# Corporate Governance Report

Getinge AB (publ) is a Swedish public limited liability company listed on Nasdaq Stockholm, Large Cap segment. Getinge applies the Swedish Corporate Governance Code and hereby presents the Corporate Governance Report for 2018.

#### Introduction

Getinge is a global provider of innovative solutions for operating rooms, intensive-care units, sterilization departments and for life science companies and institutions. Based on our first-hand experience and close partnerships with clinical experts, healthcare professionals and medtech specialists, we are improving everyday life for people, today and tomorrow. The Group serves 38 countries and conducts proprietary production in seven countries.

The Group's customers are found primarily in the healthcare and life science areas, where products are often pivotal to the quality and efficiency of operations.

Accordingly, confidence in Getinge and its products is entirely decisive for continued sales successes.

Corporate governance is aimed at ensuring the continued strong development of the company and, consequently, that the Group's operations fulfill its obligations to shareholders, customers, employees, suppliers, creditors and society.

The Group's corporate governance and internal regulations provide frameworks for achieving business objectives and strategies. The Group's risks are well-analyzed and risk management is integrated in the work of the Board and in operational activities.

Getinge's organization is designed to be able to react promptly to market changes. Accordingly, operational decisions are made on a decentralized basis, while overriding decisions concerning strategy and direction are made by Getinge's Board and the Getinge Executive Team.

#### **External and internal regulations**

The Group's corporate governance is based on Swedish legislation, as well as on the Swedish Corporate Governance Code ("the Code"), which is available at corporategovernanceboard.se Getinge complies with the Code's regulations and presents an explanation for any deviation from the Code's regulations in 2018. In addition to the Code, the Group's corporate governance is based on Nasdaq Stockholm's Rulebook for Issuers, available at nasdagomxnordic.com, and the Swedish

Securities Council's opinions on good practice on the Swedish stock market, available on aktiemarknadsnamnden.se. This report summarizes how corporate governance is structured and how it has been carried out and developed in the Group during the 2018 fiscal year.

The internal steering documents relating to Getinge's corporate governance include Getinge AB's Articles of Association, instructions and formal work plan for the Board of Directors, Board committees and CEO, various policies and guidelines as well and the Group's Code of Conduct.

The company's Articles of Association are available on the Group's website: www. getinge.com.

#### **Shareholders**

For information about shareholders and the Getinge share, see pages 124-125 and www.getinge.com.

#### **General Meeting of Shareholders**

Shareholders can exert their influence at the Annual General Meeting (AGM) and, when applicable, at an Extraordinary General Meeting, which are Getinge's highest decision-making bodies.

All shareholders registered in the shareholders' register at a certain time before the Meeting and who have notified their attendance to the Meeting before the time given in the notice are entitled to participate in the Meeting and exercise their voting rights in full. Shareholders who are not able to personally attend can be represented by proxy. A shareholder who wishes to have a matter put forward at the General Meeting of Shareholders must submit a written proposal to the Board in a timely manner so that the proposal can be included in the notice of the AGM.

# 2018 Annual General Meeting

The 2018 Annual General Meeting (AGM) was held on April 26 in the Kongresshallen at Hotel Tylösand, in Halmstad, Sweden. A total of 914 shareholders, representing approximately 60.2% of the number of shares and 75.2% of the total number of votes in the company attended the AGM.

Board Chairman Carl Bennet was elected Chairman of the Meeting. All Board members elected by the AGM were present. The minutes from the AGM are available on Getinge's website: www.getinge.com.

The decisions made by the AGM include:

- · Adoption of the income statements and balance sheets presented for the Parent Company and the Group
- · Dividend in accordance with the Board's and the CEO's proposal of SEK 1.50 per share for the 2017 fiscal year
- · Adoption of the remuneration to Board members and auditor
- Carl Bennet, Johan Bygge, Cecilia Daun Wennborg, Barbro Fridén, Dan Frohm, Sofia Hasselberg, Johan Malmquist, Mattias Perjos, Malin Persson and Johan Stern were reelected to the Board.
- · Carl Bennet was reelected as Chairman of the Board
- Öhrlings PricewaterhouseCoopers AB was reelected auditor for Getinge until the conclusion of the 2019 AGM
- Guidelines for the remuneration to senior executives.

