

## CRIME PREVENTION POLICY

The Board of Directors of Grifols, S.A. (the "**Company**") is responsible for approving the Company's general policies and strategies and, in particular, the management and risk control policy, as well as being responsible for periodically monitoring internal information and the control systems. In the exercise of these duties, the Board of Directors of Grifols, SA issues this crime prevention policy (the "**Policy**").

### **1. PURPOSE**

The purpose of this Policy is to make the Company's employees, executives, and members of its Board of Directors, its subsidiaries ("Grifols" or the "Group"), and any other third parties, fully aware of Grifols unambiguous rejection to the perpetration of crimes or infractions, as well as to any unethical behaviors. It also aims to inform about the Group's determination to prevent and combat them.

This Policy, together with the anti-corruption policy, shows that Grifols is committed to remaining extremely vigilant, to punishing any fraudulent acts and conducts, to maintaining effective mechanisms for communication and awareness among its employees, and to developing a corporate culture based on ethics, honesty, and transparency.

To further develop this Policy, Grifols has implemented a specific and efficient program to prevent the commission of crimes, the Crime Risk Management System ("**CRMS**" or the "**System**"). The System is designed to fit in with the new duties imposed by the Spanish Criminal Code after the introduction of criminal liability for legal entities.

The purpose of the System is, on one side, to assure public administrations, judicial and administrative authorities and other third parties that Grifols effectively complies with the duties of supervision, monitoring and control over its directors, executives, employees and other subordinates, by establishing the appropriate measures to prevent crimes or significantly reduce the risk of crimes being committed.

### **2. SCOPE**

This Policy shall apply to all Grifols directors, executives and employees.

Anyone acting as a representative of Grifols in any companies or entities that are not part of the Group, shall have to comply with the provisions of this Policy and promote, within the reach of their competences and responsibilities, the application of its principles.

Grifols directors, executives and employees who are also subject to other rules or policies, whether applicable to a particular industry or deriving from the national laws of the countries in which they carry out their activities, shall also be bound hereby. The Board of Directors will establish the appropriate coordination measures in order to ensure that such rules or policies are consistent with the principles set out in this Policy.

## 3. PRINCIPLES OF CONDUCT

The principles governing Grifols' CRMS are the following:

- a) To comply with the applicable legislation and internal rules, and act upon the principles set forth in Grifols' Code of Conduct and Code of Ethics.
- b) To reinforce Grifols' commitment to its corporate values and its rejection to behaviors associated with illegal or wrongful acts.
- c) To foster an ethical culture through transparency and corporate governance in business activities. Integrity, ethics, honesty, trust and transparency should be the main cornerstones of any decision-making by the directors, executives and employees.
- d) To promote management systems aimed at preventing, detecting and responding to any wrongful acts carried out within the Company.
- e) To inform of employee's responsibility to notify and report breaches of the applicable laws and regulations, actions that contravene the Code of Conduct or the Code of Ethics, and / or that violate Grifols' policies and procedures.
- f) To train Grifols directors, executives and employees in the risks associated with their activities; as well as in the policies and tools that Grifols has in place to manage crime risks. Training should be regularly provided to ensure that directors, executives and employees are up to date.
- g) To ensure that the Audit Committee has the human and material resources required to efficiently and proactively monitor the observance and enforcement of this Policy.
- h) To investigate any claim of any allegedly criminal or irregular act, guaranteeing the maximum confidentiality to the individuals involved, and always in accordance with the applicable laws.
- i) To collaborate with judicial and administrative authorities, as well as with national and international entities and organisms, in relation to any investigation of allegedly criminal acts or of other aspects, as required.
- j) To sanction, when necessary, those who have committed an illegal act or have breached an internal rule while performing activities on behalf of Grifols. Sanctions should be in accordance with the Company's disciplinary measures and the applicable law.

## 4. COMMITMENT OF THE BOARD OF DIRECTORS

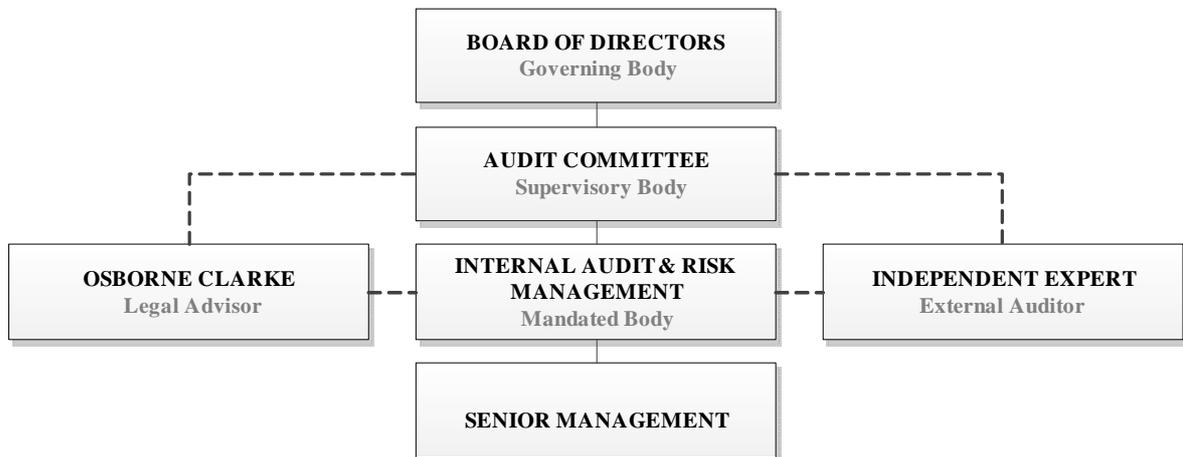
The Board of Directors is responsible for developing and implementing the CRMS to ensure compliance with applicable laws, rules and regulations.

