

Board of Governors of the Federal Reserve System

Annual Report of Holding Companies—FR Y-6 **MAR 20 2017**Supervision, Regulation and
Credit Department

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Scott Powell

Name of the Holding Company Director and Official

Director, President and Chief Executive Officer

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official
March 15, 2017

Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3981856
C.I. _____

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2016

Month / Day / Year

549300SMVCQN2P006158 ✓

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Santander Holdings USA, Inc.

Legal Title of Holding Company

75 State Street

(Mailing Address of the Holding Company) Street / P.O. Box

BostonMA02109

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Gerard ChamberlainSr. Deputy General Counsel

Name

Title

(617)346-7322

Area Code / Phone Number / Extension

(617)757-5657

Area Code / FAX Number

gchamber@santander.us

E-mail Address

www.santanderbank.com

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion
of this report submission?

0=No

1=Yes

1In accordance with the General Instructions for this report
(check only one),

1. a letter justifying this request is being provided along
with the report ☒
2. a letter justifying this request has been provided
separately ☐

NOTE: Information for which confidential treatment is being
requested must be provided separately and labeled
as "confidential."

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Santander BanCorp

Legal Title of Subsidiary Holding Company

P.O. Box 362589

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

San Juan

Puerto Rico

00936-2589

City

State

Zip Code

207 Ponce de Leon Ave, San Juan, Puerto Rico 00917

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City

State

Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
Santander Holdings USA, Inc.
Boston, Massachusetts, USA
Fiscal Year Ending December 31, 2016

Report Item 1. Annual Report to Shareholders:

- Santander Holdings USA, Inc.: Not applicable
- Santander BanCorp: Not applicable

Report Item 2a

Form FR Y-6
Santander Holdings USA, Inc.
Boston, Massachusetts, USA
Fiscal Year Ending December 31, 2016

Report Item 2a. Organizational Chart (See Below)

- (1) Santander Holdings USA, Inc.
LEI – 549300SMVCQN2P0O6I58
Boston, MA – voting equity, 100%
Incorporated in Virginia
- (2) Banco Santander International
LEI – 549300WBCQH42LBI20
Miami, FL – voting equity, 100%
Incorporated in Florida
- (2) Independence Community Bank Corp.
LEI – N/A
Brooklyn, NY – voting equity, 100%
Incorporated in Delaware
- (3) Santander Bank, National Association
LEI – TR24TWEY5RVRQV65HD49
Wilmington, DE – voting equity, 19% [*Santander Holdings USA, Inc. owns 80%*]
Incorporated – Federal Charter
- (2) Santander BanCorp
LEI – 549300CWCCS20I25N084
San Juan, Puerto Rico – voting equity, 100%
Incorporated in Puerto Rico

- (3) Banco Santander Puerto Rico
LEI – 549300QO3CMBIN236004
San Juan, Puerto Rico – voting equity, 100%
Incorporated in Puerto Rico
- (4) Santander Insurance Agency, Inc.
LEI – N/A
San Juan, Puerto Rico – voting equity, 100%
Incorporated in Puerto Rico
- (2) Santander Bank, National Association
LEI – TR24TWEY5RVRQV65HD49
Wilmington, DE – voting equity, 80% [*Independence Community Bank Corp. owns 19%*]
Incorporated – Federal Charter
- (3) Capital Street Delaware LP
LEI – N/A
Wilmington, DE – LP, 99% [*Sovereign REIT Holdings, Inc. – GP and LP, 1%*]
Incorporated in Delaware
- (4) Capital Street REIT Holdings, LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware
- (5) Capital Street S.A.
LEI – N/A
Luxembourg, Luxembourg – 10,000 Class B preferred equity certificates
Incorporated in Luxembourg

- (3) Capital Street Holdings, LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware
- (4) Capital Street S.A.
LEI – N/A
Luxembourg, Luxembourg – 2,500 Class C preferred equity certificates, 2,500 Class A common voting shares, 2,500 Class C common voting shares, 100 Class D nonvoting preferred shares
Incorporated in Luxembourg
- (3) Independence Community Commercial Reinvestment Corp.
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (3) PBE Companies, LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware
- (3) Punta Lima, LLC
LEI – 549300QQ070D6M7GOI225
Boston, MA – MM, 100%
Incorporated in Delaware
- (3) SOV APEX LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware

