

Proposals and statement by the Nomination Committee of Getinge AB (publ) in respect of the Annual General Meeting 2025

1. Background

According to the instruction for the Nomination Committee, adopted at the 2020 Annual General Meeting (the “**AGM**”), the Nomination Committee shall comprise members appointed by the four largest shareholders and one representative of the minor shareholders as of August 31 each year, and the Chairman of the Board of Directors. In addition and if the Chairman of the Board of Directors and the member appointed by the largest shareholder in term of the number of votes deems it appropriate, a representative of the minor shareholders considered independent in relation to the company and its larger shareholders can be appointed as member of the Nomination Committee.

Following changed ownership structure of the company, the Nomination Committee in respect of the 2025 AGM has comprised Johan Malmquist, Chairman of the Board of Directors, Carl Bennet, Chairman of the Committee (*Carl Bennet AB*), Jannis Kitsakis (*Fjärde AP-fonden*), Dick Bergqvist (*AMF Pension & Fonder*), Simon Blecher (*Carnegie Fonder*) and Marianne Nilsson (*Swedbank Robur*). The Committee members has established that there are no conflicts of interest that affect the members’ assignments. At the first meeting of the Nomination Committee, Carl Bennet was appointed as Chairman of the Committee.

In accordance with the instruction, the Nomination Committee shall submit proposals regarding the election of Chairman of the General Meetings, the number of members of the Board of Directors, the election of the Chairman and other members of the Board of Directors, the number of auditors, election of auditors, compensation to be paid to the Board of Directors and fees to auditors and any amendments in the principles set out for the Nomination Committee before the AGM. The Nomination Committee shall consider the requirements for its work and proposals as set out in the Swedish Companies Act and the Swedish Corporate Governance Code (the “**Code**”).

All shareholders have had the opportunity to provide the Nomination Committee proposals ahead of the 2025 AGM.

2. Proposals by the Nomination Committee

The Nomination Committee makes the following proposals in respect of the 2025 AGM:

Chairman of the AGM: The Chairman of the Board of Directors, Johan Malmquist.

Board of Directors: The number of Board members elected by the General Meeting shall be nine, without deputy members. As Board members, re-election shall be made of Carl Bennet, Johan Bygge, Cecilia Daun Wennborg, Dan Frohm, Johan Malmquist, Mattias Perjos, Malin Persson and Kristian Samuelsson and new election shall be made of Ulrika Dellby. Johan Malmquist shall be re-elected as Chairman of the Board.

Information about the members proposed for re-election and new election at the AGM (*information as per February 13, 2025*):

<p>Johan Malmquist (1961)</p> <p>Assignments on Getinge's Board: Chairman of the Board of Directors. Chairman of the Remuneration Committee. Board member since 2016.</p> <p>Other assignments: Chairman of Arjo AB (publ) and Trelleborg AB (publ). Board member of Mölnlycke Health Care AB, Stena Adactum AB and Chalmers University of Technology Foundation.</p> <p>Education and previous assignments: B.Sc. (Business Administration). Previous positions as President and CEO of Getinge Group 1997-2015, Business Area Director within Getinge Group, President of Getinge Group's French subsidiary, President of subsidiaries in the Electrolux Group. Previously Chairman of the Board of Tingstad Pappers AB and Board member of Elekta AB (publ), SCA AB (publ) and the Dunker Foundations.</p> <p>Shareholding (own and related parties): 160,000 Class B shares.</p> <p>Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.</p>
<p>Carl Bennet (1951)</p> <p>Assignments on Getinge's Board: Vice Chairman of the Board of Directors. Member of the Remuneration Committee. Board member since 1989. Chairman of the Nomination Committee.</p> <p>Other assignments: Chairman and CEO of Carl Bennet AB. Chairman of Lifco AB (publ). Vice Chairman of Arjo AB (publ) and Elanders AB (publ). Board member of L E Lundbergsföretagen AB (publ).</p> <p>Education and previous assignments: B.Sc. (Business Administration), Med. Dr. h.c., Tech. Dr. h.c., honorary doctorate in economics. Previous positions as President and CEO of Getinge (1989-1997) and Chairman of the Board (1997-2019). Previously Board member of Holmen AB (publ).</p> <p>Shareholding (own and related parties): 18,217,200 Class A shares and 36,802,969 Class B shares.</p> <p>Assessment of independence: Independent in relation to the company and the company's management, but not in relation to the company's major shareholders.</p>
<p>Johan Bygge (1956)</p> <p>Assignments on Getinge's Board: Chairman of the Audit and Risk Committee. Board member since 2007.</p> <p>Other assignments: Chairman of Scandi Standard AB (publ), Guard Therapeutics AB (publ), Yangi AB and AB Regin. Vice Chairman of Third Swedish National Pension Fund. Board member of Lantmännen Ek För, CapMan OYJ and the Foundation Riksbankens Jubileumsfond.</p> <p>Education and previous assignments: B.Sc. (Business Administration). Previous positions as Chairman of PSM International China, Nobina AB (publ), EQT Asia Pacific. Venture Partner of Prorsum AG Venture Fund. Board member of Anticimex, I-Med Ltd and Praktikertjänst AB. COO of EQT, CFO of Investor AB, Executive Vice President and CFO of Electrolux AB.</p> <p>Shareholding (own and related parties): 30,600 Class B shares.</p> <p>Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.</p>

