



Resolution Plan for Santander Bank N.A.

Public Section

June 30, 2025

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1. Introduction

CIDI Resolution Plan

Santander Bank, N.A. ("SBNA" or the "Bank") has developed this resolution plan (the "Plan") as required by the Federal Deposit Insurance Corporation ("FDIC") for Covered Insured Depository Institutions ("CIDI") pursuant to 12 C.F.R. Section 360.10 (the "IDI Rule").

The IDI Rule mandates that a bank with assets of \$50bn or more develop a plan for its resolution in a manner that ensures that depositors receive rapid access to their insured deposits, maximizes the net present value ("NPV") return from the sale or disposition of its assets, and minimizes the amount of any loss realized by the creditors in the resolution. The purpose of this requirement is to ensure that the FDIC has access to all of the material information it needs to efficiently resolve a CIDI in the event of its failure and to mitigate systemic risk to the broader economy. This Plan provides information supporting the orderly resolution of SBNA's operations in the unlikely event of its failure.

SBNA converted from a federally-chartered savings bank to a national banking association on January 26, 2012. In connection with its charter conversion, the Bank changed its name from Sovereign Bank to Sovereign Bank, National Association. On October 17, 2013, the Bank changed its name to Santander Bank, National Association. The Bank has its home banking office in Wilmington, Delaware, and its headquarters in Boston, Massachusetts. SBNA's principal presence is in Massachusetts, New Hampshire, Connecticut, Rhode Island, New York, New Jersey, Pennsylvania and Delaware. SBNA is wholly owned by Banco Santander, S.A. ("Santander") through its U.S. Intermediate Holding Company, Santander Holdings USA, Inc. ("SHUSA"). The Santander Group is a global banking organization headquartered in Madrid, Spain, with major operations in Spain, the United Kingdom (the "U.K."), continental Europe, Latin America, and the United States (the "U.S."). Santander is a Bank Holding Company ("BHC") under the Bank Holding Company Act, as amended ("BHC Act") and has elected to be treated as a financial holding company, regulated by the Federal Reserve Board ("FRB").

The Santander Group business model features a global network of independent banking subsidiaries that are autonomous in terms of capital and liquidity and supported by a shared group of scalable core service providers - the Factories - that are also operated independently. This business model provides necessary financial and legal segregation of assets and services, encourages disciplined management responsive to local regulation and customer expectations, promotes financial flexibility for the Group through globally diversified income streams, and limits the possibility of contagion among Santander's subsidiaries. Given this model, SBNA is required to measure, control, and manage its own capital and liquidity needs without reliance on other Santander Group affiliates or Santander.

Consistent with the IDI Rule, this Plan addresses the resolution of the Bank as an insured depository institution. For purposes of the Plan, SBNA has identified five affiliates of the Bank that are material entities ("MEs") described in Section 1.1 Material Entities below and three core business lines ("CBLs") described in Section 1.2 Core Business Lines below. Information in this Plan is as of December 31, 2024, unless otherwise indicated.

2. Name of Material Entities

A Material Entity is a company that is "significant to the activities of a critical service or core business line." For resolution planning purposes, SBNA has identified the following Material Entities under the IDI Rule.

Santander Bank, N.A.

SBNA is the entity that houses all of the Bank's CBLs. SBNA is a national banking association with principal markets in the northeastern and mid-Atlantic United States. SBNA is focused on providing

banking products and services to consumers, businesses, large corporations, and institutions in the communities served by those offices.

SBNA converted from a federally-chartered savings bank to a national banking association on January 26, 2012. In connection with its charter conversion, the Bank changed its name to Sovereign Bank, National Association and, on October 17, 2013, to Santander Bank, N.A. The Bank has its home banking office in Wilmington, Delaware, and its headquarters in Boston, Massachusetts.

SHUSA

SHUSA is Santander's U.S. Intermediate Holding Company ("IHC") and parent of SBNA. SHUSA provides oversight and certain critical services to SBNA.

Santander Technology USA, LLC ("STUSA")

STUSA houses the local U.S. technology assets, employees, and third-party contracts. STUSA is domiciled in the US and provides technology support to SBNA's CBLs and critical services.

