As at June 30, 2019, and December 31, 2018 the breakdown of financial instruments by exposure to the interest-rate risk was as follows:

| | 30-06-2019 | | | | |
|---|-------------------|-------------------|--------------------|------------------|-------------------|
| | Exposure to | | Not subject to | | Total |
| | Fixed rate | Floating rate | interest rate risk | Derivatives | |
| Assets | | | | | |
| Cash and deposits at central banks | - | 2,159,813 | 245,326 | - | 2,405,139 |
| Balances due from other banks | - | - | 531,674 | - | 531,674 |
| Financial assets held for trading | - | - | 3,379 | 1,118,040 | 1,121,419 |
| Other financial assets mandatory at fair value through profit or loss | 2,254,695 | 845,394 | 29,559 | - | 3,129,648 |
| Other financial assets at fair value through other comprehensive income | 5,780,304 | 97,639 | 885,128 | - | 6,763,071 |
| Loans and advances to credit institutions | 104,129 | 718,163 | 10,775 | - | 833,067 |
| Credit granted and other balances receivable at amortized cost | 8,381,612 | 31,406,400 | (34,646) | - | 39,753,366 |
| Hedging derivatives | - | - | - | 91,856 | 91,856 |
| | <u>16,520,740</u> | <u>35,227,409</u> | <u>1,671,195</u> | <u>1,209,896</u> | <u>54,629,240</u> |

| | | | | | |
|--|-------------------|-------------------|----------------|------------------|-------------------|
| Liabilities | | | | | |
| Financial liabilities held for trading | - | - | - | 1,136,222 | 1,136,222 |
| Other financial liabilities at fair value through profit or loss | 3,442,194 | - | - | - | 3,442,194 |
| Resources from central banks | 3,043,848 | - | - | - | 3,043,848 |
| Resources from other credit institutions | 129,405 | 3,652,750 | 317 | - | 3,782,472 |
| Resources from customers and other debts | 17,846,562 | 16,829,163 | 119,464 | - | 34,795,189 |
| Debt securities | 2,757,599 | 789,962 | (68,535) | - | 3,479,026 |
| Other liabilities | - | - | 318,845 | - | 318,845 |
| Hedging derivatives | - | - | - | 376,489 | 376,489 |
| | <u>27,219,608</u> | <u>21,271,875</u> | <u>370,091</u> | <u>1,512,711</u> | <u>50,374,285</u> |

| | 31-12-2018 | | | | |
|---|-------------------|-------------------|--------------------|------------------|-------------------|
| | Exposure to | | Not subject to | | Total |
| | Fixed rate | Floating rate | interest rate risk | Derivatives | |
| Assets | | | | | |
| Cash and deposits at central banks | - | 1,368,060 | 287,672 | - | 1,655,732 |
| Balances due from other banks | - | - | 850,898 | - | 850,898 |
| Financial assets held for trading | - | - | 3,379 | 1,201,295 | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 2,123,526 | 900,569 | 29,715 | - | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 5,386,529 | 95,675 | 512,866 | - | 5,995,070 |
| Loans and advances to credit institutions | 102,310 | 562,642 | 10,079 | - | 675,031 |
| Credit granted and other balances receivable at amortized cost | 8,332,714 | 31,074,851 | 189,561 | - | 39,597,126 |
| Hedging derivatives | - | - | - | 73,464 | 73,464 |
| | <u>15,945,079</u> | <u>34,001,797</u> | <u>1,884,170</u> | <u>1,274,759</u> | <u>53,105,805</u> |

| | | | | | |
|--|-------------------|-------------------|----------------|------------------|-------------------|
| Liabilities | | | | | |
| Financial liabilities held for trading | - | - | - | 1,239,713 | 1,239,713 |
| Other financial liabilities at fair value through profit or loss | 3,175,960 | - | - | - | 3,175,960 |
| Resources from central banks | 3,050,040 | - | - | - | 3,050,040 |
| Resources from other credit institutions | 153,057 | 3,386,667 | 187 | - | 3,539,911 |
| Resources from customers and other debts | 18,146,276 | 15,172,120 | 64,108 | - | 33,382,504 |
| Debt securities | 3,500,000 | 888,986 | (66,389) | - | 4,322,597 |
| Other liabilities | - | - | 200,336 | - | 200,336 |
| Hedging derivatives | - | - | - | 90,556 | 90,556 |
| | <u>28,025,333</u> | <u>19,447,773</u> | <u>198,242</u> | <u>1,330,269</u> | <u>49,001,617</u> |

