

GE HealthCare Technologies Inc.
Audit Committee Charter

This Charter governs the operations of the Audit 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 its oversight of the integrity of the financial statements of the Company, compliance with legal and regulatory requirements, the independence and qualifications of the independent auditor, and the performance of the Company’s internal audit function and independent auditor. The Committee’s role shall also include oversight as it relates to cybersecurity risk. The Committee has an oversight role, and, in fulfilling that role, it relies on the reviews and reports noted below.

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 Nominating and Governance 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, shall satisfy the Company’s independence guidelines for members of the Committee, and shall satisfy the Securities and Exchange Commission’s (“SEC”) more rigorous independence requirement for members of the Audit Committee. All members shall be financially literate, as determined by the Board in its business judgment, and at least one member shall be a financial expert as defined under SEC rules.

III. Meetings

The Committee typically will meet at least six 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 meet to review and discuss with management and the independent auditor the annual audited financial statements, Form 10-Ks, quarterly financial statements, and Form 10-Qs, including the Company’s specific disclosures under “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and any other matters required to be reviewed under applicable legal, regulatory or Nasdaq requirements.

2. To recommend to the Board whether the Company's annual audited financial statements should be included in the Company's annual report for filing with the SEC and timely prepare the report required by the SEC to be included in the Company's annual proxy statement, if applicable, and any other reports of the Committee required by any applicable legal, regulatory, or Nasdaq requirements.

3. To discuss with management and the independent auditor, as appropriate, prior to their release to the public, earnings press releases and presentations. The chief financial officer ("CFO") shall review earnings materials with the Committee prior to their release to the public. Prior to the event, the chief executive officer ("CEO") or the CFO shall also review with the Committee, or the full Board, the substance of any other presentations to investors, analysts or rating agencies which reflect a major shift in company strategy or outlook.

4. To select the independent auditor to examine the Company's accounts, controls, and financial statements. The Committee shall have the sole authority and responsibility to select, evaluate, determine compensation for, and oversee the work of any registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review, or attest services for the Company (including resolution of disagreements between management and the auditor regarding financial reporting).

- In selecting the Company's independent auditor for any fiscal year, the Committee may consider such factors as it deems appropriate. In order to assess auditor independence, the Committee will review at least annually all relationships between the independent auditor and the Company.
- The Committee reviews at least annually a formal written report from the independent auditor delineating: the auditing firm's internal quality-control procedures; the auditing firm's independence; and any material issues raised within the preceding five years by the auditing firm's internal quality-control reviews, by peer reviews of the firm, or by any governmental or other inquiry by a professional authority (including inspections by the Public Company Accounting Oversight Board ("PCAOB")) or investigation relating to any audit conducted by the firm. The Committee also reviews steps taken by the auditing firm to address findings in any of the foregoing reviews.
- The Committee will ensure that the lead audit partners assigned by the Company's independent auditor to the Company, and, if applicable, to any of its subsidiaries that have securities registered with the SEC, as well as the audit partner responsible for reviewing the Company's audit, shall be changed at least every five years or as otherwise provided for by the rules of the PCAOB.
- Although the Committee has the sole authority to appoint the independent auditor, the Committee will recommend that the Board ask the stockholders, at their annual meeting, to ratify the Committee's selection. At least annually, the Committee considers the independence of the independent auditor, considering, among other things, any relationships between the independent auditor and the

Company or individuals in financial reporting oversight roles at the Company, that may reasonably be thought to bear on the outside auditor's independence and discuss with the independent auditor the potential effects of any such relationships on independence.

The independent auditor and each such registered public accounting firm will report directly to the Committee.

5. To have the sole authority to approve all audit engagement fees and terms, and the Committee (or the chair of the Committee if so authorized by the Committee) must pre-approve any audit or non-audit service provided to the Company by the Company's independent auditor, which may be by pre-approval policies and procedures established by the Committee. To minimize relationships which could appear to impair the objectivity of the independent auditor, the Committee will only approve non-audit services that are permissible for the Company's independent auditor to provide under applicable law and PCAOB standards.

