Santander Consumer USA Holdings Inc. Form 3 January 22, 2014 FORM 3 UNITED STATES S

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

INITIAL STATEMENT OF 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 3235-0104 Number: January 31, Expires: 2005

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6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Form filed by More than One

Person

Reporting Person

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> Martin Brad	2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Tradi Santander Consumer USA H	
(Last) (First) (Middle)	01/22/2014	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O SANTANDER CONSUMER USA HOLDINGS		(Check all applicable)	· · ·

Director

(give title below) (specify below) See Remarks

__X_ Officer

INC., 8585 NORTH STEMMONS FREEWAY SUITE 1100-N

(Street)

DALLAS, TXÂ 75247

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Beneficially Owned				
1.Title of Securit (Instr. 4)	ty		2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Sto	ck		55,806	D	Â		

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

SEC 1473 (7-02)

10% Owner

_ Other

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership

	(Month/Day/Year)		Derivative Se (Instr. 4)	ecurity	or Exercise Price of	Form of Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock option (right to buy)	(1)	12/31/2021	Common Stock	114,173	\$ 9.21	D	Â
Stock option (right to buy)	(2)	12/31/2021	Common Stock	79,278	\$ 9.21	D	Â
Stock option (right to buy)	(2)	12/31/2021	Common Stock	34,981	\$ 12.1	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships			
		10% Owner	Officer	Other	
Martin Brad C/O SANTANDER CONSUMER USA HOLDINGS INC. 8585 NORTH STEMMONS FREEWAY SUITE 1100-N DALLAS, TX 75247	Â	Â	See Remarks	Â	
Signatures					

Date

/s/ Eldridge A. Burns, Jr.,	01/22/2014
Attorney-in-Fact	01/22/2014

<u>**</u>Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Granted pursuant to the Santander Consumer USA Inc. 2011 Management Equity Plan. The stock option award is time vested generally
 (1) based on continued service and is scheduled to vest 31.25% on December 31 of each of 2014, 2015, and 2016. 3.125% of the options vested upon each of December 31, 2012 and 2013 and are currently exercisable.

Granted pursuant to the Santander Consumer USA Inc. 2011 Management Equity Plan. The stock option award is time vested, generally based on continued service, and performance vested. Subject to the company's achievement of certain performance targets, the award is

(2) based on continued service, and performance vested, subject to the company's achievement of certain performance targets, the award is scheduled to vest 31.25% on December 31 of each of 2014, 2015, and 2016. 3.125% of the options vested upon each of December 31, 2012 and 2013 and are currently exercisable.

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Remarks:

Executive Vice President, Business Operations

Exhibit List: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.