

Edwards Lifesciences
2026 Annual Meeting of Stockholders
May 7, 2026

Presenters

Nick Valeriani – Chairman of the Board

Operator

Welcome to the Edwards Lifesciences 2026 Annual Meeting of Stockholders. I'll now turn it over to your host, the Chairman of the Board, Nick Valeriani.

Nick Valeriani

Good morning, and welcome to the 2026 Annual Meeting of Stockholders of Edwards Lifesciences Corporation. My name is Nicholas Valeriani, and I'm the Chairman of the Board of Directors, and I will be chairing this meeting. With me in the room today is Bernard Zovighian, our CEO.

I now call the meeting to order. Thank you for your attendance. We are excited to have you here virtually with us today. As Edwards Lifesciences has been a public company for over 25 years, I'm proud of our consistent and unwavering dedication to pioneering breakthrough technologies, generating world-class evidence, and establishing partnerships with clinicians and healthcare stakeholders around the world.

Our employees are inspired by our patient-focused culture, and they are highly motivated to deliver life-changing innovations to those who need them most. Our long-standing commitment to helping patients has positioned Edwards as the leader in structural heart innovation, transforming care for millions of patients while solving large and complex needs and pioneering therapeutic categories. Thank you for your continued interest and support in Edwards.

Now moving on to the business portion of today's meeting, I bring to your attention that these proceedings are being recorded and broadcast online. A recording and a transcript of this meeting will also be available on our Investor Relations website. The rules of conduct for this meeting are available at the top of the webcast.

Linda Park, Corporate Secretary of the Company, will act as the secretary of this meeting. She has reported to me that proper notice of this meeting was mailed to all stockholders of record on the record date.

Our preliminary report of the inspectors of election indicates that a majority of shares entitled to vote at this meeting are represented and that we have a quorum. Accordingly, this meeting has

been properly convened. All of our governance documents, guidelines, and committee charters are available on our website or upon request from our Corporate Secretary.

And now I'd like to introduce our director nominees who are in attendance with us today. Including myself, our director nominees are Bernard Zovighian, Leslie Davis, Dr. David Feinberg, Kieran Gallahue, Leslie Heisz, Paul LaViolette, Steve Loranger, and Ramona Sequeira. I am very proud of our engaged board with complementary backgrounds, breadth of experience, and range of expertise to enable effective independent oversight. I'd like to thank each of you for your dedication and commitment and for the time and energy you devote to serving on the Edwards Board.

Also joining us today are Graham Poles and Chris Myrdal from PricewaterhouseCoopers, the independent registered public accounting firm for our Company. They will be available to respond to any questions a little later in the meeting.

Linda Park and Scott Kindle, a representative from BetaNXT, have been appointed and duly sworn in as Inspectors of Election for the meeting.

Before I move on to the formal business of the meeting, I would like to take this opportunity to mention the transition of Edward's Chief Financial Officer role. As announced earlier this week, Edwards has appointed Doretta Mistras as the Company's CFO, beginning in June. She will succeed Scott Ullem, who announced in October his planned transition from the CFO role. We are confident that Doretta's broad experience and discipline will be instrumental as we continue to execute our differentiated strategy. And we want to take this opportunity to thank Scott for his outstanding leadership, partnership, and impact, and his continued support as a strategic advisor in the months ahead.

I would now like to move on to the formal business of the meeting. After all items have been presented and before the polls are closed, there will be an opportunity for questions regarding the proposals. The polls are now open. As a reminder, stockholders attending the virtual meeting can vote their shares online from now through the closing of the polls by logging into the meeting website as a stockholder and clicking the "Vote Here" button on your screen. If you have previously voted by proxy and do not wish to change your vote, your vote was cast as you previously instructed, and no further action is required. We will now proceed to the first item of business.

The first item of business is the election of directors, each for a one-year term. There are nine total director nominees, and our board recommends a vote for each of the nominees. Since no notice of any other nominees was received in accordance with the bylaws of the Company, nominations for our board are now closed.

The second item of business is an advisory vote to approve the compensation of the Company's named executive officers. Our board recommends a vote for this proposal.

The third item of business is the ratification of the appointment of PricewaterhouseCoopers as the Company's independent registered public accounting firm for 2026. Our board recommends a vote for this proposal.

