

HAEMONETICS CORPORATION

COMPENSATION COMMITTEE CHARTER

This Charter governs the operations of the Compensation Committee (the “Committee”) of the Board of Directors (the “Board” or the “Board of Directors”) of Haemonetics Corporation (the “Company”).

Purpose

The Committee is appointed to, among other things, assist the Board of Directors in fulfilling the Board’s responsibilities relating to compensation of the Company’s senior management. The Committee has overall responsibility for approving and evaluating the compensation plans, policies and programs of the Company related to the Chief Executive Officer (“CEO”), executive officers and senior management reporting directly to the CEO.

Committee Membership

The Committee shall be comprised of three or more directors. The members of the Committee shall be appointed annually by the Board upon the recommendation of the Governance and Compliance 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.

Each of the members of the Committee shall (i) be a “non-employee director” for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended; (ii) satisfy the requirements of an “outside director” for purposes of Section 162(m) of the Internal Revenue Code of 1986, as amended; and (iii) be an “independent” director in accordance with the listing standards of the New York Stock Exchange; provided, however, that a failure to meet any of such requirements shall not invalidate decisions made, or actions taken, by the Committee.

Meetings

The Committee shall meet at least four 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 determine a total compensation philosophy and policy for the CEO, executive officers and senior management personnel reporting directly to the CEO that supports the Company’s objectives, attracts and retains high quality executives, links total compensation with business objectives and organizational performance, and provides competitive total compensation opportunities at a competitive cost while enhancing shareholder value.
2. The Committee shall annually review and approve corporate goals and objectives relevant to CEO compensation, evaluate the CEO’s performance in light of those goals and

objectives, and determine the CEO's compensation levels based on such evaluation. In determining total cash (base and bonus) and long term compensation for the CEO, the Committee also will consider similar data for CEOs at comparable companies, the Company's performance and relative shareholder return, the value of similar incentive awards to CEOs at comparable companies, and the awards given to the CEO in past years. In evaluating and determining CEO compensation, the Committee shall consider the results of the most recent stockholder advisory vote on executive compensation ("Say on Pay Vote") required by Section 14A of the Securities Exchange Act of 1934, as amended.

3. The Committee shall annually review and approve the relevant peer groups to be used for compensation comparison purposes and shall regularly review the competitive standing of all components of executive compensation. Based upon its review, the Committee shall review and approve compensation of all executive officers and senior management personnel reporting directly to the CEO, including, salary, short-term incentive compensation and long-term equity incentive compensation. In evaluating and determining executive compensation, the Committee shall consider the results of the most recent Say on Pay Vote.

4. Once the Committee has reviewed and approved the CEO's compensation, including salary, short-term incentive compensation and long-term equity based incentive compensation, the independent members of the Board of Directors shall ratify the Committee's determination.

5. For the CEO, executive officers and the senior management personnel reporting directly to the CEO, the Committee shall review and approve employment agreements, severance arrangements, and change in control agreements/provisions, in each case as, when and if appropriate, along with any executive benefits beyond those provided to other employees. The independent, outside members of the Board of Directors shall ratify any such agreement, arrangements, provisions or benefits for the CEO.

6. The Committee, with input from the independent consultant to the Compensation Committee, shall annually review the forms and amounts of director compensation and make recommendations to the Board with respect thereto. Said review may be delegated by the Committee to its chair, who shall report his or her findings and recommendations to the full Committee.

7. The Committee shall review and either approve or, when appropriate, recommend to the Board of Directors for approval, incentive compensation plans and equity-based plans, and where appropriate or required, recommend for approval by the stockholders of the Company, which includes the ability to adopt, amend and terminate such plans. The Committee shall also have the authority to administer the Company's incentive compensation plans and equity-based plans, including designation of the employees to whom the awards are to be granted, the amount of the award or equity to be granted and the terms and conditions applicable to each award or grant, subject to the provisions of each plan. To the extent permitted by applicable law, the listing requirements of the New York Stock Exchange and the provisions of a given equity-based plan, the Committee may delegate authority to one or more executive officers of the Company to grant equity-based awards to employees of the Company who are not non-employee directors or executive officers. In reviewing and either making recommendations regarding or approving incentive compensation plans and equity-based plans, including

whether to adopt, amend or terminate any such plans, the Committee shall consider the results of the most recent Say on Pay Vote.

8. The Committee shall review and approve statements to shareholders on compensation matters which are required by the Securities and Exchange Commission, including the preparation of an annual report on executive compensation to be included in the Company's proxy statement.

9. The Committee shall perform an annual risk assessment of all employee compensation programs and policies to determine whether there are any risks that are reasonably likely to have a material adverse effect on the Company. The Committee shall also review and approve any statements made to shareholders on compensation risk as required by the Securities and Exchange Commission, including an annual compensation risk statement in the Company's proxy statement.

10. The Committee shall have the sole authority to retain and terminate any consultant to be used to assist in the evaluation of executive compensation and shall have sole authority to approve the consultant's fees and other retention terms. The Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors. The Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any consultant or advisor retained by the Committee. Before engaging a consultant or advisor, the Committee shall consider the independence of the consultant or advisor pursuant to applicable rules of the Securities and Exchange Commission and the New York Stock Exchange, including in the case of a compensation consultant whether such person has a conflict of interest in accordance with applicable rules and regulations of the Securities and Exchange Commission.

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

12. The Committee shall make regular reports to the Board of Directors.

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

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

ADOPTED: October 22, 2002

AMENDED: July 31, 2007

AMENDED: March 31, 2010

AMENDED: January 26, 2011

AMENDED: April 8, 2014

AMENDED: January 20, 2015

AMENDED: January 24, 2017

AMENDED: January 25, 2018

AMENDED: January 24, 2019