



**2019 Annual General Meeting
Invitation, Proxy Statement and Annual Report**

TO OUR SHAREHOLDERS



We started on our mission to transform Logitech six years ago. We aimed to build a design company. That design company would unleash the power of our engineering and all our people, enabling innovation and growth across existing and new categories. We said, early on, that this was a long-term undertaking, with an exciting road ahead.

That was Fiscal Year 2013. Today, we are looking back on Fiscal Year 2019. We just delivered our sixth consecutive year of year-over-year sales growth - and our third of double-digit growth. Sales grew 10% in constant currency (9% in U.S. dollars) to record levels; and profits were up 23% year over year in non-GAAP terms, to more than five times our Fiscal Year 2013 profit level. We also delivered on our commitment of \$2 earnings per share, achieved a full one year ahead of our promise to investors. And since 2013, we have rewarded our shareholders with a growing annual dividend. We are pleased to propose an increased dividend this year as well.

Over these last six years, Logitech has indeed transformed: we're now a design company, growing strongly and innovating across multiple categories and brands. But we don't reminisce. There is too much opportunity ahead of us. We constantly remind ourselves of how we want to operate. We act - and will forever act - like a small, hungry company, innovating, experimenting and transforming. And as stark as the change is from the company we were six years ago, we can promise you that we will be even more different six years from now. Thirty-seven years after its founding, Logitech's adventure has only just begun.

BECOMING THE LEADING CLOUD PERIPHERALS COMPANY

In the early years, Logitech built its business on the back of the personal computer revolution - as PC sales grew, we sold increasing numbers of mice, keyboards and webcams to accessorize those PCs.

Logitech's recent transformation has a new driver: the cloud. Unlike the PC revolution, which had a finite span of growth across more than two decades, the cloud revolution has opened our business up to potentially limitless opportunities.

Today, video communication services like Zoom and Microsoft Teams are thriving. In the gaming world, more than 100 million people play League of Legends online, and about 250 million play Fortnite - it's the tip of the iceberg. And platforms as essential as Excel or Outlook and as inspiring as YouTube and Adobe Creative Cloud are unleashing a cloud-based transformation of work and play, democratizing the world of content creation. This is all thanks to the cloud.

Where's Logitech in all this? We are enabling users of these cloud services with our video collaboration tools; mice, keyboards, headsets and wheels for gaming; mobile speakers; and yes, nearly 40 years on, we are still innovating in the PC peripherals space to enable digital creativity.

WHERE THE GROWTH COMES FROM

As we dive deeper into our product categories' performance in Fiscal Year 2019, we see how broad-based our growth has been, across our resilient portfolio of product categories. Gaming sales grew 33% in constant currency, our sixth consecutive year of double-digit growth. Video Collaboration sales grew 44%, to reach an annual revenue run-rate of nearly \$300 million. PC Peripherals - our mice, keyboards and webcams categories - sales grew 7%, our fourth consecutive year of growth. All three geographic regions grew as well.

We have combined this growth with consistent improvements in operational efficiency. Our strengthened financial and cost discipline, design-for-cost initiatives, and reduced overhead expenses, allow us to invest in future growth categories. We won't let up. There are so many opportunities ahead for us.

THE FUTURE: WHAT'S NEXT

As we said, the adventure has just begun.

There are three different ways we can grow. First, we can drive improvements in our core capabilities of Design, Engineering, Go-To-Market, Marketing and Operations. In Design, for example, we have built a world-class team, drawn from the best at IDEO, FuseProject, Nokia, SONOS, LG, Samsung, Branch, Design Partners and Frog, among others. We believe our talent rivals any other team in the industry - to date, we have won about 220 awards for our product designs.

Second, we can grow by improving our expertise in enterprise markets. It's a little-known fact that we sell a lot to businesses large and small, not just in our Video Collaboration category, but also selling PC peripherals to companies around the world. We aren't nearly as good as we can be, but that will change. We will do more in this space.

Lastly, we can grow by building or buying businesses in categories adjacent to those in which we already operate. We did it first by building new businesses in the Video Collaboration and Tablet Accessories categories, as well as in Mobile Speakers. We did this when we acquired ASTRO Gaming two years ago, propelling us into the console gaming headset market adjacent to our existing PC Gaming category. And this last fiscal year, we did it again with the acquisition of Blue Microphones, an important asset to our growing broadcasting and streaming category.

Some things won't change. Our strategy is working: we are operating efficiently, investing in the future, building our capabilities, growing across multiple categories and seeking new growth in adjacencies. We see the potential to run three \$1 billion+ growth categories inside our portfolio: Creativity & Productivity (our PC Peripherals and Tablet Accessories categories), Gaming and Video Collaboration. And we see future potential in building or buying categories in Music, Smart Home or other cloud-based markets.

