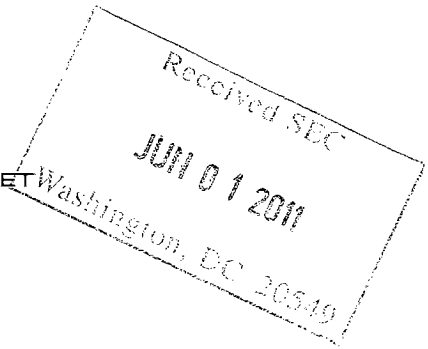




THE NASDAQ STOCK MARKET  
8600 BLACKWELL ROAD  
ROCKVILLE, MD 20850



William Slattery  
Vice President  
Listing Qualifications



11007529

CGFINAS  
001-35193

By Electronic Mail Only

June 1, 2011

Ms. Cecile Peters  
Chief, IT Services  
Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Dear Ms. Peters:

This is to certify that on June 1, 2011 The Nasdaq Stock Market (the "Exchange") received from Grifols, S.A. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

American Depositary Shares:  
each representing one-half of one  
non-voting (Class B) ordinary share

We further certify that the security described above has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

*William Slattery*