- (3) Sovereign Community Development Company
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (3) Santander Leasing, LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware
- (3) Sovereign Precious Metals, LLC
LEI – N/A
Wyomissing, PA – MM, 100%
Incorporated in Pennsylvania
- (3) Sovereign REIT Holdings, Inc.
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (4) Sovereign Real Estate Investment Trust
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (4) Capital Street Delaware LP
LEI – N/A
Wilmington, DE – GP and LP, 1% [*Santander Bank, National Association – LP, 99%*]
Incorporated in Delaware

- (5) Capital Street REIT Holdings, LLC
LEI – N/A
Wilmington, DE – MM, 100%
Incorporated in Delaware
- (6) Capital Street S.A.
LEI – N/A
Luxembourg, Luxembourg – 10,000 Class B preferred equity certificates
Incorporated in Luxembourg
- (3) Santander Bank Foundation
LEI – N/A
Wyomissing, PA – Other Interest
Incorporated in Pennsylvania
- (3) Santander Finance 2012-1 LLC
LEI – N/A
Boston, MA – MM, 100%
Incorporated in Delaware
- (4) Sovereign Lease Holdings, LLC
LEI – 549300Z80DWV4UEJWN32
Boston, MA – NMM, 1% [*Santander Bank, National Association – MM, 99%*]
Incorporated in Delaware
- (5) Shiloh III Wind Project, LLC
LEI – N/A
Boston, MA – MM, 100%
Incorporated in Delaware

- (3) Sovereign Lease Holdings, LLC
LEI – 549300Z80DWV4UEJWN32
Boston, MA – MM, 99% [*Santander Finance 2012-1 LLC – NMM, 1%*]
Incorporated in Delaware
- (4) Shiloh III Wind Project, LLC
LEI – N/A
Boston, MA – MM, 100%
Incorporated in Delaware
- (2) Santander Consumer USA Holdings Inc.
LEI – 5493004SHNXEHZ58X76
Dallas, TX – voting equity, 58%
Incorporated in Delaware
- (3) Santander Consumer USA Inc.
LEI – 549300CKTOSVCXZTTR71
Dallas, TX – voting equity, 100%
Incorporated in Illinois
- (4) Chrysler Capital Auto Funding I LLC
LEI – 54930024B0MM0XOJFE25
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Funding II LLC
LEI – 549300QMOVKL2WL2OS24
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Chrysler Capital Auto Receivables Trust 2013-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2013-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2014-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2014-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2015-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2015-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Chrysler Capital Auto Receivables Trust 2016-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables Trust 2016-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) CCAP Auto Lease Ltd.
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Chrysler Capital Auto Receivables LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Chrysler Capital Master Auto Receivables Funding LLC
LEI – 549300V0ELY93U08VM58
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Chrysler Capital Master Auto Receivables Funding 2 LLC
LEI – 549300S428SIR852IV52
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Consumer Lending Receivables LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Consumer Lending Receivables Trust 2016-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Consumer Lending Receivables Trust 2016-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2015-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2015-B
LEI – 54930016T32I4NYWF543
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2015-C
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Drive Auto Receivables Trust 2015-D
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2016-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2016-B
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Drive Auto Receivables Trust 2016-C
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Consumer Receivables Funding LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2011-A LLC
LEI – 549300EVNTP1B70C1888
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer Auto Receivables Funding 2013-B2 LLC
LEI – 549300C59U4HMQE58U66
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2013-B3 LLC
LEI – 549300D409TL86RTM174
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2013-L1 LLC
LEI – 549300O1IPF70095LG45
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2014-B1 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2014-B2 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2014-B3 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer Auto Receivables Funding 2014-B4 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2014-B5 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2014-L1 LLC
LEI – 5493005DMZ6JUGER1R88
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2015-L1 LLC
LEI – 549300H2IOFF3AW4DE63
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2015-L2 LLC
LEI – 549300V8AV4GOF37UI09
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2015-L3 LLC
LEI – 549300KUQMFB9Q803C84
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer Auto Receivables Funding 2015-L4 LLC
LEI – 5493001WX364GPCN4482
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-B1 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-B2 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-B3 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-B4 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-L1 LLC
LEI – 549300LQYXZBPG0EJ252
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer Auto Receivables Funding 2016-L2 LLC
LEI – 549300R80K1S08Q8RE50
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-L3 LLC
LEI – 549300A6M4YQO42IEW13
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Auto Receivables Funding 2016-L4 LLC
LEI – 549300OXCVCVZ92LNRP14
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Captive Auto Funding LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Captive Auto Funding 5 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer ABS Funding 2 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer ABS Funding 3 LLC
LEI – 549300Z683KEJ8WNM518
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Funding 3 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Funding 5 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer International Puerto Rico, LLC
LEI – N/A
San Juan, PR – NMM, 100%
Incorporated in Puerto Rico
- (4) Santander Consumer Receivables 3 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Receivables 7 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware

