

Getinge Global Policy

Insider Policy

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1. Summary

The objective of this Insider Policy is to set forth the main obligations of Getinge, its employees and directors in relation to inside information, insider trading, trading restrictions and other insider matters.

Getinge AB (publ)'s shares and certain debt instruments are listed and traded on the Nasdaq Stockholm Stock Exchange. As a consequence, Getinge is subject to and has undertaken to follow certain specific rules and regulations applicable such as the Market Abuse Regulation and the Nasdaq's Rulebook for Issuers. As a consequence, certain obligations need to be observed also by all employees and directors in the group. In addition, some strict obligations shall be observed by certain identified employees and directors within the group.

Getinge's Insider Policy has been established by the Board of Directors in accordance with applicable listing requirements with a view to meet legal requirements and to comply with applicable stock market regulations, Market Abuse Regulations and other regulations as applicable.

2. Definitions

Inside information – Information of a precise nature, which has not been made public and that relates, directly or indirectly, to Getinge, to the Getinge share or Getinge debt instruments, which if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related financial derivatives

Market Abuse Regulation – Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation)

PDMR – Persons discharging managerial responsibilities

Person closely associated with PDMR – (i) spouse, or a partner considered to be equivalent to a spouse, including a cohabitant (Sw. sambo) (ii) a dependent child (iii) a relative who has shared the same household for at least one year on the date of the transaction concerned; or (iv) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a PDMR or by a person referred to in point (i), (ii) or (iii), or which is directly or indirectly controlled by such person, or which is set up for the benefit of such person, or whose economic interests are substantially equivalent to those of such a person

3. Scope

This Global Policy is valid for all Getinge companies, its subsidiaries and joint operations (jointly “Getinge”) and applies to all our employees and directors, as well as consultants and agency personnel who work at Getinge premises or under the direction of Getinge (all referred to in this Global Policy as “employees”).

Getinge has ambitious objectives as regards correct ethical behaviour. The Board of Directors of Getinge AB (publ) has adopted this Policy as part of the work aimed at maintaining a high ethics level and ultimately ensuring that Getinge maintains a good reputation in the eyes of the public and the capital markets.

Inside information and other regulatory information shall be made public in a manner which enables fast access and complete, correct and timely assessment of the information by the public. Care shall be taken to ensure that information presented is reliable and not misleading.

This Policy is also intended to facilitate Getinge’s and its employees’ and directors’ compliance with applicable rules, thereby reducing the risks of insider dealing and of other unlawful behaviour.

In certain respects, this Policy establishes more stringent requirements than applicable laws and regulations.

Sanctions under Market Abuse Regulation and related acts are severe. For instance, an insider dealing offence can result in imprisonment up to six years and unauthorised disclosure of inside information may result in imprisonment up to two years. Also, severe pecuniary sanctions can be imposed, both on Getinge and on individuals, upon failure to comply with for instance administrative and reporting obligations under the acts. Furthermore, breaches against this Policy and the directives and instructions issued hereunder may constitute a breach of the individual (employment) contract with Getinge, which may ultimately lead to immediate dismissal or termination of contract.

4. Roles and Responsibility

Getinge’s President & CEO is the person at Getinge with responsibility for all insider related matters, including the disclosure of inside information.

The President & CEO is in the day-to-day handling of insider related matters supported by an insider committee (the “Insider Committee”). The members of the Insider Committee shall be relevant members from the Getinge Executive Team (“GET”), and other key employees can be co-opted. The composition of the Insider Committee is described in the Directive for Insider Committee . The primary task of the Insider Committee is to support the President & CEO in continuously assessing whether inside information exists, whether inside information shall be immediately disclosed or whether disclosure shall be delayed, as well as providing input to the content of any regulatory press release. Also, the task of the Insider Committee and its co-opted members is to support in any interactions with relevant authorities and with Nasdaq. The President & CEO has the ultimate decision-making power. The President & CEO has delegated the decision-making power to the Group CFO for situations when the President & CEO is absent.

See further: Directive for Insider Committee

The President & CEO may delegate to the Group CFO or the person the Group CFO appoints the obligation to keep of a list of persons discharging managerial responsibilities (PDMRs) in Getinge and persons closely associated with them.

The President & CEO may delegate to the Group CFO or the person the Group CFO appoints to document a decision to delay public disclosure of inside information and to draw up and maintain insider lists (log books) of persons who have access to inside information from time to time.

The Group CFO is responsible for responding to any request for approval to sell or acquire Getinge financial instruments.

The Group CFO may delegate administrative tasks assigned to the Group CFO.

5. Inside information

Inside information is information of a precise nature, which has not been made public and that relates, directly or indirectly, to Getinge, to the Getinge share or Getinge debt instruments, which if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of derivatives or other financial instruments linked thereto.

Differently expressed, *inside information* is information that a *reasonable investor* would be likely to take into account in making an investment decision, to invest or divest in shares or debt instruments of Getinge or derivatives or other financial instruments linked thereto.