#### **Nomination Committee**

The Nomination Committee's task is to put forward proposals ahead of the AGM, regarding the election of the Chairman of the AGM, the Chairman of the Board and other members of the Board, election of auditors, as well as fees for Board members and auditors. Pursuant to a resolution by Getinge's 2005 AGM, the Nomination Committee is to comprise Getinge's Chairman and representatives of the five largest shareholders at August 31, 2018, as well as a representative for minority shareholders.

Ahead of the 2019 AGM, the Nomination Committee comprises representatives for the four largest owner-registered shareholders in terms of the number of votes. which is a deviation from the instructions for the Nomination Committee adopted by the General Meeting. The reason for this is that such a composition of the Nomination Committee is deemed to be more appropriate with respect to the ownership structure as per August 31, 2018.

This means that ahead of the 2019 AGM, Getinge's Nomination Committee comprises:

- · Carl Bennet Board Chairman of Getinge and representative of Carl Bennet AB
- Per Colleen Fourth Swedish National Pension Fund
- Viveka Ekberg representing minority shareholders
- Mikael Berglund, Incentive
- · Marianne Nilsson, Swedbank Robur

Chairman of the Board Carl Bennet was appointed Chairman of the Nomination Committee ahead of the 2019 AGM, which deviates from rule 2.4 of the Code. The reason for this is the Chairman of the Board is very well suited to lead the Nomination Committee in an effective manner to achieve the best results for the company's shareholders.

The Nomination Committee conducts an evaluation of the Board and its work. A proposal for the new Board is subsequently drawn up by the Nomination Committee together with a proposal on remuneration to the Board of Directors and is submitted with the notice of the forthcoming AGM.

Ahead of the 2018 AGM, the Nomination Committee proposed reelection of Board members Carl Bennet (Chairman), Johan Bygge, Cecilia Daun Wennborg, Barbro Fridén, Dan Frohm, Sofia Hasselberg, Johan Malmquist, Mattias Perjos, Malin Persson and Johan Stern.

The Nomination Committee's reasoned statement ahead of the 2018 AGM stipulated that the Nomination Committee had applied rule 4.1 of the Code as diversity policy in preparing proposals of Board members. The aim of the policy is that the Board is to have a composition appropriate to the company's operations, phase of development and other relevant circumstances and to exhibit diversity and breadth of qualifications, experience and background, and strive for an equal gender distribution. The 2018 AGM resolved to appoint Board members in accordance with the Nomination Committee's proposal, entailing that ten members were elected, of whom four

are women and six men (40% and 60%, respectively).

Shareholders who would like to submit proposals to Getinge's 2019 Nomination Committee can contact the Nomination Committee by e-mail at valberedningen@ getinge.com or by mail: Getinge AB, Att: Nomination Committee, Box 8861, SE-402 72 Gothenburg, Sweden.

#### **Board of Directors**

Primarily, the Board is responsible for the organization of the company and the management of its affairs. In carrying out its duties, the Board must safeguard the interest of all its shareholders. It is also the Board's duty and responsibility to ensure that this Corporate Governance Report is prepared.

According to the Articles of Association, Getinge's Board of Directors is to comprise not fewer than three and not more than ten members, with not more than ten deputy members. The Board members are elected annually at the AGM to serve for the period up to and including the next AGM. Employees have the right to appoint two representatives and two deputy members to the Board.

In 2018, Getinge's Board comprised ten members elected at the AGM. CEO and the Group's Finance Director and Chief Financial Officer participate at the Board meetings, with the latter also serving as Secretary. Other senior executives also participate when needed.

The work of the Board is governed mainly by the Swedish Companies Act, the Code and the Board's formal work plan. The Board's formal work plan is approved each year at the statutory Board meeting. According to the current applicable formal work plan, the Board will have approximately six scheduled meetings during the fiscal year. In addition, the formal work plan will also determine the distribution of work and responsibility between the Board, the Chairman, Board committees and the CEO.

The Board held its statutory meeting on April 26, 2018 and convened 11 times during the year, with an average attendance rate of 98% of the elected members.

At its scheduled meetings, the Board addresses fixed agenda items in accordance with the Board's formal work plan, including the business situation, budget, annual accounts and interim reports. The Board also addressed comprehensive issues related to the economy and associated cost issues, corporate acquisitions and other investments, long-term strategies, financial matters, quality issues, compliance, internal control, risk management as well as organization and structure.