Cecilia Daun Wennborg (1963)

Assignments on Getinge's Board: Chairman of the Ethics and Sustainability Committee. Member of the Audit and Risk Committee. Board member since 2010.

Other assignments: Chairman of Almi AB. Board member of Loomis AB (publ), Bravida Holding AB (publ), Oncopeptides AB (publ), Atvexa AB, Gränges AB (publ), Social Initiative Norden AB and member of the Swedish Securities Council.

Education and previous assignments: M.Sc. (Business Administration). Previous positions as deputy CEO of Ambea AB, CEO of Carema Vård och Omsorg AB, acting CEO of Skandiabanken, Head of Swedish Operations at Skandia, CEO of Skandia Link. Board member of Atos Medical Holding AB (publ), Hoist Finance AB (publ), Sophiahemmet, ICA Gruppen AB (publ), Hotel Diplomat AB, Eleda TopCo AB, and the Foundation Oxfam in Sweden.

Shareholding (own and related parties): 18,500 Class B shares.

Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.

Dan Frohm (1981)

Assignments on Getinge's Board: Member of the Audit and Risk Committee. Member of the Remuneration Committee. Member of the Ethics and Sustainability Committee. Board member since 2017.

Other assignments: CEO of DF Advisory LLC. Chairman of Elanders AB (publ). Vice Chairman of Carl Bennet AB and Lifco AB (publ). Board member of Arjo AB (publ) and Swedish-American Chamber of Commerce, Inc.

Education and previous assignments: M.Sc., Industrial Engineering and Management. Previous position as management consultant at Applied Value LLC in New York.

Shareholding (own and related parties): 154,999 Class B shares.

Assessment of independence: Independent in relation to the company and the company's management, but not in relation to the company's major shareholders.

Mattias Perjos (1972)

Assignments on Getinge's Board: Board member since 2017.

Other assignments: President and CEO of Getinge. Board member of EUROAPI S.A and International Chamber of Commerce (ICC) Sweden.

Education and previous assignments: M.Sc., Industrial Engineering and Management. Previous positions as CEO of Coesia Industrial Process Solutions (IPS) and Coesia International. Prior to that, Mattias Perjos held a number of senior international positions at FlexLink including the role of CEO.

Shareholding (own and related parties): 200,000 Class B shares.

Assessment of independence: Independent in relation to the company's major shareholders, but not in relation to the company and the company's management.

Malin Persson (1968)

Assignments on Getinge's Board: Member of the Ethics and Sustainability Committee. Board member since 2014.

Other assignments: CEO and owner of Accuracy AB, Chairman of Universeum AB. Board member of Hexpol AB (publ), Peab AB (publ), Beckers Group, Hydroscand Group AB, Stena Sessan AB, Absolent Air Care Group AB (publ) and AB Sigrid Rudebecks Skola.

Education and previous assignments: M.Sc., Industrial Engineering & Management. Previous assignments as CEO of the Chalmers University of Technology Foundation. Many years' experience in major Swedish industrial enterprises such as the Volvo Group. Previously Board member of Hexatronic Group AB (publ), EVERY ASA, OX2 AB (publ), Oddwork Sweden AB and Ricardo PLC.

Shareholding (own and related parties): 18,112 Class B shares.

Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.

Kristian Samuelsson (1977)

Assignments on Getinge's Board: Member of the Audit and Risk Committee. Board member since 2021.

Other assignments: Professor of orthopedic surgery at the University of Gothenburg and senior consultant in orthopedic surgery at Sahlgrenska University Hospital. Member of the faculty board of Sahlgrenska Academy at the University of Gothenburg.

Education and previous assignments: MD, PhD, MSc, Senior lecturer. Experience from healthcare with evidence-based medical research and interdisciplinary research in areas such as artificial intelligence (AI) and digitization.

Shareholding (own and related parties): 5,000 Class B shares.

Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.