The Factories

The following two entities, the "Factories," are affiliates of Santander that provide a core set of services to Santander's global banking subsidiaries. The Factories are legally independent of any bank within the Group, have their own capital, are self-financed through income received primarily from internal bank customers, and provide services under detailed, arm's-length contracts for each service provided. The resolution strategies for SBNA and SHUSA consider, as a key element, the continuity of the services provided by the Factories.

Santander Global Technology and Operations ("SGT&O")

SGT&O is organized as a centralized, wholly-owned operational subsidiary of Santander, headquartered in Madrid, Spain, with the support of localized branches and/or subsidiaries across the primary geographies in which Santander conducts business.

SGT&O provides software related services and the management of systems, infrastructure and other type of hardware. It is responsible for the development and implementation of proprietary software, integration of third-party solutions and maintenance of applications that ensure the proper operations of the Groups' banks and businesses, as well as providing standardized management of software production and IT infrastructure (i.e., data centers).

NW Services, Co. ("Aquanima")

Aquanima focuses its business activities on the provision of services as a central buying entity and on the negotiation of service and supply agreements for its customers. Aquanima provides contract management, vendor onboarding and tactical procurement support within the U.S.

3. Description of Core Business Lines

3.1 Core Business Lines

The IDI Rule defines CBLs as those business lines of the CIDI, including associated operations, services, functions, and support that, in the view of the CIDI, upon failure would result in a material loss of revenue, profit, or franchise value.

Based on these criteria, SBNA identified three CBLs for its 2025 Plan: Retail Banking and Transformation (RBT), One Commercial, and One Auto.

Retail Banking and Transformation

Retail Banking and Transformation is an integral part of the company's strategy, generating deposits to fund at-scale businesses of a regional bank offering standard banking products focused primarily in the Northeast and Mid-Atlantic regions of the US. The branch locations offer a wide range of products and services to customers, and attract deposits by offering a variety of deposit instruments, including demand and interest-bearing demand deposit accounts, money market and savings accounts, CDs and retirement savings products. The branch locations also offer consumer loans such as credit cards, HELOCs/ HELOANS, as well as business banking and small business loans to individuals. RBT also includes investment services and provides annuities, mutual funds, managed monies, and insurance products, and acts as an investment brokerage agent to customers.

One Commercial

One Commercial focuses on providing banking solution to businesses, real estate investors and developers, municipalities, and institutions in the US.

One Auto

Operating through Santander Consumer (SC) and SBNA, One Auto focuses on providing banking solution to auto leasing and lending in the US. These include originating and servicing loans and leases from both legal entities.