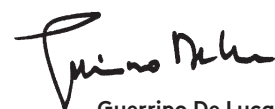
Inevitably, there will also be change. It is easy for a company to keep doing the same thing when times are good. It is harder, and bolder, to make changes at such a time. We are continuing to change and, as we see it, maybe even at an accelerating rate.

And we are looking ahead, way ahead. After more than ten years as Logitech's CEO, and another decade or more as executive chairperson, Guerrino has decided to step aside from that role while, if elected, remaining on the board of directors. Board member, Wendy Becker, is nominated to become our new, independent chairperson.

It is Logitech's good fortune to make such a transition smoothly. Guerrino will continue as a director on the board, executive officer and partner to the CEO. And now we will add Wendy to that partnership in the role of chairperson - she has already proven to be a terrific leader on our board.

This takes us to the broader topic of our people - the most important thing Logitech has to offer. Six years in, and with untold opportunities ahead of us, the people of Logitech - at every level, at every location - are what drives our success. Behind every innovation, every design touch, every product shipped, every talent hired, is an employee who shares our vision and is on this journey. We believe you could take away our factories and our supply chain, our patents and our offices, and we could still rebuild the company you see today. Because we have an amazing cadre of people hungry for growth and to make an impact. We're grateful to them all. And we're grateful to you, our shareholders, for your ongoing support.

Thank you.



Guerrino De Luca
Chairman of the Board



Bracken P. Darrell
President and Chief Executive Officer



**2019 Annual General Meeting
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FORWARD-LOOKING INFORMATION

This Invitation, Proxy Statement and Annual Report, including the letter to shareholders, contains "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on beliefs of our management as of the initial date of making such statements. These forward-looking statements include, among other things, statements related to:

- Our strategy for growth, future revenues, earnings, cash flow, uses of cash and other measures of financial performance, and market position;
- Our business strategy and investment priorities in relation to competitive offerings and evolving consumer demand trends affecting our products and markets, worldwide economic and capital market conditions, fluctuations in currency exchange rates, and current and future general regional economic conditions for fiscal year 2020 and beyond;
- Our operational strategy and corporate identity;
- The scope, nature or impact of acquisition, strategic alliance, divestiture activities and restructuring of our organizational structure;
- Our expectations regarding the success of our strategic acquisitions, including integration of acquired operations, products, technology, internal controls, personnel and management teams;
- Our business and product plans and development and product innovation and their impact on future operating results and anticipated operating costs for fiscal year 2020 and beyond;
- Opportunities for growth, market opportunities and our ability to take advantage of them;
- The effect of the cloud on our business;
- Changes in our business;
- Potential tariffs, their effects and our ability to mitigate their effects;
- Capital investments and research and development;
- Our expectations regarding our share buyback and dividend programs;
- The sufficiency of our cash and cash equivalents, cash generated from operations, and available borrowings under our bank lines of credit to fund capital expenditures and working capital needs; and
- The effects of environmental and other laws and regulations in the United States and other countries in which we operate.

Forward-looking statements also include, among others, those statements including the words "anticipate", "believe", "could", "estimate", "expect", "forecast", "intend", "may", "plan", "project", "predict", "should", "will" and similar language. These statements reflect our views and assumptions as of the initial date of making such statements. All forward-looking statements involve risks and uncertainties that could cause our actual performance to differ materially from those anticipated in the forward-looking statements depending on a variety of factors. Important information as to these factors can be found in our Annual Report on Form 10-K under the headings of "Management's Discussion and Analysis of Financial Condition and Results of Operations", "Overview", "Critical Accounting Estimates" and "Liquidity and Capital Resources", among others. Factors that might cause or contribute to such differences include, but are not limited to, those discussed under Item 1A, Risk Factors, as well as elsewhere in our Annual Report on Form 10-K and in our other filings with the U.S. Securities and Exchange Commission. You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the initial date of making such statements. We undertake no obligation to publicly release any revisions to the forward-looking statements or reflect events or circumstances after the initial date of making such statements.

July 23, 2019

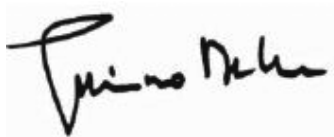
To our shareholders:

You are cordially invited to attend Logitech's 2019 Annual General Meeting. The meeting will be held on Wednesday, September 4, 2019 at 2:00 p.m. at the SwissTech Convention Center, EPFL, in Lausanne, Switzerland.

Enclosed is the Invitation and Proxy Statement for the meeting, which includes an agenda and discussion of the items to be voted on at the meeting, instructions on how you can exercise your voting rights, information concerning Logitech's compensation of its Board members and executive officers, and other relevant information.

Whether or not you plan to attend the Annual General Meeting, your vote is important.

Thank you for your continued support of Logitech.

A handwritten signature in black ink, appearing to read "Guerrino De Luca".

Guerrino De Luca
Chairman of the Board

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LOGITECH INTERNATIONAL S.A.

