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COMP/M.6015 - BANCO SANTANDER / BANK ZACHODNI WBK

Banco Santander S.A. (“Santander”) intends to acquire sole control of Bank Zachodni WBK S.A. (“BZWBK”) within the meaning of Article 3 (1) (b) of Regulation No. 139/2004.

Santander is the parent company of an international group of banking and financial companies operating in Spain, the United Kingdom and some other European countries (including Poland) as well as in Latin America and the United States. It is active in retail banking, asset management, corporate and investment banking, treasury and insurance.

BZWBK is a Polish universal bank which provides a full range of services for households, SMEs and large companies. Subsidiaries of BZWBK also offer brokerage services, asset management services, mutual funds, insurance, leasing and factoring products.

The transaction gives rise to a limited number of affected markets in the retail banking and SME corporate banking markets, and to a limited extent in the insurance sector. The addition of market share is limited, and will not have any adverse effect on competition.

The transaction is conditional, inter alia, on regulatory approvals.