

# Our Code of Conduct

What it means to work at Santander





# Contents

1/	Message from Ana Botin	03
2/	Message from Mike Regnier	04
3/	What is the Code of Conduct?	05
4/	TEAMS	06
5/	Making the right decision	07
6/	Breaking the Code	08
7/	Individual Conduct Rules	09
8/	General principles	10-11
9/	Conflicts of interest	12
10/	Data, information and system and cyber security	13
11/	Your conduct	14
12/	Our communities and our approach to sustainability	15

# 1/ Message from Ana Botín

At Santander, we share a common culture, The Santander Way. This sets out our purpose – to help people and business prosper; our aim – to be the best open financial services platform; and the way we do everything to be Simple, Personal and Fair. Underpinning this is a robust culture of risk management and compliance (“IAMRisk”) and our corporate behaviours (“TEAMS”).

This Code of Conduct contributes to our culture. It sets out how we should act and behave towards everyone we encounter through our work. Being honest, transparent and ethical is everyone’s responsibility, and is the bedrock of a bank one can trust. We must therefore:

- Know and follow internal and external regulation, so as to benefit our customers, shareholders and the Group.
- Report anything that is not as it should be, so that it can be corrected, we can learn from our mistakes, and Santander can remain the highly trusted bank we have always been.

If we believe in and abide by our strong corporate culture every day, it will empower us to drive our transformation and be a leader in responsible banking.

**I’m counting on you. Your conduct matters.**



Executive Chair of the Santander Group



## 2/ Message from Mike Regnier

Welcome to our refreshed Code of Conduct. It's essential reading to help you understand the standards we all need to work to at Santander. We have a strong, trusted brand so it's really important that we all appreciate and uphold the behaviours and standards so we deliver for our customers, our people and shareholders.

We're trusted by our customers, by the communities we operate in and by our regulators – and that's because we have a culture of doing the right thing. We all have a critical role to play in driving and maintaining that culture and the standards that underpin it.

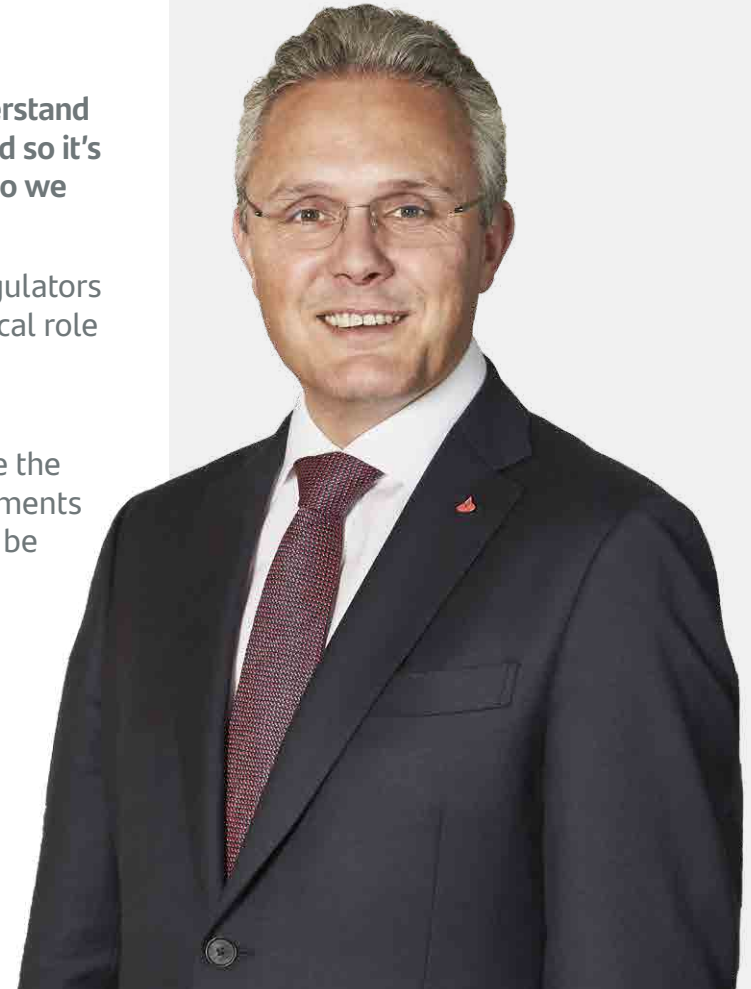
Our new Strategic Blueprint outlines the importance of our TEAMS behaviours – Think Customer, Embrace Change, Act Now, Move Together and Speak Up. They're the way we do things around here and this Code of Conduct reinforces how these elements come together to drive our culture and maintain the standards, so we continue to be trusted by everyone we engage with.