Grifols and its Board of Directors have integrated in their corporate governance system the highest ethical standards of integrity, honesty and transparency, all of which go beyond complying with any legal requirements. These standards are included in the Code of Conduct, the Code of Ethics and the corporate values; providing the basis for any decisions made and activities carried out by its directors, executives and employees.

One of Grifols' priorities is to prevent and identify any infringement of legality and to ensure that its employees, executives and directors conduct business in an ethical way.

## 5. ORGANIZATION AND RESPONSIBILITIES OF THE CRIME RISK MANAGEMENT SYSTEM ("CRMS")

Grifols' organizational structure for the CRMS is illustrated below:



### a) Board of Directors

The Board of Directors of Grifols is responsible for implementing, maintaining and continually improving the organization and management of the crime prevention model throughout the Group.

The Board of Directors has delegated the monitoring and supervisory duties to the Audit Committee for all CRMS operational and observance related matters.

### b) Audit Committee

The Audit Committee advises and provides specialized support to the Board of Directors of Grifols in external audits, internal control systems, preparation of financial reports and compliance with applicable laws, regulations and the Grifols' Code of Conduct.

Grifols has assigned the responsibility for monitoring and supervising CRMS practice and observance, as well as making significant decisions regarding the System's

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management and monitoring, to the Audit Committee. The Audit Committee, as a Supervisory Body, is responsible for reporting to the Board of Directors any results and any significant events identified in the System review.

For the Audit Committee to fulfill their roles and responsibilities, it relies on the information and documentation provided mainly by the Internal Audit and Risk Management department, the Legal Advisors, as well as independent third party experts that could be hired for such purpose.

## **c) Internal Audit and Risk Management**

Internal Audit and Risk Management supports the Audit Committee in the regular assessment of the effectiveness of the CRMS, with advice from the Legal Advisors.

The Internal Audit and Risk Management department will regularly perform the following procedures to validate the effectiveness of the CRMS program:

- Prepare the CRMS Annual Plan to define goals, the human and material means necessary to achieve them, and, when necessary, provide training to the relevant employees.
- Obtain confirmations from the Group's process managers, certifying that their crime risks and controls' matrices are updated.
- Coordinate with an independent expert to perform a review of the CRMS.
- Test that the controls implemented to mitigate risks are operating effectively and, where necessary, implement additional controls and / or remediation plans.
- Document the results and significant events detected in the System review.
- Draft recommendations stemming from the System review or System breaches / inefficiencies that were noticed through detection processes.
- Validate timely compliance and resolution of recommendations and action plans that have been approved by the Audit Committee or the process owners.
- Update the policies and procedures for the proper maintenance and supervision of the CRMS, as necessary.
- Continuously monitor legislative or organizational changes that may affect the CRMS, such as changes in the legal system, jurisprudence, organizational changes, new business activities, etc. Assess the impact of these changes and propose updates to the CRMS so that it stays current/relevant.

## **d) Osborne Clarke**

Specialists who provide professional counsel to the Audit Committee regarding the adoption, implementation, maintenance and continuous improvement of Grifols' CRMS (the "Legal Advisors").

## **e) Independent Expert**

Annually, an independent expert conducts a review of the CRMS:

- To determine if the existing CRMS complies with the applicable regulations.

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- To confirm that the CRMS includes adequate and effective control measures to prevent and detect crimes, both in its design and its effectiveness.

## **f) Senior Management**

Senior management must show leadership and commitment to the CRMS, in the exercise of their duties, by:

- Ensuring that the requirements from the CRMS are incorporated into the operational processes and procedures.
- Ensuring that resources for the effectiveness of the CRMS are available and sufficient.
- Leading and supporting employees in achieving compliance with the requirements and effectiveness of the CRMS.
- Promoting continuous improvement in the crime prevention policy and the CRMS.

## **6. RESPONSE TO NON-COMPLIANCE**

### **a) Internal investigation and response procedures**

Grifols has established internal procedures to investigate and respond to irregular conduct and / or fraud occurring within the organization.

Grifols' investigation procedure ensures that any potential violations of laws, rules and regulations, or of internal policies and procedures, shall be investigated independently, objectively and timely.

Grifols can identify allegedly criminal or irregular acts through the following channels:

- Internal control mechanisms.
- Internal or external communications/notifications via helpline or lawsuits filed against the Group.

The Internal Audit and Risk Management department participates in internal investigations, in collaboration with other departments of the Group, both in the detection of potentially criminal acts identified in the CRMS and in internal fraud activities or other irregularities.

In the event of any potentially criminal acts, the actions included in an internal investigation procedure are:

- Notify the Audit Committee and the Board of Directors (internally and externally) of the results of any investigation.
- Propose initiating legal proceedings, when necessary.
- Forward to the authorities any internal investigation results, when necessary.
- Periodically review any existing controls and processes in order to add/change/delete or update current policies and procedures.
- Propose disciplinary actions to the Human Resources Department in accordance with policies and procedures, as described in the section below.

## **b) Disciplinary system**

Grifols' Collective Agreement defines the specific sanction regime, applicable to all the Group's executives and employees subject to the Agreement, which, by analogy, is applicable to those executives and employees who are not subject to the Agreement.

Additionally, for non-executive members of the Board of Directors, the system of liabilities and faults is regulated in the Board of Directors' Regulations.

## **7. POLICY VALIDITY AND UPDATE**

This Policy will come into force on the day following its approval by Grifols' Board of Directors. It will remain valid until it is modified or repealed by a later policy.

Updates and suggestions for amending the crime prevention policy should be made at the request of the Audit Committee, for the subsequent approval by the Board of Directors, and be duly communicated.