Other

Carl Bennet was re-elected Chairman of the Board at the 2018 AGM. The Chairman's role is to lead and manage the Board's work and to ensure that this is conducted in an organized and efficient manner. It involves ensuring that the Board fulfills its responsibilities and monitors the development of the company, and ensuring that the Board continuously receives the information required for the Board to perform its work while maintaining the same level of quality in accordance with applicable regulations. The Chairman of the Board does not participate in the operational management of the company. According to rules 4.4 and 4.5 of the Code, the majority of the elected Board members are to be independent in relation to the company and its management and at least two of these members are also to be independent in relation to the Group's largest shareholders. The Nomination Committee believes that the Board's composition in Getinge meets the requirements for independent members as stipulated by the Code.

The Nomination Committee has observed that Mattias Perjos, in his capacity as CEO, and Johan Malmquist, in his capacity as former CEO, are to be regarded as dependent in relation to the company and executive management, and that Carl Bennet, Johan Stern and Dan Frohm as representatives and Board members of Getinge's principal owner Carl Bennet AB, are to be regarded as dependent in relation to the largest shareholders. Other Board members are deemed to be independent in relation to the company, executive management and the largest shareholders.

The Board members' individual shareholdings, their independence in relation to the company, executive management and the largest shareholders as well as their other assignments in other companies are presented in the table on the page below and in the presentation of Board members on pages 62-63.

#### **Remuneration Committee**

In 2018, Getinge's Remuneration Committee comprised Board members Carl Bennet (Chairman), Johan Stern, Barbro Fridén, Malin Persson, Johan Malmquist and Dan Frohm. Except for Johan Malmquist, who in his capacity as former CEO is to be considered to be dependent in relation to the company and executive management, all other members of the Remuneration Committee are independent in relation to the company and executive management. The circumstance of the appointment of Johan Malmquist to the Remuneration Committee despite not being independent in relation to the company and executive management is a deviation from rule 9.2 of the Code. The reason for this deviation is that Johan Malmquist, who has served for

many years as CEO and a Board member of Getinge, has in-depth knowledge of the company's circumstances and conditions in matters regarding, for example, the personnel situation, provision of skills and remuneration structures.

Ahead of the 2019 AGM, the Committee held two minuted meetings and remained in informal contact. The attendance of members at the Committee meetings are presented in the table below.

Following written instructions, the Remuneration Committee's duties include preparing questions concerning remuneration principles and remuneration and other employment terms and conditions for the CEO and other members of the Getinge Executive Team. The Committee also prepares proposals to the Board on the guidelines for the remuneration to senior executives, which the Board submits for decision at General Meetings. In addition, the Committee follows and evaluates ongoing and completed variable remuneration programs for the Getinge Executive Team during the year and the application of the guidelines for remuneration to senior executives resolved at the AGM.

# **Auditing Committee**

In 2018, Getinge's Auditing Committee comprised Board members Johan Bygge (Chairman), Cecilia Daun Wennborg, and Sofia Hasselberg who served as members for all of 2018 as well as Johan Stern who was a member until the 2018 AGM and Dan Frohm who was appointed a new member on the same occasion at the statutory Board meeting following election.

All members of the Auditing Committee were independent in relation to the company, executive management and the company's largest shareholders, with the exception of Johan Stern and Dan Frohm, who are not considered to be independent in relation to the company's largest shareholders. The Committee held nine minuted meetings in 2018, including informal contact when necessary. The attendance of members at the Committee meetings are presented in the table below. The company's auditors participated in all meetings convened by the Auditing Committee. Jointly with the auditors, the Committee discussed and established the scope of the audit.

Member	Year elected	Depen- dent <sup>1</sup>	Committees		Attendance			
			Auditing Committee	Remuneration Committee	Board meetings	Auditing Committee	Remuneration Committee	
Carl Bennet, Chairman	1989	•		Chairman	10/11		2/2	
Johan Bygge	2007		Chairman		11/11	9/9		
Cecilia Daun Wennborg	2010		Member		11/11	9/9		
Barbro Fridén	2017			Member	11/11		2/2	
Dan Frohm	2017	•	Member*	Member	11/11	4/5	2/2	
Sofia Hasselberg	2017		Member		11/11	9/9		
Johan Malmquist	2016	•		Member	11/11		2/2	
Mattias Perjos	2017	•			11/11			
Malin Persson	2014			Member	11/11		2/2	
Johan Stern, Vice Chairman	2004	•	Member**	Member	10/11	3/4	1/2	
Board members appointed by employees								
Peter Jörmalm	2012				11/11			
Rickard Karlsson	2013				11/11			
Åke Larsson (deputy)	2014				11/11			
Maria Grehagen Hedberg (deputy)	2014				9/11			
) As defined by the Swedish Corporat  • Representative of Getinge's princip								
Former President and CEO of Getin	ige				* D F l			
Getinge's President and CEO     Board member of Getinge's principal owner Carl Bennet AB					* Dan Frohm was appointed a new member at the statutor Board meeting following the 2018 AGM. ** Johan Stern was a member until the 2018 AGM.			