- (4) Santander Consumer Receivables 9 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Receivables 10 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Receivables 11 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Consumer Receivables 12 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2012-4
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Drive Auto Receivables Trust 2012-5
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2012-6
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2012-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2013-A
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2013-1
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2013-2
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Drive Auto Receivables Trust 2013-3
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2013-4
LEI – 549300ST4K202P38IS08
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2013-5
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2014-S6
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2014-1
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2014-2
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Drive Auto Receivables Trust 2014-3
LEI – 549300H6OOKA58KH8E88
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2014-4
LEI – 549300DU4YUH6HNZIN98
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2014-5
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-1
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-2
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-3
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Drive Auto Receivables Trust 2015-4
LEI – 549300GZMOJ10UAGZ40
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-5
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S1
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S2
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S3
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S4
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Drive Auto Receivables Trust 2015-S5
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S6
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2015-S7
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2016-1
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2016-2
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware
- (4) Santander Drive Auto Receivables Trust 2016-3
LEI – N/A
Dallas, TX – voting equity, 100%
Incorporated in Delaware

- (4) Santander Revolving Asset Funding 1 LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (4) SIAF LLC
LEI – N/A
Dallas, TX – NMM, 100%
Incorporated in Delaware
- (2) Santander Insurance Agency, U.S., LLC
LEI – N/A
Boston, MA – MM, 100%
Incorporated in Massachusetts
- (2) Santander Investment Securities, Inc.
LEI – 549300FT36TF8GQFTL08
New York, NY – voting equity, 100%
Incorporated in Delaware
- (2) Santander Securities LLC
LEI – N/A
San Juan, PR – MM, 100%
Incorporated in Puerto Rico
- (2) Services and Promotions Delaware Corp.
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware

- (3) Services and Promotions Miami LLC
LEI – N/A
Miami, FL – MM, 100%
Incorporated in Florida
- (2) Sovereign Capital Trust IX
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (2) Sovereign Capital Trust VI
LEI – N/A
Newark, DE – voting equity, 100%
Incorporated in Delaware
- (2) Sovereign Delaware Investment Corporation
LEI – N/A
Wilmington, DE – voting equity, 100%
Incorporated in Delaware
- (2) Waypoint Insurance Group, Inc.
LEI – N/A
York, PA – voting equity, 100%
Incorporated in Pennsylvania

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Results: A list of branches for your depository institution: **BANK OF SANTANDER PUERTO RICO (B.O. RS50 - 816210)**.
This depository institution is held by **SANTANDER BANCORP (2847115) of SAN JUAN, PR**.
The data are as of **12/31/2016**. Data reflects information that was received and processed through **01/10/2017**.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the Effective Date column

Actions

OK If the branch information is correct, enter **OK** in the Data Action column.
Change If the branch information is incorrect or incomplete, revise the data, enter **Change** in the Data Action column and the date when this information first became valid in the Effective Date column.
Close If a branch listed was sold or closed, enter **Close** in the Data Action column and the sale or closure date in the Effective Date column.
Delete If a branch listed was never owned by this depository institution, enter **Delete** in the Data Action column.
Add If a reportable branch is missing, insert a row, add the branch data, and enter **Add** in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Deadlines

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of **Change**, **Close**, **Delete**, or **Add**.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://fintool.frbatlantennet.com>.