3.2 Material Lines of Business and Portfolios

Exhibit 1 - Organization of RBT

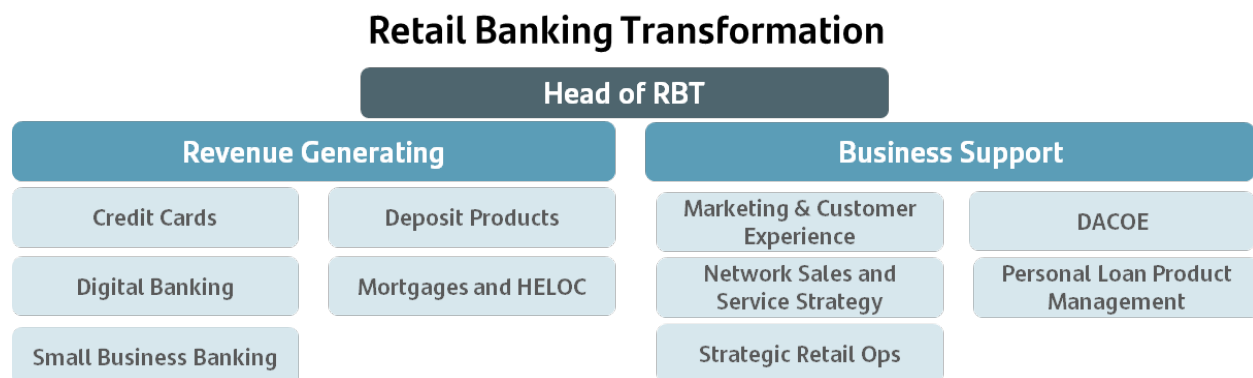


Exhibit 2 - Overview of RBT

	Line of Business	Description
1	Credit Cards	<ul style="list-style-type: none"> Consumer Credit Cards
2	Deposit Products	<ul style="list-style-type: none"> Consumer and Business Demand Deposit Accounts (Checking, Savings, Money Market) Consumer and Business Certificate of Deposits Consumer and Business Banking Debit Card (and ATM cards) Consumer Overdraft Line of Credit (run-off – no longer on sale)
3	Digital Banking	<ul style="list-style-type: none"> Core Services: Online and mobile banking, digital payments, account management and lending. Key enablers: Customer insights, cybersecurity, open banking APIs and cloud-based infrastructure. Digital Banking drives security, operational efficiency, expanding market reach and enhance customer engagement through personalized and real-time financial products.
4	Mortgages and HELOC	<ul style="list-style-type: none"> Home Loans consists of Mortgage and Home Equity loans that have been in runoff mode since 2022 when originations was closed down. All Mortgage loans are outsourced to Dovenmuehle Mortgage since 2018 and the Mortgage Oversight Group (“MOG”) provides the oversight of these functions. Home Equity loans are serviced internally by the Consumer Loan team that includes the servicing and collections area. Home Loans is the owner of the Product and provides the oversight of these loans. Once a loan is modified, that loan is closed and sent to Dovenmuehle to service.
5	Small Business Banking	<ul style="list-style-type: none"> SBB provides deposit products (checking, savings, money market, CDs); Credit (lines of credit, term debt including commercial mortgages and equipment finance, both conventional and SBA-guaranteed); and merchant services through a partnership with FiServ.