Invitation to the Annual General Meeting

Wednesday, September 4, 2019

2:00 p.m. (registration starts at 1:30 p.m.)

SwissTech Convention Center, EPFL – Lausanne, Switzerland

AGENDA

A. Reports

Report on Operations for the fiscal year ended March 31, 2019

B. Proposals

1. Approval of the Annual Report, the consolidated financial statements and the statutory financial statements of Logitech International S.A. for fiscal year 2019
2. Advisory vote to approve executive compensation
3. Appropriation of retained earnings and declaration of dividend
4. Release of the Board of Directors and Executive Officers from liability for activities during fiscal year 2019
5. Elections to the Board of Directors
 - 5.A. Re-election of Dr. Patrick Aebischer
 - 5.B. Re-election Ms. Wendy Becker
 - 5.C. Re-election of Dr. Edouard Bugnion
 - 5.D. Re-election of Mr. Bracken Darrell
 - 5.E. Re-election of Mr. Guerrino De Luca
 - 5.F. Re-election of Mr. Didier Hirsch
 - 5.G. Re-election of Dr. Neil Hunt
 - 5.H. Re-election of Ms. Marjorie Lao
 - 5.I. Re-election of Ms. Neela Montgomery
 - 5.J. Election of Mr. Guy Gecht
 - 5.K. Election of Mr. Michael Polk
6. Election of the Chairperson of the Board
7. Elections to the Compensation Committee
 - 7.A. Re-election of Dr. Edouard Bugnion
 - 7.B. Re-election of Dr. Neil Hunt
 - 7.C. Election of Mr. Michael Polk
8. Approval of Compensation for the Board of Directors for the 2019 to 2020 Board Year
9. Approval of Compensation for the Group Management Team for fiscal year 2021
10. Re-election of KPMG AG as Logitech's auditors and ratification of the appointment of KPMG LLP as Logitech's independent registered public accounting firm for fiscal year 2020
11. Re-election of Etude Regina Wenger & Sarah Keiser-Wüger as Independent Representative

Apples, Switzerland, July 23, 2019

The Board of Directors

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Questions and Answers about The Logitech 2019 Annual General Meeting

General Information for All Shareholders

WHY AM I RECEIVING THIS “INVITATION AND PROXY STATEMENT”?

This document is designed to comply with both Swiss corporate law and U.S. proxy statement rules. Outside of the U.S. and Canada, this Invitation and Proxy Statement will be made available to registered shareholders with certain portions translated into French and German. We made copies of this Invitation and Proxy Statement available to shareholders beginning on July 23, 2019.

The Response Coupon is requested on behalf of the Board of Directors of Logitech for use at Logitech’s Annual General Meeting. The meeting will be held on Wednesday, September 4, 2019 at 2:00 p.m. at the SwissTech Convention Center, EPFL, in Lausanne, Switzerland.

WHO IS ENTITLED TO VOTE AT THE MEETING?

Shareholders registered in the Share Register of Logitech International S.A. (including in the sub-register maintained by Logitech’s U.S. transfer agent, Computershare) on Thursday, August 29, 2019 have the right to vote. No shareholders will be entered in the Share Register between August 29, 2019 and the day following the meeting. As of June 30, 2019, there were 92,332,471 shares registered and entitled to vote out of a total of 166,464,628 Logitech shares outstanding. The actual number of registered shares that will be entitled to vote at the meeting will vary depending on how many more shares are registered, or deregistered, between June 30, 2019 and August 29, 2019.

For information on the criteria for the determination of the U.S. and Canadian “street name” beneficial owners who may vote with respect to the meeting, please refer to “Further Information for U.S. and Canadian “Street Name” Beneficial Owners” below.

WHO IS A REGISTERED SHAREHOLDER?

If your shares are registered directly in your name with us in the Share Register of Logitech International S.A., or in our sub-register maintained by our U.S. transfer agent, Computershare, you are considered a registered shareholder, and this Invitation and Proxy Statement and related materials are being sent or made available to you by Logitech.