* FDIC, UNIMM, Office Number, and D_ RS50 columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID - RS50*	Popular Name	Street Address	City	State	Zip Code	Country	Country	FDIC UNIMM	Office Number*	Head Office	Head Office ID - RS50*	Comments
OK		Full Service (Head Office)	1314	AGUADILLA BRANCH	207 AVENUE PONCE DE LEON	SAN JUAN	PR	00917	AGUADILLA	PUERTO RICO	14389	0	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1718100	BARRANQUITAS BRANCH	19712 ARECIBO AVENIDA DE DIEGO BRANCH	ARECIBO	PR	00612	ARECIBO	PUERTO RICO	239254	11	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	1718100	BARRANQUITAS BRANCH	CALLE BARCELONA #60 & ESQ. PADRE DAVILA	BARRANQUITAS	PR	00794	BARRANQUITAS	PUERTO RICO	281663	74	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1789257	BAYAMON BRANCH	CARR #2, ESQ. CARR #167	BAYAMON	PR	00959	BAYAMON	PUERTO RICO	25179	62	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1789244	BAYAMON CEST. SHOPPING CENTER BRANCH	BAYAMON CEST. SHOPPING CENTER, CARR. #2, KM. 14.7	BAYAMON	PR	00961	BAYAMON	PUERTO RICO	281661	72	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508422	PLAZA DEL SOL II BRANCH	CENTRO COM. PLAZA DEL SOL, AVE. WEST MAIN STREET	CAGUAS	PR	00961	CAGUAS	PUERTO RICO	281775	112	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508500	PARQUE ESCOBAL BRANCH	AVENUE GUANTER RENIEZ # 179	CAGUAS	PR	00725	CAGUAS	PUERTO RICO	281775	97	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508600	SAN PATRICIO PLAZA BRANCH	VELLA FONTANA, AVE. TRAGOSO	CAGUAS	PR	00725	CAGUAS	PUERTO RICO	281774	97	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1718166	CAYEY BRANCH	PLAZA CAYEY, LOT 3	CAYEY	PR	00736	CAYEY	PUERTO RICO	281724	29	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	1718166	FAIRFORD SHOP CENTER BRANCH	CARR. ESTADAL #3, KM. 44.9	FAIRFORD	PR	00738	FAIRFORD	PUERTO RICO	281716	31	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	3508714	LA FUENTE TOWN CENTER BRANCH	AVENUE PEDRO ABELU CAMPOS & CALLE JOSE A. TORRES	GUAYAMA	PR	00784	GUAYAMA	PUERTO RICO	281763	117	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	878414	LAS CUMBRES BRANCH	PLAZA COLUMBIA	GUAYAMA	PR	00969	GUAYAMA	PUERTO RICO	251750	18	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508600	SAN PATRICIO PLAZA BRANCH	PIAZOLETA LAS CUMBRES	GUAYAMA	PR	00969	GUAYAMA	PUERTO RICO	251750	18	BANK OF SANTANDER PUERTO RICO	816210	
Change	1-Oct-17	Full Service	4866154	SANTANDER SELECT SAN PATRICIO BRANCH	CALLE TABONICO BAL. LOCAL #6, SANTANDER TOWER	GUAYAMA	PR	00657	GUAYAMA	PUERTO RICO	251769	106	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	2290711	JUANA DIAZ REAL BRANCH	107 AVENUE PONCE DE LEON, SEC 06011009	SAN JUAN	PR	00968	GUAYAMA	PUERTO RICO	141118	112	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	1710815	MANATI BRANCH	CARR. #3, KM. 78.1	HUMACAO	PR	00791	HUMACAO	PUERTO RICO	251763	99	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1717796	MAYAGUEZ BRANCH	CALLE DEGETAU & CALLE CARBON MADRISO	