

# Remuneration report 2023

## Introduction

This report reflects how the guidelines for remuneration to Senior Executives, adopted at the 2023 Annual General Meeting ("AGM"), have been implemented and applied during 2023. The report also provide details on the remuneration to the CEO, how the performance targets for variable remuneration have been applied, and information that the company has not implemented any share- or share price-related incentive programs. This report has been prepared in compliance with the Swedish Companies Act and the *Rules on remuneration of the Board and Executive Management and Incentive programs* issued by the Swedish Corporate Governance Board (the Remuneration Rules).

Further information on remuneration to Senior Executives is available in Note 29 on pages 102–103 of the 2023 Annual Report. Information on the work by the Remuneration Committee in 2023 is set out in the Corporate Governance Report, which can be found on pages 28–48 of the 2023 Annual Report.

Remuneration of the Board of Directors is not covered by this report, but is resolved annually by the AGM. Information about remuneration to the Board of Directors is disclosed in Note 29 on pages 102–103 of the 2023 Annual Report and the Corporate Governance Report on pages 34–36 of the 2023 Annual Report.

## The Group's overall performance 2023

The CEO summarizes the Group's result and overall performance in his statement, which is included on pages 4–5 of the 2023 Annual Report.

## The company's remuneration guidelines

A prerequisite for successful implementation of the company's business strategy and safeguarding of its long-term interests and sustainability is that the company is able to recruit, motivate and retain qualified personnel. By offering Senior Executives a competitive total compensation, the remuneration guidelines enable the company, on a long-term basis, to attract qualified personnel to the business.

The total remuneration to Senior Executives shall be in line with market terms and consist of base salary (fixed cash remuneration), variable cash remuneration, any other variable remuneration, pension benefits and other benefits. The remuneration, and other employment conditions, shall be on market terms and competitive on every market where Getinge operates. In addition, the General Meeting can decide on share- or share price-related remunerations.

The guidelines adopted at the 2023 AGM are presented on pages 56–58 of the 2023 Annual Report.

## Application and deviations from the remuneration guidelines

In 2023, the company has complied with the guidelines adopted at the 2023 AGM for the remainder of 2023 and the guidelines adopted at the 2022 AGM for the period until the 2023 AGM. On the basis of the possibility prescribed in the guidelines for remuneration to Senior Executives, the Board of Directors resolved on a temporary deviation from the guidelines which referred to a certain supplementary pension premium to members of the Getinge Executive Team that receive ITP1 pensions. The deviation was resolved on in

2022 but applies for 2023 and was resolved on in order for the persons concerned to be treated equally with those who are included in ITP2, as a result of a mandatory rule change for ITP1. In the guidelines adopted by the 2023 AGM, the guidelines for pension contributions have been amended to also cover this rule change, and the above-mentioned handling is therefore in line with the currently applicable guidelines. Except for the temporary deviation made on the basis of the guidelines mentioned above, no deviations from the guidelines nor any derogations from the procedure for resolution on remuneration, established by the remuneration guidelines, have been made.

The auditors' statement regarding the company's compliance with the guidelines is available on [www.getinge.com/int/company/corporate-governance/general-meetings/](http://www.getinge.com/int/company/corporate-governance/general-meetings/) under the tab Annual General Meeting 2024. No paid remuneration has been reclaimed during 2023.

## Share based remuneration – outstanding share- or share price-related incentive programs

The General Meeting has not resolved on implementation of any share- or share price-related incentive programs.

## Total remuneration to the CEO during 2023

### Remuneration and benefits to CEO in 2023, SEK 000s

Executive	Fixed remuneration		Variable remuneration		Pension expenses <sup>5)</sup>	Total	Share of fixed and variable remuneration (%) <sup>6)</sup>
	Fixed salary <sup>1)</sup>	Other benefits <sup>2)</sup>	Short-term variable remuneration <sup>3)</sup>	Long-term variable remuneration <sup>4)</sup>			
Mattias Perjos, CEO	25,915	498	5,944	3,847	10,184	46,388	79/21

1) Fixed salary refer to base salary, including holiday pay.

2) Other benefits refer to benefits such as company car, medical insurance (sw: sjukvårdsförsäkring), health income insurance (sw: sjukinkomstförsäkring) etc.