Banking business and others

Financial Instruments – non-trading

The method of calculation of the sensitivity of the asset value involves simulation of the change in the market value of the assets and liabilities, based on 100 basis point (bp) shifts of the forward interest-rate curve. This method uses the following parameters and assumptions:

- All assets and liabilities sensitive to interest-rate fluctuations are identified, that is, those whose value and respective contribution to net interest income may change due to changes in market rates;
- Assets and liabilities are grouped into homogeneous aggregates according to their exposure to the interest-rate risk;
- For each transaction (contract) the future flows properly distributed by repricing dates (variable rate) or maturity date (fixed rate) are calculated;
- For each aggregate defined above the transactions are grouped by repricing/maturity dates;
- The time intervals intended to measure the interest-rate gap are defined;
- For each aggregate, the cash flows are grouped on the basis of the intervals created;
- For each product considered sensitive but has no defined maturity distribution parameters are estimated in keeping with previously-studied behaviour models; and
- For each interval total flows of assets and liabilities are calculated and, by difference between them, the interest-rate risk gap of each interval.

The interest-rate gap allows an approximation of the sensitivity of the asset value and of the net interest income in the light of market-rate variations. This approach uses the following assumptions:

- The volumes are always maintained in the balance sheet and are renewed automatically;
- It assumes parallel variations in the interest-rate curve, not considering the possibility of specific movements for different periods of the interest-rate curve; and
- It does not consider the different elasticities between the various products.

From the perspective of variation of the asset value, interest-rate increases entail a decrease of value in the intervals with positive gaps and an increase of value in the negative gaps. interest-rate reductions have an opposite effect.

General assumptions of this Interest-rate sensitivity analysis

- Balance-sheet Evolution – a static balance sheet is assumed, according to which the amounts of contracts that do not have a fixed maturity date or their renewal is presumed, are replaced with new transactions of the same amount, so that the balance-sheet balances remain constant during the period under analysis;

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019

(Expressed in thousands of euros, except where otherwise stated)

- Maturities and repricing – the real maturities and repricing of the transactions are considered. Assets and liabilities whose contribution to net interest income and whose carrying amount does not alter with the interest-rate variations are considered non-sensitive;
- Indices – the indices defined contractually are considered and the spot curve of the date of analysis with the underlying forward curve is used for the simulation; and
- Characteristics of New Business (term, repricing, volumes, spread, index, etc.) – the conditions entered in the budget for each product are used. When these characteristics begin to lie outside the market for certain products, the average conditions applied during the previous month or the new commercial guidelines for each of the products at issue are used.

As at June 30, 2019, and December 31, 2018, the sensitivity of the asset value of the Group's financial instruments to positive and negative variations of 100 basis points (bp) for a one-year time horizon was:

