

AGENDA FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING

1 Annual accounts and corporate management.

- 1A Annual accounts and directors' reports of Banco Santander, S.A. and of its consolidated group for 2023.
- 1B Consolidated statement of non-financial information for 2023, which is part of the consolidated directors' report.
- 1C Corporate management for 2023.

2 Application of results obtained during 2023.

3 Board of directors: appointment and re-election of directors.

- 3A Setting of the number of directors.
- 3B Appointment of Mr Juan Carlos Barrabés Cónsul.
- 3C Appointment of Mr Antonio Francesco Weiss.
- 3D Re-election of Mr Javier Botín-Sanz de Sautuola y O'Shea.
- 3E Re-election of Mr Germán de la Fuente Escamilla.
- 3F Re-election of Mr Henrique de Castro.
- 3G Re-election of Mr José Antonio Álvarez Álvarez.
- 3H Re-election of Ms Belén Romana García.

4 Re-election of the external auditor for financial year 2024.

5 Share capital.

- 5A Authorisation to the board of directors to increase the share capital of the Bank on one or more occasions and at any time, within a 3-year period, through cash contributions in the maximum nominal amount of EUR 3,956,394,643. Delegation of the power to exclude pre-emptive rights.
- 5B Reduction in share capital in the maximum amount of EUR 783,428,928.50, through the cancellation of a maximum of 1,566,857,857 own shares. Delegation of powers.
- 5C Reduction in share capital in the maximum amount of EUR 791,278,928.50, through the cancellation of a maximum of 1,582,557,857 own shares. Delegation of powers.

6 Remuneration.

- 6A Directors' remuneration policy.
- 6B Setting of the maximum amount of annual remuneration to be paid to all the directors in their capacity as such.
- 6C Approval of maximum ratio between fixed and variable components of total remuneration of executive directors and other employees belonging to categories with professional activities that have a material impact on the risk profile.
- 6D Deferred Multiyear Objectives Variable Remuneration Plan.
- 6E Application of the Group's buy-out regulations.
- 6F Annual directors' remuneration report (consultative vote).

7 Authorisation to the board and grant of powers for conversion into public instrument.