Questions and Answers about The Logitech 2019 Annual General Meeting

WHO IS A BENEFICIAL OWNER WITH SHARES REGISTERED IN THE NAME OF A CUSTODIAN, OR “STREET NAME” OWNER?	Shareholders that have not requested registration on our Share Register directly, and hold shares through a broker, trustee or nominee or other similar organization that is a registered shareholder, are beneficial owners of shares registered in the name of a custodian. If you hold your Logitech shares through a U.S. or Canadian broker, trustee or nominee or other similar organization (also called holding in “street name”), which is the typical practice of our shareholders in the U.S. and Canada, the organization holding your account is considered the registered shareholder for purposes of voting at the meeting, and this Invitation and Proxy Statement and related materials are being sent or made available to you by them. You have the right to direct that organization on how to vote the shares held in your account.
WHY IS IT IMPORTANT FOR ME TO VOTE?	Logitech is a public company and certain key decisions can only be made by shareholders. Whether or not you plan to attend, your vote is important so that your shares are represented.
HOW MANY REGISTERED SHARES MUST BE PRESENT OR REPRESENTED TO CONDUCT BUSINESS AT THE MEETING?	There is no quorum requirement for the meeting. Under Swiss law, public companies do not have specific quorum requirements for shareholder meetings, and our Articles of Incorporation do not otherwise provide for a quorum requirement.
WHERE ARE LOGITECH’S PRINCIPAL EXECUTIVE OFFICES?	Logitech’s principal executive office in Switzerland is at EPFL – Quartier de l’Innovation, Daniel Borel Innovation Center 1015 Lausanne, Switzerland, and our principal executive office in the United States is at c/o Logitech Inc., 7700 Gateway Boulevard, Newark, California 94560. Logitech’s main telephone number in Switzerland is +41-(0)21-863-5111 and our main telephone number in the United States is +1-510-795-8500.
HOW CAN I OBTAIN LOGITECH’S PROXY STATEMENT, ANNUAL REPORT AND OTHER ANNUAL REPORTING MATERIALS?	A copy of our 2019 Annual Report to Shareholders, this Invitation and Proxy Statement and our Annual Report on Form 10-K for fiscal year 2019 filed with the U.S. Securities and Exchange Commission (the “SEC”) are available on our website at http://ir.logitech.com . Shareholders also may request free copies of these materials at our principal executive offices in Switzerland or the United States, at the addresses and phone numbers above.
WHERE CAN I FIND THE VOTING RESULTS OF THE MEETING?	We intend to announce voting results at the meeting and issue a press release promptly after the meeting. We will also file the results on a Current Report on Form 8-K with the SEC by Tuesday, September 10, 2019. A copy of the Form 8-K will be available on our website at http://ir.logitech.com .

Questions and Answers about The Logitech 2019 Annual General Meeting

IF I AM NOT A REGISTERED SHAREHOLDER, CAN I ATTEND AND VOTE AT THE MEETING?

You may not attend the meeting and vote your shares in person at the meeting unless you either become a registered shareholder by August 29, 2019 or you obtain a “legal proxy” from the broker, trustee or nominee that holds your shares, giving you the right to vote the shares at the meeting. If you hold your shares through a non-U.S. or non-Canadian broker, trustee or nominee, you may become a registered shareholder by contacting our Share Registrar at Logitech International S.A., c/o Devigus Shareholder Services, Birkenstrasse 47, CH-6343 Rotkreuz, Switzerland, and following their registration instructions or, in certain countries, by requesting registration through the bank or brokerage through which you hold your shares. If you hold your shares through a U.S. or Canadian broker, trustee or nominee, you may become a registered shareholder by contacting your broker, trustee or nominee, and following their registration instructions.

Further Information for Registered Shareholders

HOW CAN I VOTE IF I DO NOT PLAN TO ATTEND THE MEETING?

If you do not plan to attend the meeting, you may appoint the Independent Representative, Etude Regina Wenger & Sarah Keiser-Wüger, to represent you at the meeting. Please provide your voting instructions by marking the applicable boxes beside the agenda items on the Internet voting site for registered shareholders, gvmanager.ch/logitech for shareholders on the Swiss share register or www.proxyvote.com for shareholders on the U.S. share register, or on the Response Coupon or Proxy Card, as applicable.

SWISS SHARE REGISTER – INTERNET VOTING – Go to the Internet voting site gvmanager.ch/logitech and log in with your one-time code on the Response Coupon. Please use the menu item “Grant Procuration” and submit your instructions by clicking on the “Send” button. Your code is only valid once; it expires once you have submitted your voting or any other instructions and signed off the portal. As long as you remain signed in to the portal, you may change your voting instructions at your discretion.

SWISS SHARE REGISTER – RESPONSE COUPON – Mark the box under Option 3 on the enclosed Response Coupon. Please sign, date and promptly mail your completed Response Coupon to Etude Regina Wenger & Sarah Keiser-Wüger using the appropriate enclosed postage-paid envelope.

U.S. SHARE REGISTER – INTERNET VOTING – Go to the Internet voting site www.proxyvote.com and log in with your 16-digit voting control number printed in the box marked by the arrow on the Notice of Internet Availability of Proxy Materials that you received from us. Please follow the menus to select the Independent Representative, Etude Regina Wenger & Sarah Keiser-Wüger, to represent you at the meeting.

U.S. SHARE REGISTER – PROXY CARD – If you have requested a Proxy Card, mark the box “Yes” on the Proxy Card to select the Independent Representative, Etude Regina Wenger & Sarah Keiser-Wüger, to represent you at the meeting. Please sign, date and promptly mail your completed Proxy Card to Broadridge using the enclosed postage-paid envelope.

Questions and Answers about The Logitech 2019 Annual General Meeting

HOW CAN I ATTEND THE MEETING?