JUANA DIAZ	PR	00795	JUANA DIAZ	PUERTO RICO	251757	25	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508100	PUNCE PRCS BRANCH	CALLE PATRICIO POZO & CARR. 2	MANATI	PR	00680	MANATI	PUERTO RICO	239469	88	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1431290	PUNCE PLAZA DEL CARIBE BRANCH	CARR. #2, KM. 130.4	MAYAGUEZ	PR	00680	MAYAGUEZ	PUERTO RICO	28469	88	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	2125811	PUNCE PLAZA DEL CARIBE BRANCH	CARR. #2, KM. 130.4	MAYAGUEZ	PR	00680	MAYAGUEZ	PUERTO RICO	28469	88	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508100	PUNCE PRCS BRANCH	PLAZA DEGETAU, ESQ. PASO ANTONIO ARIAS	PONCE	PR	00731	PONCE	PUERTO RICO	251748	16	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1431290	PUNCE PLAZA DEL CARIBE BRANCH	CARR. #2, KM. 130.4	PONCE	PR	00731	PONCE	PUERTO RICO	251748	16	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	2125811	PUNCE PLAZA DEL CARIBE BRANCH	CARR. ESTADAL #1, LOCAL 173	PONCE	PR	00731	PONCE	PUERTO RICO	251748	16	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	1715962	SAN GERMAN BRANCH	CARR. ESTADAL #1, URB. EL RETIRO..	SAN GERMAN	PR	00683	SAN GERMAN	PUERTO RICO	28390	47	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	693411	65 DE INFANTERIA BRANCH	CALLE LUNA #191, URB. EL RETIRO..	SAN JUAN	PR	00926	SAN JUAN	PUERTO RICO	28390	47	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	911711	AVENIDA PINERO BRANCH	AVENUE 65 INFANTERIA & CALLE 13	SAN JUAN	PR	00921	SAN JUAN	PUERTO RICO	251752	20	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	7410	CALLE LOZA BRANCH	AVENUE JESUS PINERO #421-23	SAN JUAN	PR	00921	SAN JUAN	PUERTO RICO	28465	76	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	941916	DOMINICAN BRANCH	1608 CALLE LOZA	SAN JUAN	PR	00911	SAN JUAN	PUERTO RICO	28465	76	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	3508662	MONTEDIA TOWN CENTER BRANCH	317 AVENUE DOMINICAN	SAN JUAN	PR	00918	SAN JUAN	PUERTO RICO	251751	19	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	AVE. LOS ROMEROS, LOCAL D-10	SAN JUAN	PR	00926	SAN JUAN	PUERTO RICO	251760	84	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	525 AVENUE TO ROQUEVELL	SAN JUAN	PR	00928	SAN JUAN	PUERTO RICO	28383	39	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	525 AVENUE TO ROQUEVELL	SAN JUAN	PR	00928	SAN JUAN	PUERTO RICO	28383	39	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	CALLE BLUE BELVE & CALLE MIRABEAU	SAN SEBASTIAN	PR	00951	SAN SEBASTIAN	PUERTO RICO	289235	8	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	1 AVENUE LOS DOMINICOS	TOA BAIA	PR	00788	TOA BAIA	PUERTO RICO	288569	70	BANK OF SANTANDER PUERTO RICO	816210	
OK		Full Service	171711	PLAZA LAS AMERICAS BRANCH	CARR. #2 KM. 37.2 BO CARIBE	VEGA BAIA	PR	00763	VEGA BAIA	PUERTO RICO	288566	67	BANK OF SANTANDER PUERTO RICO	816210	
Close	22 Jun 18	Full Service	8979159	YALCO BRANCH	YALCO PLAZA #121	YALCO	PR	00698	YALCO	PUERTO RICO	251747	15	BANK OF SANTANDER PUERTO RICO	816210	

