

FINAL TERMS FOR COVERED BONDS

Final Terms dated 2 March 2022.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS

The Covered Bonds are not intended to be offered, sold or otherwise made available to (and should not be offered, sold or otherwise made available to) any retail investor in the European Economic Area (the "EEA"). For these purposes, a retail investor means a person who is one (or more) of: (a) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"), (b) a customer within the meaning of Directive (EU) 2016/97 of the European Parliament and of the Council of 20 January 2016 on insurance distribution (recast), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II, or (c) not a qualified investor as defined in Regulation (EU) 2017/1129 (the "Prospectus Regulation"). Consequently, no key information document required by Regulation (EU) no. 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Covered Bonds or otherwise making them available to retail investors in the EEA has been prepared and, therefore, offering or selling the Covered Bonds or otherwise making them available to any retail investor in the EEA might be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS

The Covered Bonds are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"), (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA, or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Covered Bonds or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II PRODUCT GOVERNANCE – PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET

Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or

recommending the Covered Bonds (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Covered Bonds (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

UK MiFIR PRODUCT GOVERNANCE – PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET

Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018/EUWA ("UK MiFIR"); and (ii) all channels for distribution of the Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Covered Bonds (a "UK distributor") should take into consideration the manufacturer's target market assessment; however, a UK distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") is responsible for undertaking its own target market assessment in respect of the Covered Bonds (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Banco Santander Totta, S.A.

Issue of €750,000,000 0.639 per cent. Covered Bonds due March 2029

under the EUR 12,500,000,000 Covered Bonds Programme

THE COVERED BONDS (AS DESCRIBED HEREIN) ARE MORTGAGE COVERED BONDS ISSUED IN ACCORDANCE WITH DECREE-LAW 59/2006, OF 20 MARCH 2006 (THE "COVERED BONDS LAW"). THE ISSUER HAS THE CAPACITY TO ISSUE COVERED BONDS IN ACCORDANCE WITH THE COVERED BONDS LAW. THE FINANCIAL OBLIGATIONS OF THE ISSUER UNDER THE COVERED BONDS ARE SECURED BY THE COVER POOL MAINTAINED BY THE ISSUER IN ACCORDANCE WITH THE COVERED BONDS LAW.

This document constitutes the Final Terms relating to the issue of Covered Bonds described herein.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Covered Bonds (the "Terms and Conditions") set forth in the Base Prospectus dated 20 May 2021 and the supplement dated 28 February 2022 (the "Base Prospectus") which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the "Prospectus Regulation"). This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of Article 8 of the Prospectus Regulation and

must be read in conjunction with such Base Prospectus as so supplemented in order to obtain all the relevant information. The Base Prospectus as supplemented is available for viewing at Banco Santander Totta, S.A., Rua Áurea, no. 88, 1100-063 Lisbon, Portugal, and copies may be obtained from the same address. A copy of the Base Prospectus and any supplements thereto are available for viewing at www.cnmvm.pt and www.santander.pt.

1.	Issuer:	Banco Santander Totta, S.A.
	(i) Series Number:	27
	(ii) Tranche Number:	1
2.	Specified Currency or Currencies:	“EUR” or “€”
	(i) Aggregate Nominal Amount of Covered Bonds:	
	(a) Series:	€750,000,000
	(b) Tranche:	€750,000,000
	(ii) Specify whether Covered Bonds are to be admitted to trading:	Yes (Series Number 27)
	(iii) Issue Price:	100 per cent. of the Aggregate Nominal Amount
	(iv) Net Proceeds (Required only for listed issues):	€750,000,000
3.	Specified Denominations:	€100,000
	(i) Issue Date:	4 March 2022
	(ii) Interest Commencement Date:	Issue Date
4.	Maturity Date:	4 March 2029
5.	Extended Maturity Date:	Applicable 4 March 2030
6.	Interest Basis:	
	(i) Period to (and including) Maturity Date:	0.639 per cent. Fixed Rate
	(ii) Period from (but excluding) Maturity Date up to (and including) Extended Maturity Date:	1-month EURIBOR + Margin Margin = +0.115 per cent. per annum (further particulars specified below)
7.	Redemption/Payment Basis:	Redemption at par

8.	Change of Interest or Redemption/Payment Basis:	Fixed Rate Covered Bonds provisions apply up to the Maturity Date as per item 12 and Floating Rate Covered Bonds provisions apply from the Maturity Date up to the Extended Maturity Date as per item 13
9.	Put/Call Options:	Not Applicable
	(i) Status of the Covered Bonds:	The Covered Bonds will be direct, unconditional and senior obligations of the Issuer and rank equally with all other mortgage covered bonds issued or to be issued by the Issuer. The Covered Bonds will qualify as mortgage covered bonds for the purposes of the Covered Bonds Law.
	(ii) Date Executive Committee approval for issuance of Covered Bonds obtained:	26 January 2022
10.	Method of distribution:	Non-syndicated
11.	Listing/Admission to Regulated Market:	Euronext Lisbon

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

12.	Fixed Rate Covered Bonds Provisions	
	• To Maturity Date:	Applicable
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(i) Rate(s) of Interest:	
	• To Maturity Date:	0.639 per cent. <i>per annum</i> payable annually in arrear
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(ii) Interest Payment Date(s):	
	• To Maturity Date:	4 March in each year up to and including the Maturity Date
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(iii) Fixed Coupon Amount:	
	• To Maturity Date:	€639 per 100,000 in nominal amount
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(iv) Broken Amount:	
	• To Maturity Date:	Not Applicable
	• From Maturity Date up to Extended Maturity Date:	Not Applicable