If you wish to attend the meeting, you will need to obtain an admission card. You may order your admission card on the Internet voting site for registered shareholders, www.gvmanager.ch/logitech for shareholders on the Swiss share register or www.proxyvote.com for shareholders on the U.S. share register, or on the Response Coupon or Proxy Card, as applicable, and we will send you an admission card for the meeting. If an admission card is not received by you prior to the meeting and you are a registered shareholder as of August 29, 2019, you may attend the meeting by presenting proof of identification at the meeting.

SWISS SHARE REGISTER – INTERNET VOTING – Go to the Internet voting site gvmanager.ch/logitech and log in with your one-time code on the Response Coupon. Please use the menu item “Order Admission Card”. Your code is only valid once; it expires as soon as you have ordered an admission card by clicking on the “Send” button or submitted any other instructions and signed off the portal.

SWISS SHARE REGISTER – RESPONSE COUPON – Mark the box under Option 1 on the enclosed Response Coupon. Please send the completed, signed and dated Response Coupon to Logitech using the enclosed postage-paid envelope by Thursday, August 29, 2019.

U.S. SHARE REGISTER – INTERNET VOTING – Go to the Internet voting site www.proxyvote.com and log in with your 16-digit voting control number printed in the box marked by the arrow on the Notice of Internet Availability of Proxy Materials that you received from us. Please follow the menus to indicate that you will personally attend the meeting.

U.S. SHARE REGISTER – PROXY CARD – If you have requested a Proxy Card, mark the box “Yes” on the Proxy Card to indicate that you will personally attend the meeting. Please sign, date and promptly mail your completed Proxy Card to Broadridge using the enclosed postage-paid envelope by Thursday, August 29, 2019.

CAN I HAVE ANOTHER PERSON REPRESENT ME AT THE MEETING?

Yes. If you would like someone other than the Independent Representative to represent you at the meeting, please mark Option 2 on the Response Coupon (for shareholders on the Swiss share register) or, if you requested a Proxy Card (for shareholders on the U.S. share register), mark the box on the Proxy Card to authorize the person you name on the reverse side of the Proxy Card. On either the Response Coupon or the Proxy Card, please provide the name and address of the person you want to represent you. Please return the completed, signed and dated Response Coupon to Logitech or Proxy Card to Broadridge, using the enclosed postage-paid envelope by August 29, 2019. We will send an admission card for the meeting to your representative. If the name and address instructions you provide are not clear, Logitech will send the admission card to you, and you must forward it to your representative.

If you requested and received an admission card to attend the meeting, you can also authorize someone other than the Independent Representative to represent you at the meeting on the admission card and provide that signed, dated and completed admission card to your representative, together with your voting instructions.

CAN I SELL MY SHARES BEFORE THE MEETING IF I HAVE VOTED?

Logitech does not block the transfer of shares before the meeting. However, if you sell your Logitech shares before the meeting and Logitech's Share Registrar is notified of the sale, your votes with those shares will not be counted. Any person who purchases shares after the Share Register closes on Thursday, August 29, 2019 will not be able to register them until the day after the meeting and so will not be able to vote the shares at the meeting.

Questions and Answers about The Logitech 2019 Annual General Meeting

IF I VOTE BY PROXY, CAN I CHANGE MY VOTE AFTER I HAVE VOTED?

You may change your vote by Internet or by mail through August 29, 2019. You may also change your vote by attending the meeting and voting in person. For shareholders on the Swiss share register, you may revoke your vote by requesting a new one-time code and providing new voting instructions at gvmanager.ch/logitech, or by requesting and submitting a new Response Coupon from our Swiss Share Register at Devigus Shareholder Services (by telephone at +41-41-798-48-33 or by e-mail at logitech@devigus.com). For shareholders on the U.S. share register, you may revoke your vote by providing new voting instructions at www.proxyvote.com, if you voted by Internet, or by requesting and submitting a new Proxy Card. Your attendance at the meeting will not automatically revoke your vote or Response Coupon or Proxy Card unless you vote again at the meeting or specifically request in writing that your prior voting instructions be revoked.

SWISS SHARE REGISTER – INTERNET VOTING – After you receive the new one-time code, go to the Internet voting site gvmanager.ch/logitech and log in. Please use the menu item “Grant Procuration”. Follow the directions on the site to complete and submit your new instructions until Thursday, August 29, 2019, 23:59 (Central European Summer Time), or you may attend the meeting and vote in person.

SWISS SHARE REGISTER – RESPONSE COUPON – If you request a new Response Coupon and wish to vote again, you may complete the new Response Coupon and return it to us by August 29, 2019, or you may attend the meeting and vote in person.

U.S. SHARE REGISTER – INTERNET VOTING – Go to the Internet voting site www.proxyvote.com and log in with your 16-digit voting control number printed in the box marked by the arrow on the Notice of Internet Availability of Proxy Materials that you received from us. Please follow the menus to submit your new instructions until Thursday, August 29, 2019, 11:59 p.m. (U.S. Eastern Daylight Time), or you may attend the meeting and vote in person.

