

GRIFOLS

ORDINARY GENERAL SHAREHOLDERS' MEETING OF GRIFOLS, S.A.

PROXY AND DISTANCE VOTING CARD

The Board of Directors has resolved to call the shareholders of Grifols, S.A. (the "**Company**"), to the Ordinary General Shareholders' Meeting ("**General Meeting**") that will be held on first call, at Avenida Generalitat 152-158, Polígono Can Sant Joan, Sant Cugat del Vallès (Barcelona), at 12:00 a.m. CET on 15 June 2023, and at the same place and time, on 16 June 2023, on second call. Likewise, the attendance to the General Meeting by telematic means is made possible in accordance with the provisions of the notice of call of the General Meeting. In accordance with the provisions of the notice of the General Meeting, only shareholders holding Class A shares shall have the right to vote on the items included in the Agenda.

Holder/s:	Address:

Securities Account Number	Number of Shares	Class A/B
		Class A:
		Class B:

The holder of this card may delegate and grant a proxy or vote remotely by completing and signing the corresponding section.

A. Delegation:

The shareholder in whose favour this card has been issued confers his/her proxy for the General Meeting to:

The Chairman of the Board of Directors.

Mr./Ms..... ID number

(If the present document is provided to the Company without expressly stating the name of the proxy-holder, it shall be understood that the represented shareholder has appointed, as proxy-holders, jointly and severally, the Chairman of the Board, and if the latter has a conflict of interest, the Secretary of the Board, and if he also has a conflict of interest, the Vice-Secretaries of the Board following the order of the appointments and, lastly, it will be understood that the proxy is granted to the Company's Investors Relation Manager. If all the following proxy-holders have conflicts of interest it shall be understood that the represented shareholder abstains from voting).

Information on conflicts of interest: the directors may be in conflict of interest in accordance with the provisions of the regulations in force from time to time and in any case, if their appointment, re-election or ratification as directors is proposed, if the exercise of corporate action for liability is proposed against them or if their dismissal, separation or termination as directors is proposed.

Substitution of the representative in the event of a conflict of interest:

If the proxy-holder has a conflict of interest, it shall be understood that the represented shareholder has also appointed, as proxy-holders, jointly and severally, the Chairman of the Board, and if the latter has a conflict of interest, the Secretary of the Board, and if he also has a conflict of interest, the Vice-Secretaries of the Board following the order of the appointments and, lastly, it will be understood that the proxy is granted to the Company's Investors Relation Manager, unless otherwise indicated by the shareholder represented by checking the following NO box (in which case it shall be understood that the shareholder does not authorize the substitution).

NO

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Precise voting instructions with respect to the proposals of resolutions drawn up by the Board of Directors on the items included in the Agenda:

Place an X in the corresponding box the precise voting instructions for the items included in the Agenda. In the event that any or all of the aforementioned boxes are not completed, it shall be understood that the precise instruction given by the represented shareholder is to vote in favor of the proposed resolutions drawn up by the Board of Directors on the items included in the Agenda:

Agenda Items	1	2	3	4	5	6	7.1	7.2	7.3	7.4	7.5	7.6	8	10	11	12	13	14	15	16	
For																					
Against																					
Abstain																					
Blank																					

Extension of proxy to items not included in the Agenda:

The proxy may include any items that, even if not included in the Agenda, may be lawfully resolved at the General Meeting, unless the NO box below is checked (in which case it shall be understood that the shareholder specifically instructs the proxy to abstain). If no voting instructions exist because the General Meeting is going to resolve on matters that, not being in the Agenda and therefore ignored on the date the proxy is granted, could be submitted to a vote during the Meeting, the proxy-holder shall have to vote in the direction it considers most appropriate, taking into account the interests of the Company and the represented shareholder. The same will apply as regards any proposals of resolutions submitted to the General Meeting that have not been drawn up by the Board of Directors

NO

Signature of shareholder granting proxy:

Signature of proxy:

At _____, at _____, 2023.

At _____, at _____, 2023.

