

Morrin Richard  
Form 4  
August 01, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Morrin Richard

(Last) (First) (Middle)

C/O SANTANDER CONSUMER  
USA HOLDINGS INC., 1601 ELM  
STREET, SUITE 800

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Santander Consumer USA Holdings  
Inc. [SC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/30/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

See Remarks

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/30/2018		S	26,096	D	\$ 19.46 (1)	75,054 D
Common Stock	07/30/2018		M	33,582	A	\$ 9.21	108,636 D
Common Stock	07/30/2018		S	33,582	D	\$ 19.54 (2)	75,054 D
Common	07/30/2018		M	14,816	A	\$ 12.1	89,870 D

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Stock

Common Stock	07/30/2018	S	14,816	D	\$ <u>(3)</u> 19.46	75,054	D
Common Stock	07/30/2018	M	7,466	A	\$ 9.21	82,520	D
Common Stock	07/30/2018	S	7,466	D	\$ <u>(4)</u> 19.45	75,054	D
Common Stock	07/30/2018	M	3,296	A	\$ 12.1	78,350	D
Common Stock	07/30/2018	S	3,296	D	\$ <u>(5)</u> 19.44	75,054	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (right to buy)	\$ 9.21	07/30/2018		M		41,048		<u>(6)</u>	12/31/2021	Common Stock	41,048
Stock option (right to buy)	\$ 12.1	07/30/2018		M		18,112		<u>(6)</u>	12/31/2021	Common Stock	18,112

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morrin Richard C/O SANTANDER CONSUMER USA HOLDINGS INC. 1601 ELM STREET, SUITE 800 DALLAS, TX 75201				See Remarks

## Signatures

/s/ Richard  
Morrin

08/01/2018

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
  - (1) The reported price is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$19.38 - \$19.58, inclusive. The reporting person undertakes to provide to Santander Consumer USA Holdings Inc. ("SC"), any securityholder of SC, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges reported in this footnote 2 and footnotes 3 through 6 below.
  - (2) The reported price is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$19.50 - \$19.58, inclusive.
  - (3) The reported price is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$19.39 - \$19.54, inclusive.
  - (4) The reported price is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$19.37 - \$19.54, inclusive.
  - (5) The reported price is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$19.41 - \$19.46, inclusive.
  - (6) Granted pursuant to the Santander Consumer USA Inc. 2011 Management Equity Plan. The options are fully vested.

### Remarks:

President, Chrysler Capital and Auto Relationships

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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