

## 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 has established a Remuneration Committee, comprised of Carl Bennet (Chairman), Barbro Fridén, Dan Frohm, Johan Malmquist, Malin Persson and Johan Stern. Since the 2017 Annual General Meeting, the Committee has held one meeting 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 29 March 2017.

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 2017 Annual General Meeting have been applied in a correct manner, however, 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, the company has entered into an agreement entailing a maximum variable remuneration of 90 per cent of the basic salary with a senior executive (not being the CEO). This entails a deviation from the guidelines resolved at the Annual General Meeting 2017 which prescribes that the variable remuneration should be capped at 70 per cent of the basic salary. In other respects, the Remuneration Committee is of the opinion that the programs for variable remuneration have fulfilled their objectives and functioned well. The company implemented a long-term incentive program ("LTIP 2016") at the 2016 Annual General Meeting. LTIP 2016 has a three year performance period and allotment, based on the achievement of the performance conditions, takes place in 2019. Moreover, the Committee considers the company's remuneration structures and levels to be in line with market practice and well-balanced.

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Gothenburg in March 2018

**The Board of Directors of Getinge AB (publ)**