

Grifols holds its Extraordinary General Shareholders' Meeting with more than 73% of its share capital represented

Grifols' shareholders approve the issue of non-voting shares required to complete the acquisition of Talecris

- The proposed resolution to appoint two new members to the Board of Directors of Grifols was ratified, as well as the resolution to exclude preferential subscription rights.
- This Extraordinary General Shareholders' Meeting means the fulfillment of another precondition needed to close the operation within the initially scheduled calendar.
- The proposed acquisition is pending authorization from the U.S. competition authority (FTC).

Barcelona, January 25, 2011.- Grifols, the Spanish holding company specializing in the pharmaceuticals and hospitals sector, and one of the world's leading firms in the manufacture of haemoderivatives, held its Extraordinary General Shareholders' Meeting on second call, in order to address and submit for approval of its shareholders some of the procedures required to complete the purchase of Talecris. 996 shareholders were represented, holding 156.4 million shares with voting rights, equivalent to 73.5% of the company's share capital. Votes representing 71.9% of the share capital were delegated to the Board of Directors, thereby ratifying shareholder support for all the items included on the agenda with regard to the transaction.

Particular mention should be made to the **approval of the planned share capital increase** for a nominal amount of 8.7 million Euros. This will be achieved by issuing and releasing a maximum of 87 million non-voting shares (Class B) at a total price of 9.27 Euros per share (0.10 Euros par value plus 9.17 Euros share premium per share).

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These newly issued non-voting Grifols' shares are part of the total consideration anticipated in the agreement to acquire Talecris. The price to be paid by Grifols for each Talecris share will amount to 0.641/0.6485¹ non-voting Grifols' shares and 19 US dollars in cash, for which, all the funding required has already been raised.

On the basis of the definitive issue price fixed by the Board of Grifols in 9.27 Euros per share, and the dollar-euro exchange rate (1.2060 USD = 1 EUR) set by the European Central Bank (ECB) on 4 June 2010, the sum total of the monetary price and the price in shares amounts to 21.77 Euros (26.25 US dollars) per Talecris share for those shareholders with an Exchange Ratio equal to 0.6485, and 21.70 Euros (26.17 US dollars) per share for those shareholders with an Exchange Ratio equal to 0.641.

The newly issued non-voting shares in Grifols will be listed in Spain and on NASDAQ in the form of ADS's (American Depositary Shares). Besides having the same dividend and same financial rights as ordinary shares, they have additional rights which were also ratified, such as a preference dividend of 0.01 Euros per share. Grifols' shareholders also ratified the proposal to waive their preferential subscription rights, as the newly issued shares are part of the payment made for Talecris, and the proposal to increase the number of members on the Board of Directors. The members appointed by Talecris to take up the two additional positions on the Grifols board will be Steven F. Mayer and W. Brett Ingersoll. Both have been members of the Talecris Board of Directors since April 2005.

This Extraordinary General Shareholders' Meeting means the fulfillment of another precondition needed to close the operation in line with the initially scheduled calendar. In this regard the proposed acquisition of Talecris has already been approved by the Spanish and German competition authorities among others, although it is still awaiting authorization from the U.S. authority (FTC).

Clear confidence in the management team as shareholders ratify the operation

The growth strategy so far pursued by Grifols over recent years has received the unanimous trust and support of the group's investors and shareholders. This has positioned Grifols as one of the world's leading companies in the haemoderivatives sector, expanding its presence in the United States and driving the group's internationalization, currently present in 90 countries, and with fully owned commercial subsidiaries in 23 countries.

¹ The Share Exchange Ratio will differ based on the identity of the Talecris shareholder when the transaction is closed, and will be equal to 0.6485 generally speaking, and 0.641 if the holder is Talecris Holdings, LLC, or a Talecris director. This exchange ratio corresponds to a settlement agreement signed on 29 October 2010 that put an end to the Class Action brought by certain Talecris shareholders in the State of Delaware against Talecris and Grifols, among others. As a result of the settlement agreement, appraisal rights were granted to those Talecris shareholders who requested so, and Grifols agreed to raise the maximum number of shares to be issued by 500,000, from 86,500,000 to 87,000,000.

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It has also resulted in the implementation of a vertically integrated business model, where the sourcing of plasma as a raw material, the fractionation and purification production processes and the sale of haemoderivatives are fully controlled by Grifols, in accordance with the strictest quality and safety standards.

The culmination of the proposed acquisition of Talecris would consolidate Grifols as the world's third-largest producer of plasma products, significantly expanding its presence in the United States. Among other aspects, it will increase product availability in the market to the benefit of patients, through higher collection capacity and plasma fractionation, as well as with complementary R&D projects. Estimated operational synergies have been valued at approximately 230 million dollars per annum in addition to other synergies related to the reorganization of capital investments (CAPEX), working capital, etc.