Exhibit 3 - Organization of One Commercial

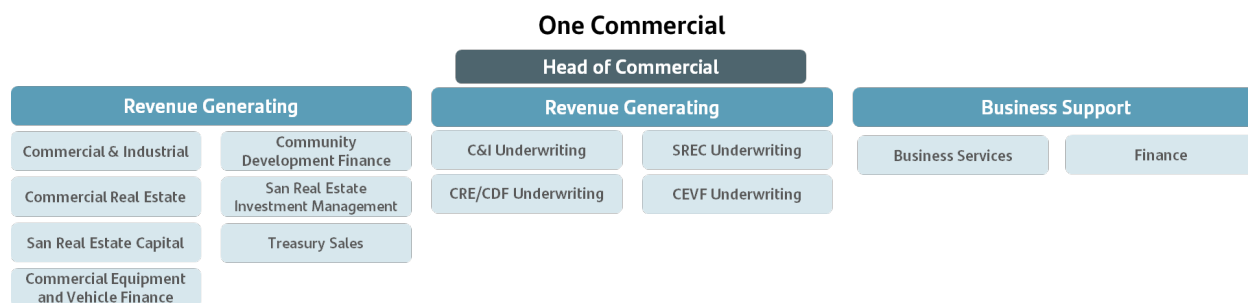


Exhibit 4 - Overview of One Commercial

	Line of Business	Products & Services
1	C&I	<ul style="list-style-type: none"> Business segment that delivers lending and deposit solutions for businesses over \$5mm in revenue. Focus is on primary banking relationships in deposit-rich industries. Financing: Traditional lending (term loans, lines of credit), asset-based lending, commercial vehicle financing Treasury solutions: Move, manage, and monitor cash, treasury management and reporting, online banking International banking: Export trade solutions, import trade solutions , working cap. solutions Investment banking: interest rate hedging, loan syndications, foreign exchange, debt capital markets, M&A, securitizations Government and Not-for-Profit: Supports govt. entities and not-for-profit companies with deposit, cash management and credit needs
2	CDF	<ul style="list-style-type: none"> Supports Santander Bank Community Reinvestment Act (CRA) strategy with Investments and Loan commitments. Low-income housing tax credit program ("LIHTC") construction financing Equity bridge lending Community development lending Small business equity investments
3	CRE	<ul style="list-style-type: none"> A direct origination channel targeting top-tier, well-capitalized companies with an expertise in project-based construction lending throughout the US Other products: terms loans, lines of credit, bridge loans, letters of credit, deposits, treasury products, derivatives, and capital markets
4	SREIM	<ul style="list-style-type: none"> Joint venture partnership with the FDIC 20% ownership and sole servicer rights for a \$9B portfolio primarily consisting of New York-based rent-controlled/rent-stabilized multifamily loans formerly owned by Signature Bank. Fee based loan servicing and portfolio management Target acquisition of low-cost deposit and escrow accounts
5	SREC	<ul style="list-style-type: none"> Multifamily business originating term loans on stabilized multifamily properties using a multi-channel strategy, including direct-to-borrower and commercial mortgage brokers. Concentration in NYC workforce housing and in the growth areas of southeast and southwest. Additional products: lines of credit, earn-out loans, bridge loans, escrow accounts, treasury products, derivatives and cap. Markets products
6	Treasury Sales	<ul style="list-style-type: none"> Specialized group focused on acquisition of low-cost deposits and providing cash management and treasury solutions for clients across Santander's commercial business lines. Additionally manages a small number of high-value, deposit-only C&I clients directly Santander Treasury Link (Online Banking Platform) – electronic payments and transfers (ACH/wire), receivables (lockbox check deposit link), information reporting and account management Commercial Card Various deposit products, including escrow portal
7	CEVF	<ul style="list-style-type: none"> Direct lending channel for municipal transport, emergency vehicles, communication equipment, AAA tow vehicles, and high line autos. Financing for income-producing vehicles (commercial vehicles, towing and recovery equipment)

Exhibit 5 - Organization of One Auto

SAN US Auto

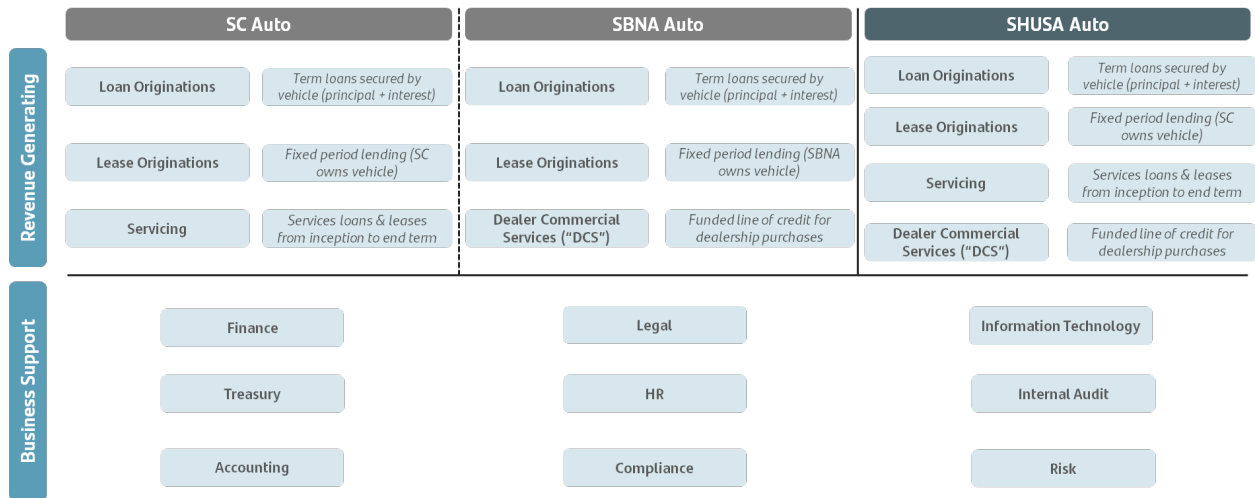


Exhibit 6 - Overview of One Auto

	Line of Business	Description
1	SC Auto Loan & Lease	<ul style="list-style-type: none"> Retail Installment Contracts: Includes retail installment contracts individually acquired or originated by the Company and purchased non-credit deteriorated finance receivables (indirect lending only). Lease: Fixed period lending (SC owns vehicle).
2	SBNA Auto Loan & Lease	<ul style="list-style-type: none"> Retail Installment Contracts: Includes retail installment contracts individually acquired or originated by the Company and purchased non-credit deteriorated finance receivables (indirect lending only) Lease: Fixed period lending (SBNA owns vehicle)
3	Servicing	<ul style="list-style-type: none"> The Company's servicing activities consist largely of processing customer payments, responding to customer inquiries, processing customer requests for account revisions, seeking to maintain a perfected security interest in the financed vehicle, monitoring vehicle insurance coverage, pursuing collection of delinquent accounts, and remarketing repossessed or off-lease vehicles.
4	Dealer Commercial Services	<ul style="list-style-type: none"> Floorplan Loan: A revolving line of credit that finances dealer inventory until sold. Dealer Loan: A Floorplan Loan, real estate loan, working capital loan, or other credit extended to an automobile dealer.