U.S. SHARE REGISTER – PROXY CARD – If you request a new Proxy Card and wish to vote again, you may complete the new Proxy Card and return it to Broadridge by August 29, 2019, or you may attend the meeting and vote in person.

IF I VOTE BY PROXY, WHAT HAPPENS IF I DO NOT GIVE SPECIFIC VOTING INSTRUCTIONS?

SWISS SHARE REGISTER – INTERNET VOTING – If you are a registered shareholder and vote using the Internet voting site, you have to give specific voting instructions for all agenda items before you can submit your instructions.

SWISS SHARE REGISTER – RESPONSE COUPON – If you are a registered shareholder and sign and return a Response Coupon without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting.

U.S. SHARE REGISTER – INTERNET VOTING – If you are a registered shareholder and vote using the Internet voting site without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting.

U.S. SHARE REGISTER – PROXY CARD – If you are a registered shareholder and sign and return a Proxy Card without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting.

WHO CAN I CONTACT IF I HAVE QUESTIONS?

If you have any questions or need assistance in voting your shares, please call us at +1-510-713-4220 or e-mail us at logitechIR@logitech.com.

Questions and Answers about The Logitech 2019 Annual General Meeting

Further Information for U.S. or Canadian “Street Name” Beneficial Owners

WHY DID I RECEIVE A ONE-PAGE NOTICE IN THE MAIL REGARDING THE INTERNET AVAILABILITY OF PROXY MATERIALS INSTEAD OF A FULL SET OF PROXY MATERIALS?

We have provided access to our proxy materials over the Internet to beneficial owners holding their shares in “street name” through a U.S. or Canadian broker, trustee or nominee. Accordingly, such brokers, trustees or nominees are forwarding a Notice of Internet Availability of Proxy Materials (the “Notice”) to such beneficial owners. All such shareholders will have the ability to access the proxy materials on a website referred to in the Notice or request to receive a printed set of the proxy materials. Instructions on how to access the proxy materials over the Internet or to request a printed copy may be found on the Notice. In addition, beneficial owners holding their shares in street name through a U.S. or Canadian broker, trustee or nominee may request to receive proxy materials in printed form by mail or electronically by email on an ongoing basis.

HOW CAN I GET ELECTRONIC ACCESS TO THE PROXY MATERIALS?

The Notice will provide you with instructions regarding how to:

- View our proxy materials for the meeting on the Internet; and
- Instruct us to send our future proxy materials to you electronically by email.

Choosing to receive your future proxy materials by email will save us the cost of printing and mailing documents to you and will reduce the impact of our annual shareholders’ meetings on the environment. If you choose to receive future proxy materials by email, you will receive an email next year with instructions containing a link to those materials and a link to the proxy voting site. Your election to receive proxy materials by email will remain in effect until you terminate it.

WHO MAY PROVIDE VOTING INSTRUCTIONS FOR THE MEETING?

For purposes of U.S. or Canadian beneficial shareholder voting, shareholders holding shares through a U.S. or Canadian broker, trustee or nominee organization on July 11, 2019 may direct the organization on how to vote. Logitech has made arrangements with a service company to U.S. and Canadian brokers, trustees and nominee organizations for that service company to provide a reconciliation of share positions of U.S. and Canadian “street name” beneficial owners between July 11, 2019 and August 23, 2019, which Logitech determined is the last practicable date before the meeting for such a reconciliation. These arrangements are intended to result in the following adjustments: If a U.S. or Canadian “street name” beneficial owner as of July 11, 2019 votes but subsequently sells their shares before August 23, 2019, their votes will be cancelled. A U.S. or Canadian “street name” beneficial owner as of July 11, 2019 that has voted and subsequently increases or decreases their shareholdings but remains a beneficial owner as of August 23, 2019 will have their votes increased or decreased to reflect their shareholdings as of August 23, 2019.

If you acquire Logitech shares in “street name” after July 11, 2019 through a U.S. or Canadian broker, trustee or nominee, and wish to vote at the meeting or provide voting instructions by proxy, you must become a registered shareholder. You may become a registered shareholder by contacting your broker, trustee or nominee, and following their registration instructions. In order to allow adequate time for registration, for proxy materials to be sent or made available to you, and for your voting instructions to be returned to us before the meeting, please begin the registration process as far before August 29, 2019 as possible.

Questions and Answers about The Logitech 2019 Annual General Meeting

IF I AM A U.S. OR CANADIAN “STREET NAME” BENEFICIAL OWNER, HOW DO I VOTE?

If you are a beneficial owner of shares held in “street name” and you wish to vote in person at the meeting, you must obtain a valid proxy from the organization that holds your shares.

