

# HAEMONETICS CORPORATION

## GOVERNANCE AND COMPLIANCE COMMITTEE CHARTER

This Charter governs the operations of the Governance and Compliance Committee (the “**Committee**”) of the Board of Directors (the “**Board**” or the “**Board of Directors**”, and each member, a “**Director**”) of Haemonetics Corporation (the “**Company**”).

### **Purpose**

The Committee is appointed to, among other things, assist the Board of Directors in (i) identifying individuals qualified to become Chief Executive Officer or Directors; (ii) recommending nominees for employment as Chief Executive Officer or election as Directors to the full Board of Directors; (iii) recommending members and chairs for service on each Board committee; (iv) developing and recommending to the Board of Directors a set of corporate governance principles applicable to the Company; (v) periodically reviewing such principles and recommending appropriate changes thereto; (vi) overseeing an annual evaluation of the Board of Directors; and (vii) providing general compliance oversight of the Company.

### **Committee Membership**

The Committee shall be comprised of three or more Directors. The members of the Committee shall be appointed annually by the Board of Directors upon recommendation of the Committee. The Board of Directors shall designate a member of the Committee as the chair. Committee members may be replaced by the Board of Directors.

The members of the Committee shall meet the independence requirements set forth in the Company’s Principles of Corporate Governance and of the New York Stock Exchange as they exist from time to time.

### **Meetings**

The Committee shall meet at least two times per year in person or by telephone or video conference or similar means of remote communication. The Committee shall meet at such times as determined by its chair or as requested by any two of its members. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting. The Committee may act by an affirmative vote of a majority of members present at any meeting. In lieu of a meeting, the Committee may act by unanimous written consent.

### **Duties and Responsibilities**

1. The Committee shall identify and evaluate candidates for Chief Executive Officer based on requirements established by the Committee and endorsed by the full Board of Directors.
2. The Committee shall review with the full Board of Directors, not less frequently than annually, the skills and characteristics that should be reflected in the composition of the Board of Directors. The review should include an examination of the extent to which the requisite skills and characteristics are reflected in the then current Directors, and should identify any qualifications that should be sought in new Directors for the purpose of augmenting the skills

and experience represented on the Board of Directors. The assessment should include issues of judgment and diversity, including with respect to age, gender, race, ethnicity and experience in aspects of business or technology relevant to the Company's business, all in the context of the perceived needs of the Board at that time. If the Committee or Board of Directors determines, in light of the review described above, that there are gaps in the skills or experience ideally represented on the Board of Directors, then the Committee shall actively seek individuals qualified to become Directors.

3. The Committee shall make recommendations to the Board of Directors with respect to an appropriate size of the Board of Directors.

4. The Committee shall ensure that a majority of the Board of Directors is comprised of Directors who meet the independence requirements set forth in the Company's Principles of Corporate Governance and of the New York Stock Exchange and that members of each committee of the Board meet any additional independence and experience requirements for committee service as set forth in their respective committee charters and applicable statutes and regulations, including the requirements of the New York Stock Exchange and the Securities and Exchange Commission.

5. The Committee shall consider recommendations for Director nominees submitted by shareholders, Directors and members of management.

6. The Committee shall have the sole authority to retain and terminate any search firm to be used to identify Chief Executive Officer or Director candidates and shall have sole authority to approve the search firm's fees and other retention terms.

7. The Committee shall annually review the adequacy of the Company's Principles of Corporate Governance and recommend any necessary changes to the Board of Directors for approval.

8. The Committee shall receive comments from all Directors and report annually to the full Board of Directors with an assessment of the Board's performance. Such assessment shall be discussed with the full Board of Directors.

9. The Committee shall ensure that Directors receive orientation and continuing education, as needed, on (i) the Company's business, (ii) relevant policies, procedures and practices of the Company and Board of Directors, and (iii) Director fiduciary responsibilities, sufficient for Directors to understand and discharge their duties as Directors.

10. The Committee shall have the authority to obtain advice and assistance from internal or external legal, accounting or other advisers. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any advisors employed by the Committee and for payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its responsibilities.

11. The Committee will consider and make recommendations to the Board of Directors concerning corporate governance issues, public issues having broad social significance, and the Company's conduct of its business as a responsible corporate citizen.

12. While ultimate responsibility for the design, activities and effectiveness of the Company's compliance programs is with the Company's management, the Committee will provide oversight of the Company's compliance programs, including but not limited to, receiving updates and reports from the Chief Compliance Officer and other compliance and management personnel with respect to the activities and effectiveness of the Company's compliance programs. The Committee will review on a periodic, as-needed basis, various areas of the Company's compliance programs, including but limited to the following:

- compliance programs with respect to non-financial regulatory requirements;
- policies and procedures for monitoring payments to health care providers;
- compliance with medical device product promotional rules and regulations;
- compliance with laws such as the U.S. Foreign Corrupt Practices Act , the UK Bribery Act and Italian Law 231;
- compliance with applicable regulations of and actions taken by the U.S. Food and Drug Administration and other relevant regulatory authorities that have oversight of the Company's products throughout the world;
- compliance with environmental health and safety laws;
- compliance matters regarding the quality and regulatory programs and policies of the Company;
- compliance programs and policies regarding data privacy and cybersecurity risks associated with the Company's IT systems; and/or
- other areas as the Committee deems appropriate for oversight from time to time.

13. The Committee may perform such other functions as may be requested by the Board of Directors from time to time.

14. The Committee may form and delegate authority to subcommittees when appropriate.

15. The Committee shall make regular reports to the Board.

16. The Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.

17. The Committee shall annually review its own performance and report the results of its self-assessment to the full Board.

LAST AMENDED: January 21, 2021