CHARTER FOR THE
NOMINATING AND GOVERNANCE COMMITTEE
OF
LOGITECH INTERNATIONAL S.A.

(as amended January 12, 2022)

PURPOSE

The purpose of the Nominating and Governance Committee (the “Committee”) of the Board of Directors (the “Board”) of Logitech International S.A. (the “Company”) is to ensure that the Board is properly constituted to meet its obligations to shareholders and the Company and to exercise general oversight with respect to the governance of the Board and corporate governance matters. To carry out this purpose, the Committee shall: (i) assist the Board by identifying prospective director nominees and recommend to the Board or independent members thereof the selection of director nominees for the next annual general meeting of shareholders; (ii) recommend to the Board director nominees for Chairperson, for each Board committee and for each Board committee chair; and (iii) evaluate and advise the Board on the Company’s corporate governance practices, including the Company’s Corporate Governance Principles.

The Committee shall undertake those specific duties and responsibilities listed below and such other duties as the Board may from time to time prescribe.

COMMITTEE MEMBERSHIP AND ORGANIZATION

The Committee shall be composed of at least two (2) members of the Board, one of whom shall be designated by the Board as the Committee Chair.

The members of the Committee shall meet the following criteria:

- Each member shall meet the independence requirements of the Swiss Code of Best Practice for Corporate Governance and the rules of the Nasdaq Stock Market.

- Each member shall be appointed and replaced by the Board.

RESPONSIBILITIES

The responsibilities of the Committee shall include:

- Evaluating the current composition and size of the Board and its committees, determining future requirements and making recommendations to the Board for approval.
- Determining on an annual basis desired criteria for Board membership, including any minimum qualifications, expertise and characteristics, and conducting searches for potential Board members with corresponding attributes.

- Establishing and reviewing procedures for identifying and evaluating nominees for director, and evaluating and making recommendations to the Board of nominees for election to the Board by the shareholders.

- Establishing and reviewing procedures for the submission of candidates for election to the Board, including shareholder nominees.

- Reviewing the disclosure included in the Company’s proxy statement regarding the Company’s nomination process.

- Evaluating and making recommendations to the Board concerning the nomination of Compensation Committee members for election by the shareholders at the annual general meeting of shareholders or to fill vacancies on the Compensation Committee between annual general meetings of the shareholders.

- Evaluating and making recommendations to the Board concerning the nomination of: (i) a Chairperson of the Board for election by the shareholders at the annual general meeting of shareholders or to fill a vacancy for the Chairperson between annual general meetings of the shareholders; and (ii) any vice-chairpersons.

- Evaluating and making recommendations to the Board regarding Board committee structure and responsibilities.

- Evaluating and making recommendations to the Board concerning the appointment of directors to Board committees and the selection of all Board committee chairs.

- Evaluating and making recommendations to the Board regarding the independence of directors and nominees for director.

- Evaluating and making recommendations to the Board concerning succession planning for the Company’s Chairperson, Board committee leadership roles, Chief Executive Officer, and key leadership roles.

- Evaluating and making recommendations to the Board concerning shareholder requests for information, access to books and records or the appointment of a special investigator.

- Assessing the validity of shareholder proposals pursuant to applicable laws and the Company’s constitutive documents, and making recommendations to the Board concerning the Board’s recommendations to be made to shareholders with respect to such shareholder proposals.
Reviewing developments relating to corporate governance and reviewing and making recommendations to the Board regarding changes to the Company’s Corporate Governance Principles and other corporate governance-related documents as appropriate.

Evaluating and advising on the Board’s process and cadence for oversight of the Company’s environmental, social and governance (“ESG”) strategy.

Reviewing and discussing with management, and recommending to the Board, the corporate governance disclosures in the Company’s proxy statement for its annual general meeting of shareholders, annual report and annual report on Form 10-K, as applicable.

Reviewing directors’ membership on the boards of directors or senior leadership of other companies or organizations, approving the Company Chief Executive Officer’s and other Group Management Team members’ service on the boards of directors or senior leadership of charitable or similar organizations, and evaluating and making recommendations to the Board regarding their service on the boards of directors or senior leadership of other companies or legal entities.

Considering any questions of actual or potential conflicts of interest of Board members and Group Management Team members, and approving or prohibiting any involvement of Board members and Group Management Team members in matters that may involve a conflict of interest or taking of a corporate opportunity, other than related party transactions reviewed by the Audit Committee.

On an annual basis, designing and conducting a review and evaluation of the effectiveness of the operation of the Board, including soliciting input from the Board members.

Making regular reports to the Board in relation with its activities and duties.

Reviewing its own performance periodically.

Reviewing and re-examining this Charter periodically and making recommendations to the Board for any proposed changes.

The Committee may form subcommittees and may delegate its authority to subcommittees or one or more of its members as the Committee may deem appropriate, except to the extent such delegation would violate an applicable law, a SEC, NASDAQ or SIX Swiss Exchange rule, or a regulation or rule of any exchange on which the Company’s securities are then listed.

OUTSIDE ADVISORS

The Committee shall have the authority to obtain advice, reports or opinions from internal or external counsels, search firms and expert advisors to assist with the execution of its duties and responsibilities set forth in this charter. The Committee shall oversee the work of any such advisors.
The Company shall provide for the appropriate funding, as determined by the Committee, for the payment of compensation of such advisors engaged by the Committee.

EXPENSES OF THE COMMITTEE

The Company shall provide for the appropriate funding, as determined by the Committee, for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

MEETING AND MINUTES

The Committee shall meet at least once annually and more frequently if it appears necessary to respond to the needs of the Board and to fulfill its responsibilities.

The Committee shall maintain written minutes of its meetings, which minutes shall be filed with the minutes of the meetings of the Board.

The Committee takes its resolutions by the approval of the absolute majority of the members who are present. In the event of a tie, the Chair of the Committee shall have the casting vote.

COMPENSATION

Members of the Committee may not receive any compensation from the Company except for (i) the compensation that they receive for service as a member of the Board or the board of directors of a subsidiary of the Company, including in either case for service as a member of a committee of such board, and (ii) as permitted under applicable laws and the rules and regulations of the SEC, Nasdaq and the SIX Swiss Exchange.