4. Consolidated Financial Information Regarding Assets, Liabilities, Capital and Major Funding Sources

4.1 SBNA Balance Sheet

The following is SBNA's balance sheet as of December 31, 2024.

Exhibit 7 - SBNA's Balance Sheet as of December 31, 2024

Assets (in \$mm)	SBNA
Cash and cash equivalents	16,332
Investment securities	17,674
Available-for-sale ("AFS")	6,828
Held-to-maturity	9,380
Trading securities	18
Other investments	1,448
Loans held-for-investment ("LHFI")	50,896
Allowance for loan and lease losses ("ALLL")	(1,316)
Loans held-for-sale ("LHFS")	868
Premises and equipment, net	742
Operating leases, net	9,169
Accrued interest receivable	301
Equity method investment	258
Goodwill	1,554
Intangible assets, net	1
Bank-owned life insurance ("BOLI")	2,002
Restricted cash	1,711
Deferred tax assets, net	623
Other assets	1,885
Total Assets	102,701
Liabilities and Equity (in \$mm)	
Accrued expenses and payables	514
Deposits and other customer accounts	76,849
Borrowings and other debt obligations	10,215
Advance payments by borrowers for taxes and insurance	151
Other liabilities	2,327
Total Liabilities	90,056
Preferred stock	0
Common stock and paid-in capital	13,239
Accumulated other comprehensive gain (loss)	(760)
Retained earnings	165
Total Equity	12,645
Total Liabilities and Equity	102,701

4.2 Regulatory Capital

SBNA's regulatory capital and capital ratios as of December 31, 2024, are as follows.

Exhibit 8 - SBNA Regulatory Capital and Capital Ratios as of December 31, 2024

Santander Bank, N.A.	(\$bn)
Common Equity Tier 1 Capital	11.8
Tier 1 Capital	11.8
Total Risk Based Capital	12.7
Total Risk Weighted Assets	67
Ratios	
Common Equity Tier 1 Ratio (CET1)	17.67 %
Tier 1 Capital Ratio (T1C)	17.67 %
Total Capital Ratio (TC)	18.93 %
Tier 1 Leverage Ratio (T1L)	11.54 %

Due to Santander's global business model, SBNA is generally self-funding. Prudent management of liquidity contributes to earnings, capital, deposits, borrowing, and lending, and the responsibility has been delegated to SBNA Treasury to be a centralized source of liquidity and funding for CBL

SBNA Borrowings as of December 31, 2024, are detailed in the exhibits below.

Exhibit 9 - SBNA Borrowings and Other Debt Obligations as of December 2024

Borrowings and Debt Obligations Breakdown	(\$mm)
FHLB Advances	4,699
Credit-Linked Notes	1,188
Term Loans	0
Other	0
SBNA Total Obligations	5,887

As of December 31, 2024 SBNA's secured and unsecured liabilities were as follows:

Exhibit 10 - SBNA Secured and Unsecured Liabilities as of December 2024

Liabilities (\$mm)	Secured	Unsecured
Customer Deposits	—	74,108
Government/Municipal Deposits	2,442	—
Securities Sold Under Agreements to Rep	299	—
Trading Liabilities	—	—
Other Borrowed Money	10,215	—
Subordinated Notes	—	611
Other Liabilities	—	545
Total	12,956	75,264

4.3 SBNA Capital Ratios

Capital is held within SHUSA and SBNA, the primary legal entities discussed in the Resolution Plan. SHUSA is the intermediate holding company for Santander's U.S. operations and, under the FRB regulations, is required to prepare an annual Capital Plan. SHUSA is required to maintain prescribed regulatory capital ratios in accordance with FRB requirements.