	(v) Day Count Fraction	
	• To Maturity Date:	Actual/Actual (ICMA)
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(vi) Determination Date(s):	
	• To Maturity Date:	4 March in each year
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Covered Bonds:	None
13.	Floating Rate Covered Bonds Provisions	Not Applicable
	• To Maturity Date:	
	• From Maturity Date up to Extended Maturity Date:	Applicable
	(i) Specified Period(s)/Specified Interest Payment Dates:	
	• From Maturity Date up to Extended Maturity Date:	Starting on 4 March 2029 up to and including the Extended Maturity Date / Monthly on the 4th calendar day of each month or, in the event such day is not a Business Day, the following Business Day
	(ii) Business Day Convention:	
	• From Maturity Date up to Extended Maturity Date:	Following Business Day Convention
	(iii) Additional Business Centre(s):	
	• From Maturity Date up to Extended Maturity Date:	Not Applicable
	(iv) Manner in which the Rate of Interest and Interest Amount is to be determined:	
	• From Maturity Date up to Extended Maturity Date:	Screen Rate Determination
	(v) Party responsible for calculating the Rate of Interest and Interest Amount:	
	• From Maturity Date up to Extended Maturity Date:	Banco Santander Totta, S.A.

- (vi) Screen Rate Determination:
- A. From Maturity Date up to Extended Maturity Date:
- Reference Rate: 1-month EURIBOR
 - Interest Determination Date: Second day on which the TARGET2 System is open prior to the start of each Interest Period
 - Relevant Screen Page: Reuters EURIBOR01
- (vii) ISDA Determination: Not Applicable
- A. To Maturity Date: Not Applicable
- Floating Rate Option: Not Applicable
 - Designated Maturity: Not Applicable
 - Reset Date: Not Applicable
- B. From Maturity Date up to Extended Maturity Date: Not Applicable
- Floating Rate Option: Not Applicable
 - Designated Maturity: Not Applicable
 - Reset Date: Not Applicable
- (viii) Margin(s):
- To Maturity Date: Not Applicable
 - From Maturity Date up to Extended Maturity Date: +0.115 per cent. *per annum*
- (ix) Minimum Rate of Interest:
- To Maturity Date: Not Applicable
 - From Maturity Date up to Extended Maturity Date: Not Applicable
- (x) Maximum Rate of Interest:
- To Maturity Date: Not Applicable
 - From Maturity Date up to Extended Maturity Date: Not Applicable
- (xi) Day Count Fraction:
- From Maturity Date up to Extended Maturity Date: Actual/360

(xii) Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Covered Bonds, if different from those set out in the Terms and Conditions:

- From Maturity Date up to Extended Maturity Date: Not Applicable

14. Zero Coupon Covered Bonds Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

15. Call Option: Not Applicable

16. Put Option: Not Applicable

17. Final Redemption Amount of each Covered Bond: €100,000 per Covered Bond of €100,000 Specified Denomination

Early Redemption Amount of each Covered Bond payable on an event of default and/or the method of calculating the same (if required or if different from that set out in Condition 6 (*Redemption and Purchase*)): Applicable

GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

18. Form of Covered Bonds: Book-Entry form (*forma escritural*)
Nominative form (*nominativas*)

19. Other final terms: Not Applicable

DISTRIBUTION

20. (i) If syndicated, names of Managers: Not Applicable

(ii) Date of Subscription Agreement: Not Applicable

(iii) Stabilisation Manager(s) (if any): Not Applicable

If non-syndicated, name of relevant Dealer: Not Applicable

21. U.S. Selling Restrictions: Not Applicable

22. Additional selling restrictions: Not Applicable

23. Prohibition of Sales to EEA Retail Investors: Applicable

24. Prohibition of Sales to UK Retail Investors: Applicable

25. Prohibition of Sales to Belgian Consumers: Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms for issue and admission to trading on the regulated market of Euronext Lisbon. The Base Prospectus and the form of Final Terms allows for admission to trading on other regulated markets of the Covered Bonds described herein pursuant to the EUR 12,500,000,000 Covered Bonds Programme of Banco Santander Totta, S.A.

RESPONSIBILITY

The Issuer is responsible for the information contained in these Final Terms. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

By:

Duly authorised


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PART B – OTHER INFORMATION

1. Listing

- (i) Listing *and* admission to trading: Application has been made for the Covered Bonds to be admitted to trading on Euronext Lisbon with effect from 4 March 2022.
- (ii) Estimate of total expenses related to admission to trading: 5,000

2. Ratings

- Ratings: The Covered Bonds to be issued are expected to be rated by Moody's, Fitch and DBRS. Each of Moody's, Fitch and DBRS are established in the European Economic Area ("EEA") and are registered under Regulation (EC) no. 1060/2009, as amended (the "CRA Regulation"):
- Moody's: Aa2
- Fitch: A+
- DBRS: AA (low)

3. Interests of Natural and Legal Persons Involved in the Issue

Not applicable.

4. Reasons for the Offer, Estimated Net Proceeds (Issue Price minus the fees payable to the Managers/Dealers) and Estimated Total Expenses (the total expenses relating to admission to trading and the fees payable to the Managers/Dealers)

- (i) Reasons for the offer: General corporate purposes
- (ii) Estimated net proceeds: €750,000,000
- (iii) Estimated total expenses: 5,000

5. Yield

Indication of yield: 0.639%

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. Operational Information

ISIN Code: PTBSRCOM0038

Common Code: 245429649

CFI: DGFSFR

FISN

BST SA/.639 OB 20290304 SR27

Delivery:

Delivery free of payment

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility:

Yes

Note that the designation "yes" simply means that the Covered Bonds are intended upon issue to be registered with Interbolsa – Sociedade Gestora de Sistemas de Liquidação e de Sistemas Centralizados de Valores Mobiliários, S.A. in its capacity as a securities settlement system, and does not necessarily mean that the Covered Bonds will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.