Santander Holdings USA, Inc.
Annual Report of Holding Companies: FR Y-6
Fiscal Year End: 12/31/2016

Report Item 3

(Santander Holdings USA, Inc.)

Report Item 3:

Form FRY-6 Santander Holdings USA, Inc. Fiscal Year Ending December 31, 2016			
Report Item 3: Securities holders (1)(a)(b)(c) and 2(a)(b)(c)			
Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016		Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2016	
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country
Banco Santander, S.A. Boadilla del Monte / Madrid, Spain	Spain	530,391,043 common shares, representing 100% of the outstanding common shares and the same percentage with the power to vote	(2)(b) Country of Citizenship or Incorporation (2)(c) Number and Percentage of Each Class of Voting Securities
			N/A N/A N/A

Santander Holdings USA, Inc.
Annual Report of Holding Companies: FR Y-6
Fiscal Year End: 12/31/2016

Report Item 3

(Santander BanCorp)

Form FRY-6
Santander BanCorp
Fiscal Year Ending December 31, 2016

Report Item 3: Securities holders
(1)(a)(b)(c) and 2(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2016		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Santander Holdings USA, Inc. Boston, Massachusetts	Virginia, United States	100,000 shares of common stock, representing 100% of the shares outstanding	N/A	N/A	N/A

Santander Holdings USA, Inc.
Annual Report of Holding Companies: FR Y-6
Fiscal Year End: 12/31/2016

Report Item 4: Public Copy

(Santander Holdings USA, Inc.)

Report Item 4:

Form FRY-6 Santander Holdings USA, Inc. Fiscal Year Ending December 31, 2016							
Report Item 4: Insiders							
(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)							
(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Banco Santander, S.A. Boadilla del Monte / Madrid, Spain	N/A	N/A	N/A	N/A	100%	N/A	N/A
Jose Doncel Razola Madrid, Spain	Senior Executive Vice President, responsible for the Accounting and Control Division (Banco Santander, S.A.)	Director	Director (Santander Bank, N.A., Santander Consumer USA Holdings Inc., Santander Consumer USA Inc.)	Director (Produban Servicios Informaticos Generales, S.L., Ingenieria de Software Bancario, S.L., Geoban, S.A.), President (Banco de Alcabate, S.A., Administracion de Bancos Latinoamericanos Santander, S.L., Grupo Empresarial Santander, S.L., Santander Investment I, S.A., Atlasa Participaciones, S.L.) Vice President (Santander Holding Internacional, S.A., Santusa Holding, S.L.)	N/A	N/A	N/A
Stephen Ferriss Boston, Massachusetts	N/A	Director	Director (Santander Consumer USA Holdings Inc., Santander Consumer USA Inc.), Chairman (Santander BanCorp, Banco Santander Puerto Rico)	Board Member (Management Consulting Group, plc)	N/A	N/A	N/A
Alan Fishman Boston, Massachusetts	Chairman (Ladder Capital Corp)	Director	Director (Santander Bank, N.A.)	Chairman (Ladder Capital Corp, Brooklyn Community Foundation)	N/A	N/A	N/A

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Santander Holdings USA, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Juan Guitard Marin Madrid, Spain	Head of Internal Audit Division (Banco Santander, S.A.)	Director	Director (Santander Bank, N.A., Banco Santander International)	Director (Santander Consumer Bank AG, Santander Consumer Holding GmbH) Head of Internal Audit Division (Banco Santander, S.A.)	N/A	N/A	██████████
Thomas Johnson Boston, Massachusetts	N/A	Director	Director (Santander Bank, N.A.)	Director (Lower Manhattan Development Corporation, Inner City Scholarship Fund, National 9/11 Memorial and Museum Foundation, Johnson Family Foundation) Chairman (Institute of International Education)	N/A	N/A	N/A
Catherine Keating Boston, Massachusetts	President and Chief Executive Officer (Commonfund)	Director	Director (Santander Bank, N.A.)	President and Chief Executive Officer (Commonfund)	N/A	N/A	N/A
Javier Maldonado Trinchant London, United Kingdom	Global Head of Cost Control (Banco Santander, S.A.)	Vice Chairman of the Board	Director (Santander Bank, N.A., Santander Consumer USA Inc., Santander Consumer USA Inc., Santander BanCorp. Banco Santander International, Banco Santander Puerto Rico)	Director (Produban Servicos Informaticos Generales, S.L., Santander Investment Securities Inc., Ingenieria de Software Bancario, S.L., Geoban, S.A., Saudi Hollandi Bank) Global Head of Cost Control (Banco Santander, S.A.)	N/A	N/A	N/A