Ulrika Dellby (1966)

Assignments on Getinge's Board: –

Other assignments: Chairman of Fasadgruppen Group AB (publ). Vice Chairman of BICO Group AB (publ). Board member of Arjo AB (publ), Elanders AB (publ), Lifco AB (publ), Linc AB (publ), Werksta Nordic AB and Royal Dramatic Theatre.

Education and previous assignments: M.Sc. (Business Administration). Previous experience as Partner of The Boston Consulting Group and Fagerberg & Dellby Fond I AB. CEO of Brindfors Enterprise IG (now Brand Union). Vice Chairman of Norrporten. Board member of Cybercom Group AB, Kavli Holding AS, SJ AB and Business Executives Council of the Royal Swedish Academy of Engineering.

Shareholding (own and related parties): 3,000 Class B shares.

Assessment of independence: Independent in relation to the company and company management and in relation to the company's major shareholders.

Board and Committee fees: Board fees, excluding remuneration for Committee work, shall, be paid in a total of SEK 6,833,100 (SEK 5,867,400) of which SEK 1,715,400 (SEK 1,649,400) to the Chairman and SEK 731,100 (SEK 703,000) to each of the other Board members elected by the General Meeting who are not employees of the Group. Work in the Audit and Risk Committee shall be compensated with SEK 326,300 (SEK 313,700) to the Chairman and SEK 159,800 (SEK 153,600) to each of the other members. Work in the Remuneration Committee shall be compensated with SEK 163,100 (SEK 156,800) to the Chairman and SEK 118,200 (SEK 113,600) to each of the other members. Work in the Ethics and Sustainability Committee shall be compensated with SEK 163,100 (SEK 156,800) to the Chairman and SEK 118,200 (SEK 113,600) to each of the other members.

Auditor and auditor fees: The number of auditors shall be one with no deputy auditor. The registered auditing company Ernst & Young AB ("EY") shall, in accordance with the Audit and Risk Committee's recommendation, be new elected as auditor for the period until the end of the 2026 AGM. Fees to the auditor shall be paid in accordance with approved invoice. EY has informed that, should the auditing company be elected, Fredrik Norrman will be appointed as auditor in charge.

3. Statement by the Nomination Committee of its work before the 2025 AGM

Ahead of the 2025 AGM, the Nomination Committee has held two meetings at which minutes were kept. In addition, the members of the Nomination Committee have had ongoing contact and maintained further dialogue between the meetings.

The Nomination Committee has addressed all matters that the Nomination Committee must address according to the Code, which is further described below. Furthermore, in order for the company to be able to fulfil its information obligations towards the shareholders, the Nomination Committee has informed the company of how the work of the Nomination Committee has been conducted and of the proposals, the Nomination Committee has decided to submit.

As a basis for its work, the Nomination Committee has reviewed the annual accounts for the company's operations in 2024. Further, the Nomination Committee has reviewed nomination proposals received and the evaluation of the Board and its work. The result of the evaluation has been presented in its entirety to the Nomination Committee. In addition, the Nomination Committee has conducted interviews with two of the current Board members elected by the General Meeting and the member proposed for new election.

In addition, the Nomination Committee has been informed of the Audit and Risk Committee's advocated proposal for election of auditor. In its recommendation, the Audit and Risk Committee has presented two options for election of auditor. The committee primarily recommends EY for a one-year term of office until the end of the 2026 AGM. The recommendation is based on the presentation and the tender submitted by EY within the tender process carried out. The Audit and Risk Committee has, in its recommendation, informed that it has been free from influence by a third party and has not been forced by any clause of contract restricting the choice by the AGM to certain categories or lists of statutory auditors or audit firms as regards the appointment of a particular statutory auditor or audit firm to carry out the statutory audit.

No remuneration has been paid to the members of the Nomination Committee.

4. The motivated statement by the Nomination Committee to the Board of Directors, auditor and fees to the Board members

When preparing the proposal of Board members, the Nomination Committee considers the individual competence and experience of each proposed Board member as well as that they shall work well together and have the required range in both background and knowledge. The Nomination Committee especially consider the value of diversity and the balance between the need for renewal and continuity in the Board of Directors. In its efforts to achieve diversity the Nomination Committee, in particular, considers the value of gender balance.

All Board members have declared that they are available for re-election.

The Board's evaluation of the Board of Directors and their work has been provided the Nomination Committee. The evaluation showed that the Board of Directors is well functioning, the attendance rate at Board meetings is high and that all Board members demonstrated a high level of commitment. In its own evaluation, the Nomination Committee has also assessed that the Board is well functioning and that the Board members represent a

wide range of expertise and sound industry knowledge. For example, the Board members jointly possess solid financial background and extensive financial know-how, among other, through Board members' previous operative assignments within fields of economics and finance and other Board assignments, including work in Audit Committees. The Board does also jointly possess competence and experience from the sustainability field, for example through one board member's previous assignment as chairman of a Sustainability Committee but also through other Board members' operational assignments in executive positions. Through certain Board members' previous and/or current operational assignments for Getinge and other companies, the Board members jointly possess sound knowledge of the industry and market where the company operates and of areas of relevance for the operations, such as artificial intelligence. Within the Board, there is also competence and experience from operational work within hospitals and clinical activity. In addition, the Board has solid experience from international relations and Board work, in broad sense, through Board members' previous and current operational assignments as well as Board assignments in other companies.