If you do not wish to vote in person, you may vote by proxy. You may vote by proxy over the Internet, by mail or by telephone by following the instructions provided in the Notice or on the Proxy Card.

WHAT HAPPENS IF I DO NOT GIVE SPECIFIC VOTING INSTRUCTIONS?

If you are a beneficial owner of shares held in “street name” in the United States or Canada and do not provide your broker, trustee or nominee with specific voting instructions, then under the rules of various national and regional securities exchanges, your broker, trustee or nominee may generally vote on routine matters but cannot vote on non-routine matters. If the organization that holds your shares does not receive instructions from you on how to vote your shares on a non-routine matter, your shares will not be voted on such matter and will not be considered votes cast on the applicable Proposal. We encourage you to provide voting instructions to the organization that holds your shares by carefully following the instructions provided in the Notice. We believe the following Proposals will be considered non-routine: Proposal 2 (Advisory vote to approve executive compensation), Proposal 3 (Appropriation of retained earnings and declaration of dividend), Proposal 4 (Release of the Board of Directors and Executive Officers from liability for activities during fiscal year 2019), Proposal 5 (Elections to the Board of Directors), Proposal 6 (Election of the Chairperson), Proposal 7 (Elections to the Compensation Committee), Proposal 8 (Approval of Compensation for the Board of Directors for the 2019 to 2020 Board Year), Proposal 9 (Approval of Compensation for the Group Management Team for fiscal year 2021), Proposal 11 (Re-election of the Independent Representative). All other Proposals involve matters that we believe will be considered routine. Any “broker non-votes” on any Proposals will not be considered votes cast on the Proposal.

WHAT IS THE DEADLINE FOR DELIVERING MY VOTING INSTRUCTIONS?

If you hold your shares through a U.S. or Canadian bank or brokerage or other custodian, you have until 11:59 pm (U.S. Eastern Daylight Time) on Thursday, August 29, 2019 to deliver your voting instructions.

CAN I CHANGE MY VOTE AFTER I HAVE VOTED?

You may revoke your proxy and change your vote at any time before the final vote at the meeting. You may vote again on a later date on the Internet or by telephone (only your latest Internet or telephone proxy submitted prior to the meeting will be counted), or by signing and returning a new proxy card with a later date, or by attending the meeting and voting in person if you have a “legal proxy” that allows you to attend the meeting and vote. However, your attendance at the Annual General Meeting will not automatically revoke your proxy unless you vote again at the meeting or specifically request in writing that your prior proxy be revoked.

Questions and Answers about The Logitech 2019 Annual General Meeting

HOW DO I OBTAIN A SEPARATE SET OF PROXY MATERIALS OR REQUEST A SINGLE SET FOR MY HOUSEHOLD IN THE UNITED STATES?

We have adopted a procedure approved by the SEC called “householding” for shareholders in the United States. Under this procedure, shareholders who have the same address and last name and do not participate in electronic delivery of proxy materials will receive only one copy of our proxy statement and annual report unless one or more of these shareholders notifies us that they wish to continue receiving individual copies. This procedure reduces our printing costs and postage fees. Each U.S. shareholder who participates in householding will continue to be able to access or receive a separate Proxy Card.

If you wish to receive a separate proxy statement and annual report at this time, please request the additional copy by contacting our mailing agent, Broadridge, by telephone at +1-866-540-7095 or by e-mail at sendmaterial@proxyvote.com. If any shareholders in your household wish to receive a separate proxy statement and annual report in the future, they may call our investor relations group at +1-510-713-4220 or write to Investor Relations, 7700 Gateway Boulevard, Newark, California 94560. They may also send an email to our investor relations group at logitechIR@logitech.com. Other shareholders who have multiple accounts in their names or who share an address with other stockholders can authorize us to discontinue mailings of multiple proxy statements and annual reports by calling or writing to our investor relations group.

Further Information for Shareholders with Shares Registered Through a Bank or Brokerage as Custodian (Outside the U.S. or Canada)

HOW DO I VOTE BY PROXY IF MY SHARES ARE REGISTERED THROUGH MY BANK OR BROKERAGE AS CUSTODIAN?

Your broker, trustee or nominee should have enclosed or provided voting instructions for you to use in directing the broker, trustee or nominee how to vote your shares. If you did not receive such instructions you must contact your bank or brokerage for their voting instructions.

WHAT IS THE DEADLINE FOR DELIVERING MY VOTING INSTRUCTIONS IF MY LOGITECH SHARES ARE REGISTERED THROUGH MY BANK OR BROKERAGE AS CUSTODIAN?

Banks and brokerages typically set deadlines for receiving instructions from their account holders. Outside of the U.S. and Canada, this deadline is typically two to three days before the deadline of the company holding the general meeting. This is so that the custodians can collect the voting instructions and pass them on to the company holding the meeting. If you hold Logitech shares through a bank or brokerage outside the U.S. or Canada, please check with your bank or brokerage for their specific voting deadline and submit your voting instructions to them as far before that deadline as possible.