Please take the time to read this Code of Conduct and make sure you refer to it regularly so you're clear what's expected of you.

Thank you.



Chief Executive Officer of Santander UK



## 3/ What is the Code of Conduct?

### What is the Code of Conduct?

The Code of Conduct, or “Code” for short is a guide for all of us which outlines what’s expected of us at Santander. Following the Code will enable us to uphold the greatest standards in our work and behaviour, which will benefit our clients, the communities we serve, and each other. It helps us:

- act in the best interests of Santander and to deliver good outcomes for our customers
- collectively and collaboratively work toward our corporate goals
- consistently demonstrate honest and professional conduct
- comply with all the relevant laws, regulations and internal policies and procedures
- keep confidential any non-public or customer information which we have access to.

The Code applies to all employees and directors of Santander UK whether permanent, temporary and includes contractors and agency employees, regardless of role.

The code sits alongside our Strategic Blueprint which defines our future direction, and sets out our why, our what, and our how, all underpinned by a set of clear strategic goals. It articulates how we are going to achieve our purpose and outlines our passion:

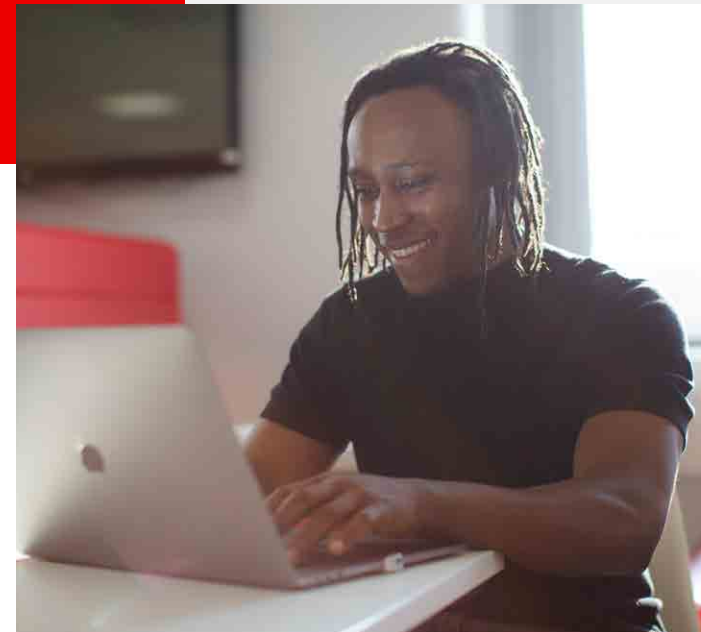
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**Our purpose:** to help people and businesses prosper.

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**Our passion:** to be the easiest way for customers to make their better happen.

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### Our values

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**Simple:** we offer accessible services and products.

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**Personal:** we interact with people, which is why we treat each person as unique. We offer them the products and services that best suit their needs.

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**Fair:** we promote fairness and transparency and we keep our promises. We establish good relationships with different stakeholders because we know that what is good for them is also good for us.

