

Bylaws
for the
Personnel Committee of the Supervisory Board
of
Gigaset AG

I. General

1. The Personnel Committee shall perform its activities in accordance with the statutory provisions, the Articles of Incorporation of Gigaset AG, the resolutions as well as the Bylaws of the Supervisory Board and these Bylaws. Its members are not bound by instructions. The Personnel Committee has a decision-making function. The tasks pursuant to the prohibition of delegation under Section 107 (3) sentence 4 of the German Stock Corporation Act (AktG) as well as the unwritten prohibitions of delegation are not covered by the resolutions.

2. In this text, only the masculine form is used for reasons of linguistic simplicity. In terms of content, both female and male as well as diverse persons are meant.

II. Composition

The Personnel Committee shall be composed of three or more members elected by a majority of the voting rights cast.

III. Chairmanship

The members of the Personnel Committee elect a committee Chairman from among their number.

IV. Tasks and responsibilities of the Personnel Committee

1. The purpose of this committee is to deal with personnel matters of the Supervisory Board, in particular the preparation of the appointment of Executive Board members as well as the preparation of personnel decisions, insofar as these are reserved for the plenum due to the prohibition of delegation. This includes in particular the submission of proposals for the appointment and revocation of Executive Board members as well as proposals on the contractual content of Executive Board service contracts. In addition, the Personnel Committee prepares the proposed resolutions on the respective Executive Board appointments. In its recommendations for new appointments and reappointments, the Personnel Committee takes into account the overall requirements profile defined by the Supervisory Board, including the diversity concept.

2. In addition, the Personnel Committee prepares the remuneration topics and resolutions of the Supervisory Board concerning the Executive Board. This includes, in particular, the preparation of the system for the remuneration of the Executive Board members as well as the elaboration of the fixed and variable remuneration components of the Executive Board remuneration and the consultation on the determination of the remuneration components to be granted individually for a financial year depending on the achievement of targets.

V. Other provisions

In all other respects, the Bylaws of the Supervisory Board, as amended from time to time, shall apply correspondingly, in particular the provisions on the adoption of resolutions, on confidentiality, on conflicts of interest and on minutes.

VI. Validity

These Bylaws shall remain in force until the Supervisory Board decides otherwise. The Supervisory Board may resolve by simple majority that in individual cases the Bylaws of the Personnel Committee may be deviated from.

These Bylaws were adopted on 17th February 2022.