

Minutes of the Annual General Meeting of
Shareholders in **Getinge AB (publ)** held in
Halmstad, Sweden, on April 29, 2007

Section 1

The Chairman of the Board, Carl Bennet, opened the Meeting.

Section 2

Carl Bennet was appointed Chairman to lead proceedings at the Meeting. It was noted that Getinge's Chief Financial Officer Ulf Grunander served as secretary at the Meeting.

The Chairman announced that the minutes of the Annual General Meeting would be published on the Company's website, whereby the Meeting consented to any treatment of personal data in accordance with the Personal Data Act.

It was noted that a decision had been made prior to the Annual General Meeting that, taking into account the composition of the group of shareholders, it was not necessary to provide for interpreting of proceedings into a foreign language or to provide the possibility of following the Meeting from another location.

Section 3

The shareholders recorded as present in the enclosed Appendix 1 had announced their intent to participate in the Meeting within the stipulated time. The list was approved as the list of shareholders entitled to vote at the Meeting.

Section 4

The proposed agenda published in the notification was approved by the Meeting.

Section 5

Olle Törnblom, from the Swedish Shareholders' Association, and Annika Andersson, representing the Fourth Swedish National Pension Fund, were appointed to verify the minutes, jointly with the Chairman.

Section 6

It was reported that a notice to shareholders to attend the Annual General Meeting had been published on March 15, 2007, in *Post- och Inrikes Tidningar*, *Svenska Dagbladet*, *Hallandsposten* and *Hallands Nyheter*. It was determined that the Meeting had been duly convened.

Section 7

The Chairman reported that the Board's and President's Annual Report with the accompanying Balance Sheet and Income Statement and the Consolidated Balance Sheet and Consolidated Income Statement for the 2006 fiscal year had been distributed to all shareholders who registered that they wished to receive a copy of the Annual Report and that the aforementioned documents were also available at the Meeting. The Meeting resolved that the aforementioned documents would be regarded as reported at the Meeting.

Authorised auditor Jan Nilsson presented the Auditors' Report and the Group Auditors' Report on the Annual Report, the consolidated financial statements, the accounts and the administration of the Board and the President for the 2006 fiscal year.

The Chairman reported on Corporate Governance matters within the Getinge Group and reported on the work of the Board and the work of the Remuneration Committee for the 2006 fiscal year.

Rolf Ekedahl reported on the work of the Audit Committee for the 2006 fiscal year and on the fees the company pays for the audit assignment and other assignments conducted by the company's auditors.

Section 8

The Chairman of the Board gave the floor to President Johan Malmquist for a report on the 2006 fiscal year. In connection with this, Johan Malmquist, Ulf Grunander and the Chairman responded to questions from shareholders.

On account of a written request from a shareholder prior to the Meeting, the Chairman gave an account of the President's remuneration and pension conditions.

Section 9

The Meeting unanimously resolved to adopt the Income Statement and Balance Sheet and the Consolidated Income Statement and the Consolidated Balance Sheet as presented.

Section 10

The Board's proposal regarding the disposition of unappropriated earnings was presented, together with supporting statements.

The Meeting resolved unanimously

to allocate unappropriated profits at the disposal of the Annual General Meeting, that is

Retained earnings	SEK 570,202,742
Profit for the year	<u>SEK 452,653,281</u>
Total	SEK 1,022,856,023

In accordance with the Board's and President's proposal to

pay to the shareholders a dividend of	
SEK 2.20 per share	SEK 444,122,624
carry forward	<u>SEK 578,733,399</u>
Total	SEK 1,022,856,023, and

to set the record date for the entitlement to dividends as April 24, 2007.

It was noted that dividend payments through VPC were expected to commence AB on April 27, 2007.

Section 11

The Meeting resolved to discharge the Board members and the President from liability for their administration of the Company in the 2006 fiscal year. All shareholders present voted to discharge the Board of Directors and the President from liability, except for Louisiana State Employees Retirement System, representing 11,600 shares and the corresponding number of votes, which voted against discharging the Board of Directors and the President from liability, and Mastholm International Equity Trust, representing 137,500 shares and the corresponding number of votes, and Trustees of the Estate of Bernice Pauahi Bishop DBA Kamehameha Schools – Mastholm, representing 210,100 shares and the corresponding number of votes, which abstained from voting. None of the above-mentioned wished to state any reason for their position. It was noted that neither the Board members nor the President participated in this resolution.