| | 30-06-2019 | | 31-12-2018 | |
|--|-------------------------|-------------------------|-------------------------|-------------------------|
| | + 100 bp's variation | - 100 bp's variation | + 100 bp's variation | - 100 bp's variation |
| <u>Assets</u> | | | | |
| Cash and deposits at central banks | (652) | 29,343 | 577 | 54,845 |
| Other financial assets at fair value | | | | |
| through other comprehensive income | (339,336) | 175,116 | (321,428) | 331,587 |
| Loans and advances to credit institutions | (314) | 1,437 | (313) | 702 |
| Credit granted and other balances receivable at amortized cost | (855,399) | 598,551 | (742,445) | 690,663 |
| | <u>(1,195,701)</u> | <u>804,447</u> | <u>(1,063,609)</u> | <u>1,077,797</u> |
| Hedging derivatives | <u>193,775</u> | <u>(299,592)</u> | <u>(9,444)</u> | <u>(159,348)</u> |
| <u>Liabilities</u> | | | | |
| Resources from central banks | (39,360) | 4,727 | (49,154) | 15,495 |
| Resources from other credit institutions | (17,055) | 10,347 | (9,095) | 19,820 |
| Resources from customers and other debts | (973,635) | 362,914 | (816,694) | 650,259 |
| Debt securities | (147,152) | 68,033 | (156,317) | 143,262 |
| | <u>(1,177,202)</u> | <u>446,021</u> | <u>(1,031,260)</u> | <u>828,836</u> |

Financial Instruments – trading

The basic parameters for calculation of the VaR applicable in general are, besides the calculation method itself, as follows:

- Time horizon: The time period for which potential losses of a portfolio are calculated for the measurement of the (daily) VaR is 1 day.
- Confidence level: both the VaR (potential loss) and the VaE (potential gain) are determined with a confidence level of 99% (1% and 99% percentiles, respectively, of the losses and gains distribution). For purposes of contrast analysis a VaR and a VaE will also be calculated at a confidence level of 95% (5% and 95% percentiles, respectively).

- Exponential decrease factor: Allows exponential weighting of the amount of the variations in market factors over time, giving less weight to observations more distant in time. The exponential decrease factor applied is determined periodically by Market Risk.

The VaR values used correspond to the highest of those calculated with the decrease factor in force and those calculated using uniform weighting;

- Calculation currency: In the process of calculating the VaR all positions are valued in euros, which guarantees that the risk-free currency is the local currency. However, VaR values are reported in US dollars (USD) in order to allow the aggregation of different units; and
- Market date time window: A 2-year time window is used, or at least 520 data obtained from the VaR calculation reference date going back in time.

The calculation of the VaR Percentile gives equal weighting to the set of 520 observations considered. The Weighted Percentile VaR gives a significantly higher weighting to the more recent observations in relation to the reference date of the analysis.

Historical simulation consists of using the historical variations as the distribution model of possible variations in the risk factors. For this reason, the chosen period is sufficiently long and significant for all interactions between the market factors, their volatilities and the correlations among them, to be duly mirrored in the historical period selected.

On the other hand, the complete revaluation of the portfolio requires a valuation of each of the instruments, using the respective mathematical expression to obtain the market value of each individual position. In using revaluation forms, nonlinear implicit effects implicit in certain financial products as a result of changes in market factors are calculated and collected on the values of the VaR.

As at June 30, 2019, and December 31, 2018, the VaR associated with the interest-rate risk corresponded to:

| | <u>30-06-2019</u> | <u>31-12-2018</u> |
|----------------------------|-------------------|-------------------|
| VaR Percentil 99% | - | - |
| VaR Weighted Percentil 99% | - | - |

Exchange-rate Risk

The profile defined for the exchange-risk is quite conservative and is embodied in the hedging policy used. Its implementation is the responsibility of the Treasury area, so the risks involved are not very relevant, and it is implemented primarily through the use of currency swaps. Risk limits are stipulated for the exchange-rate risk that are controlled by the Market Risks area.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

