

Purpose

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

Product

Product name	Santander Private Annual Kick Out Plan 38
Product identifier	ISIN: XS2547550017 Series number: 1217
PRIIP manufacturer	Santander UK PLC Call: 0800 328 1328, or visit: santander.co.uk/uk/investments/Investment-products-and-fund-literature for more information.
Competent authority of the PRIIP manufacturer	Authorised by the U.K. Prudential Regulation Authority and regulated by the U.K. Financial Conduct Authority and U.K. Prudential Regulation Authority
Date and time of production	17 October 2022 13:38 London local time

You are about to purchase a product that is not simple and may be difficult to understand.

1. What is this product?

Type English law governed notes

Objectives

(Terms that appear in **bold** in this section are described in more detail in the table(s) below.)

The product is designed to provide a return in the form of a cash payment on termination of the product. The timing and amount of this payment will depend on the change in value of the **preference shares**, which in turn will depend on the performance of the **underlying**. The product has a fixed term and will terminate on the **maturity date**, unless terminated early. If, at maturity, the **final reference level** of the **underlying** has fallen to or below the **barrier level**, the product may return less than the **product notional amount** or even zero.

Early termination following an autocal: The product will terminate prior to the **maturity date** if, on any **autocall observation date**, the **reference level** is at or above the **autocall barrier level**. On any such early termination, you will on the immediately following **autocall payment date** receive a cash payment equal to the applicable **autocall payment**. The relevant dates, **autocall barrier levels** and **autocall payments** are shown in the table(s) below.

Autocall observation dates	Autocall barrier levels	Autocall payment dates	Autocall payments
14 February 2024	100.00%*	28 February 2024	GBP 1.125
14 February 2025	100.00%*	28 February 2025	GBP 1.25
16 February 2026	100.00%*	2 March 2026	GBP 1.375
15 February 2027	100.00%*	1 March 2027	GBP 1.50
14 February 2028	100.00%*	28 February 2028	GBP 1.625
14 February 2029	100.00%*	Maturity date	GBP 1.75

* of the **initial reference level**.

Termination on the maturity date: If the product has not terminated early, on the **maturity date** you will receive:

- if the **final reference level** is above the **barrier level**, a cash payment equal to GBP 1.00; or
- if the **final reference level** is at or below the **barrier level**, a cash payment directly linked to the performance of the **underlying**. The cash payment will equal (i) the **product notional amount** multiplied by (ii) (A) the **final reference level** divided by (B) the **strike level**.

Investors should note that the payments described above are based on the expected value of the preference shares. Therefore any return you may receive on the product depends directly on the value of the **preference shares**. As such, your return is only indirectly dependent on the **underlying**.

Under the product terms, certain dates specified above and below will be adjusted if the respective date is either not a business day or not a trading day (as applicable). Any adjustments may affect the return, if any, you receive.

The product terms also provide that if certain exceptional events occur (1) adjustments may be made to the product and/or (2) the product issuer may terminate the product, as applicable, early. These events are specified in the product terms and principally relate to the product and the product issuer. The **preference shares** in turn contain provisions allowing the **preference shares** to be adjusted or terminated early in the case of certain exceptional events, in particular relating to the **underlying**. Any such adjustments or early termination are likely to affect the amount and timing of return you receive under the product, meaning the return (if any) that you receive on such early termination is likely to be different from the scenarios described above and may be less than the amount you invested.

Preference shares	Preference shares issued by Santander UK (Structured Solutions) Limited (Identifier: EISPF0056)	Initial reference level	The reference level on the initial valuation date
Preference share issuer	Santander UK (Structured Solutions) Limited	Strike level	100.00% of the initial reference level
Underlying	FTSE 100 IDX (Price return index) (ISIN: GB0001383545; Bloomberg: UKX Index; RIC:.FTSE)	Barrier level	60.00% of the initial reference level
Underlying market	Equity	Reference level	The closing level of the underlying as per the reference source
Product notional amount	GBP 1.00	Reference source	FTSE International Ltd

Issue price	100.00% of the product notional amount	Final reference level	The reference level on the final valuation date
Product currency	Pound Sterling (GBP)	Initial valuation date	14 February 2023
Underlying currency	GBP	Final valuation date	14 February 2029
Subscription period	21 November 2022 (inclusive) to 15 January 2023 (inclusive)	Maturity date / term	28 February 2029
Issue date	14 February 2023		

