

GE HealthCare Technologies Inc.
Nominating and Governance Committee Charter

This Charter governs the operations of the Nominating and Governance Committee (“Committee”) of the Board of Directors (“Board”) of GE Healthcare Technologies Inc., a Delaware corporation (the “Company”).

I. Purpose

The purpose of the Committee shall be to assist the Board in identifying qualified individuals to become Board members, in determining the composition of the Board and its committees, in monitoring a process to assess Board effectiveness, in developing and implementing the Company’s corporate governance principles and practices, in overseeing enterprise risk management and risks related to the Company’s governance structure, in overseeing quality assurance and regulatory matters, and in overseeing other public issues of significance which affect investors and other key stakeholders.

II. Committee Composition

The Committee shall consist of a minimum of three directors. The Chairperson and members of the Committee shall be appointed by the Board upon the recommendation of the Committee and may be removed by the Board in its discretion. All members of the Committee shall be independent directors under the Nasdaq Stock Market (“Nasdaq”) listing requirements and shall satisfy the Company’s independence guidelines for members of the Committee.

III. Meetings

The Committee typically will meet at least four times a year. The Committee Chairperson shall preside at each meeting. If the Committee Chairperson is not present at a meeting, then the Committee members present at that meeting shall designate one of its members as the acting chair of such meeting.

IV. Responsibilities

The Committee shall have the following responsibilities:

1. To develop, and to recommend to the Board for its approval, qualifications for director candidates, taking into account the range of qualifications, skills, experiences, backgrounds, and perspectives represented, and to review these qualifications with the Board periodically.
2. Based on its assessment of the independence, qualifications, skills, experiences, backgrounds, and perspectives represented on the Board and desired for candidates, to identify individuals qualified to become members of the Board and recommend director nominees to be presented for stockholder approval at the annual meeting (or, if applicable, at a special meeting of stockholders).

3. To oversee the structure, composition, leadership, and functioning of the Board and its committees and to recommend to the Board for its approval directors to serve as members of each committee, and, in consultation with the lead director, as committee chairs. The Committee shall review and recommend committee slates annually and shall recommend additional committee members to fill vacancies as needed.
4. To assist the Board in determining whether individual directors have relationships with the Company or other circumstances that may interfere with their independence, as provided under the requirements of the Company's governance principles, Nasdaq, or any other applicable regulatory requirements.
5. To develop and recommend to the Board for its approval a set of governance principles. The Committee shall review the principles from time to time as appropriate, recommend to the Board changes as necessary and oversee compliance with such principles.
6. To review any stockholder proposal relating to governance matters and management's proposed responses thereto, and to review and make recommendations to the Board with respect to any management proposal relating to governance matters.
7. To oversee the annual self-evaluation process of the Board and its committees.
8. To review the application of the Company's Conflicts of Interest policy to the Company's directors and executive officers and to resolve any conflicts of interest involving a director or executive officer.
9. To oversee and review with management corporate social responsibility matters relevant to the Company's business.
10. To oversee and discuss with management the risks, if any, relating to the Company's public policy initiatives and corporate governance structure and practices.
11. To oversee the Company's public policy and government relations activities, including policies and practices on political contributions, lobbying, contributions to trade associations and tax-exempt and other organizations that engage in political activity, related disclosures and reports, and the budget for such activities.
12. To oversee the Company's support of charitable, educational, and business organizations.
13. To oversee the Company's environmental, health, and safety compliance and related risks, including through an annual review of the Company's operations and facility safety matters.
14. To review and oversee matters relating to quality assurance and regulatory affairs.

15. To review and discuss with management, and the internal audit group as appropriate, the Company's enterprise risk assessment and enterprise risk management policies and processes.
16. To oversee matters relating to business continuity and crisis management.
17. To assist the Board in overseeing risk management, compliance, and ethical use as they relate to how the Company utilizes artificial intelligence.
18. To oversee the Company's orientation for new directors and continuing education programs for directors.
19. To conduct an annual performance evaluation of the Committee and review at least annually the adequacy of this charter and recommend any proposed changes to the Board for approval.
20. To report its actions and any recommendations to the Board after each regular meeting.
21. To perform any other responsibilities that may be assigned by the Board consistent with the charter, the Company's bylaws/certification of incorporation and governing law.

V. Authority

1. The Committee shall have the authority to retain any search firm engaged to assist in identifying director candidates, and to retain outside counsel, experts, and any other advisors as the Committee may deem appropriate in its sole discretion, after considering all factors relevant to the advisor's independence, including the factors specified by applicable Nasdaq listing requirements. The Committee shall have sole authority to approve related fees and retention terms.
2. The chairperson of the Committee, at the request of any member of the Committee, may request that any officer, employee, or advisor of the Company attend a meeting of the Committee or otherwise respond to Committee requests.
3. The Committee shall have the authority to delegate any of its responsibilities to subcommittees, consisting of not less than two members of the Committee, as the Committee may deem appropriate in its sole discretion.