

GRIFOLS, S.A.

REPORT ON RELATED PARTY TRANSACTIONS 2018 OF THE AUDIT COMMITTEE

The Audit Committee of Grifols, S.A. (the "**Company**") has prepared this annual report on related party transactions (the "**Report**"), in accordance with the Good Governance Code of Listed Companies. It includes the Company's related party transactions carried out between 1 January and 31 December of 2018.

On 18 February 2015 the Board of the CNMV approved a new version of the Good Governance Code of Listed Companies, which in recommendation 6 sets out that:

"Listed companies drawing up the following reports on a voluntary or compulsory basis should publish them on their website well in advance of the annual general meeting, even if their distribution is not mandatory:

- a) *Report on auditor independence.*
- b) *Reviews of the operation of the audit committee and the nomination and remuneration committee.*
- c) *Audit committee report on third-party transactions.*
- d) *Report on corporate social responsibility policy."*

Pursuant to said recommendation, this Report shall be published on the Company's webpage well in advance of the Company's 2019 Ordinary Shareholders' Meeting. Also, the information detailed in this Report is available to the shareholders of the Company in the Company's annual accounts and in its annual corporate governance report for 2018.

The transactions considered significant as a result of its amount or nature, which have been carried out between the Company, or a subsidiary, and a main shareholder of the Company are detailed below:

Name or corporate name of the main shareholder	Name or corporate name of the related party or company of its group	Relationship	Nature of transaction	Amount (in thousands of euros)
Scranton Enterprises, B.V. *	Grifols, S.A.	Contractual	Sale of subsidiaries shares	469,881
Scranton Enterprises, B.V.* *	Grifols, S.A.	Contractual	Operating lease agreement	5,469

**This transaction relates to the sale of Haema AG and Biotest US Corporation to Scranton Enterprises B.V.*

***the contractual relationship is between Centuri3n Real Estate S.A.U and Grifols, S.A.; Scranton Enterprises B.V. (main shareholder of Grifols, S.A.) is the sole shareholder of Centuri3n Real Estate S.A.U.*

Likewise, the transaction, considered significant as a result of its amount or nature, which has been carried out between the Company, or a subsidiary, and a director of the Company is detailed below:

Name or corporate name of the directors or managers	Name or corporate name of the related party	Relationship	Nature of transaction	Amount (in thousands of euros)
Thomas Glanzmann	Grifols, S.A.	Thomas Glanzmann is a director of Grifols, S.A. and shareholder of Glanzmann Enterprises AG	Service Agreement	844

During the FY 2018, the main transactions carried out by the Company with other companies of the group have been:

Corporate name of the group' subsidiary	Brief description of the transaction	Amount (in thousands of euros)
Fundaci3n Privada Victor Grifols Lucas	Management or collaboration agreements	500
Probitas Fundaci3n Privada	Management or collaboration agreements	3,782
Alkahest, Inc.	R+D agreements	50
Alkahest, Inc.	Sales	1
Alkahest, Inc.	Operating expense	17,006
Alkahest, Inc.	Financial expense	56
Interstate Blood Bank, Inc.	Purchases	97,895
Interstate Blood Bank, Inc.	Operating expense	19
Interstate Blood Bank, Inc.	Financial income	394
PBS Acquisition Corp.	Sales	68
Access Biologicals LLC	Sales	5,738

Access Biologicals LLC	Purchases	46
Access Biologicals LLC	Operating expense	192
Plasmavita Healthcare GmbH	Sales	39
Plasmavita Healthcare GmbH	Operating expense	986
Plasmavita Healthcare GmbH	Financial expense	316
Gigagen, Inc.	Operating expense	2,796
Gigagen, Inc.	Financial expense	207
Aradigm Corporation	Operating expense	66
Aradigm Corporation	Financial income	2,082
Singulex, Inc.	Financial income	1,475

Barcelona, 21 February 2019
Audit Committee