

GRIFOLS, S.A.

BOARD OF DIRECTORS' REPORT REGARDING THE PROPOSAL REFERRED TO IN ITEM SIXTH ON THE AGENDA OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING (9/10 JUNE 2022)

This report is prepared in connection with the appointment proposal of the directors as specified in item sixth on the agenda of the Ordinary General Shareholders' Meeting of Grifols S.A. ("**Grifols**" or the "**Company**") to be held both physically and by telematic means on first call at Avenida Generalitat 152-158, Polígono Can Sant Joan, Sant Cugat del Vallès (Barcelona), at 12:00 a.m. CET on 9 June 2022 and, on second call, on 10 June 2022, at the same place and time (the "**Ordinary Meeting**").

The report is issued in accordance with article 529 *decies* of the Capital Companies Act (*Ley de Sociedades de Capital*) (the "**CA**"). In accordance with said article, the purpose of this report is the assessment of the competence, experience and merits of the candidates whose appointment is proposed at the Ordinary Meeting. Therefore, the Company's Board of Directors has taken into account the professional profiles of these candidates, as well as the nature of the business and the market in which the Company operates. Likewise, the Company's Policy on Director Selection and Diversity has been taken into account for the issuance of this report.

I. Proposal 6.3.: Appointment of Ms. Montserrat Muñoz Abellana as member of the Board of Directors.

The Board of Directors proposes to the Ordinary Meeting the appointment of Ms. Montserrat Muñoz Abellana as a member of the Board of Directors of the Company, for a term of four (4) years. For the purposes of making this proposal, the Board of Directors has considered and positively assessed the favourable proposal made by the Appointments and Remuneration Committee, in accordance with article 529 *decies* of the CA, and has previously analysed the required competences for the Board of Directors, evaluating the requirements that a director must satisfy in order to perform his/her duties.

For the proposal of appointment of Ms. Montserrat Muñoz Abellana, the Board has positively valued her extensive professional career and accredited experience in different sectors, such as healthcare, industrial and consumer goods.

Ms. Montserrat Muñoz Abellana began her professional career in the Consumer Goods sector at Procter & Gamble where she held different roles in Operations across Europe. Ms. Muñoz Abellana is currently a Senior Executive at Danone where, for the last seventeen (17) years, she has served as Global Medical Nutrition Operations Vice President, Iberia Medical Nutrition General Manager and Value Chain Digital Transformation Vice President.

Ms. Muñoz Abellana is also an independent director and the Chairperson of the Audit and Compliance Committee at Uriach and independent director at Comexi and has served from 2015 to early 2022 as Board member in related National Industry Groups (*Asociación*

Española de Nutrición Enteral and Federación Española de la Industria de Alimentación y Bebidas). During her professional career, she has lived in Hong Kong, Amsterdam and Paris performing several roles for the companies she has worked for.

Ms. Montserrat Muñoz Abellana earned a degree in Chemical Engineering from the Institut Químic de Sarrià in Barcelona (Universitat Ramon Lull) and several Executive Development Programs at IESE, INSEAD and the London Business School.

Her trajectory in very different business contexts has provided her with a wide experience in the fields of Operations, Strategic Transformation and General Management, which is why Ms. Montserrat Muñoz Abellana will be able to contribute her knowledge and greatly benefit a company with a global projection such as Grifols.

In addition, the Board of Directors has carefully analysed all the legal requirements for Ms. Montserrat Muñoz Abellana to be considered an independent director under article 529 *duodecies* of the CA.

As a result of the above, the Board of Directors of the Company has positively evaluated the competence, experience and merits of Ms. Montserrat Muñoz Abellana, considering that she has the suitable knowledge and experience for the role of director for which she is being proposed for appointment. Therefore, at the proposal of the Appointments and Remuneration Committee, the Board of Directors proposes to the Ordinary Meeting the appointment of Ms. Montserrat Muñoz Abellana as a member of the Board of Directors of the Company, with the category of "independent" director.

II. Proposal 6.4.: Appointment of Ms. Susana González Rodríguez as member of the Board of Directors.

The Board of Directors proposes to the Ordinary Meeting the appointment of Ms. Susana González Rodríguez as a member of the Board of Directors of the Company, for a term of four (4) years. For the purposes of making this proposal, the Board of Directors has considered and positively assessed the favourable proposal made by the Appointments and Remuneration Committee, in accordance with article 529 *decies* of the CA, and has previously analysed the required competences for the Board of Directors, evaluating the requirements that a director must satisfy in order to perform his/her duties.

For the proposal of appointment of Ms. Susana González Rodríguez, the Board has positively valued her extensive professional career and accredited experience in different sectors, such as industrial and digital and automated technology.

Ms. Susana González Rodríguez began her professional career in the electronics industry sector at TE Connectivity where she held different roles. Ms. González Rodríguez is currently a Senior Executive at Rockwell Automation where, for the last three (3) years, she has served as President of the Europe, Middle East, and Africa regions. Likewise, she is a managing director at Rockwell Automation B.V. and is a member of the Global Business Women Leaders Council by The Conference Board. During her professional career, she has lived and worked in the U.S., China and Germany. Today she is based in Spain.

Ms. Susana González Rodríguez earned a degree in Business Administration from the Asturias Business School and an MBA from the San Francisco State University.

Her trajectory in very different business contexts and in different regions of the world has provided her with a wide experience in the fields of digital technology and industrial automation, which is why Ms. Susana González Rodríguez will be able to contribute her knowledge and greatly benefit a company with a global projection such as Grifols, especially because Ms. Susana González Rodríguez has lived and worked in different countries in which Grifols has a strong presence and business projection such as the United States, China and Germany.

In addition, the Board of Directors has carefully analysed all the legal requirements for Ms. Susana González Rodríguez to be considered an independent director under article 529 *duodecies* of the CA.

As a result of the above, the Board of Directors of the Company has positively evaluated the competence, experience and merits of Ms. Susana González Rodríguez, considering that she has the suitable knowledge and experience for the role of director for which she is being proposed for appointment. Therefore, at the proposal of the Appointments and Remuneration Committee, the Board of Directors proposes to the Ordinary Meeting the appointment of Ms. Susana González Rodríguez as a member of the Board of Directors of the Company, with the category of "independent" director.

Taking into account the aforementioned, the Board of Directors considers that with the appointments of Ms. Montserrat Muñoz Abellana and Ms. Susana González Rodríguez, the objective of maintaining a diverse and balance composition of the Company's Board is achieved, because the candidates have diverse knowledge and experience from different professional sectors, which will enrich the analysis, the debate and will contribute a plurality of points of view.

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Barcelona, 28 April 2022
The Board of Directors