

Results of LivaNova PLC’s 2025 Annual General Meeting

The Annual General Meeting was held virtually on Wednesday, June 11, 2025, [recording available here](#). A poll was held for each resolution and the voting results follow:

1. Ordinary resolution to elect, by separate resolutions, each of the following ten (10) directors for a term expiring at the AGM to be held in 2026:

Mr. J. Christopher Barry

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,229,346	276,780	18,197	1,834,834

Mr. Francesco Bianchi

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,458,030	50,117	16,176	1,834,834

Ms. Stacy Enxing Seng

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,156,805	353,401	14,117	1,834,834

Mr. William A. Kozy

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,497,399	10,785	16,139	1,834,834

Mr. Vladimir Makatsaria

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,492,410	16,116	15,797	1,834,834

Dr. Sharon O'Kane

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,184,853	323,673	15,797	1,834,834

Ms. Susan Podlogar

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,488,004	20,180	16,139	1,834,834

Mr. Todd Schermerhorn

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,484,800	21,226	18,297	1,834,834

Ms. Brooke Story

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,228,197	247,034	49,092	1,834,834

Mr. Peter Wilver

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,475,832	30,291	18,200	1,834,834

2. Ordinary resolution to approve, on an advisory basis, the Company's compensation of its named executive officers.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
43,157,281	1,352,691	14,351	1,834,834

3. Ordinary resolution to ratify the appointment of PricewaterhouseCoopers LLP, a Delaware limited liability partnership, as the Company's independent registered public accounting firm for 2025.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
46,324,106	16,053	18,998	—

4. Ordinary resolution to approve the Second Amended and Restated LivaNova PLC 2022 Incentive Award Plan.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
43,306,724	1,200,919	16,680	1,834,834

5. Ordinary resolution to approve the LivaNova PLC 2025 Director Incentive Award Plan.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,032,808	488,643	2,872	1,834,834

6. Ordinary resolution to generally and unconditionally authorize the directors, for purposes of section 551 of the Companies Act 2006 (the “Companies Act”) to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company up to an aggregate nominal amount of £10,904,831, provided that:

(A) (unless previously revoked, varied or renewed by the Company) this authority will expire at the end of the next annual general meeting of the Company or, if earlier, the close of business on the date that is fifteen (15) months after the date on which this resolution is passed, save that the directors may, before this authority expires, make offers or agreements which would or might require shares in the Company to be allotted, or rights to subscribe for, or convert securities into, shares to be granted, after its expiry and the directors may allot shares or grant rights to subscribe for, or convert securities into, shares pursuant to such offers or agreements as if this authority had not expired, and

(B) this authority replaces all subsisting authorities previously granted to the directors for the purposes of section 551 of the Companies Act which, to the extent unused at the date of this resolution, are revoked with immediate effect without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made under such authorities.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
45,827,909	519,424	11,824	—

7. Special Resolution subject to the passing of resolution 6 and in accordance with sections 570 and 573 of the Companies Act, to empower the directors generally to allot equity securities (as defined in section 560 of the Companies Act) for cash pursuant to the authority conferred by resolution 6, and/or to sell ordinary shares (as defined in section 560 of the Companies Act) held by the Company as treasury shares for cash, in each case as if section 561 of the Companies Act (existing shareholders’ pre-emption rights) did not apply to any such allotment or sale, provided that this power is limited to the allotment of equity securities or sale of treasury shares for cash up to an aggregate nominal amount of £10,904,831, provided that:

(A) (unless previously revoked, varied or renewed by the Company) this power will expire at the end of the next annual general meeting of the Company or, if earlier, the close of business on the date that is fifteen (15) months after the date on which this resolution is passed, save that the directors may, before this power expires, make offers or agreements which would or might require equity securities to be allotted and/or treasury shares to be sold after its expiry and the directors may allot equity securities and/or sell treasury shares pursuant to such offers or agreement as if this power had not expired; and

(B) this power replaces (except for any power conferred by resolution 6) all subsisting powers previously granted to the directors for the purposes of section 570 of the Companies Act which, to the extent unused at the date of this resolution, are revoked with immediate effect, without prejudice to any allotment of equity securities already made, offered or agreed to be made under such powers.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
45,668,650	677,651	12,856	—

8. Ordinary resolution to approve, on an advisory basis, the United Kingdom (“UK”) directors’ remuneration report in the form set out in the Company’s UK annual report for the period ended December 31, 2024.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
43,359,077	1,145,557	19,689	1,834,834

9. Ordinary resolution to approve the directors’ remuneration policy contained in the directors’ remuneration report as set forth in the UK Annual Report for the period ended December 31, 2024.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
43,907,870	597,270	19,183	1,834,834

10. Ordinary resolution to receive and adopt the Company’s audited UK statutory accounts for the year ended December 31, 2024, together with the reports of the directors and auditors thereon.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
44,379,313	5,365	139,645	1,834,834

11. Ordinary resolution to re-appoint PricewaterhouseCoopers LLP, a limited liability partnership organized under the laws of England, as the Company’s UK statutory auditor for 2025.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
46,327,368	17,718	14,071	—

12. Ordinary resolution to authorize the directors and/or the Audit and Compliance Committee to determine the remuneration of the Company’s UK statutory auditor.

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
46,297,512	39,510	22,135	—

The number of Ordinary Shares in issue on the Record Date (April 15, 2025) was 54,524,159. The total number of votes cast was 46,359,157. Shareholders were entitled to one vote per share.

Michael Hutchinson

/s/ Michael Hutchinson

Senior Vice President, Chief Legal Officer, and Company Secretary

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