As at June 30, 2019, and December 31, 2018, the detail of the financial instruments by currency was as follows:

| | 30-06-2019 | | | | 31-12-2018 | | | |
|---|-------------------|------------------|------------------|-------------------|-------------------|------------------|------------------|-------------------|
| | US | | Other currencies | Total | US | | Other currencies | Total |
| | Euros | Dollars | | | Euros | Dollars | | |
| Assets | | | | | | | | |
| Cash and deposits at central banks | 2,390,467 | 6,510 | 8,162 | 2,405,139 | 1,648,954 | 2,785 | 3,993 | 1,655,732 |
| Balances due from other banks | 211,149 | 188,197 | 132,328 | 531,674 | 421,812 | 277,247 | 151,839 | 850,898 |
| Financial assets held for trading | 1,119,339 | 1,813 | 267 | 1,121,419 | 1,203,143 | 1,518 | 13 | 1,204,674 |
| Other financial assets mandatory at fair value through profit or loss | 3,093,693 | 35,826 | 129 | 3,129,648 | 2,941,480 | 112,214 | 116 | 3,053,810 |
| Other financial assets at fair value through other comprehensive income | 6,763,071 | - | - | 6,763,071 | 5,995,070 | - | - | 5,995,070 |
| Loans and advances to credit institutions | 738,905 | 43,954 | 50,208 | 833,067 | 608,706 | 17 | 66,308 | 675,031 |
| Credit granted and other balances receivable at amortized cost | 39,112,472 | 475,885 | 165,009 | 39,753,366 | 38,950,547 | 614,968 | 31,611 | 39,597,126 |
| Hedging derivatives | 91,297 | 559 | - | 91,856 | 67,718 | 5,746 | - | 73,464 |
| | 53,520,393 | 752,744 | 356,103 | 54,629,240 | 51,837,430 | 1,014,495 | 253,880 | 53,105,805 |
| Liabilities | | | | | | | | |
| Financial liabilities held for trading | 1,134,145 | 1,812 | 265 | 1,136,222 | 1,238,192 | 1,520 | 1 | 1,239,713 |
| Financial liabilities at fair value through profit or loss | 3,442,194 | - | - | 3,442,194 | 3,175,960 | - | - | 3,175,960 |
| Resources from central banks | 3,043,848 | - | - | 3,043,848 | 3,050,040 | - | - | 3,050,040 |
| Resources from other credit institutions | 3,694,333 | 87,831 | 308 | 3,782,472 | 3,411,073 | 128,496 | 342 | 3,539,911 |
| Resources from customers and other debts | 33,238,460 | 1,349,458 | 207,271 | 34,795,189 | 31,795,339 | 1,331,114 | 256,051 | 33,382,504 |
| Debt securities | 3,479,026 | - | - | 3,479,026 | 4,322,597 | - | - | 4,322,597 |
| Other financial liabilities | 318,845 | - | - | 318,845 | 200,336 | - | - | 200,336 |
| Hedging derivatives | 375,112 | 1,108 | 269 | 376,489 | 88,714 | 1,728 | 114 | 90,556 |
| | 48,725,963 | 1,440,209 | 208,113 | 50,374,285 | 47,282,251 | 1,462,858 | 256,508 | 49,001,617 |

As at June 30, 2019, and December 31, 2018, the VaR associated with the exchange-rate risk in respect of the Group's banking business corresponded to:

| | 30-06-2019 | 31-12-2018 |
|----------------------------|------------|------------|
| VaR Percentil 99% | (3) | (3) |
| VaR Weighted Percentil 99% | (1) | (3) |

Financial assets and liabilities associated with the insurance business are mostly denominated in euros, the exchange rate risk being immaterial.

Asset price risk

As at June 30, 2019, and December 31, 2018, the Group had no risk associated with asset prices with regard to its trading financial instruments, and so the VaR associated with this risk is zero.

44. SHARE CAPITAL MANAGEMENT

The Group seeks high financial soundness embodied in maintaining a capital adequacy ratio – relationship between Eligible Own Funds and risk-weighted assets.

The profit distribution policy is conditional on the maintenance of capital levels that allow the Group to sustain the performance of its operations within its risk policy.

The Group uses the mixed method for the credit risk, in particular the advanced method (IRB) for most credit segments and the standard method for leasing, factoring, manual operations, Banif portfolio and BAPOP portfolio.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT JUNE 30, 2019
(Expressed in thousands of euros, except where otherwise stated)

In December 2010, the Group began to use the mixed method for the market risk, in particular internal models for the majority of the trading derivatives (IRB) and the standard method for the rest of the trading portfolio.