3) Short-term variable remuneration refers to bonus accrued during the 2023 fiscal year and to be paid during 2024.

4) Long-term variable remuneration refers to bonus accrued during the 2023 fiscal year and to be paid during 2024.

5) Pension expense for the CEO is based on a defined contribution basis and amounts to 40% of the base salary.

6) The pension expense for the CEO is based on the fixed base salary and is included in its entirety in the fixed remuneration.

### Total remuneration to the CEO 2023 (SEK 000s)



### Percentage of fixed and variable remuneration 2023



### Principles for the application of performance targets for variable remuneration

Selection of performance targets and resolution to determine the variable remuneration has been prepared by the Remuneration Committee and resolved by the Board of Directors. The variable remuneration is pre-limited to a maximum amount and related to predetermined and measurable criteria, designed to contribute to the interests of shareholders and the company's core values and creates an incentive for joint efforts to achieve the company's

business strategy, long-term added value and the sustainable development of the company. The sustainability work is integrated in the company's day-to-day operations. If the company's principles for sustainability or ethical guidelines are not complied with, the company has the possibility to withhold any variable remuneration or reclaim already awarded remuneration.

After the end of the fiscal year and based on a proposal by the Remuneration Committee, the Board of Directors has resolved to which extent the criteria for payment of the short- and long-

term variable remuneration have been fulfilled. The assessment if the financial targets have been reached has been based on the company's most recent published financial information, with any adjustments approved by the Board of Directors at the proposal of the Remuneration Committee.

### Application of the performance targets for short-term variable remuneration

The variable short-term remuneration to the CEO is limited to 80% of the fixed annual base salary. The targets for the 2023 fiscal year

were connected to earnings, organic growth, tied-up working capital and sustainability. Four of five performance targets were fully or partly achieved in 2023, resulting in a degree of target fulfillment of 43.8% and a corresponding bonus payout.

### The performance by the CEO during the reported fiscal year: short term variable cash remuneration

#### Criteria for determination of short-term variable remuneration for the CEO and outcome, SEK 000s

Executive	Performance target	Weighting of performance target	Outcome of performance target	Variable remuneration per performance target
Mattias Perjos, CEO	Adjusted EBITA <sup>1)</sup>	50%	3,662	–
	Net sales – organic growth <sup>2)</sup>	20%	6.4%	3,772
	Tied-up working capital – no. of days	20%	94 days	814
	Sustainability – reduction of CO <sub>2</sub> emissions in own operations (tons) <sup>3)</sup>	5%	-3,667 tons	679
	Sustainability – established plan for reduction of CO <sub>2</sub> emissions in own operations and across value chain by 2030	5%	Achieved	679
				<b>5,944</b>

1) The adjusted EBITA refer to the operating profit adjusted for exchange rate changes, acquisitions, divestments, restructuring costs and other material items affecting comparability.

2) Refers to the Group's organic net sales growth.

3) Refers to the Group's reduction of CO<sub>2</sub> emissions (in tons of CO<sub>2</sub> equivalents) in its own operations compared to the base year 2021. CO<sub>2</sub> emissions in own operations include emissions in Scope 1, including emissions from the consumption of oil and gas, and Scope 2, including emissions from the consumption of electricity, heating and cooling.

#### Set performance target



- Adjusted EBITA, 50%
- Net sales – organic growth, 20%
- Tied-up working capital – no. of days, 20%
- Sustainability – reduction of CO<sub>2</sub> emissions in own operations (tons), 5%
- Sustainability – established plan for reduction of CO<sub>2</sub> emissions in own operations and across value chain by 2030, 5%

#### Distribution of outcome of short-term variable remuneration per performance target 2023 (SEK 000s)



- Adjusted EBITA, 0
- Net sales – organic growth, 3,772
- Tied-up working capital – no. of days, 814
- Sustainability – reduction of CO<sub>2</sub> emissions in own operations (tons), 679
- Sustainability – established plan for reduction of CO<sub>2</sub> emissions in own operations and across value chain by 2030, 679

### Applying the performance targets for the variable long-term remuneration

The long-term variable remuneration ("LTI-bonus") for the CEO is capped for a three-year period at an amount corresponding to a one-year base salary and is subject to continued employment at the end of the vesting period (with some customary exceptions).

