

GRIFOLS, S.A.

PROCEDURAL RULES FOR ATTENDING TO THE ORDINARY GENERAL SHAREHOLDERS' MEETING BY TELEMATIC MEANS

The Board of Directors of Grifols, S.A. (“Grifols” or the “Company”) has resolved, in its meeting held on 28 July 2020, in accordance with article 41.1c) of Royal Decree-Law 8/2020, of 17 March, on urgent extraordinary measures to address the economic and social impact of COVID-19, that the next Ordinary General Shareholders' meeting (the “General Shareholders' Meeting”), will be held **exclusively by telematics means** at 12:00 a.m. CET on October 8, 2020, and at the same time, on October 9, 2020, on second call, and that the following procedural rules will apply from the date of publication of the corresponding notice of call so that the shareholders and their proxy representatives may attend by telematics means.

THE SHAREHOLDERS ARE INFORMED THAT THE GENERAL SHAREHOLDERS' MEETING WILL FORESEEABLY BE HELD ON SECOND CALL ON OCTOBER 9, 2020 AT 12:00 A.M. CET.

1. Registration, accreditation and attendance:

In order to enable the proper management of the online attendance systems, the shareholder or proxy representative attending the General Shareholders' Meeting by telematic means must:

- (a) Register on the Online Attendance Platform enabled to such effect on the Company's corporate web page (www.grifols.com), providing proof of identity (and, where applicable, their representation) from October 5, 2020 at 00:00:01 hours CET until October 7, 2020 at 23:59:59 hours CET through any of the following means: (i) Electronic National Identity Card; (ii) a recognized, valid user electronic certificate in force, in accordance with Law on Electronic Signature, and issued by the Spanish Public Certification Authority (CERES) that answers to the Spanish National Mint (*Fábrica Nacional de Moneda y Timbre*); or (iii) by attaching a photocopy of his/her National Identity Card or a similar document providing his/her identity (passport or NIE) in pdf format. In this latter case, once the proof of identity has been approved by the Company, the duly registered shareholder or proxy representative will receive a username and a password to access to the General Shareholders' Meeting by telematic means.

At the time of registration it is essential to provide proof of the status of shareholder, and, if appropriate, proxy representative, by attaching to the corresponding form a pdf copy of the duly signed attendance card issued by the participating entity of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores* (Iberclear) where the shareholder's shares are deposited.

The shareholder that is a legal entity shall also attach to the corresponding form a pdf copy of the documents that prove the representative authorities of the natural person that represents it. In addition, the shareholder's proxy representative shall attach a copy of the document in which the representation is granted.

Any registration made outside the deadlines indicated above or which does not comply with the accreditation requirements referred to in this section (a) will not be accepted.

The Company reserves the right to request from the shareholders and/or its proxy representatives any additional proofs of identification it considers necessary to verify their status as shareholders or the sufficiency of the powers of representation granted.

- (b) Once the shareholder or its proxy representative is duly registered in accordance with section (a) above, he/she shall connect as an attendee by accessing the Online Attendance Platform enabled to such effect on the Company's corporate web page (www.grifols.com), on October 8, 2020 between 10:00 and 12:00 hours CET, using the means indicated in the first paragraph of section (a) above. Once the Meeting has begun, only the shareholders and proxy representatives who have logged on the date and within the times indicated above will be able to vote and/or participate.

If the General Shareholders' Meeting cannot be held on October 8 at first call due to lack of quorum, as it is expected, those shareholders or proxy representatives who have accessed the Online Attendance Platform at the first call must do so again on October 9 on the second call, within the same time period, in order to be recorded as attending the General Shareholders' Meeting and using the means indicated in the first paragraph of section (a) above.

2. Exercise of the rights of intervention, information and proposal:

The shareholders or their proxy representatives who, in exercise of their rights, participate at the Meeting by telematic means and, if necessary, request information or clarifications regarding the items included on the agenda, the information accessible to the general public that has been provided by the Company to the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) since the last General Shareholders' Meeting or the auditor's report, or make proposals as permitted by law, must submit their requests or proposals in writing by sending an electronic communication with their intervention (or attaching their written intervention) through the Online Attendance Platform enabled on the Company's web page. Only one written communication per registered attendee will be accepted. These rights may be exercised from the moment the shareholder or their proxy representatives are connected to the Meeting via telematic means and until the moment the Meeting is declared as validly constituted.

The attendee to the Meeting by telematic means who wishes to have its interventions expressly included in the minutes of the General Shareholder' Meeting must state this clearly and expressly within their written communication.

The interventions of the attendees to the Meeting by telematic means can be verbally answered during the Meeting or in writing within seven days thereafter, all in accordance with the provisions of the Capital Companies Act (*Ley de Sociedades de Capital*).

3. Voting:

Votes may be cast by telematic means on the proposals relating to the items included on the agenda using the form available on the Online Attendance Platform enabled for this purpose on the Company's web page (www.grifols.com) from the time of their connection as attendees via telematic means on the date of the General Shareholders' Meeting indicated in section 1.(b)

above, until the reading of the proposed resolutions is started in the premises where the General Shareholders' Meeting is held.

With regard to the proposed resolutions on those matters not included on the agenda that have been presented in the legally admissible cases, those attending by telematic means may cast their vote through the form available on the Online Attendance Platform enabled for this purpose on the web page www.grifols.com from the moment these proposals are read out for voting and until the moment the voting process is concluded during the Meeting.

The rules on the computation of votes set out in the Articles of Association and in the Regulations of the General Shareholders' Meeting shall apply to the voting by telematic means.

4. Other issues:

The shareholders or their proxy representatives who attend the General Shareholders' Meeting by telematic means and who wish to expressly state that they are abandoning the Meeting so that their vote will not be counted, must do so by sending an electronic communication through the available link enabled for this purpose on the Online Attendance Platform on the Company's web page (www.grifols.com). Once such express desire to abandon the meeting has been communicated, all subsequent actions made by telematic means will be deemed as not having been carried out.

The attendance by telematic means of the shareholder or his/her proxy representative will render void any vote or delegation previously made by any other procedure established by the Company.

It is the exclusively responsibility of the shareholder or his/her proxy representative to maintain the passwords or any identification means required to access and use the Online Attendance Platform. In the case of a legal entity, it must notify any modification or revocation of the powers held by its representative and, therefore, the Company declines any responsibility until such notification takes place.

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for the attendance to the General Shareholders' Meeting by telematic means when technical or security reasons so require or impose it. The Company will not be liable for damages that may be caused to shareholders as a result of any failure, overload, line failure, connection fault or similar events not attributable to Grifols that may impede the use of the attendance systems to the General Shareholders' Meeting. Therefore, such circumstances will not constitute an illegitimate deprivation of the shareholders' rights.

Should any of the circumstances envisaged in this section occur, the shareholders will be informed of this as soon as possible through the Company's web page.