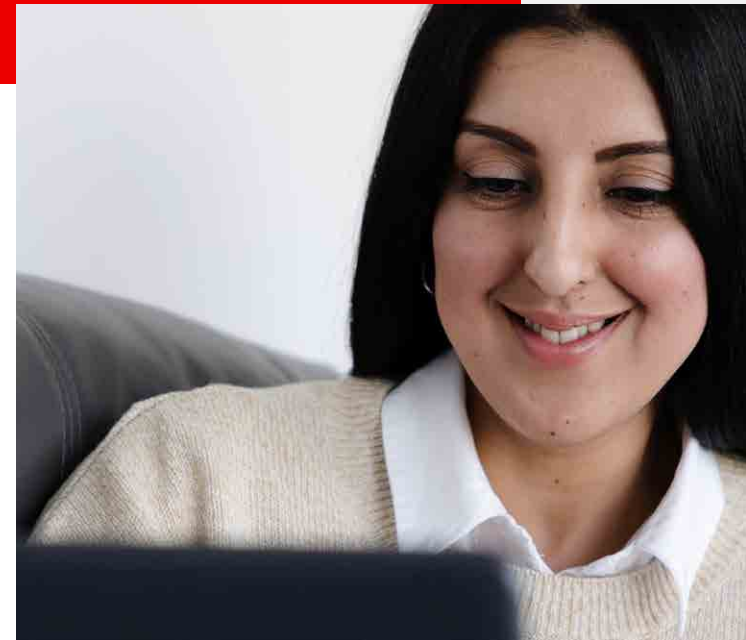
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Continued over

## 4/ TEAMS

TEAMS are the behaviours we all need to work to at Santander, which underpin our Strategic Blueprint – these are:

- T** **Think Customer**  
I care about our customers, so I go the extra mile to earn their trust and loyalty.
- E** **Embrace Change**  
I embrace new challenges and I see new ways of doing things as an opportunity to grow.
- A** **Act Now**  
I take accountability and manage risks accordingly, always keeping things simple.
- M** **Move Together**  
I seek opportunities to promote collaboration and work together to achieve common goals.
- S** **Speak Up**  
I feel free to raise any idea, ask any question or escalate any issues or risks, building an environment of respect and trust. I am comfortable sharing and receiving feedback.



### I AM RISK

Our approach to managing risk is attentive and robust. The shared management system is one in which the entire team participates – front line people, support roles, senior managers Solaruco, Executive Committee and right up to the Board of Directors.



## 5/ Making the right decision

Every day we make hundreds of decisions. We use our values to think through decisions before we act to make sure we do the right thing for Santander and for our customers and communities.

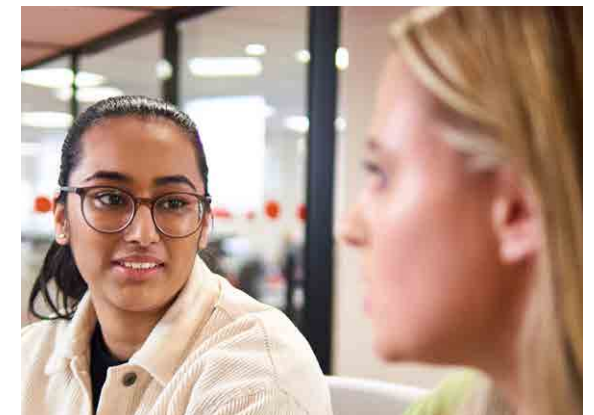
Decisions are not always straight forward, but always ask yourself:

- Is it legal?
- Does it comply with our internal policies and processes?
- Could I justify my decision or action to my manager, the people I work with or my friends and family?
- Does it support our TEAMS behaviours and would it set a good example to others?
- Do my actions keep me, the people I work with, Santander and our customers safe?
- Does it support the delivery of good outcomes for our customers?

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If the answer is no to any of these questions, it's possible that you're making the wrong decision. If you're still unsure, ask your manager for advice and guidance.

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## 6/ Breaching the Code

If you breach the Code you may put yourself in a position where you are subject to disciplinary action, in addition to any potential regulatory or legal implications.

If you need support or guidance or you have any questions about any section of the Code, speak to your manager.