Consequently, information is no longer inside information when made public.

6. Responsibility of all Getinge employees and directors

All individuals who work with Getinge; all employees, including contract employees and agency personnel who work at Getinge premises or under the direction of Getinge, and all directors, including members of the Board of Directors, must be familiar with and comply with applicable insider laws and regulations in force from time to time.

All individuals shall always treat company related information, and inside information in particular, with due care, entailing, for example, that such information shall be handled in a manner which does not enable any unauthorised person to obtain access to the information.

See further: Instructions for the internal handling of inside information.

Obligation to report potential inside information to the Insider Committee

The existence of potential inside information must always be reported immediately by contacting any of the members of the Insider Committee. The responsibility for reporting to the Insider Committee rests with the person responsible for the project, transaction or circumstance to which the inside information relates. Reporting can also be made by any person that suspects that certain information can constitute inside information. The reporting shall include the type of information involved and the persons who have access to the information.

See further: Annex I to External Communication Directive - for examples of inside information.

Prohibition of insider dealing

An individual who possesses (regardless of how such information was obtained or if the individual is included in an insider list or not) inside information may not use that information by acquiring or disposing of, for its own account or for the account of a third party, directly or indirectly, shares or debt instruments of Getinge or derivatives or other financial instruments linked thereto, and may not recommend or induce another person to engage in such dealing.

Prohibition of unlawful disclosure

An individual who possesses inside information may not disclose that information to any other person, except where the disclosure is made in the normal exercise of the employment, profession or duties. Also onward disclosure of recommendations or inducements amounts to unlawful disclosure, if the individual knows or ought to know that it was based on inside information.

Caution must always be observed when handling with inside information. If inside information has been disclosed to an unauthorized person, the disclosing individual must immediately notify the Insider Committee so it can evaluate the situation and take necessary measures.

See further: Instructions for the internal handling of inside information.

Prohibition of market manipulation

It is not permitted for an individual to perform transactions, place trading orders or take other measures that give rise, or can be expected to give rise, to false or misleading signals regarding supply, demand or price of a financial instrument, which lock in, or can be expected to lock in, the price of financial instruments at an abnormal or artificial level, or which affect or can be expected to affect the price of a financial instrument, where false prospects or other types of deception or manipulations are employed.

Furthermore, an individual must not disseminate information which gives rise, or can be expected to give rise, to false or misleading signals regarding supply, demand or the price of a financial instrument or which locks in, or can be expected to lock in, the price at an abnormal or artificial level, including the dissemination of rumours, where the person who disseminated the information realised or should have realised that it was false or misleading.

It is also not permitted for an individual to transfer false or misleading information or provide false or misleading opening values in relation to benchmarks, or otherwise manipulate the calculation of benchmarks.

7. Responsibility of PDMRs

Persons discharging managerial responsibilities (PDMRs) with Getinge are (i) the directors of the Board of Directors of Getinge AB (publ) and (ii) the members of the Getinge Executive Team (GET).

See further: Directive for persons discharging managerial responsibilities

Managers' transactions

PDMRs shall notify the Swedish Financial Supervisory Authority (Sw. Finansinspektionen) and Getinge of transactions conducted on their own account relating to shares or debt instruments of Getinge or to derivatives or other financial instruments linked thereto, which are required to be notified pursuant to the Market Abuse Regulation (MAR).

Trading restrictions - during closed periods & pre-approval of transactions

PDMRs may not conduct transactions relating to shares or debt instruments of Getinge or to derivatives or other financial instruments linked hereto, on its own account or for the account of a third party, directly or indirectly, during a period of thirty (30) calendar days before the announcement of an interim financial report or a year-end report (calculated excluding the day of the report). This policy extends the prohibited period to include also the rest of the day of the announcement of the report (i.e. a trading order can be placed at the earliest the next trading day after the day of the announcement).

In addition PDMRs must also pre-notify and receive prior approval from the Group CFO of any transaction conducted by them in shares or debt instruments of Getinge or to derivatives or other financial instruments linked thereto. See further section 9.

Notifications of persons closely associated

The PDMM shall notify all its closely associated persons that

- (i) the person is a closely associated person to a PDMM in Getinge; and
- (ii) that the closely associated person has an independent obligation to notify the Swedish Financial Supervisory Authority and Getinge of transactions conducted on their own account relating to shares or debt instruments of Getinge or to derivatives or other financial instruments linked thereto.

Closely associated persons are persons of the following relationships:

- (i) spouse, or a partner considered to be equivalent to a spouse, including a cohabitant (Sw. *sambo*);
- (ii) a dependent child;
- (iii) a relative who has shared the same household for at least one year on the date of the transaction concerned; or
- (iv) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a PDMM or by a person referred to in point (i), (ii) or (iii), or which is directly or indirectly controlled by such person, or which is set up for the benefit of such person, or whose economic interests are substantially equivalent to those of such a person.