Based on the results of the evaluation reviewed by the Nomination Committee, and the demands placed on the Board according to assessment by the Nomination Committee concerning Getinge's position and future focus, the Nomination Committee has proposed that the number of Board members elected by the General Meeting shall be increased to nine.

When assessing the composition of the Board members the Nomination Committee has assessed that, the current Board members possess broad competence within fields that are important for Getinge and that continuity among these Board members is of importance for the continued development of Getinge. In addition, the Nomination Committee has particularly considered the need to complement the Board's joint competence with additional competence within Board work and business development. The Nomination Committee has therefore proposed re-election of all Board members: Carl Bennet, Johan Bygge, Cecilia Daun Wennborg, Dan Frohm, Johan Malmquist, Mattias Perjos, Malin Persson and Kristian Samuelsson. Furthermore, the Nomination Committee has proposed new election of Ulrika Dellby as Board member. Ulrika Dellby has solid experience of strategy, acquisitions and business development as management consultant. She also has long and extensive experience from Board work. The Nomination Committee considers that Ulrika Dellby will bring valuable knowledge and experience to the Board, and that she is well suited as member of the Board of Getinge.

The Nomination Committee has also assessed the independence of the Board members. The Nomination Committee considers that its proposal for composition of the Board members of Getinge fulfils the requirements of independence as stipulated in the Code. When preparing its proposal, the Nomination Committee has considered that Mattias Perjos, as CEO, is to be considered as dependent in relation to the company and the executive management. Carl Bennet and Dan Frohm are to be considered as dependent in relation to

Getinge's major shareholders. The other proposed Board members – Johan Bygge, Cecilia Daun Wennborg, Johan Malmquist, Malin Persson, Kristian Samuelsson and Ulrika Dellby – are to be considered independent in relation to the company and the executive management as well as the major shareholders.

The Nomination Committee has applied rule 4.1 of the Code as diversity policy in the development of the proposal to the Board. The proposed Board is considered to have an appropriate size. The Nomination Committee considers the proposed Board members together hold the diversity and extensive competence, experience and background required and the composition to be appropriate in relation to the company's operations, phase of development and other circumstances, including relevant sustainability aspects. The Nomination Committee has assessed that the proposed Board members will be able to devote the time required to fulfill the assignment as a Board member of Getinge. The Nomination Committee strives for gender balance, which is given special consideration in connection with new election of Board members. The proposed Board members comprise three women and six men (corresponding to approximately 33 and 67 percent, respectively), which entails an improved gender distribution compared to the Board's previous composition. However, the Nomination Committee concludes that there is room for improvement of the gender balance.

Further, the Nomination Committee proposes re-election of Johan Malmquist as Chairman. The Nomination Committee assesses Johan Malmquist, with his significant experience from the company and Board work, has proven to be well suited to organize and direct the Board work.

The Nomination Committee has conducted an evaluation of the fees paid to the Board members. The basic principle for the fees to the Board is that the compensation shall be reasonable and sufficiently competitive to attract competent and experienced Board members. The level of compensation shall reflect the responsibility and time the Board assignment require. The Nomination Committee proposes the fees to be adjusted in accordance with the proposal to the 2025 AGM. The proposal by the Nomination Committee entails an increase of approximately 4% of the fees for each Board and Committee assignment, compared to the fees resolved at the 2024 AGM.

As regards election of auditor, the Nomination Committee has received the recommendation by the Audit and Risk Committee and in connection therewith discussed and evaluated the recommendation. The Nomination Committee shares the committee's assessment that EY will be able to provide good industry and stock exchange experience, expertise within relevant areas and has been provided good recommendations. In its tender offer, EY has described an approach to the audit process that is deemed to align well with Getinge's organization and structure, demonstrated a good capacity for coordination of local teams in different countries and has been perceived to have a data-driven and modern approach. EY has also offered a fee that is balanced in relation to the work. Consequently, the Nomination Committee has resolved, in accordance with the recommendation by the Audit and Risk

Committee, to propose new election of EY as auditor for the upcoming mandate period and that fees to the auditor shall be paid in accordance with approved invoice.

Göteborg in February 2025

The Nomination Committee of Getinge AB (publ)