Intended retail client

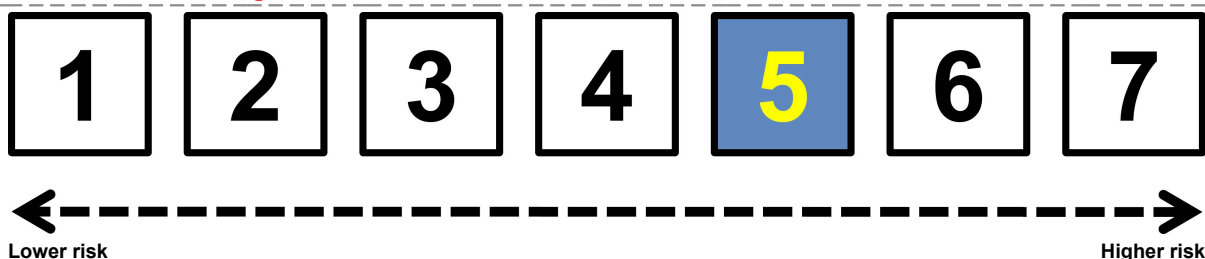
The product is intended to be offered to retail investors who fulfil all of the criteria below:

1. they have the ability to make an informed investment decision through sufficient knowledge and understanding of the product and its specific risks and rewards, either independently or through professional advice, and they may have experience of investing in and/or holding a number of similar products providing a similar market exposure;
2. they expect the movement in the underlying to perform in a way that generates a favourable return, have an investment horizon of the recommended holding period specified below and understand that the product may terminate early;
3. they accept the risk that the issuer could fail to pay or perform its obligations under the product and they are able to bear a total loss of their investment; and
4. they are willing to accept a level of risk to achieve potential returns that is consistent with the summary risk indicator shown below.

The product is not intended to be offered to retail clients who do not fulfil these criteria.

2. What are the risks and what could I get in return?

Risk indicator



The risk indicator assumes you keep the product for 6 years. The actual risk can vary significantly if you cash in at an early stage and you may get back less. You may not be able to sell your product easily or may have to sell at a price that significantly impacts on how much you get back.

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you.

We have classified this product as 5 out of 7, which is a medium-high risk class. This rates the potential losses from future performance at a medium-high level, and poor market conditions are very unlikely to impact our capacity to pay you.

Be aware of currency risk: If the currency of your account is different to the currency of this product, you will be exposed to the risk of suffering a loss as a result of the conversion of the currency of the product into the account currency. This risk is not considered in the indicator shown above.

This product does not include any protection from future market performance so you could lose some or all of your investment.

If we are not able to pay you what is owed, you could lose your entire investment.

For detailed information about all risks relating to the product please refer to the risk sections of the prospectus and any supplements thereto as specified in the section "7. Other relevant information" below.

Investment performance information

Factors affecting the return of the product at the end of the recommended holding period

Your return on the product at the end of the recommended holding period will principally be affected by (1) the performance of the underlying over the recommended holding period and (2) the issuer's creditworthiness, which can have a material impact on your return if, for example, we are unable to make payments that become due on the product.

What could affect my return positively?

- An increase in the price of the preference shares that is indirectly linked to an increase in the level of the underlying

What could affect my return negatively?

- A decrease in the price of the preference shares that is indirectly linked to a decrease in the level of the underlying
- The occurrence of a barrier event
- The issuer's inability to make payments on the notes when they fall due

The factors listed above provide general guidance on how changes in the level of the underlying may affect your return if you hold the product to the recommended holding period. The precise impact will depend on the timing and magnitude of these changes, and the above list should not be viewed as guaranteeing a particular outcome. See "1. What is this product?" for a discussion of how the payment you may receive at the end of the recommended holding period will be calculated.

In severely adverse market conditions, if you hold the product to the end of the recommended holding period, you may lose your entire investment.

Additional factors affecting the price of the product in the secondary market

In addition to the factors discussed above, the performance of the product in the secondary market will also be affected by the volatility of the level of the underlying, the product's remaining time to maturity, the issuer's credit spread and interest rates.

If you sell the product in severely adverse market conditions prior to maturity, your return may be lower than what you would have received if you held the product to the end of the recommended holding period and may be as low as zero. See "5. How long should I hold it and can I take money out early" below for additional information.