If you become aware of, or suspect any breaches of the Code or any of our policies, please speak up. You should tell your manager or raise it via one of the speaking up channels. Speaking up and challenging is vital in creating and maintaining a healthy workplace culture.



### Whistleblowing

If you witness or suspect wrongdoing or malpractice you can raise concerns to the Whistleblowing Team [whistleblowingteam@santander.co.uk](mailto:whistleblowingteam@santander.co.uk) or via our third-party reporting platform 'Ethics Point' by phone **0800 069 8792** or online [www.santanderuk.ethicspoint.com](http://www.santanderuk.ethicspoint.com).

We have a zero-tolerance approach toward employees threatening or retaliating against whistleblowers. Any form of retaliation, including the threat of reprisal, against someone who has reported a concern will be taken seriously and where proven will result in disciplinary action.

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Find out more on the [Whistleblowing Policy](#) or [Whistleblowing intranet](#) page.

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## 7/ Individual Conduct Rules

The Financial Conduct Authority (FCA) has expectations of organisations it regulates and the conduct of people who work for those organisations. The expectations about minimum standards of individual behaviour are covered in the FCA's Individual Conduct Rules (ICR):

- 1 You must act with integrity.
- 2 You must act with due skill, care and diligence.
- 3 You must be open and cooperative with the FCA, the Prudential Regulation Authority (PRA), and other regulators.
- 4 You must pay due regard to the interests of customers and treat them fairly.
- 5 You must observe proper standards of market conduct.
- 6 You must act to deliver good outcomes for retail customers

Our Santander behaviours and values are consistent with these.

There are additional expectations for senior leaders and if you are unsure if these apply to you, please speak with your manager or HR.



## 8/ General principles continues over

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**At Santander**, we conduct ourselves honestly and professionally and always act in good faith. We maintain high professional and ethical standards and we recognise that the way we conduct ourselves may reflect on Santander UK and the wider Santander Group.

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**We recognise** that some customers will experience periods of vulnerability and we are committed to providing additional support to those who may need it during such times.

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**We aim** to be a place where all our people feel they belong and are supported to succeed. We're committed to supporting diversity and creating an open and inclusive culture, knowing it is important to business success and integral to achieving the strategic objective of being the best bank to work for.

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**We respect** each other. We don't bully each other, and we create a working environment where concerns can be raised and dealt with sensitively and effectively. If concerns are raised to us, we take accountability and act on those.

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**We provide** a safe space for everyone to work. We do not tolerate sexual harassment, or any other form of harassment.

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**People managers** play a vital role in creating a healthy workplace environment. They will act on concerns raised to them and take appropriate actions to address the concerns.

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**We do not** tolerate discrimination against anyone (employees, suppliers or customers) on the basis of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation, language, place of origin, philosophical belief or trade union membership (or lack thereof). We do not tolerate anyone making remarks or acting in ways that could undermine the culture of respect we aspire towards. We expect people to be tolerant and to set an example.

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**If we** become aware of inappropriate behaviours we speak up and challenge. We take allegations of this nature seriously and act upon them.

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**We comply** with legal and regulatory requirements as well as internal policies and procedures. We report any suspicion of fraud or other form of unacceptable practice that comes to our attention.

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**We take** personal responsibility and accountability for proactively identifying, assessing, managing and reporting risks within our own business area and across Santander.

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**We act** in the best interests of Santander at all times and, in business decisions, we put the interests of Santander and its customers ahead of our own personal interests.

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**We learn** and engage in training opportunities to develop professionally, including mandatory and compulsory training.

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**We take** care of the resources and equipment that are available to us.

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**We follow** rules relating to health and safety in the workplace to prevent and minimise workplace risks; looking after not only ourselves but the people we work with and our customers.

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**We create** a safe work environment that's compatible with personal development while helping people to balance their work commitments with their personal and family lives. We foster open, transparent and constructive dialogue, and work in partnership with our recognised Unions; Advance & CWU.