The PDMM shall inform Getinge forthwith of its closely associated persons and keep a copy of notifications made by the PDMM to its closely associated persons.

8. Extended ban on trading during closed periods and obligation to pre-notify transactions

The following persons may not conduct transactions relating to shares or debt instruments of Getinge or to derivatives or other financial instruments linked hereto, on its own account or for the account of a third party, directly or indirectly, during a period of thirty (30) calendar days before the announcement of an interim financial report or a year-end report (calculated excluding the day of the report) or during the rest of the day of the announcement of the report (i.e. a trading order can be placed at the earliest the next trading day after the day of the announcement).

The following persons must also always pre-notify and receive prior approval from the CFO of any transaction to be conducted by them in shares or debt instruments of Getinge or to derivatives or other financial instruments linked thereto:

- (i) Directors of the Board of Getinge AB (publ);
- (ii) Members of GET and direct reports to the President & CEO;
- (iii) Persons who work with press releases and/or financial reporting;
- (iv) Persons who participate in the production of financial information on a group level;
- (v) Persons who are assistants to any person under (i), (ii) or (iii); as well as
- (vi) All persons based at headquarters (working from office or remote).

Approval will typically not be granted when there is an open log book or during a closed period.

Almost all types of transactions are subject to the pre-notification obligation. For example, notification must be submitted for transactions performed also outside a regulated market, within discretionary management, within the scope of life insurance policies, pledging, securities borrowing and transactions in cash-settled derivatives. Also gifts and inheritance are subject to notification.

See further: Directive for pre-notification and approval of transactions

9. Main obligations of Getinge

Public disclosure of inside information and other regulatory information

Getinge shall inform the public as soon as possible of inside information and other regulatory information which concerns Getinge. Getinge may delay the disclosure of inside information only if all conditions for delaying disclosure are satisfied.

Inside information and other regulatory information shall be made public in a manner which enables fast access and complete, correct and timely assessment of the information by the public. Care shall be taken to ensure that information presented is reliable and not misleading.

See further: Communication Policy, External Communication Directive and Directive for Insider Committee.

Keeping of list of persons discharging managerial responsibilities

Getinge shall keep an updated list of all persons discharging managerial responsibilities and persons closely associated with them.

Getinge shall inform persons discharging managerial responsibilities in writing about their obligations to (i) report managers' transactions and (ii) notify their persons closely associated with them and to keep a copy of this notification.

See further: Directive for list of persons discharging managerial responsibilities (PDMRs) and notifications to PDMRs

Keeping of Insider list

Getinge shall prepare an insider list (log book) as soon as inside information exists in Getinge (regardless of whether the intention is to disclose the information as soon as possible or delay the disclosure). Getinge shall keep the insider list updated with all persons who have access to inside information and who are working for them under a contract of employment, or otherwise performing tasks through which they have access to inside information. Getinge shall inform persons on the insider list in writing of the legal and regulatory duties entailed and bring awareness to sanctions applicable to insider dealing and unlawful disclosure of inside information. Getinge shall remove persons from the list when they no longer have access to inside information and inform the persons that they have been removed from the insider list.

See further: Directive for maintenance of insider list

Receiving notification of managers' transactions

Getinge shall receive notifications from its PDMRs and persons closely associated with them of their transactions in shares or debt instruments of Getinge or to derivatives or other financial instruments linked thereto and keep copies hereof.

10. Breaches against the Policy – Speak Up

Do not hesitate to raise a concern. Any Getinge employee who suspects violations of this Policy is expected to speak up and raise the issue to their line manager, to the Ethics and Compliance Office, or to use the Getinge Speak Up Line. The Getinge Speak Up Line is available on Getinge internal and external webpages. At Getinge we do not accept any form of retaliation against someone who speaks up, expressing concerns or opinions.

See further: Global Speak Up and Non Retaliation Directive

11. Framework

This Policy is part of Getinge's Governance Framework, which includes:

- Code of Conduct, Strategic framework, Policies approved by the Board of Directors, Directives approved by the CEO or direct reports to the CEO as well as instructions

- Decisions made by the CEO or otherwise under the Delegations of Authority as approved by the CEO
- The Ethics and Compliance Office is responsible for ensuring that the latest version of this Policy is published and available to all employees in GetBasics.
- This Policy will be reviewed every other year or as needed. The original language of this Policy is English.

12. Guidance and assistance

If you have questions on this Global Policy or you are uncertain which rules apply, please contact Maria Dahlqvist.

Useful links:

- Directive for Insider Committee
- External Communication Directive – Annex I
- Directive for list of persons discharging managerial responsibilities (PDMRs) and notifications to PDMRs
- Directive for PDMRs
- Directive for maintenance of insider list
- Directive for pre-notification and approval of transactions
- Directive for legends on regulatory press releases and the providing certain information to the Swedish Financial Supervisory Authority (Sw. Finansinspektionen)
- Instructions for internal handling of inside information
- Speak Up and Non Retaliation Instruction