

Report by the Board of Directors on the Remuneration Committee's Evaluation of Remuneration to Senior Executives, etc.

The Board of Directors of Getinge AB (publ) has established a Remuneration Committee, comprised of Carl Bennet (Chairman), Barbro Fridén, Dan Frohm, Johan Malmquist, Malin Persson and Johan Stern. Since the 2018 Annual General Meeting, the Committee has held two meetings at which minutes were kept and has had continuous informal contacts.

The Remuneration Committee's tasks include to monitor and evaluate programs for variable remuneration for senior executives, the application of the guidelines for remuneration to senior executives adopted by the Annual General Meeting, as well as current remuneration structures and levels in the company. As set forth in Rule 10.3 of the Swedish Corporate Governance Code, the Board of Directors hereby gives the following report on the results of the evaluation by the Remuneration Committee. The report covers the period after the Annual General Meeting on 26 April 2018.

The Remuneration Committee has monitored and continuously evaluated the company's programs for variable remuneration for senior executives, both ongoing and those that have ended during the year.

The Remuneration Committee is of the opinion that the guidelines for remuneration to senior executives adopted by the 2018 Annual General Meeting have been complied with, however, with the exception that the Board of Directors, based on the possibility for the Board of Directors to deviate from the guidelines in certain cases where the Board of Directors assesses that there are special reasons for doing so, in relation to all senior executives, has resolved to deviate from the guideline that variable remuneration shall not be paid in case earnings before taxes are negative. The particular reasons that motivate the deviation on an individual basis are that it seems unreasonable that variable remuneration to senior executives shall not be paid in accordance with other current performance conditions for 2018, considering that extraordinary and unexpected non-recurring costs are charged to net profit for the year, meanwhile the net profit from the operational business for 2018 is positive. The Remuneration Committee is of the opinion that the program for variable remuneration has fulfilled its objectives and functioned well.

At the 2016 Annual General Meeting, the company implemented a long-term share-based incentive program. LTIP 2016 has a three year performance period and allotment is based on achievement of long-term performance condition 2016-2018. Any allotment under LTIP 2016 will not be made.

During 2018, the company has further implemented a variable long-term bonus (LTI-bonus) that comprises consecutive plans with a three year performance period, awarding clear target based, measurable achievements with the purpose to promote the long-term added value of the company as well as retaining key persons on senior positions.

The Committee considers the company's remuneration structures and levels to be in line with market practice and well-balanced.

Gothenburg in March 2019

The Board of Directors of Getinge AB (publ)