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**We Speak Up** and live our behaviours and values and manage risks (I AM RISK) as an integral part of the Santander Way.

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## 8/ General principles continued

### Our customers

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**We proactively consider** the customer and how we can ensure the delivery of good outcomes for customers in all day-to-day work, ensuring we are compliant with the requirements of the Financial Conduct Authority's Consumer Duty.

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**We provide** products and services that are designed to meet customers' needs, that provide fair value, that help customers achieve their financial objectives, and which do not cause them harm.

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**We only** offer customers products or services consistent with their specific needs and only once they understand them. In particular:

- We don't provide products or services with the sole aim of generating commissions or income and without thinking about the interests of the customer, and,
  - We don't provide customers with advice in relation to taxes or tax planning
  - We don't offer favours, compensation or courtesies to public officials or employees of official authorities (including regulators or supervisors) that could be linked to obtaining profit or decisions in favour of Santander.
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**We make** sure suspicious activity and transactions are reported in line with the Suspicious Activity Report process and we're committed to the fight against money laundering and terrorist financing.

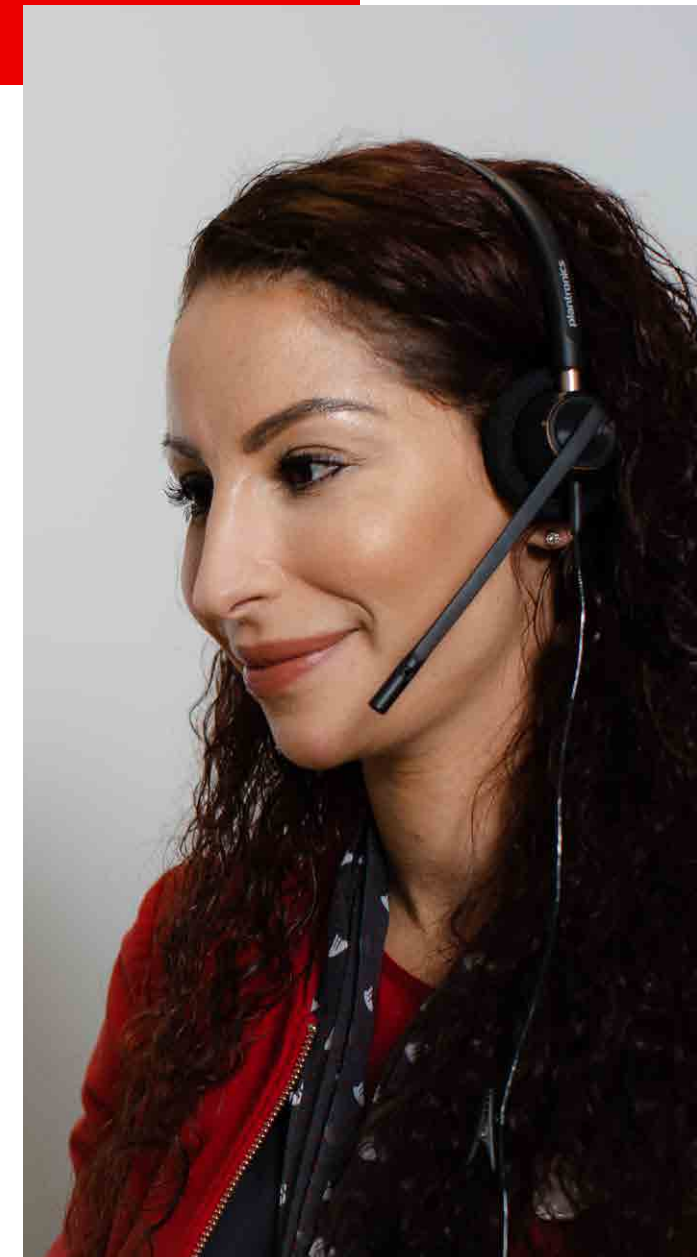
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**We believe** that it is in the interests of our customers, and of all with whom we deal, to compete fairly in markets and that this is vital to the success and reputation of our organisation.