3. What happens if Santander UK PLC is unable to pay out?

You are exposed to the risk that the issuer might be unable to meet its obligations in connection with the product for instance in the event of bankruptcy or an official directive for resolution action. This may materially adversely affect the value of the product and could lead to you losing some or all of your investment in the product. The product is not a deposit and as such is not covered by any deposit protection scheme.

4. What are the costs?

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs.

The amounts shown here are the cumulative costs of the product itself, for three different holding periods. They include potential early exit penalties. The figures assume you invest GBP 10,000. The figures are estimates and may change in the future.

Costs over time

<i>Investment: GBP 10,000</i>			
<i>Scenarios</i>	<i>If you cash in after 1 year</i>	<i>If you cash in after 4 years</i>	<i>If you cash in at the end of the recommended holding period</i>
Total costs	GBP 225.00	GBP 25.00	GBP 25.00*
Impact on return (RIY) per year	2.25%	0.06%	0.04%

* The costs are calculated on the basis that the product early termination feature activates in February 2024 and that you do not reinvest the proceeds.

The "Total costs" in the table above represents in monetary terms the aggregated amount of costs associated with the investment, assuming the product performs in line with the moderate performance scenario. The "Impact on return" represents how much the expected costs of the product would affect your return in such scenario. Disregarding the impact on your return in that scenario or any early termination event, the estimated entry and exit costs as a percentage of the **product notional amount** are estimated to be 2.25% if you cash in after 1 year, 2.25% if you cash in after 4 years and 0.25% if you cash in at the end of the recommended holding period.

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Composition of costs

The table below shows:

- The impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period.
- The meaning of the different cost categories.

The table shows the impact on return per year.

One-off costs	<i>Entry costs</i>		
		0.04%	The impact of the costs already included in the price.
	<i>Exit costs</i>	0.00%	The impact of the costs of exiting your investment when it matures.

The costs shown in the table above represent the split of the reduction in yield shown in the costs over time table at the end of the recommended holding period. The split of the actual estimated costs of the product as a percentage of the **product notional amount** is estimated to be as follows: entry costs: 0.25% and exit costs: 0.00%.

5. How long should I hold it and can I take money out early?

Recommended holding period: 6 years

The product aims to provide you with the return described under "1. What is this product?" above. However, this only applies if the product is held to maturity. It is therefore recommended that the product is held until 28 February 2029 (maturity).

The product does not guarantee the possibility to disinvest other than by selling the product either (1) through the exchange (if the product is exchange traded) or (2) off-exchange, where an offer for such product exists. No fees or penalties will be charged by the issuer for any such transaction, however an execution fee might be chargeable by your broker if applicable. By selling the product before its maturity, you may receive back less than you would have received if you had kept the product until maturity.

Exchange listing	London Stock Exchange	Last exchange trading day	28 February 2029
Smallest tradable unit	GBP 1,000.00	Price quotation	Percentage

In volatile or unusual market conditions, or in the event of technical faults/disruptions, the purchase and/or sale of the product can be temporarily hindered and/or suspended and may not be possible at all.

6. How can I complain?

Any complaint regarding the conduct of the person advising on, or selling, the product can be submitted directly to that person.

Any complaint regarding the product or the conduct of the manufacturer of this product can be submitted in writing at the following address: Complaints, Santander UK Plc, PO BOX 1125, Bradford, BD1 9PG, by email to: ConsumerService@santander.co.uk, or contact by phone at: 0800 171 2171.

7. Other relevant information

The information contained in this Key Information Document does not constitute a recommendation to buy or sell the product and is no substitute for individual consultation with your bank or advisor.

The product is not in any way sponsored, sold or promoted by any relevant stock market, relevant index, related exchange or index sponsor. Further information in respect of the index is available from the index administrator.

The offering of this product has not been registered under the U.S. Securities Act of 1933. This product may not be offered or sold, directly or indirectly, in the United States of America or to U.S. persons. The term "U.S. person" is defined in Regulation S under the U.S. Securities Act of 1933, as amended.

Any additional documentation in relation to the product, in particular, the issuance programme documentation, any supplements thereto are published on santander.co.uk/about-santander/investor-relations/santander-uk-notes-certificates-programme and the most up to date KIDs are published on santander.co.uk/uk/investments/Investment-products-and-fund-literature, all in accordance with relevant legal requirements. These documents are also available free of charge from Santander UK PLC. Registered Office: 2 Triton Square, Regents Place, London, NW1 3AN, United Kingdom