In June 2012, the Group began using the standard method for the determination of the operational risk requirements, having till then used the basic indicator method.

As from January 1, 2014, it began to report the capital ratios under the new BIS III regulatory framework, which, though it provides a phasing-in period, is more demanding for the core capital ratio (or Common Equity Tier 1, CET1), in particular through additional deductions and higher weighting in the calculation of the positions at risk.

The following table summarises the composition of the regulatory capital and prudential ratios of the Group as of June 30, 2019, and December 31, 2018, (both in BIS III - Phasing in):

| | Jun 19 | Dec 18 |
|---|---------------|---------------|
| | BIS III | BIS III |
| | Phasing In | Phasing In |
| A - LEVEL 1 OWN FUNDS (TIER I) | 3,710 | 3,447 |
| Share Capital (includes additional instruments eligible as Tier I) | 2,571 | 2,571 |
| Elegible Reserves and Retained earnings (excluding non-controlling interests) | 1,393 | 1,191 |
| Elegible Non-controlling interests | - | - |
| Deduction to level 1 own funds | (253) | (315) |
| B - LEVEL 2 OWN FUNDS (TIER II) | 62 | 22 |
| C - DEDUCTIONS TO TOTAL OWN FUNDS | 0 | 0 |
| D - TOTAL OWN FUNDS (A+B+C) | 3,772 | 3,469 |
| E - RISK WEIGHTED ASSETS | 18,765 | 20,052 |
| | | |
| RATIOS | Jun 19 | Dec 18 |
| TIER I (A/E) | 19.8% | 17.2% |
| CORE CAPITAL (CET1) | 16.6% | 14.2% |
| TIER II (B/E) | 0.3% | 0.1% |
| CAPITAL ADEQUACY RATIO (D/E) | 20.1% | 17.3% |
| LEVERAGE | 6.8% | 6.5% |

45. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements were approved by the Board of Directors on September 24, 2019.

46. NOTE ADDED FOR TRANSLATION

These financial statements are a free translation of the financial statements originally issued in the Portuguese language. In the event of discrepancies, the Portuguese language version prevails.

SANTANDER TOTTA, SGPS

DEBT SECURITIES ISSUED AT JUNE 30, 2019 (NOTE 20)

(Amounts expressed in thousands Euros – tEuros)