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**We promote** a culture of awareness and compliance around competition law, with a proactive and strong tone from the top; and we never take part in cartels.

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## 9/ Conflicts of interest

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**We always** make sure that we do not put our own personal interests above the interests of Santander or our customers. Where there is a conflict of interest or risk of a conflict of interest, we follow the Santander UK Conflicts of Interest Policy.

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**We declare** outside business interests to our manager so that we can make an assessment as to whether a conflict of interest exists.

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**Recruitment** (internal and external) and promotions should be based on merit and should be fair and transparent to all the applicants. So we avoid involvement in any recruitment or promotion process which affects people with whom we have a personal (including family) relationship. Any personal relationships which create a potential conflict of interest around recruitment or promotion should be declared, as outlined in the Recruitment and Selection Policy. We should also not be involved in decisions around working arrangements or performance assessments of those we have a personal relationship with.

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**We don't** accept gifts, invitations, favours, or other types of compensation linked to our job at Santander from customers, suppliers, intermediaries, counterparties or any other third party unless they fall within the Gifts and Hospitality Policy.

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**Where we** are members of external organisations (e.g. a political party or social movement), we make sure that it's clear that we're involved solely in a personal capacity. We take care not to act or communicate these views to customers, external forums, events or third parties as though representing the views of Santander.

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**We do not** use any information which we have acquired through our roles or otherwise through our employment by Santander to our personal advantage.

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## 10/ Data, information and system and cyber security

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**We respect** and protect the privacy and personal data of our customers, employees and others whose personal data we process. We follow all the relevant data protection legislation outlined in our policies, guidelines and procedures.

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**We never** provide or share business confidential information, or personal data about our customers or our employees with anyone else unless we're authorised and have a genuine business reason to do so.

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**We don't** use, copy, share, publish or remove any material which may amount to intellectual property (IP) or data without the express permission of the owner. This includes information, IP or data from previous employers. We never pass Santander information on externally either while we're working here or when we leave Santander (this applies equally to temporary workers and contractors). We ensure the protection of similar property belonging to the wider Santander Group.

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**We make** sure that we keep appropriate and accurate records and we use our IT systems in accordance with all the relevant policies, including but not limited to Cyber Policies.

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**We each** have a role to play in protecting Santander. Customers and employees trust us with their information, so we have a responsibility to do the right thing, be vigilant and keep cyber security front of mind.

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# 11/ Your conduct

## Media, public appearances and personal social media

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**We know** that if and when we speak externally or engage with the media, our comments and views may represent Santander. In order to determine whether we have permission to speak at an event, interact with the media, or take part in a forum on behalf of Santander, we must first inform our manager, who may consult the External Relations team. We don't disclose company information or issue reports addressed to clients to the media or third-parties unless it's appropriate and with necessary approval.

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**While** personal use of social media is every individual's responsibility, being employees of Santander UK, we make sure we handle our online profiles and content we post on social media responsibly and conscientiously. We recognise that our use of social media should be done in such a way that it cannot be perceived to be the opinion of Santander.

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## Individual expenses

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**We make** sure any expenses incurred by us as a result of travel for professional reasons, meal allowances etc. are in accordance with the guidelines covered under the Business Expenses Policy of Santander UK.

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## Financial markets

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**We don't** enter into transactions in financial markets using confidential information from customers or suppliers or information that is sensitive to us (insider information) and that we have access to because of our role.

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**We comply** with the Share Dealing and Insider Information Policies.

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**Our individual participation** in the financial markets is responsible and within our financial means.

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## Financial Crime

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**We recognise** the impact financial crime has on our customers, employees and communities, as well as the wider society and are committed to deterring, detecting and disrupting it.

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**We collaborate** with law enforcement, government and other external agencies to ensure we are playing our part in tackling financial crime.

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**We comply** with all relevant policies including but not limited to those relating to Anti Money Laundering, the Facilitation of Tax Evasion, Terrorist Financing, Anti Bribery and Corruption and Sanctions unless authorised as part of our role.