The Auditing Committee is a standing committee in the contact between the Board and the auditors, and continuously reports on its work to the Board.

The Auditing Committee follows written instructions and its activities are to meet the requirements of the Swedish Companies Act and the EU Audit Regulation. The Committee's tasks include assisting the Nomination Committee with preparing proposals for resolutions by the General Meeting on election of auditors and fees to audits, for which the Committee is to monitor that the auditor's mandate period does not exceed applicable rules, procure the audit and present a recommendation in accordance with the EU Audit Regulation.

The Auditing Committee is also to examine and monitor the independence of the auditors and pay particular attention to whether the auditors provide other non-audit services. The Auditing Committee is also to publish guidelines on non-audit services provided by the auditors and, in applicable cases, approve the provision of such services in accordance with these guidelines. The Auditing Committee is to

examine and monitor the consolidated financial statements and provide recommendations and proposals on ensuring the reliability of the financial reporting and monitor the efficiency of the company's internal control, risk management and internal audit. In addition, the Auditing Committee is involved in planning the external audits and continuously consults and confers with the external auditors.

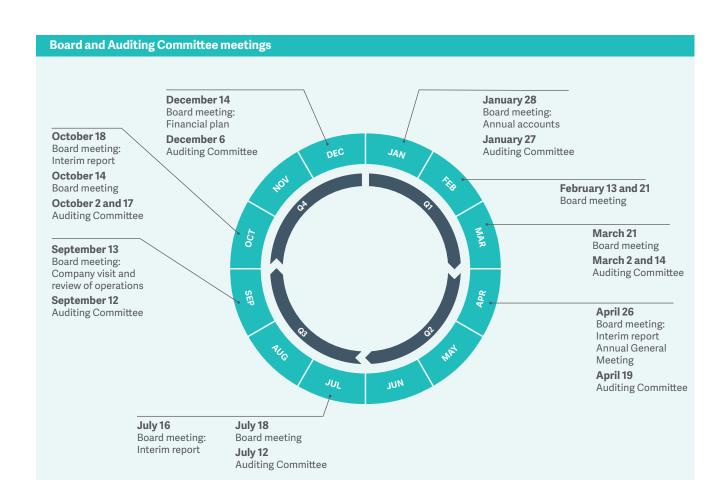
#### **External auditors**

Getinge's auditors are elected at the AGM. The auditors will review the Annual report, financial statements and the consolidated financial statements as well as the management by the Board and CEO in accordance with generally accepted auditing standards. After every fiscal year an auditor's report is presented to the Parent Company and a Group auditor's report is presented to the General Meeting. At the 2018 AGM, the registered accounting firm Öhrlings PricewaterhouseCoopers AB was elected auditor with the authorized public accountant Johan Rippe as the Auditor in Charge and Eric Salander as co-auditor.

The current mandate period expires at the 2019 AGM. The auditors report to the Auditing Committee and the Board on their findings. In addition to standard audit assignments, Öhrlings PricewaterhouseCoopers AB provides advisory services and performs investigations. Such assignments take place in accordance with the regulations determined by the Auditing Committee for approval of the nature and scope of the services and the fees for such services. The performed assignments are not deemed to have given rise to a conflict of interest. Details about the amounts of remuneration paid to auditors are presented in Note 5.

#### **CEO and Getinge Executive Team**

It is the CEO's responsibility to implement and ensure that the strategies, business plans and operational objectives agreed on by the Board are carried out. It is also the CEO's responsibility to keep the Board up to date with information and essential management information, to submit reports at the Board meetings while keeping the Board and Chairman continually



updated about the Group's and company's financial position and future development opportunities. The CEO is supported by the Getinge Executive Team comprising presidents of the business areas, global sales and Group-wide support functions. At year-end 2018, Getinge Executive Team comprised nine individuals. These people are presented on pages 64-65 in this Annual Report. The Getinge Executive Team held seven meetings in 2018 and remained in continuous contact between meetings. The focus of the meetings was mainly the Group's strategic and operational performance, monitoring results and quality issues.