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Santander Holdings USA, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Victor Mataranz Madrid, Spain	Senior Executive Vice President, Director of Strategy, Director of the Executive Chairman's Office (Banco Santander, S.A.)	Director	Director (Santander Bank, N.A.)	Senior Executive Vice President, Director of Strategy, Director of the Executive Chairman's Office (Banco Santander, S.A.) Director (Santander Fintech Limited, Portia Universia, S.A.)	N/A	N/A	N/A
Juan Maria Olazola Bartolome London, United Kingdom	Chief Operating Officer (Santander UK plc)	Director	Director (Santander Bank, N.A.)	Director (Santander Cards UK Limited, Santander Fintech Limited, Syntheo Limited, 441 Trust SL) Chief Operating Officer (Santander UK plc)	N/A	N/A	N/A
Scott Powell Boston, Massachusetts	N/A	Director, President and Chief Executive Officer	Director, President and Chief Executive Officer (Santander Bank, N.A.) Director (Santander Consumer USA Holdings Inc., Santander Consumer USA Inc.)	Director (Financial Services Roundtable, Phipps House, END Fund)	N/A	N/A	N/A
T. Timothy Ryan, Jr. Boston, Massachusetts	N/A	Chairman of the Board	Chairman of the Board (Santander Bank, N.A., Banco Santander International)	Director (Power Financial Corp, Power Corp of Canada, Great West Lifeco Inc.)	N/A	N/A	N/A
Wolfgang Schoellkopf Boston, Massachusetts	N/A	Director	Director (Santander Bank, N.A., Santander Consumer USA Holdings Inc., Santander Consumer USA Inc.)	Director (The Bank of N.T. Butterfield and Sons, Ltd.)	N/A	N/A	N/A

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Santander Holdings USA, Inc.
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Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Richard Spillenkothen Boston, Massachusetts	N/A	Director	Director (Santander Bank, N.A.)	N/A	N/A	N/A	N/A
Madhukar Dayal Boston, Massachusetts	N/A	Chief Financial Officer and Senior Executive Vice President	Chief Financial Officer and Senior Executive Vice President (Santander Bank, N.A.)	N/A	N/A	N/A	N/A
Daniel Griffiths Boston, Massachusetts	N/A	Chief Technology Officer and Senior Executive Vice President	Chief Technology Officer and Senior Executive Vice President (Santander, Bank, N.A.)	N/A	N/A	N/A	N/A
Brian Gunn Boston, Massachusetts	N/A	Chief Risk Officer and Senior Executive Vice President	Director (Santander Consumer USA Holdings Inc., Santander Consumer USA Inc.), Chief Risk Officer and Senior Executive Vice President (Santander Bank, N.A.)	N/A	N/A	N/A	N/A
Michael Lipsitz Boston, Massachusetts	N/A	Chief Legal Officer and Senior Executive Vice President	Chief Legal Officer and Senior Executive Vice President (Santander Bank, N.A.)	N/A	N/A	N/A	N/A

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Santander Holdings USA, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
William Wolf Boston, Massachusetts	N/A	Chief Human Resources Officer and Senior Executive Vice President	Chief Human Resources Officer and Senior Executive Vice President (Santander Bank, N.A.)	N/A	N/A	N/A	N/A

Santander Holdings USA, Inc.
Annual Report of Holding Companies: FR Y-6
Fiscal Year End: 12/31/2016

Report Item 4: Public Copy
(Santander BanCorp)

Form FRY-6
Santander BanCorp
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Santander Holdings USA, Inc. Boston, Massachusetts	N/A	N/A	N/A	N/A	100%	N/A	N/A
Stephen Ferriss Boston, Massachusetts	N/A	Chairman and Member of the Board of Directors	Chairman and Member of the Board of Directors (Banco Santander Puerto Rico)	Member of the Board of Directors (Santander Holdings USA, Inc., Santander Bank, N.A., Santander Consumer USA, Inc.)	N/A	N/A	N/A
Fredy Molino San Juan, Puerto Rico	N/A	President, Chief Executive Officer and Member of the Board of Directors	President, Chief Executive Officer and Member of the Board of Directors (Banco Santander Puerto Rico). Member of the Board of Directors (Santander Insurance Agency Inc.) Member of Administration Committee of Santander Securities LLC	President and Member of the Board of Directors (Santander Financial Services, Inc., Universia Puerto Rico, Inc., First Puerto Rico Family of Funds)	N/A	N/A	N/A