| Securities issued | Currency | Issue amount | | | Accruals | Total | | Interest Rate | Issue Date | Maturity Date | Index |
|--|----------|------------------|-------------------------|----------------------------|----------------|----------------------------|----------|-------------------|-------------------|---|-------|
| | | Total | Subscribed by the Group | Consolidated Balance Sheet | | Consolidated Balance Sheet | | | | | |
| Covered Bonds - Mortgage | | | | | | | | | | | |
| Hipotecária XIV | EUR | 750,000 | 750,000 | - | - | - | 0.75% | 04 March 2015 | 04 March 2022 | Fixed Rate | |
| Hipotecária XV | EUR | 750,000 | - | 750,000 | (3,876) | 746,124 | 0.88% | 27 October 2015 | 27 October 2020 | Fixed Rate | |
| Hipotecária XVI | EUR | 200,000 | 200,000 | - | - | - | 0.84% | 24 February 2016 | 24 February 2022 | Fixed Rate | |
| Hipotecária XVII | EUR | 750,000 | 750,000 | - | - | - | 0.90% | 15 April 2016 | 15 April 2023 | Fixed Rate | |
| Hipotecária XVIII | EUR | 750,000 | 750,000 | - | - | - | 0.65% | 26 July 2016 | 26 July 2023 | Fixed Rate | |
| Hipotecárias XX | EUR | 750,000 | 750,000 | - | - | - | 1.20% | 07 December 2017 | 07 December 2027 | Fixed Rate | |
| Hipotecárias XXI | EUR | 1,000,000 | 1,000,000 | - | - | - | 1.48% | 10 April 2017 | 10 April 2027 | Fixed Rate | |
| Hipotecárias XXII | EUR | 1,000,000 | - | 1,000,000 | (5,819) | 994,181 | 0.88% | 25 April 2017 | 25 April 2024 | Fixed Rate | |
| Hipotecárias XXIII | EUR | 1,000,000 | - | 1,000,000 | (190) | 999,810 | 1.25% | 26 September 2017 | 26 September 2027 | Fixed Rate | |
| | | 6,950,000 | 4,200,000 | 2,750,000 | (9,885) | 2,740,115 | | | | | |
| Bonds issued on securitization operations | | | | | | | | | | | |
| Hipototta 4 - Class A - Notes | EUR | 521,650 | 381,740 | 139,910 | (459) | 139,451 | Floating | 09 December 2005 | 30 December 2048 | Euribor 3m+0.12% (until early reimbursement in December de 2014); Euribor 3m+0.24% (after early reimbursement date) | |
| Hipototta 4 - Class B - Notes | EUR | 18,978 | 18,978 | - | - | - | Floating | 09 December 2005 | 30 December 2048 | Euribor 3m+0.19% (until early reimbursement in December de 2014); Euribor 3m+0.40% (after early reimbursement date) | |
| Hipototta 4 - Class C - Notes | EUR | 59,936 | 59,936 | - | - | - | Floating | 09 December 2005 | 30 December 2048 | Euribor 3m+0.29% (until early reimbursement in December de 2014); Euribor 3m+0.58% (after early reimbursement date) | |
| Hipototta 4 - Class D - Notes | EUR | 14,000 | 14,000 | - | - | - | Floating | 09 December 2005 | 30 December 2048 | Residual return generated by securitized portfolio | |
| Hipototta 5 - Class A2 - Notes | EUR | 476,395 | 336,093 | 140,302 | (205) | 140,097 | Floating | 22 March 2007 | 28 February 2060 | Euribor 3m+0.13% (until early reimbursement in February de 2014); Euribor 3m+0.26% (after early reimbursement date) | |
| Hipototta 5 - Class B - Notes | EUR | 26,000 | 26,000 | - | - | - | Floating | 22 March 2007 | 28 February 2060 | Euribor 3m+0.17% (until early reimbursement in February de 2014); Euribor 3m+0.34% (after early reimbursement date) | |
| Hipototta 5 - Class C - Notes | EUR | 24,000 | 24,000 | - | - | - | Floating | 16 March 2007 | 28 February 2060 | Euribor 3m+0.24% (until early reimbursement in February de 2014); Euribor 3m+0.48% (after early reimbursement date) | |
| Hipototta 5 - Class D - Notes | EUR | 26,000 | 26,000 | - | - | - | Floating | 22 March 2007 | 28 February 2060 | Euribor 3m+0.50% (until early reimbursement in February de 2014); Euribor 3m+1.00% (after early reimbursement date) | |
| Hipototta 5 - Class E - Notes | EUR | 31,000 | 31,000 | - | - | - | Floating | 22 March 2007 | 28 February 2060 | Euribor 3m+1.75% (until early reimbursement in February de 2014); Euribor 3m+3.50% (after early reimbursement date) | |
| Hipototta 5 - Class F - Notes | EUR | 6,000 | 6,000 | - | - | - | Floating | 22 March 2007 | 28 February 2060 | Residual return generated by securitized portfolio | |

SANTANDER TOTTA, SGPS

DEBT SECURITIES ISSUED AT JUNE 30, 2019 (NOTE 20)