The vesting period for the LTI-bonus is three fiscal years. The performance target for LTI 2021–2023, is earnings per share, adjusted for acquisitions, divestments, restructuring costs and other material non-recurrent costs. The performance target for LTI 2022–2024 and LTI 2023–2025 is earnings per share over a three-year period adjusted for the categories of adjustment items that

the Board of Directors determines at the recommendation of the Remuneration Committee for the implementation of each program.

The incentive program LTI 2021–2023 expired at the end of the 2023 fiscal year and the performance targets for one of the three years was achieved, which resulted in a degree of target fulfillment of 33.3% and a corresponding bonus payout.

### The performance by the CEO during the reported fiscal year – long-term variable remuneration

#### Criteria for determination of long-term variable remuneration for the CEO and outcome, SEK 000s

Executive	Long-term incentive program (LTI)	Performance target <sup>1)</sup>	Outcome of performance target	Variable remuneration per performance target <sup>2)</sup>
Mattias Perjos, CEO	LTI 2021–2023	Adjusted earnings per share 2021	SEK 12.11	3,847
	LTI 2021–2023	Adjusted earnings per share 2022	SEK 10.75	–
	LTI 2021–2023	Adjusted earnings per share 2023	SEK 8.92	–
				<b>3,847<sup>1)</sup></b>
	LTI 2022–2024	Adjusted earnings per share 2022–2024	–	– <sup>3)</sup>
	LTI 2023–2025	Adjusted earnings per share 2023–2025	–	– <sup>4)</sup>

1) The performance targets in the Group's long-term variable remuneration schemes are earnings per share, adjusted for acquisitions, divestments, restructuring costs and other material non-recurrent costs.

2) At the end of the year, the total provision for earned LTI-bonus to the CEO amounted to SEK 3,847 K, which will be paid during 2024. The vesting period for the Group's long-term incentive scheme is three years and the remuneration is conditioned by the CEO remaining an employee at the end of the vesting period.

3) Since the three-year performance period for the performance target for the incentive program LTI 2022–2024 has not ended, there is no earned compensation for the incentive program and therefore no outcome for the performance target is reported.

4) Since the three-year performance period for the performance target for the incentive program LTI 2023–2025 has not ended, there is no earned compensation for the incentive program and therefore no outcome for the performance target is reported.

### Comparative information regarding the company's result and changes in the remuneration

#### Change of remuneration and company performance over the last five reported fiscal years<sup>1)</sup>

	2019 compared with 2018	2020 compared with 2019	2021 compared with 2020	2022 compared with 2021	2023 compared with 2022	2023 <sup>4)</sup>
Changes in remuneration to the CEO, SEK 000s <sup>2)</sup>	12,483 (37.2%)	20,663 (44.9%)	-7,082 (-10.6%)	-16,378 (-27.5%)	3,143 (7.3%)	46,388
Changes in average remuneration to employees of Getinge AB, SEK 000s <sup>3)</sup>	440 (36.4%)	-34 (-2.1%)	-340 (-21.1%)	-244 (-19.2%)	356 (34.6%)	1,386
Changes in operating profit for the Group, SEK M	2,656 (935.2%)	2,412 (101.7%)	-413 (-8.6%)	-745 (-17.0%)	110 (3%)	3,736

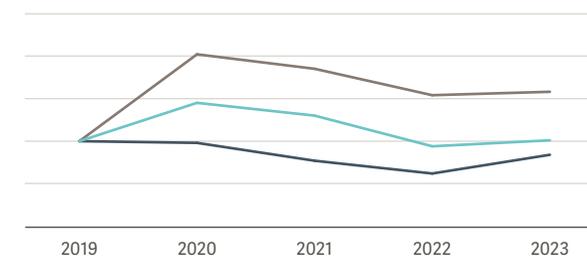
1) In the above table, changes of remuneration and result between the years are presented. The changes are presented in both absolute terms and as a percentage.

2) Remuneration to the CEO relates to the total remuneration including fixed salary, short- and long-term variable remuneration, pension expenses and other benefits.

3) Remuneration to the Senior Executives excluded.

4) Refers to the outcome for year 2023.

#### Relative changes in remuneration and profit



— Relative remuneration to the CEO  
 — Relative average remuneration to employees of Getinge AB  
 — Relative operating profit for the Group

Gothenburg, March 2024

The Board of Directors of Getinge AB (publ)