Section 12

Marianne Nilsson, Swedbank Robur, reported on the work and the functions of the Nomination Committee. The Meeting resolved in accordance with the proposal of the Nomination Committee that the number of Board members would remain unchanged at seven.

Anders Olsson, representing the Swedish Shareholders' Association, among other organisations, wished to have the Swedish Shareholders' Association's recommendation to the effect that the members of the Nomination Committee be appointed at the Annual General Meeting noted in the minutes.

The Chairman noted that the 2005 Annual General Meeting resolved on the forms for the appointment of the Nomination Committee and that these principles apply until the Meeting resolves otherwise. In addition, the Chairman noted that, in accordance with these principles, minor shareholders are entitled to appoint one representative to the Nomination Committee.

Section 13

The Meeting resolved in accordance with the proposal of the Nomination Committee that fees to the members elected by the Annual General Meeting be

paid in an amount of SEK 2,450,000, of which SEK 700,000 would be paid to the Chairman and SEK 350,000 to each of the other members elected by the Annual General Meeting who are not employed in the Group. In addition, the Meeting resolved that fees for work on the Audit Committee be paid in an amount of SEK 375,000, of which SEK 150,000 would be paid to the Chairman and SEK 75,000 to each of the other members, and that fees to the Remuneration Committee be paid in an amount of SEK 175,000, of which SEK 75,000 would be paid to the Chairman and SEK 50,000 to each of the other members.

Section 14

It was noted that the Nomination Committee proposed the reelection of Carl Bennet as Chairman of the Board, the reelection of Board members Rolf Ekedahl, Carola Lemne, Johan Malmquist, Margareta Norell Bergendal and Johan Stern, and the election of new Board member Johan Bygge. It was noted that Vice Chairman of the Board Fredrik Arp had declined re-election.

Johan Bygge presented himself and the assignments he holds in other companies.

Marianne Nilsson informed the Meeting that the other assignments in other companies performed by the Board members are presented in the Annual Report. The Meeting resolved that the assignments in other companies of the proposed Board members be regarded as presented at the Annual General Meeting.

For the period extending to the close of the next Annual General Meeting, the Meeting unanimously elected:

Board members: Carl Bennet (Chairman), Johan Bygge, Rolf Ekedahl, Carola Lemne, Johan Malmquist, Margareta Norell Bergendal and Johan Stern.

The Chairman informed the Meeting that the employee organisations had appointed Arild Karlson and Bo Sehlin as members of the Board and Jan Forslund and Sten Börjesson as deputy members of the Board.

Section 15

Ulf Grunander presented the Board's proposal regarding guidelines for remuneration to senior executives in accordance with Appendix 2.

The Meeting resolved to adopt the guidelines in accordance with the Board's proposal.

Section 16

The Chairman presented the Board's proposal concerning the call option programme as specified in Appendix 3.

Ossian Ekdahl, representing the First Swedish National Pension Fund, stated that the proposed call option programme should be regarded as benefiting the company and its shareholders. Furthermore, Ossian Ekdahl proposed that the Board conduct an assessment of the existing and proposed call option programmes to establish whether the objectives of the programmes have been achieved.

All shareholders present voted in favour of the Board's proposal regarding the call option programme, except for Louisiana State Employees Retirement System, representing 11,600 votes and the corresponding number of votes, and Pictet Funds – Ethos, representing 1,400 shares and the corresponding number of votes, which voted against the proposal.

The Chairman noted that the Meeting resolved unanimously to approve the call option programme in accordance with the Board's proposal.

Section 17

The Chairman presented the Board's proposal regarding authorisation for the Board to raise financing in accordance with Appendix 4.

The Meeting resolved in favour of granting authorisation to the Board in accordance with the Board's proposal.

Section 18

On the initiative of the Chairman and Anders Olsson, representing, among others, the Swedish Shareholders' Association, the Meeting unanimously thanked the Company's President, the other members of management and the employees for an extraordinary effort during the 2006 fiscal year. Furthermore,

the Chairman thanked Fredrik Arp and Anders Björk for their first-rate work on the Board of Getinge.

The Chairman then declared the Meeting closed.

Minutes recorded by:

Ulf Grunander

Approved by

Carl Bennet

Olle Törnblom

Annika Andersson