# **Operating activities**

Getinge's operating activities comprise the business areas of Acute Care Therapies, Life Science and Surgical Workflows as well as a global and shared sales organization that aims to capitalize on synergies in sales. Each operating unit at Getinge is headed by a management team responsible for the operations of each unit. The operational management team is the function below the Getinge Executive Team that is responsible for ensuring and monitoring that the decisions made are carried out.

Getinge's synergy functions are located centrally in the Group to coordinate finance, IT, legal, human resources, communication and marketing, strategy and group operations (strategy, purchasing, logistics and shared services), quality and ethics & compliance. These functions are responsible for supporting and monitoring the development of the company.

# **Internal Control** and risk management

#### Description

At Getinge, internal control over the financial reporting is an integral part of corporate governance. It comprises processes and methods to safeguard the Group's assets and accuracy in the financial reporting, and in this manner, protects the shareholders' investment in the company.

#### **Control environment**

Getinge's organization is designed to quickly respond to changes in the market. Operational decisions are thus made on a decentralized basis, while decisions on strategy, focus, acquisitions and overall financial issues are made by Getinge Group's Board and the Getinge Executive Team. The internal control over the financial reporting at Getinge is designed to manage these conditions. The basis of the internal control over the financial reporting comprises the control environment, including the organization, decision-making channels, authorities and the responsibilities that are documented and communicated in steering documents.

Each year, the Board adopts a formal work plan that regulates the duties of the Chairman and the CEO. The Board has established an Auditing Committee to increase knowledge of the level of transparency and control of the company's accounts, financial reporting and risk management, and a Remuneration Committee to manage remuneration to company management.

Each business area and the sales organization has one or more administrative centers that are responsible for the day-to-day handling of transactions and accounting. Each business area and the sales organization has a financial manager, who is responsible for the financial control and for ensuring that the financial statements are accurate, complete and submitted in good time prior to consolidated reporting.

#### Risk assessment

By conducting quantitative and qualitative risk analyses based on the offering and operations, Getinge can identify the key risks that could threaten the achievement of business and financial targets. In addition, several units in each business area and in the sales organization are analyzed to gain a more detailed understanding of the actual application of the existing rules and regulations.

Accordingly, measures to minimize identified risks are formulated centrally within the Group. Getinge initiated several activities in 2018 to raise risk awareness and to more efficiently manage identified risks. A company-wide risk analysis was one of the measures carried out in the autumn of 2018. The following risk areas were identified:

- · Quality-related risks
- · Sales via third-party distributors
- · Regulatory changes for product certification
- · Changes to remuneration models for Getinge's customers
- · Cyber security
- · Business continuity
- · Platforms and processes
- · Ethical and legal risks
- Financial risks

	5 16	Remuneration	Auditing	
	Board fee	Committee fee	Committee fee	Tota
Carl Bennet, Chairman	1,184,000	125,000	-	1,309,00
Johan Bygge	592,000	-	260,000	852,00
Cecilia Daun Wennborg	592,000	-	130,000	722,00
Barbro Fridén	592,000	92,000	-	684,00
Dan Frohm	592,000	92,000	130,000	814,00
Sofia Hasselberg	592,000	-	130,000	722,00
ohan Malmquist	592,000	92,000	-	684,00
Malin Persson	592,000	92,000	-	684,00
Iohan Stern, Vice Chairman	592,000	92,000	-	684,00
Гotal	5,920,000	585,000	650,000	7,155,00

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An independent internal audit function was established in 2018, supported by external parties. A framework is being developed to further analyze probability and impact and to determine ownership and strategies for monitoring, preventing and minimizing the effects of identified risks.

#### **Control activities**

The identified risks related to financial reporting are handled by the company's control activities. For example, there are automated controls in IT-based systems that manage authority levels and rights to authorization, as well as manual controls, such as duality in the day-to-day recording of transactions and closing entries.

Detailed financial analyses of results and follow-ups against plan and forecasts supplement the operation-specific controls and provide overall confirmation of the quality of the financial reporting. The Group follows standardized templates and models to identify and document processes and controls.

#### Information and communication

The Group has information and communication procedures to promote completeness and accuracy in the financial reporting. Policies and guidelines are available on the company's intranet. Information regarding the efficiency of the internal controls in the Group is regularly reported to the relevant parties within the organization.

# Follow-up and monitoring

The finance department and management perform monthly analyses of the financial reporting at a detailed level. The Auditing Committee follows up the financial reporting at its meetings and the company's auditors report on their observations and provide recommendations.