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**We all** have a vital role to play in the identification, assessment, mitigation and management of financial crime risks, and we are all responsible for managing risk, raising any concerns via the appropriate channels.

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## 12/ Our communities and our approach to sustainability

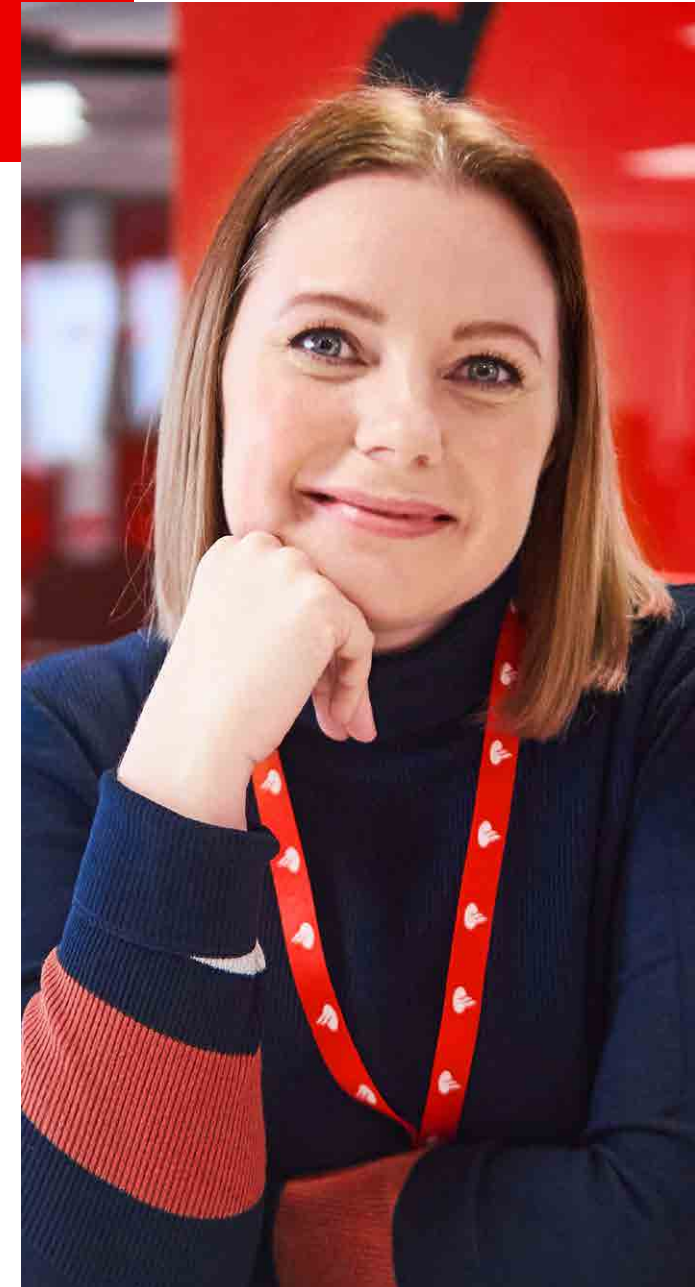
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**We're working** hard to become the most sustainable and responsible bank that we can be. To help us achieve this ambition we've developed a new Sustainability and Responsible Banking strategy based on three key pillars: Thriving Workplace, Better Communities and Healthy Environment, underpinned by a clear commitment to be responsible in everything we do. Our commitment to being responsible is also demonstrated through complying with applicable Environmental, Social and Governance (ESG) regulations and contributing to several of the United Nations Sustainable Development Goals.

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**We aim** to be a force for change for our clients and workers, becoming pioneers and positively impacting people's lives and the communities in which they live; a bank that goes above and beyond to support our customers and communities and has a positive impact on the future of our planet.

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## Owner and approvals

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**This policy** is owned by the Employee Conduct and Accountability Team, who are responsible for its approval and annual review with the Santander UK Board.

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