

NOTICE OF ANNUAL GENERAL MEETING

The shareholders of **Getinge AB (publ)** are hereby invited to attend the Annual General Meeting ("AGM") to be held on Wednesday 21 April 2010 at 4.00 p.m., in Kongresshallen, Hotel Tylösand, Halmstad.

RIGHT TO ATTEND

Shareholders who wish to attend the AGM must:

- be recorded in the share register kept by Euroclear Sweden AB (the Swedish central securities depository), on Thursday 15 April 2010, and
- notify the company of their intention to attend the Meeting by Thursday 15 April 2010, preferably before 1.00 p.m.

In order to participate in the meeting, shareholders with nominee-registered shares should request their bank or broker to have the shares temporarily owner-registered with Euroclear Sweden AB by 15 April 2010. Shareholders therefore are requested to notify their nominees in due time before the said date.

NOTICE OF ATTENDANCE

Notice of attendance shall be made in writing to Getinge AB, "AGM", P.O. Box 7841, SE-103 98 Stockholm, Sweden, or by telephone +46 35 259 08 18, or on our website www.getingegroup.com. The notice of attendance shall state name, personal identity number (corporate identity number), shareholding, telephone number and name of advisor, if any. An entrance card to be shown when registering for the meeting will be sent in confirmation of the notice of attendance. Shareholders represented by proxy must issue a document authorising the proxy to act on the shareholder's behalf. Such proxy should be submitted to the company before the meeting. A proxy form pursuant to the provisions in Chapter 7, Section 54 a of the Swedish Companies Act is available at the company and on the company's website. Representatives of a legal entity shall present a copy of the certificate of registration or similar papers of authorisation.

PROPOSAL FOR AGENDA

1. Opening of the Meeting
2. Election of Chairman of the Meeting
3. Preparation and approval of the voting list
4. Approval of the agenda
5. Election of two persons to approve the minutes
6. Determination of compliance with the rules of convocation
7. Presentation of
 - (a) the Annual Report and the Auditor's Report
 - (b) the Consolidated Accounts and the Group Auditor's Report
 - (c) the statement by the auditor on the compliance of the guidelines for remuneration to senior executives applicable since the last AGM
 - (d) the Board's proposal for appropriation of the company's profit and the Board's motivated statement thereon, and in connection hereto, an account for the work of Board of Directors including the work and functions of the Remuneration Committee and the Audit Committee
8. The CEO's report
9. Resolution regarding adoption of the Statement of Income and the Balance Sheet as well as the Consolidated Profit and Loss Account and the Consolidated Balance Sheet
10. Resolution regarding dispositions in respect of the Company's profit according to the adopted Balance Sheet and determination of record date for dividend

11. Resolution regarding discharge from liability of the Board of Directors and the CEO
12. Establishment of the number of Board members
13. Establishment of fees to the Board of Directors (including fees for work in Committees)
14. Election of the Board of Directors
15. Resolution regarding Guidelines for Remuneration to Senior Executives
16. Closing of the Meeting

THE PROPOSAL OF THE NOMINATION COMMITTEE (item 2 and 12-14)

At the AGM 2005, principles for the establishment of a Nomination Committee were adopted, entailing that the Nomination Committee shall consist of the Chairman of the Board, representatives of each of the company's five largest shareholders per 31 August each year and one representative of the minor shareholders. The Nomination Committee in respect of the AGM 2010 consists of Carl Bennet (Carl Bennet AB), Marianne Nilsson (Swedbank Robur AB), Bo Selling (Alecta), Anders Oscarsson (AMF), Pontus Bergekrans (SEB Fonder) and Olle Törnblom, as the representative of the minor shareholders. The Nomination Committee has proposed the following:

Chairman of the AGM: The Chairman of the Board, Carl Bennet, shall be elected Chairman of the AGM.

Board of Directors: The number of Board members shall continue to be seven, with no deputy members. As Board members, re-election shall be made of Carl Bennet, Johan Bygge, Rolf Ekedahl, Carola Lemne, Johan Malmquist and Johan Stern. Cecilia Daun Wennborg shall be elected as new member of the Board. As Chairman of the Board, Carl Bennet shall be re-elected. Margareta Norell Bergendahl has declined re-election.

Cecilia Daun Wennborg, age 45 and Bachelor of Economics, is, up to and including March 2010, Vice President of Ambea AB. She is also Board member of Hakon Invest AB and Vårdföretagarna. Cecilia Daun Wennborg has previously been CEO of Carema Vård och Omsorg AB, CFO of Ambea AB and Carema Vård och Omsorg AB, acting CEO of Skandiabanken, head of the Swedish operations of Skandia and CEO of Skandia Link.

Board and committee fees: Board fees, excluding remuneration for committee work, shall amount to a total of SEK 3,150,000, of which SEK 900,000 to the Chairman and SEK 450,000 to each of the other Board members elected by the meeting who are not employees of the Getinge group. A total of SEK 630,000 shall be paid for the work in the Audit Committee, of which SEK 210,000 to the Chairman and SEK 105,000 to each of the other members. A total of SEK 270,000 shall be paid for work in the Remuneration Committee, of which SEK 110,000 to the Chairman and SEK 80,000 to each of the other members.

DIVIDEND (item 10)

The Board and the CEO have proposed that a dividend of SEK 2.75 per share be declared. As record date for the dividend the Board proposes Monday 26 April 2010. If the AGM resolves in accordance with the proposal, the dividend is expected to be distributed by Euroclear Sweden AB starting Thursday 29 April 2010.

THE BOARD'S PROPOSAL REGARDING GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES (item 15)

The Board proposes that the AGM resolves upon guidelines for remuneration to senior executives principally entailing the following. Remuneration and other terms and conditions of employment for senior executives shall be based on market conditions and be competitive in all markets where Getinge operates, to ensure that competent and skilful employees can be attracted, motivated and retained. The total remuneration to senior executives shall comprise basic salary, variable remuneration, pensions and other benefits. The variable remuneration shall be limited and connected to predetermined and measurable criteria elaborated with the purpose

to promote the long-term added value of the company. In addition to the variable remuneration, approved share or share-related incentive programs may occasionally be implemented. The Board shall retain the right to deviate from the guidelines if motivated by particular reasons on an individual basis. The proposed guidelines entails certain clarifications as regards designing systems for variable remuneration compared to the current guidelines, which is a result of the company's adoption to the new Swedish Code of Corporate Governance.

DOCUMENTS, ETC.

The accounting material and the Auditor's Report and other documents pursuant to item 7, the Board of Directors' reasoned statement under item 10 and the complete proposal for the resolution under item 15 will be available at the company and on the company's website, www.getingegroup.com, as from Wednesday 7 April 2010 at the latest and will be sent to shareholders upon request. Copies will also be available at the AGM.

The total number of shares in the company amounts to 238,323,377; 15,940,050 shares of series A and 222,383,327 shares of series B. The total number of votes in the company amounts to 381,783,827.

Getinge in March 2010

Getinge AB (publ)
The Board of Directors