The Board receives financial reports on a monthly basis and the company's financial position is discussed at every Board meeting.

The efficiency of the internal control activities related to the financial reporting is followed up centrally in the Group every year and comprises an assessment of the formulation and operative function of key control elements that have been identified and documented.

#### Self-assessment and validation

Since 2006, Getinge Group works with a formalized process for the follow-up and evaluation of the effectiveness of documentation and control activities. The control comprises both a self-assessment and validation of the self-assessments. Validation is performed centrally by the internal control function.

In 2018, a self-assessment was performed at the units whose combined net sales exceed 85% of the Group's total net

In conjunction with the standard audits, the auditors conducted an in-depth validation of the internal control environment. The self-assessment and validation function encompass the processes relating to financial reporting, production, inventories, fixed and intangible assets, sourcing and revenues from products and services.

The system of self-assessment and validation provides the Board with a proper overview of how the Group manages different flows of information and reacts to new information, and how the various control systems function.

#### Outcome 2018

The follow-up of the internal control in 2018 indicated that documentation and control activities over the financial reporting were, in all material respects, established at the validated companies.

#### Follow-on work

Over the next year, the continuing work related to internal control in Getinge will principally focus on risk assessment, control activities and follow-up/monitoring.

Based on the outcome of the company-wide risk analysis carried out in the autumn of 2018, resources will continue to be assigned to documenting additional critical processes and control activities.

Depending on the outcome of the implemented self-assessment and risk analysis, it may be necessary to address reported shortcomings.

# **Board of Directors**



Carl Bennet (1951) Board member elected by AGM, Chairman of the Board

M.Sc. (Economics), Dr. Tech. h.c.

Assignments on Getinge's Board: Chairman of the Board since 1997. Chairman of the Nomination Committee. Chairman of the Remuneration Committee. Board member since 1989.

Other assignments: CEO of Carl Bennet AB, Chairman of the Board of Elanders and Lifco. Board member of Ario. Holmen and L E Lundbergföretagen.

Previous assignments: President and CEO of Getinge.

Shareholding (own and related parties): Holds 18,217,200 Class A shares and 36.332.969 Class B shares.



Johan Bygge (1956) Board member elected by AGM

M.Sc. (Economics)

Assignments on Getinge's Board: Chairman of the Auditing Committee. Board member since 2007.

Other assignments: Senior industrial advisor at EQT stationed in Asia Pacific and Board Chairman of PSM International, China, member of Board of Trustees of SNS, Centre for Business and Policy Studies.

Previous assignments: CFO of Investor AB. Executive Vice President of Electrolux and CFO of Electrolux.

Shareholding (own and related parties): 10,000 Class B shares. Synthetic options: 144,927 Class B



Cecilia Daun Wennborg (1963)

Board member elected by AGM M.Sc. (Economics)

Assignments on Getinge's Board: Member of the Auditing Committee. Board member since 2010.

Other assignments: Board member of companies including ICA Gruppen AB, Loomis AB, Bravida Holding AB, Hoist Finance AB, Oncopeptides AB, Atvexa AB and Sophiahemmet, Member of the Swedish Securities Council.

Previous assignments: Vice President of Ambea AB. President of Carema Vård och Omsorg AB, acting President of Skandiabanken, Head of Swedish Operations at Skandia and President of Skandia Link.

Shareholding (own and related parties): 4,500 Class B shares.

Synthetic options: 144,927 Class B



Barbro Fridén (1956)

Board member elected by AGM Licensed physician, M.D.

Assignments on Getinge's Board: Member of the Remuneration Committee. Board member since 2017.

Other assignments: Board member of Vitrolife AB, Apoteket AB, Helsa AB, Brighter AB and the Swedish Sea Rescue Society. Consultant and Advisor.

Previous assignments: CEO of Sheikh Khalifa Medical City, United Arab Emirates, CEO of Sahlgrenska University Hospital, Division Director of Astrid Lindgren Children's Hospital, Medical Director of Fertilitetscentrum AB in Stockholm and Gothenburg, and Operations Director of the clinic Women's and Children's Health in Varberg, Sweden.

Shareholding (own and related parties): 300 Class B shares.

Synthetic options: 72,463 Class B shares.



**Dan Frohm** (1981)

Board member elected by AGM M.Sc. (Industrial Engineering and Management).

