

The Board of Directors' proposal for resolution on distribution of all shares in Arjo AB (publ) (item 7)

On October 18, 2016, the Board of Directors of Getinge AB publicly announced its intention to distribute the business area Patient & Post-Acute Care (former Extended Care) by distributing the wholly-owned subsidiary Arjo AB (publ), reg.no. 559092-8064 ("Arjo"), including the underlying group, to Getinge's shareholders and list the shares of series B in Arjo at Nasdaq Stockholm.

The Board of Directors thereby proposes the Extraordinary General Meeting to resolve that all shares in the wholly-owned subsidiary Arjo are to be distributed, whereby one (1) share of series A in Getinge AB entitles to one (1) share of series A in Arjo and one (1) share of series B in Getinge AB entitles to one (1) share of series B in Arjo.

The value of the distribution of the shares in Arjo is determined based on the book value at the time of the distribution of the shares to Getinge's shareholders with the application of applicable accounting rules. The Board's proposed dividend corresponds to a total amount of SEK 3,768 million, based on the book value at the time of this proposal, which is also expected to be the book value at the time of the distribution of the shares in Arjo.

The record date for distribution shall be Friday, December 8, 2017. With the proposed record date, the shares in Arjo are expected to be registered in the securities account of the recipient on or about Tuesday, December 12, 2017. The final day of trading in Getinge AB's shares including the right to distribution will be Wednesday, December 6, 2017.

The shares of series B in Arjo will be traded on Nasdaq Stockholm and the first day of trading in the shares of series B in Arjo is expected to take place on Tuesday, December 12, 2017. The distribution of the shares in Arjo is expected to take place through a so-called Lex ASEA distribution, which means that the distribution will not be subject to immediate taxation for Swedish tax subjects.

As of December 31, 2016, Getinge's non-restricted equity amounted to SEK 6,916 million. The Annual General Meeting on March 29, 2017 resolved to approve a dividend of SEK 2.00 per share, totaling SEK 477 million, which reduced the non-restricted equity by the same amount. Hence, the available amount for distribution in accordance with Chapter 17, Section 3, Paragraph 1 of the Swedish Companies Act, amounts to SEK 6,439 million.

If assets and liabilities would not have been valued to the real value in accordance with Chapter 4, Section 14a of the Swedish Annual Accounts Act, the non-restricted equity would have been SEK 568 million higher taking into account the tax effect.

The income statement and balance sheet for the financial year 2016 were adopted by the Annual General Meeting on March 29, 2017. In September 2017, Getinge carried out a rights issue that increased the non-restricted equity with SEK 4,264 million. As evident from Getinge's interim report for the period January-September 2017, Getinge AB's result for the mentioned period amounted to SEK 3,761 million. Other than the rights issue, no decisions have been made regarding value transfers and no changes have occurred to Getinge's restricted equity after March 29, 2017. Following the Extraordinary General Meeting's resolution regarding the distribution of shares in Arjo in accordance with the Board's proposal, the remaining available amount in accordance with Chapter 17, Section 3, Paragraph 1 of the Swedish Companies Act is expected to amount to approximately SEK 2,671 million.

Attached to the proposal:

- (i) statement by Getinge's Board of Directors in accordance with Chapter 18, Section 4 of the Swedish Companies Act, and
- (ii) documents in accordance with Chapter 18, Section 6 of the Swedish Companies Act.

Gothenburg in November 2017

The Board of Directors of Getinge AB (publ)