The fourth item of business is the approval of the amendment and restatement of our Long-Term Stock Incentive Compensation Program. Our board recommends a vote for this proposal.

Ladies and gentlemen, at this time, I can take any questions pertaining exclusively to the items up for vote. If you have a question relating to the proposals, please submit questions by typing them into the text box on the meeting website. We have allocated ten minutes for this Q&A session. Should we be unable to address all questions relating to the proposals within this timeframe, the remaining questions and our responses will be posted on our website. In order to allow for broad participation, we ask that you please limit the number of questions to one plus one follow-up.

While we await any questions, as a reminder, please vote now if you would like to do so. The polls for voting will be closed after this question and answer period.

It looks like we have a question from a stockholder. The question is, how do you address the significant conflict of interest in having people on your board that also have consequential decisions about your business? Have you explored the ethics of that? Well, consistent with the New York Stock Exchange and Securities Exchange Commission requirements, the Edwards Board determines each year the independence of our directors, and we include disclosures regarding the determination in our proxy statement. At Edwards Lifesciences, we are intentional about maintaining an independent, highly qualified, and engaged board that provides effective oversight of the company's long-term patient-focused strategy. Our directors bring a broad mix of experience and perspectives that support rigorous governance and thoughtful decision-making. We also share information about our Board publicly, such as on our website, in our Annual Report and during our investor conference presentation. Thank you for that question.

We have another question. Given that Edwards is now a pure-play structural heart company following its critical care spinoff, how is the board's expertise profile evolving to reflect that strategic focus, particularly in structural cardiology, regulatory affairs, and reimbursement policy? We have been intentional in maintaining a strong and highly qualified Board that remains deeply engaged with our innovation strategy and has relevant experience and insights for the future direction of Edwards. Our nine nominees bring deep industry experience combined with leadership backgrounds across global markets, regulatory environments, and technology-enabled growth companies, all of which we view as essential to overseeing our innovation pipeline across TAVR, TMTT, and surgical. Our Compensation and Governance Committee regularly evaluates board composition against our evolving strategic priorities. And as we expand into emerging areas, including structural heart failure and aortic regurgitation, the Committee carefully considers the clinical, scientific, regulatory, and commercial expertise needed to provide

effective oversight. As disclosed in our Proxy Statement, stockholder perspectives on board composition inform this process and are collected as part of our active engagement program. Thank you for that question.

I see we have another question from a stockholder. And the question reads, in 2024, stockholders approved an amendment increasing total shares available under the program by 6.9 million shares and extending the term for new awards through February 2034. What is the specific change being requested in this year's amendment and what is the cumulative dilution impact on existing shareholders? At Edwards, equity compensation is a critical component of our pay-for-performance compensation philosophy, and stockholders' support of this proposal will enable us to attract and retain the highest caliber of employees within our industry, link incentive awards to our performance, encourage employee stock ownership, and more closely align the interests of employees with those of our stockholders.

This year's amendment increases the share reserve by 7 million shares. In addition, the amendment would allow for shares that have been withheld by the Company to satisfy tax obligations on RSU awards to not be recycled back into the plan for future grants and remove certain restrictions that are no longer applicable. The equity plan information and the proposed draft plan are available in our proxy materials. And I thank you for that question, as well.

It appears there are no further questions. Therefore, we will close the polls and announce the vote results.

Ladies and gentlemen, I hereby declare the polls are now closed.

Let me now report to you the voting results. All votes are subject to a final count certified by the Inspectors of Election. Based on a preliminary tabulation by the Inspectors of Election, all nine director nominees were elected as directors of the Company for a one-year term. Stockholders have advised that they approve the compensation of the Company's named executive officers. Stockholders have ratified the appointment of PwC as the Company's independent registered public accounting firm for fiscal 2026. And stockholders have approved the amendment and restatement of the Long-Term Stock Incentive Compensation Program.

We will report the final vote results on a Form 8-K filed with the SEC within four business days from today's meeting, and a written report on the matters voted on today will be provided by the Inspectors of Election and included in the minutes of the meeting.

This concludes the business of the meeting. I want to thank you for your joining us today and for your continued support of our company. This meeting is now adjourned.

Operator

This meeting is concluded.