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B. Remote voting by postal correspondence:

If prior to the General Meeting, the shareholder entitled to attend in whose favour this card has been issued wishes to vote remotely by postal correspondence means, in relation to the proposals of resolutions drawn up by the Board of Directors on the items included in the Agenda of the General Meeting, he/she must mark the corresponding boxes with an X, indicating which way he/she wishes to vote. In any event, in addition to the provisions of the Law, the Articles of Association and the Regulations of the General Shareholders' Meeting, the rules included in the notice of call and on the Company's website (www.grifols.com) must be complied with.

If, in relation to any of the items on the Agenda, no boxes are checked for this purpose, it shall be understood that you vote in favour of the proposals drawn up by the Company's Board of Directors on the items included in the Agenda.

Agenda Items	1	2	3	4	5	6	7.1	7.2	7.3	7.4	7.5	7.6	8	10	11	12	13	14	15	16
For																				
Against																				
Abstain																				
Blank																				

The shareholder who casts his/her vote remotely shall be deemed to be present for the purposes of the constitution of the General Meeting.

Signature of the shareholder voting remotely

At _____, at _____, 2023.

With regard to the processing of personal data, the Company refers in full to the provisions of the notice of the General Meeting.

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Agenda

- First.** Review and approval, as the case may be, of the individual annual accounts and management report, as well as the proposal for allocation of results relating to the fiscal year ended December 31, 2022.
- Second.** Review and approval, as the case may be, of the consolidated annual accounts and management report relating to the fiscal year ended December 31, 2022.
- Third.** Review and approval, as the case may be, of the consolidated non-financial information statement included in the consolidated management report relating to the fiscal year ended December 31, 2022.
- Fourth.** Review and approval, as the case may be, of the performance of the Board of Directors throughout the fiscal year ended December 31, 2022.
- Fifth.** Re-election of auditor of the consolidated annual accounts for fiscal year 2023.
- Sixth.** Appointment of auditor of the consolidated annual accounts for fiscal years 2024, 2025 and 2026, inclusive.
- Seventh.** Resignation, dismissal, re-election and/or appointment, as the case may be, of directors. Modification, if applicable, of the number of members of the Board of Directors:
- 7.1. Re-election of Mr. Raimon Grifols Roura as a member of the Board of Directors.
 - 7.2. Re-election of Mr. Tomás Dagá Gelabert as a member of the Board of Directors.
 - 7.3. Re-election of Ms. Carina Szpilka Lázaro as a member of the Board of Directors.
 - 7.4. Re-election of Mr. Íñigo Sánchez-Asiaín Mardones as a member of the Board of Directors.
 - 7.5. Re-election of Ms. Enriqueta Felip Font as a member of the Board of Directors.
 - 7.6. Maintenance of vacancy and number of members of the Board of Directors.
- Eighth.** Amendment of article 20.bis of the Company's Articles of Association, regarding the remuneration of the Board of Directors.
- Ninth.** Information on the amendments of the Internal Regulations of the Company's Board of Directors, pursuant to article 528 of the Capital Companies Act.

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- Tenth.** Consultative vote on the Annual Remuneration Report.
- Eleventh.** Approval of the directors' remuneration policy of the Company.
- Twelfth.** Approval of a Stock Option Plan.
- Thirteenth.** Approval of the award of stock options over Company shares to the Executive Chairman and Chief Executive Officer.
- Fourteenth.** Renewal of the delegation to the Board of Directors, with full power of substitution in any of its members, of the authority to apply for the listing of the Company's ordinary Class A shares on the NASDAQ. Revocation of the previous delegation of authorities passed by the Ordinary General Shareholders' Meeting of 9 October 2020.
- Fifteenth.** Authorization to the Board of Directors to call, if necessary, an Extraordinary General Shareholders' Meeting of the Company with at least 15 days in advance, in accordance with Article 515 of the Capital Companies Act.
- Sixteenth.** Granting of authorities to formalize and execute the resolutions passed by the General Shareholders' Meeting.