(Amounts expressed in thousands Euros – tEuros)

| Securities issued | Currency | Issue amount | | | Accruals | Total | | Interest Rate | Issue Date | Maturity Date | Index |
|---------------------------------------|----------|-------------------|-------------------------|----------------------------|-----------------|----------------------------|----------|-------------------|-------------------|--|-------|
| | | Total | Subscribed by the Group | Consolidated Balance Sheet | | Consolidated Balance Sheet | | | | | |
| Azor Mortgage PLC Class A | EUR | - | - | - | - | - | Floating | 25 November 2004 | 20 September 2047 | Euribor 3m + 0.30% | |
| Azor Mortgage PLC Class B | EUR | 18,099 | 953 | 17,146 | 204 | 17,350 | Floating | 25 November 2004 | 20 September 2047 | Euribor 3m + 0.76% | |
| Azor Mortgage PLC Class C | EUR | 9,000 | 2,500 | 6,500 | 254 | 6,754 | Floating | 25 November 2004 | 20 September 2047 | Euribor 3m + 1.75% | |
| Azor Mortgage PLC Class D | EUR | 10,000 | 10,000 | - | - | - | Floating | 25 November 2004 | 20 September 2047 | Residual return generated by securitized portfolio | |
| Atlantes Mortgage PLC no. 2 - A | EUR | 117,811 | - | 117,811 | (15,574) | 102,237 | Floating | 05 March 2008 | 18 September 2060 | Euribor 3m + 0.33% | |
| Atlantes Mortgage PLC no. 2 - B | EUR | 13,817 | 13,817 | - | - | - | Floating | 05 March 2008 | 18 September 2060 | Euribor 3m + 0.95% | |
| Atlantes Mortgage PLC no. 2 - C | EUR | 5,632 | 5,632 | - | - | - | Floating | 05 March 2008 | 18 September 2060 | Euribor 3m + 1.65% | |
| Atlantes Mortgage PLC no. 2 - D | EUR | 16,125 | 16,125 | - | - | - | Floating | 05 March 2008 | 18 September 2060 | Residual return generated by securitized portfolio | |
| Azor Mortgage PLC no. 2 - A | EUR | 91,046 | 91,046 | - | - | - | Floating | 24 July 2008 | 14 December 2065 | Euribor 3m + 0.30% | |
| Azor Mortgage PLC no. 2 - B | EUR | 43,080 | 43,080 | - | - | - | Floating | 24 July 2008 | 14 December 2065 | Euribor 3m + 0.8% | |
| Azor Mortgage PLC no. 2 - C | EUR | 6,750 | 6,750 | - | - | - | Floating | 24 July 2008 | 14 December 2065 | Residual return generated by securitized portfolio | |
| Atlantes Mortgage PLC no. 3 - A | EUR | 201,889 | 62,921 | 138,968 | (11,164) | 127,804 | Floating | 30 October 2008 | 20 August 2061 | Euribor 3m + 0.20% | |
| Atlantes Mortgage PLC no. 3 - B | EUR | 28,953 | 28,953 | - | - | - | Floating | 30 October 2008 | 20 August 2061 | Euribor 3m + 0.50% | |
| Atlantes Mortgage PLC no. 3 - C | EUR | 51,061 | 51,061 | - | - | - | Floating | 30 October 2008 | 20 August 2061 | Residual return generated by securitized portfolio | |
| Atlantes Mortgage PLC no. 4 - A | EUR | 228,614 | - | 228,614 | (32,131) | 196,483 | Floating | 16 February 2009 | 30 December 2064 | Euribor 3m + 0.15% | |
| Atlantes Mortgage PLC no. 4 - B | EUR | 25,176 | 25,176 | - | - | - | Floating | 16 February 2009 | 30 December 2064 | Euribor 3m + 0.30% | |
| Atlantes Mortgage PLC no. 4 - C | EUR | 69,381 | 69,381 | - | - | - | Floating | 16 February 2009 | 30 December 2064 | Residual return generated by securitized portfolio | |
| Atlantes Mortgage PLC no. 5 - A | EUR | 187,410 | 187,410 | - | - | - | Floating | 21 December 2009 | 23 November 2068 | Euribor 3m + 0.15% | |
| Atlantes Mortgage PLC no. 5 - B | EUR | 34,601 | 34,601 | - | - | - | Floating | 21 December 2009 | 23 November 2068 | Euribor 3m + 0.30% | |
| Atlantes Mortgage PLC no. 5 - C | EUR | 62,011 | 62,011 | - | - | - | Floating | 21 December 2009 | 23 November 2068 | Residual return generated by securitized portfolio | |
| Atlantes Mortgage PLC no. 7 - A | EUR | 148,446 | 148,446 | - | - | - | Floating | 19 November 2010 | 23 August 2066 | Euribor 3m + 0.15% | |
| Atlantes Mortgage PLC no. 7 - B | EUR | 27,586 | 27,586 | - | - | - | Floating | 19 November 2010 | 23 August 2066 | Euribor 3m + 0.30% | |
| Atlantes Mortgage PLC no. 7 - C | EUR | 57,206 | 57,206 | - | - | - | Floating | 19 November 2010 | 23 August 2066 | Residual return generated by securitized portfolio | |
| Hipototta nº13 Class A | EUR | 1,358,300 | 1,358,300 | - | - | - | Floating | 09 January 2018 | 23 October 2072 | Euribor 3m + 0.6% | |
| Hipototta nº13 Class B | EUR | 484,000 | 484,000 | - | - | - | Floating | 09 January 2018 | 23 October 2072 | Euribor 3m + 1% | |
| Hipototta nº13 Class C | EUR | 56,920 | 56,920 | - | - | - | Floating | 09 January 2018 | 23 October 2072 | Residual return generated by securitized portfolio | |
| Hipototta nº13 Class D | EUR | - | - | - | - | - | | | | | |
| | | 4,556,873 | 3,767,622 | 789,251 | (59,075) | 730,176 | | | | | |
| Other | | | | | | | | | | | |
| Euro medium Term Note-37 ^a | EUR | 212 | - | 212 | 3 | 215 | 1.00% | 09 August 2016 | 09 August 2019 | Fixed Rate | |
| Euro medium Term Note-38 ^a | EUR | 499 | - | 499 | 4 | 503 | 1.00% | 29 September 2016 | 29 September 2019 | Fixed Rate | |
| | | 711 | - | 711 | 7 | 718 | | | | | |
| | | 11,507,584 | 7,967,622 | 3,539,962 | (68,953) | 3,471,009 | | | | | |