SBNA maintains capital levels to ensure the safety and soundness of the institution, support its business plans, anticipate the impact of adverse economic conditions, and meet current and anticipated regulatory requirements. Capital expectations are set for capital ratios that are based on SBNA's risk-weighted assets and average assets.

The following exhibit shows SBNA's consolidated capital ratios as of December 31, 2024.

Exhibit 11 - SBNA Regulatory Capital and Capital Ratios as of December 31, 2024

Santander Bank, N.A.	(\$bn)
Common Equity Tier 1 Capital	11.8
Tier 1 Capital	11.8
Total Risk Based Capital	12.7
Tier 1 Leverage	11.8
Total Risk Weighted Assets	67
Ratios	
Common Equity Tier 1 Ratio (CET1)	17.67 %
Tier 1 Capital Ratio (T1C)	17.67 %
Total Capital Ratio (TC)	18.93 %
Tier 1 Leverage Ratio (T1L)	11.54 %

SBNA maintains internal capital targets that are well above applicable regulatory minimums.

4.4 Funding, Liquidity Management and Major Funding Sources

A fundamental objective of SBNA's funding is for the deposit portfolio to fund SBNA's cash position along with its loan and lease portfolios. The loan to deposit ratio is therefore a primary liquidity metric that is monitored and forecasted by senior management.

SBNA's wholesale funding portfolio, along with its equity position, is expected to fund SBNA's Available for Sale ("AFS") securities portfolio and other less liquid assets. SBNA seeks to diversify its wholesale funding sources in order to have adequate liquidity under both business as usual ("BAU") and stressed scenarios.

SBNA manages its equity position in accordance with its capital management policy and capital adequacy program.

A third component of SBNA's funding philosophy is the management of a cash balance target along with a liquid AFS securities portfolio to ensure immediate liquidity in the event of sudden reductions in its funding. SBNA conducts monthly liquidity stress testing to determine the amount of the liquidity buffer it should hold to survive a liquidity stress scenario for 90 days.

SBNA may generate liquidity through reductions in assets through sales and securitizations while improving its business mix, diversification, and profitability metrics. SBNA also has open credit lines with the Federal Home Loan Bank ("FHLB") and the FRB to provide further funding. Borrowing capacity at the FHLB and the Federal Reserve is based on the underlying collateral and quality of loan documentation.

The exhibit below shows SBNA's funding profile as of December 31, 2024.

Exhibit 12 - SBNA Funding Profile

Funding Sources and Uses	(\$mm)
FHLB	
FHLB Maximum Borrowing Capacity	15,983.1
FHLB Letters of Credit	(30.0)
FHLB Advances	(4,761.7)
Total Available FHLB Funding Capacity	11,191.3
Federal Reserve Discount Window	
Federal Reserve Total Collateral	12,404.8
Haircut	1.0%
Federal Reserve Discount Window Capacity	124.0
Federal Reserve Cash	
Federal Reserve Account Cash	15,360.5
Unencumbered Security Collateral	
Agency Collateralized Mortgage Obligation	1,160.2
Agency Mortgage Backed Securities	1,031.9
Asset Backed Securities	334.6
SBA	251.2
Treasuries	582.9
Total Unencumbered Security Collateral	3,360.9
Fed Funds	
Net Debit Cap	5,231.4
Fed Funds Usage	—
Net Debit Cap Available	5,231.4
Total Liquidity Available	47,548.9

5. Description of Derivative Activities and Hedging Activities

5.1 Use of Derivatives for Asset-Liability Management

SBNA engages in derivatives activities for balance sheet-related interest rate risk hedging purposes and to meet customer needs. SBNA is not a market maker in derivative products nor do they use derivatives for speculative purposes.

As part of their overall risk hedging strategies, SBNA uses derivative contracts as hedges to help manage exposure to interest rate, foreign exchange, equity and credit risk, as well as to reduce the effects that changes in interest rates may have on net income, the fair value of assets and liabilities, and cash flows.

The majority of derivatives that are not designated as accounting hedges under Generally Accepted Accounting Principles ("GAAP") are customer-related derivatives relating to foreign exchange and lending arrangements, as well as derivatives to hedge interest rate risk on SC's secured structured financings and the borrowings under its revolving credit facilities.