- The Committee shall pre-approve the use of the Company's independent auditor for specific types of services within the following categories of non-audit services: merger and acquisition services related to proposed or actual transactions; employee benefit plan audits; agreed upon procedures, accounting consultations and internal control-related services; tax compliance and consultation services; and certain business advisory services; and other permissible services in accordance with the Company's procedures. For these non-audit services, (i) the Committee shall also set an annual limit on the amount of such services which the Company may obtain from the Company's independent auditor, and (ii) the Committee (or the chair of the Committee if so authorized by the Committee) must also pre-approve any single engagement over \$500,000.
- When the chair of the Committee pre-approves any audit or non-audit service on behalf of the Committee (if so authorized by the Committee), such decisions will be presented to the full Committee at its next regularly scheduled meeting.

6. To discuss with management and the independent auditor, as appropriate, any problems or difficulties the independent auditor encountered in the course of its audit work and management's response.

7. To oversee and approve policies for the hiring of employees or former employees of the Company's independent auditor, as set forth in the Company's Governance Principles.

8. To oversee and approve policies for the hiring of the Company's principal accounting officer.

9. To review and discuss with management risk policies and processes relating to financial statements, financial systems, financial reporting processes, financial risk exposures, compliance, litigation, and auditing.

10. To oversee the Company's financial reporting activities, including SEC reporting, accounting standards and principles, significant changes in such standards or principles or in their application, the use of Generally Accepted Accounting Principles ("GAAP") and non-GAAP financial measures and the key accounting decisions affecting the Company's financial statements, including alternatives to, and the rationale for, the decisions made.

11. To review and approve the Company's decision to enter into swaps and other derivatives transactions that are exempt from exchange-execution and clearing under "end-user exception" regulations established by the Commodity Futures Trading Commission, and review and approve the Company's policies governing the Company's use of swaps and other derivatives transactions subject to the end-user exception.

12. To oversee the Company's internal audit function, including: (i) purpose, authority, and organizational reporting lines; (ii) reviewing and approving the internal audit plan, budget, and staffing; and (iii) being directly responsible for (in consultation with the CFO) the appointment, hiring, annual performance evaluation, total compensation, oversight, and removal of, as well as succession planning for, the chief audit executive. The Committee will periodically review with the chief audit executive and such others as the Committee deems appropriate the results of internal audits.

13. To oversee and review, with the CFO, the chief accounting officer, or such others as the Committee deems appropriate: (i) the Company's internal control over financial reporting and (ii) the Company's disclosure controls and procedures.

- The Committee will periodically review the process for the CEO and CFO quarterly certifications required by the SEC with respect to the financial statements and the Company's disclosure controls and procedures and internal control over financial reporting, including any material weaknesses or significant deficiencies in such internal control.
- The Committee shall receive a report at least annually from, and meet at the Committee's request as deemed necessary with, representatives of the Disclosure Committee.

14. To prepare and publish an annual Committee report in the Company's proxy statement.

15. To develop and recommend to the Board for approval policies and procedures for the review, approval, or ratification of related person transactions required to be disclosed pursuant to Item 404 of Regulation S-K, as may be amended from time to time, and any other applicable requirements.

16. To oversee any matters pertaining to the integrity of management or adherence to standards of business conduct as required in Company policies and procedures. This should include:

- Regular review of the status of the compliance program (policies, training, monitoring, audit results) to ensure adherence to legal and regulatory requirements and The Spirit & The Letter.
- Regular reviews of the implementation and effectiveness of the Company's compliance processes and programs, including procedures for detecting fraud and bribery, receiving reports on any material non-compliance, and remediation efforts.
- Regular reviews of the Company's ombuds process, including review of major findings of internal investigations and remediation efforts.

In connection with these reviews, the Committee will meet, as deemed appropriate, with the general counsel, chief compliance officer, and other Company officers or employees.

17. To establish and oversee the procedures set forth in the Company's Governance Principles for the receipt, retention, and treatment of complaints on accounting, internal accounting controls, auditing, or federal securities laws matters, as well as for confidential, anonymous submissions by Company employees of concerns regarding matters that could have a material impact on the company, to ensure appropriate investigation and follow-up action.

18. To meet separately and periodically with management, including the chief audit executive and the chief compliance officer, and representatives of the Company's independent auditor.

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 authority and necessary funding to retain such 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. The chair of the Committee, if so authorized by the Committee, shall have authority to pre-approve expenses for such advisors.

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 so long as at least one member of the subcommittee shall be a financial expert.