SANTANDER TOTTA - SGPS, S.A.

SUBORDINATED LIABILITIES AT JUNE 30, 2019 (NOTE 20)

(Amounts expressed in thousands Euros – tEuros)

| Securities issued | Moeda | Issue amount | | | Accrual | | | Total | Interest Rate | Maturity date | Early repayment as from: |
|--|-------|----------------|-------------------------|----------------------------|------------|-------------------------|----------------------------|----------------------------|---------------|---------------|--------------------------|
| | | Total | Subscribed by the Group | Consolidated Balance Sheet | Total | Subscribed by the Group | Consolidated Balance Sheet | Consolidated Balance Sheet | | | |
| Subordinated Perpetual Bonds Totta 2000 | EUR | 270,447 | 270,447 | - | 96 | 96 | - | - | 1.45% | Perpetual | June 22, 2010 |
| Subordinated Perpetual Bonds BSP 2001 | EUR | 13,818 | 13,818 | - | 23 | 23 | - | - | 1.52% | Perpetual | February 23, 2011 |
| Subordinated Perpetual Bonds CPP 2001 | EUR | 4,275 | 4,275 | - | 73 | 73 | - | - | 1.52% | Perpetual | February 23, 2011 |
| Obrigações Banco Santander Totta, SA 7,5% 06/10/2026 | EUR | 7,599 | - | 7,599 | 418 | - | 418 | 8,017 | 7.50% | Perpetual | October 6, 2026 |
| | | 296.139 | 288.540 | 7.599 | 610 | 192 | 418 | 8.017 | | | |