Assignments on Getinge's Board: Member of the Auditing Committee. Member of the Remuneration Committee. Board member since 2017.

Other assignments: CEO of VD i DF Advisory LLC. Board member of Carl Bennet AB, Elanders AB and Swedish-American Chamber of Commerce, Inc.

Previous assignments: Management consultant at Applied Value LLC in New York

Shareholding (own and related parties): 149,510 Class B shares. Synthetic options: 144,927 Class B



Maria Grehagen Hedberg

Deputy representative of the Swedish Metalworkers' Union

Assembly

Assignments on Getinge's Board: Deputy representative since 2014. Employed at Maquet Critical Care AB

Shareholding (own and related parties): Holds no shares.



Sofia Hasselberg (1983)

Board member elected by AGM

Assignments on Getinge's Board: Member of the Auditing Committee. Board member since 2017.

Other assignments: Director, Head of Digital and Customer Solutions at MSD AB.

Previous assignments: Vast experience as a senior adviser, providing strategic, operational and organizational advice to players across the full healthcare value chain. Engagement Manager at McKinsey & Company until 2017. Physician at Karolinska University Hospital, Solna, Sweden,

Shareholding (own and related parties): Holds no shares



Peter Jörmalm (1959)

Regular Board member 2018-, representative of Unionen

Materials Planner, Logistics department at Getinge Sterilization.

Assignments on Getinge's Board: Deputy 2012–2014. Regular Board member 2014-2016. Deputy 2016-2018. Employed at Getinge Infection Control AB

Shareholding (own and related parties): Holds no shares.



Rickard Karlsson (1970) Regular Board member, representative of Swedish Metalworkers' Union Assembly

Assignments on Getinge's Board: Regular Board member since 2014. Deputy 2013–2014. Employed at Getinge Sterilization AB

Shareholding (own and related parties): Holds no shares.



Åke Larsson (1966)

Deputy 2018-, representative of Swedish Association of Graduate Engineers

M.Sc. (Engineering), Research & Development

Assignments on Getinge's Board: Deputy 2014-2016, regular Board member 2016-2018. Employed at Maquet Critical Care AB

Shareholding (own and related parties): Holds no shares.



Johan Malmquist (1961)

Board member elected by AGM M.Sc. (Economics)

Assignments on Getinge's Board: Member of the Remuneration Committee. Board member since 2016.

Other assignments: Chairman of Arjo AB and Tingstad Pappers AB. Board member of Elekta AB (publ.), Mölnlycke Health Care AB, the Dunker Foundations, Stena Adactum, Trelleborg AB and Chalmers University of Technology Foundation.

Previous assignments: President and CEO of Getinge Group from 1997 to 2015, Business Area Director within Getinge Group, President of Getinge Group's French subsidiary, President of subsidiaries in the Electrolux Group.

Shareholding (own and related parties): 90,000 Class B shares.

Synthetic options: 144,927 Class B shares.



Mattias Perjos (1972)

Board member elected by AGM M.Sc. (Industrial Engineering and Management).

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

Other assignments: President and CEO of Getinge.

Previous assignments: 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): 34,500 Class B shares. Synthetic options: 579,710 Class B



Malin Persson (1968)

Board member elected by AGM M.Sc. (Industrial Engineering & Management)

Assignments on Getinge's Board: Member of the Remuneration Committee. Board member since 2014.

Other assignments: CEO and owner of Accuracy AB, Board member of companies including Mekonomen, Hexatronic, Hexpol AB, Evry AS and Peab.

Previous assignments: CEO of the Chalmers University of Technology Foundation, many years' experience in major Swedish industrial enterprises such as the Volvo Group.

Shareholding (own and related parties):

5,284 Class B shares.

Synthetic options: 144,927 Class B shares.



Johan Stern (1951)

Board member elected by AGM, Vice Chairman of the Board

M.Sc. (Economics)

Assignments on Getinge's Board: Member of the Remuneration Committee. Board member since 2004.

Other assignments: Chairman of Healthinvest Partners AB, Rolling Optics AB, Fädriften Invest AB, Skanör Falsterbo Kallbadhus AB and Harry Cullberg's Fund Foundation. Board member of Carl Bennet AB, Elanders AB, Lifco AB, RP Ventures AB, Swedish-American Chamber of Commerce. Inc. and Estea AB.

Previous assignments: Active within SEB's operations in Sweden and the US.

Shareholding (own and related parties): 30,104 Class B shares.