Grifols expects to gradually reduce its net financial debt/ EBITDA ratio, achieving levels similar to the current ones by the end of 2014, as a consequence of significant increases in short-term cash flows and of expected synergies. While it is expected that following the closing of the operation net financial debt over EBITDA will be around 5x, this ratio should gradually be reduced to approximately 3x EBITDA by the end of 2012, and below 2x by the close of 2014, even while the main investment programs are maintained,

About Grifols

Grifols is a Spanish holding company specialized in the pharmaceutical-hospital sector and is present in more than 90 countries. Since 2006, the company has been listed on the Spanish Stock Exchange ("Mercado Continuo") and is part of the Ibex-35 since 2008. Currently it is the first company in the European sector in plasma derivatives and the fourth in production worldwide. In upcoming years, the company will strengthen its leadership in the industry as a vertically integrated company, thanks to recent planned investments. In terms of raw materials, Grifols has ensured its plasma supply with 80 plasmapheresis centers in the United States and in terms of fractionation, its plants in Barcelona (Spain) and Los Angeles (United States) will allow the company to respond to the growing market demand. Nevertheless, the company is preparing for sustained growth in the following 8-10 years and has launched an ambitious investment plan.

Disclaimer

This release contains "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. The words "anticipate," "believe," "estimate," "expect," "intend," "will," "should" and similar expressions, as they relate to us, are intended to identify forward-looking statements. These statements reflect management's current beliefs, assumptions and expectations and are subject to a number of factors that may cause actual results to differ materially. These factors include but are not limited to: the unprecedented volatility in the global economy; the risk that the future business operations of Talecris will not be successful; the risk that we will not realize all of the anticipated benefits from our acquisition of Talecris; the risk that customer retention and revenue expansion goals for the Talecris transaction will not be met and that disruptions from the Talecris transaction will harm relationships with customers, employees and suppliers; the risk that unexpected costs will be incurred; the outcome of litigation and regulatory proceedings to which we may be a party; actions of competitors; changes and developments affecting our industry; quarterly or cyclical variations in financial results; development of new products and services; interest rates and cost of borrowing; our ability to protect our intellectual property rights; our ability to maintain and improve cost efficiency of operations, including savings from restructuring actions; changes in foreign currency exchange rates; changes in economic conditions, political conditions, trade protection measures, licensing requirements and tax matters in the foreign countries in which we do business; reliance on third parties for manufacturing of products and provision of services; and other factors that are set forth in the "Risk Factors" section, the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section and other sections of and Talecris's Quarterly Report on Form 10-Q for the

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quarter ended March 31, 2010 filed with the Securities and Exchange Commission. Neither Grifols nor Talecris assume any obligation to update any forward-looking statements as a result of new information or future events or developments, except as required by law. Forward-looking statements are not guarantees of future performance. They have not been reviewed by the auditors of Grifols.

The proposed merger transaction involving Grifols and Talecris will be submitted to the stockholders of Talecris for their consideration. In connection with the proposed merger, Grifols will file with the SEC a registration statement on Form F-4 that will include a joint proxy statement/prospectus of Grifols and Talecris. Talecris will mail the joint proxy statement/prospectus to its stockholders. Talecris urges investors and security holders to read the joint proxy statement/prospectus regarding the proposed transaction when it becomes available because it will contain important information regarding Grifols, Talecris and the proposed business combination. You may obtain a free copy of the joint proxy statement/prospectus, as well as other filings containing information about Talecris, without charge, at the SEC's website (<http://www.sec.gov>). You may also obtain these documents, without charge, from Talecris's website, <http://www.talecris.com>, under the tab "Investor Relations" and then under the heading "Financial Information and SEC Filings". Grifols will also file certain documents with the Spanish Comision Nacional del Mercado de Valores (the "CNMV") in connection with its shareholders' meeting to be held in connection with the proposed business combination, which will be available on the CNMV's website at www.cnmv.es.

Grifols, Talecris and their respective directors, executive officers and certain other members of management and employees may be deemed to be participants in the solicitation of proxies from the respective stockholders of Grifols and Talecris in favor of the merger. Information regarding the persons who may, under the rules of the SEC, be deemed participants in the solicitation of the respective stockholders of Grifols and Talecris in connection with the proposed merger will be set forth in the joint proxy statement/prospectus when it is filed with the SEC. You can find information about Talecris's executive officers and directors in its Form S-1/A filed with the SEC on September 11, 2009. You can obtain free copies of this document from Talecris's website.

This press release is not an offer to sell or the solicitation of an offer to buy common stock, which is made only pursuant to a prospectus forming a part of a registration statement, nor shall there be any sale of common stock in any state in which such offer, solicitation or sale would be unlawful before registration or qualification under the securities laws of any such state. The Grifols shares have not been registered under the Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements. This document does not constitute an offer or invitation to purchase or subscribe shares, in accordance with the provisions of the Spanish Securities Market Law (Law 24/1988, of July 28, as amended and restated from time to time), Royal Decree-Law 5/2005, of March 11, and/or Royal Decree 1310/2005, of November 4, and its implementing regulations.