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(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Javier Maldonado Trinchant London, United Kingdom	Global Head of Cost Control (Banco Santander, S.A.)	Member of the Board of Directors	Member of the Board of Directors (Banco Santander Puerto Rico)	Member of the Board of Directors (Santander Holdings USA, Inc., Santander Bank, N.A., Banco Santander International, Santander Investment Securities, Inc., Produban Servicios Informáticos Generales, S.L., Ingeniería de Software Bancario, S.L., Geoban, S.A., Saudi Hollandi Bank) Global Head of Cost Control (Banco Santander, S.A.)	N/A	N/A	N/A
Vicente Gregorio Carolina, Puerto Rico	N/A	Member of the Board of Directors	Member of the Board of Directors (Banco Santander Puerto Rico)	N/A	N/A	N/A	N/A
Roberto H. Valentin San Juan, Puerto Rico	Private Investor	Member of the Board of Directors	Member of the Board of Directors (Banco Santander Puerto Rico)	Private Investor	N/A	N/A	N/A
Jose Santiago, San Juan, Puerto Rico	President (Jose Santiago, Inc.)	Member of the Board of Directors	Member of the Board of Directors (Banco Santander Puerto Rico)	President (Jose Santiago, Inc.)	N/A	N/A	██████████

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Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of businesses)	(4)(a) Percentage of Voting Shares in Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
John Hennessy, Boston, Massachusetts	Deputy Chief Risk Officer, Santander Holdings USA, Inc.	Member of the Board of Directors (Banco Santander Puerto Rico)	Member of the Board of Directors (Banco Santander Puerto Rico)	Deputy Chief Risk Officer (Santander Holdings USA, Inc.) Chief Risk Officer – Commercial (Santander Bank, N.A.)	N/A	N/A	N/A
Alejandro Guzman San Juan, Puerto Rico	N/A	Chief Accounting Officer	Chief Accounting Officer (Banco Santander Puerto Rico) and Member of the Board of Directors (Santander Insurance Agency, Inc.)	Member of Board of Directors (Santander Financial Services, Inc.)	N/A	N/A	N/A
José Santoni Gordon San Juan, Puerto Rico	N/A	Credit Review Director	First Senior Vice President and Credit Review Director (Banco Santander Puerto Rico)	N/A	N/A	N/A	N/A
Rafael S. Bonilla, Esq. San Juan, Puerto Rico	N/A	General Counsel and Secretary of the Board of Directors	General Counsel and Secretary of the Board of Directors (Banco Santander Puerto Rico), Interim President and Member of the Board of Directors (Santander Insurance Agency, Inc.)	Member and Secretary of the Board (Santander Financial Services, Inc. and Universia Puerto Rico, Inc.)	N/A	N/A	N/A
Eduardo Rodriguez San Juan, Puerto Rico	N/A	Chief Auditor Executive	Chief Auditor Executive (Banco Santander Puerto Rico)	N/A	N/A	N/A	N/A
Angel Vares San Juan, Puerto Rico	N/A	Chief Risk Officer	Chief Risk Officer (Banco Santander Puerto Rico)	Member of the Board of Directors (Santander Financial Services, Inc.)	N/A	N/A	N/A
Criselyris Melendez San Juan, Puerto Rico	N/A	Human Resources Executive Director	Human Resources Director (Banco Santander Puerto Rico)	N/A	N/A	N/A	N/A

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(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of businesses)	(4)(a) Percentage of Voting Shares In Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Javier Caceres, San Juan, Puerto Rico	N/A	IT & Operations Executive Director	Operations and Technology Director (Banco Santander Puerto Rico)	Member of the Board of Directors (Santander Financial Services, Inc.)	N/A	N/A	N/A
Lilian Diaz, Guaynabo, Puerto Rico	N/A	Commercial Banking Director	Commercial Banking Director (Banco Santander Puerto Rico)	Member of the Board of Directors (Universia Puerto Rico, Inc.)	N/A	N/A	
Arlivon Vega San Juan, Puerto Rico	N/A	Chief Compliance Officer	Chief Compliance Officer (Banco Santander Puerto Rico)	N/A	N/A	N/A	N/A