SBNA offers derivative products to its customers based on each customer's needs. When a customer request for a derivative product is received, SBNA executes the transaction with the customer, if appropriate. In addition, SBNA enters into an offsetting derivative transaction with the market to immediately eliminate the risk of the position on the Bank's balance sheet.

5.2 Management of Counterparty Risk via Derivatives

SBNA also uses derivative instruments as part of its overall risk management strategy to hedge against unfavorable movements in interest rates, foreign exchange, and other market-related risks. Consistent with its Risk Management Policy, SBNA does not speculate when mitigating risks. Therefore, mitigation steps are limited to hedging identified exposures and only within the limits of the Bank's Risk Management Policy with counterparties assessed to be financially responsible at the time of the agreement.

6. PCS Service Providers

6.1 Memberships in Material Payment, Clearing and Settlement Systems

SBNA maintains membership in, or accesses through intermediaries, FMUs to facilitate payment, clearing, and settlement activities. The table below shows all of SBNA's Financial Market Utilities as of December, 2024.

Exhibit 13 - SBNA's Financial Market Utilities

Type of System	System	Access
Payment systems	FEDWIRE FUNDS SERVICE	Direct
	FEDACH	Direct
	FED CHECK IMAGE CLEARING	Direct
	CHIPS	Direct
Settlement	BONY MELLON	Direct
Clearinghouses	FEDERAL RESERVE	Direct
	FICC	Direct
	CME	Direct
	LCH	Direct
	DTC	Direct
	FICC - MBSD	Direct
	BONY MELLON	Direct

7. Description of Foreign Operations

SBNA has no material cross-border operations, including foreign branches, subsidiaries or offices.

8. Material Supervisory Authorities

As a national bank, SBNA is subject to various laws, regulations, and the supervision of several federal authorities. Its primary federal regulator is the Office of the Comptroller of the Currency ("OCC"), which is the Bank's prudential regulator and supervisor for safety and soundness. The FDIC insures and regulates SBNA's deposit-taking activities, and the FRB promulgates rules regulating its reserves and certain other matters. In addition, the Consumer Financial Protection Bureau ("CFPB") regulates the Bank's consumer financial products and services.

9. Principal Officers

9.1 Names, Positions and Titles of Principal Officers (CEO, CFO, CHRO, CRO, CTO, General Counsel, BU Heads)

The key individuals who comprise SBNA's management and are responsible for its activities and direction as of April 30, 2025, are reflected in the exhibit below:

Exhibit 14 - SBNA Principal Officers as of April 30, 2025

Name	Title	Legal Entity Employer
Christiana Riley*	Country Head, President and CEO	SHUSA
Ashwani Aggarwal*	CRO	SHUSA
Juan Carlos Alvarez de Soto*	CFO	SHUSA
Brian Yoshida*	Chief Legal Officer / General Secretary	SHUSA
Oriol Foz*	Chief People and Culture Officer	SHUSA
Patryk Nowakowski*	Head of Technology and Operations	SHUSA
Pablo Del Campo*	Chief Strategy Officer	SHUSA
Xavier Ruiz*	Head of US Strategic Initiatives	SHUSA
Swati Bhatia	Head of Retail Banking and Transformation	SBNA
Michael Lee	Head of Commercial Banking	SBNA
David Hermer	Head of CIB	SBNA
Bruce Jackson**	Head of Auto	SC

*Dual hatted employee with SHUSA

**Dual hatted employee with SC

10. Description of the Corporate Governance Structure and Processes Related to Resolution Planning

Governance of this Resolution Plan integrates oversight by key stakeholders and senior executives from SBNA's CBLs, shared services, and operations with review and recommendation for approval from certain management and board-level committees before being presented to SBNA's Boards of Directors for final approval.

Responsible for day-to-day project management, the U.S. Recovery & Resolution Planning Team ("USRRP") establishes project plans defining key tasks, milestones, and timelines for the preparation of this Plan in order to coordinate activities of key stakeholders across the MEs, CBLs, and supporting critical services. Additionally, USRRP is responsible for integrating resolution planning within business as usual ("BAU") activities and oversight of resolvability enhancement projects.