Synthetic options: 144,927 Class B



# **Getinge Executive Team**



# Mattias Perjos (1972)

CEO & President

M.Sc. (Industrial Engineering and Management).

Swedish citizen

Employed at Getinge since 2017

Shareholdings (own and related parties): 34,500 Class B shares

Synthetic share options: 579,710 Class B shares

Previous experience: CEO of Coesia IPS Division and Coesia International 2012-2017, CEO of Flexlink 2006-2016 and other senior positions in the Group where he started his career in 1998.



# Lars Sandström (1972)

Chief Financial Officer

M.Sc. (Economics)

Swedish citizen

Employed at Getinge since 2017

Shareholdings (own and related parties): 13,159 Class B shares

Synthetic share options: 289,855 Class B shares

Previous experience: Senior Vice President Group reporting, Tax & Control at AB Volvo (2015-2017). Several senior positions within Scania such as Vice President Financial Services, Head of Group Financial reporting and Head of Group Reporting and Control. CFO of Swedish Orphan Biovitrum AB 2010-2012.



# Stéphane Le Roy (1977)

President Surgical Workflows

Masters Degree (Industrial Engineering).

French citizen

Employed at Getinge since 2012

Shareholdings (own and related parties): Holds no shares.

Synthetic share options: Holds no shares.

Previous experience: Regional President, South West Europe for Getinge where he started his career in 2012 as country manager for Infection Control in France. Between 2006 and 2012 he was business unit manager for CT Scanners in France for Siemens Healthcare. Before that, he held several senior positions at GE Healthcare.



#### Jens Viebke (1967)

President Acute Care Therapies

Executive MBA, PhD (Polymer Technology) and M.Sc. (Chemical Engineering).

Swedish citizen

Employed at Getinge since 2010

Shareholdings (own and related parties): 1,100 Class B shares

Synthetic share options: 217,391 Class B shares

Previous experience: Chief Technology Officer of Acute Care Therapies and President of Vascular Systems and Critical Care at Getinge. He had previously held positions at GE Healthcare Life Sciences.



# Harald Castler (1957)

President, Life Science

M.Sc. (Chemical Engineering)

Swedish citizen

Employed at Getinge since 1988

Shareholdings (own and related parties):

12,966 Class B shares

Synthetic share options: 217,391 Class B shares

Previous experience: Leading positions in Getinge for more than 30 years, including Sales and Marketing director for Infection Control and President for Getinge International.



#### Carsten Blecker (1966)

Chief Commercial Officer

PhD (Dentistry), Doctorate (Business Administration) German citizen.

Employed at Getinge since 2014

Shareholdings (own and related parties): 1.000 Class B shares

Synthetic share options: 144,927 Class B shares

Previous experience: President WEMEA in Medical Systems and President Middle East & Africa for Getinge. Carsten Blecker's previous experience includes positions at Biomet, McKinsey & Company, Kimberly-Clark, Medtronic and Palex Medical.



# Lena Hagman (1966)

Executive Vice President Quality Regulatory Compliance

B.Sc. (Chemistry and Textile Engineering) Swedish citizen

Employed at Getinge since 2010

Shareholdings (own and related parties): 3,656 Class B shares

Synthetic share options: 217,391 Class B shares

Previous experience: Senior Vice President, Group Quality & Regulatory Compliance for Getinge. Lena has a broad background from the field of quality and her experience includes working at companies including Capio, Neoventa Medical AB and Mölnlycke Healthcare.



# Jeanette Hedén Carlsson (1966)

Executive Vice President Communications & Brand Management

B.Sc. (Business Administration)

Swedish citizen

Employed at Getinge since 2017

Shareholdings (own and related parties): Holds no shares.

Synthetic share options: 144,927 Class B shares

Previous experience: Senior management positions within Communication and Marketing in the Volvo Group and Volvo Car Group. Most recent assignment held was as Senior Vice President Brand & Communication Volvo Trucks, with responsibility for global marketing, brand management, media relations and internal communication.



# Magnus Lundbäck (1969)

Executive Vice President Human Resources & Sustainability

PhD (Strategy and Organization) and Licentiate of Science

Swedish citizen

Employed at Getinge since 2017

Shareholdings (own and related parties): 1,000 Class B shares

Synthetic share options: 217,391 Class B shares

Previous experience: SVP Human Resources & Sustainability for the Gunnebo group. He has previously served as Executive Vice President Human Resources and Sustainability at Getinge and as Vice President of Human Resources at Volvo Car Corporation.