

The minutes of the Annual General Meeting (AGM) of **Getinge AB (publ)** in Halmstad, 19 April 2005.

1)

The AGM was opened by the Chairman of the Board, Carl Bennet.

2)

Carl Bennet was appointed Chairman to lead proceedings at the AGM. It was noted that Getinge's Financial Director, Ulf Grunander, acted as secretary for the AGM.

3)

Those listed in the enclosed Appendix 1 as presently registered shareholders had within the stipulated time notified their participation in the AGM. The list was approved as the register of voters for the AGM.

4)

The agenda proposed in the Notice of the Annual General Meeting was approved by the AGM.

5)

Björn Franzon, Fourth National Pension Fund, and Anders Olsson, Swedish Association of Share Investors, were appointed, together with the Chairman, to verify the minutes of the day's meeting.

6)

It was reported that the Notice of the Annual General Meeting was implemented through an announcement on this matter on 21 March 2005 that was placed in gazettes and domestic newspapers, Svenska Dagbladet, Sydsvenska Dagbladet, Hallandsposten and Hallands Nyheter. The AGM was stated to be in due order and duly convened.

7)

The Chairman told the AGM that the Board's and Chief Executive Officer's (CEO's) Annual Report with related balance sheet and income statement and the consolidated balance sheet and consolidated income statement for the financial year 2004 had been sent to all shareholders listed in the share register and that the said documents were also available at the AGM. The AGM resolved that the said documents should be considered as submitted to the AGM.

Authorised Public Accountant Jan Nilsson reported on auditing work relating to the financial year 2004 and submitted the auditors' report and consolidated auditors' report for the Annual Report, consolidated financial statement, accounts and the Board's and CEO's administration for the financial year 2004.

Carl Bennet reported on matters relating to company control within the Getinge Group and informed about the work of the Board and the Remuneration Committee during the financial year 2004.

Fredrik Arp reported on the work of the Auditing Committee during the financial year 2004.

8)

The Chairman called upon CEO Johan Malmquist to present a report on the financial year 2004. In connection with this Johan Malmquist, Carl Bennet and Ulf Grunander answered questions from the shareholders.

9)

The AGM resolved unanimously to adopt the presented income statement and balance sheet as well as the consolidated income statement and consolidated balance sheet.

10)

The AGM resolved unanimously:

to allocate the earnings at the disposal of the Annual General Meeting, namely

Profit carried forward (SEK)	409,866,835
Net profit for the year (SEK)	334,039,359
Total (SEK)	734,906,194

in accordance with the Board and CEO's proposal that

shareholders receive a dividend of

SEK 1.65 per share	333,091,968
The following sum should be carried forward	410,814,226
Total (SEK)	743,906,194 and

that the record date for the right to receive the dividend should be 22 April 2005.

11)

The AGM resolved unanimously to grant discharge from personal liability for the Board and CEO for the financial year 2004. It was noted that neither Board Members or the CEO were involved in the decision.

12)

Marianne Nilsson presented a report on the Nominating Committee's work and function and its proposal for the number of Board Members.

The AGM resolved that the number of Board Members would remain unchanged at seven.

13)

Marianne Nilsson reported on the Nominating Committee's proposal for Board fees and fees for working on the Auditing Committee and Remuneration Committee.

The AGM resolved that the fees to AGM-elected Board Members would total SEK 1,925,000, of which SEK 550,000 would be to the Chairman of the Board and SEK 275,000 per person to the other elected Members not employed by the Group. The AGM also resolved that a fee of SEK 250,000 should be paid for working on the Auditing Committee, divided between Members, and a fee of SEK 75,000 should be paid to the Remuneration Committee for its work, divided between Members.

14)

Marianne Nilsson presented a report on the Nominating Committee's proposal concerning re-election of Board Members as follows: Carl Bennet as Chairman of the Board, Fredrik Arp as Vice Chairman of the Board, and other Board Members Carola Lemne, Johan Malmquist, Rolf Ekedahl, Margareta Norell-Bergendal and Johan Stern.

The Chairman told the AGM that Board Members' positions at other companies are stated in the Annual Report. The AGM resolved that the positions which the proposed Board Members have in other companies should be considered as submitted to the AGM .

The AGM elected for the period until the next AGM the following Board members:

Carl Bennet (Chairman), Fredrik Arp (Vice Chairman) Rolf Ekedahl, Carola Lemne, Johan Malmquist, Margareta Norell-Bergendal and Johan Stern.

It was stated that the employee organisation had appointed Bent Carlsen and Christer Mårdh as Board Members, and Arild Karlsson and Anders Björk as deputies.

15)

The Chairman reported on the submitted proposal regarding a new Nominating Committee.

The AGM resolved to establish a Nominating Committee consisting of the Chairman of the Board and Members representing each of the company's five largest shareholders as of 31 August each year, and a representative of the minority shareholders. The Chairman of the Board will convene the Nominating Committee annually during Q4. If one or more of the five largest shareholders should waive their right to appoint a representative to the Election Committee, or if a Member leaves the Nominating Committee before their work is complete, that right shall be transferred to the shareholder that, after these shareholders, has the largest shareholding in the company. The Nominating Committee's composition shall be announced in such time that it can be made public at least six months before the AGM. The Nominating Committee's task shall be to put forward proposals regarding the election of chairman at the AGM, the Chairman, Vice Chairman and other Members of the Board, selection of the auditors as well as the fees for Board Members and the auditors. The majority of the Nominating Committee's Members shall not be Board Members, and the CEO or another person from the company's executive management shall not be Members of the Nominating Committee. The Nominating Committee shall choose a Chairman from its own ranks.

16)

On the initiative of the Chairman, the AGM stated unanimously its thanks to the CEO and others in executive management as well as members of staff for their efforts during the financial year 2004.

Hereafter, the Chairman declared the meeting closed.

Secretary:

Ulf Grunander

Verifiers:

Carl Bennet

Björn Franzon

Anders Olsson