USRRP oversees and designs the resolution planning governance process and manages the day-to-day Resolution Plan development and execution. In this role, it performs the following:

- Detailed analysis of rules and guidance;
- Design of resolution planning governance and processes;
- Oversight of day-to-day Plan development, execution, and project management;
- Recommendation of actions and escalation of issues and critical decisions to ALCO;
- Design and implementation of resolution planning policy;

- Oversight and assistance with identification of initiatives designed to enhance resolvability of the organization;
- Definition of terms and maintenance of documentation of analysis and implementation efforts; and
- Production, assembly, and delivery of this Plan and documentation for approvals.

USRRP coordinates and manages a resolution planning working group consisting of SBNA senior management executives, which meets on a regular basis during the Plan production phase to oversee the development of the Plan and to inform, review, and challenge information in this Plan.

The highest U.S. management-level and board-level committees overseeing this Plan are the SBNA Asset Liability Committee ("ALCO") and the SBNA Board Risk Committee, respectively.

SBNA ALCO monitors the development and oversight of the resolution planning process. ALCO members include, among others: SBNA's Chief Financial Officer, Chief Risk Officer, Treasurer, and Chief Market Risk Officer as well as the Heads of each of the CBLs: RBT, One Commercial, and One Auto.

SBNA ALCO meets regularly and reviews the progress of this Plan and addresses any issues which may arise during its development and to fulfill the following roles:

- Provide strategic oversight to this Plan's preparation and review process;
- Review, make, and/or approve all key resolution planning strategies and methodologies, including any significant scoping or approach change decisions;
- Communicate progress and/or issues to SBNA Board Risk Committee and Board of Directors as appropriate; and
- Recommend approval of the IDI Resolution Plan.

In addition, the Chief, USRRP, and members of the USRRP Team regularly engage senior executives and other stakeholders, as necessary, to facilitate key decisions with respect to the Resolution Plan and supporting processes.

11. Material Management Information Systems

Management Information Systems ("MIS") refers broadly to the technology and information utilized by SBNA to make effective decisions in the management of their various businesses and support functions. MIS includes the infrastructure relied upon for the operation of applications and the production of information used to make daily decisions in the management of the businesses. SBNA utilizes MIS for risk management, accounting, and financial and regulatory reporting, as well as internal management reporting and analysis. These systems are primarily platform technologies with interface applications used to collect, maintain, and report information to management and externally for regulatory compliance. The MIS are also used by CBLs to perform the functions necessary to run their businesses and operations.

Governance, control, and maintenance of critical applications are the primary components of the MEs' technology processes, which emphasize minimal recovery times in the event of disruption. Although all systems and applications are essential to smooth and effective operations, SBNA classifies as critical all necessary systems used by RBT, One Commercial, and One Auto business lines to manage, originate, underwrite, fulfill, report and process related business transactions, and support access to products and accounts by existing and new bank customers.

12. Identified Resolution Strategy

This Resolution Plan outlines options (or combinations thereof) that the FDIC may use to resolve SBNA. The options include a Multiple Acquirer Strategy (MAS), Immediate Whole Bank Sale (WBS), Delayed WBS, and Liquidation.

The Multiple Acquirer option represents the potential suitable strategy that could reasonably be executed by the FDIC because it provides optionality to segment and sell SBNA's Core Business Lines ("CBL"), entire portfolios of assets within the CBLs, segments of the asset portfolios, and/or combinations of them. While WBS options may be feasible as well due to SBNA's simple entity structure, the MAS approach inherently appears more advantageous (or likely) based on SBNA's CBLs and portfolios. Such optionality facilitates execution of divestitures, increases the pool of potential acquirers, maximizes value, and mitigates potential obstacles. The scope for divestitures of CBLs and portfolios includes:

- Core Business Line Sale (Retail Banking and Transformation, One Auto, One Commercial);
- Portfolio Sale (Auto Loan, Auto Lease, Dealer Commercial Services ("DCS"), Commercial Real Estate, Multifamily, Commercial & Industrial ("C&I"), Mortgage); and
- Portfolio Segment Sale (Performing/Non-Performing Loans; Credit/Risk Scores)

The resolution options and analysis are supported by operational considerations such as degree of interconnectedness (whether financial or operational), data availability through a Virtual Data Room ("VDR"), valuations and valuation mechanisms, identification of potential buyers, personnel considerations and communications frameworks.