Questions and Answers about The Logitech 2019 Annual General Meeting

Other Meeting Information

Meeting Proposals

There are no other matters that the Board intends to present, or has reason to believe others will present, at the Annual General Meeting.

If you are a registered shareholder:

SWISS SHARE REGISTER	INTERNET VOTING – If you are a registered shareholder and vote using the Internet voting site, you have to give specific voting instructions to all agenda items before you can submit your instructions. RESPONSE COUPON – If you are a registered shareholder and sign and return a Response Coupon without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting.
U.S. SHARE REGISTER	INTERNET VOTING – If you are a registered shareholder and vote using the Internet voting site without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting. PROXY CARD – If you are a registered shareholder and sign and return a Proxy Card without giving specific voting instructions for some or all agenda items, you thereby give instructions to the Independent Representative to vote your shares in accordance with the recommendations of the Board of Directors for such agenda items as well as for new and amended proposals that could be formulated during the course of the meeting.

If you are a beneficial owner of shares held in “street name” in the United States or Canada, if other matters are properly presented for voting at the meeting and you have provided discretionary voting instructions on a voting instruction card or through the Internet or other permitted voting mechanisms or have not provided voting instructions, your shares will be voted in accordance with the recommendations of the Board of Directors at the meeting on such matters.

Proxy Solicitation

We do not expect to retain a proxy solicitation firm. Certain of our directors, officers and other employees, without additional compensation, may contact shareholders personally or in writing, by telephone, e-mail or otherwise in connection with the proposals to be made at the meeting. In the United States, we are required to request that brokers and nominees who hold shares in their names furnish our proxy material to the beneficial owners of the shares, and we must reimburse such brokers and nominees for the expenses of doing so in accordance with certain U.S. statutory fee schedules.

Questions and Answers about The Logitech 2019 Annual General Meeting

Tabulation of Votes

Representatives of at least two Swiss banks will serve as scrutineers of the vote tabulations at the meeting. As is typical for Swiss companies, our Share Registrar will tabulate the voting instructions of registered shareholders that are provided in advance of the meeting.

Shareholder Proposals and Nominees

Shareholder Proposals for 2019 Annual General Meeting

Under our Articles of Incorporation, one or more registered shareholders who together represent shares representing at least the lesser of (i) one percent of our issued share capital or (ii) an aggregate par value of one million Swiss francs may demand that an item be placed on the agenda of a meeting of shareholders. Any such proposal must be included by the Board in our materials for the meeting. A request to place an item on the meeting agenda must be in writing and describe the proposal. With respect to the 2019 Annual General Meeting, the deadline to receive proposals for the agenda was July 6, 2019. In addition, under Swiss law registered shareholders, or persons holding a valid proxy from a registered shareholder, may propose alternatives to items on the 2019 Annual General Meeting agenda before or at the meeting.

Shareholder Proposals for 2020 Annual General Meeting

We anticipate holding our 2020 Annual General Meeting on or about September 9, 2020. One or more registered shareholders who satisfy the minimum shareholding requirements in the Company's Articles of Incorporation may demand that an item be placed on the agenda for our 2020 Annual General Meeting of shareholders by delivering a written request describing the proposal to the Secretary of Logitech at our principal executive office in either Switzerland or the United States no later than July 10, 2020. In addition, if you are a registered shareholder and satisfy the shareholding requirements under Rule 14a-8 of the U.S. Securities Exchange Act of 1934 (the "Exchange Act"), you may submit a proposal for consideration by the Board of Directors for inclusion in the 2020 Annual General Meeting agenda by delivering a request and a description of the proposal to the Secretary of Logitech at our principal executive office in either Switzerland or the United States no later than March 25, 2020. The proposal will need to comply with Rule 14a-8 of the Exchange Act, which lists the requirements for the inclusion of shareholder proposals in company-sponsored proxy materials under U.S. securities laws. Under the Company's Articles of Incorporation only registered shareholders are recognized as Logitech shareholders. As a result, if you are not a registered shareholder you may not make proposals for the 2020 Annual General Meeting.

Nominations of Director Candidates

Nominations of director candidates by registered shareholders must follow the rules for shareholder proposals above.

Provisions of Articles of Incorporation

The relevant provisions of our Articles of Incorporation regarding the right of one or more registered shareholders who together represent shares representing at least the lesser of (i) one percent of our issued share capital or (ii) an aggregate par value of one million Swiss francs to demand that an item be placed on the agenda of a meeting of shareholders are available on our website at <http://ir.logitech.com>. You may also contact the Secretary of Logitech at our principal executive office in either Switzerland or the United States to request a copy of the relevant provisions of our Articles of Incorporation.

Agenda Proposals and Explanations

A. Reports

Report on Operations for the Fiscal Year Ended March 31, 2019

Senior management of Logitech International S.A. will provide the Annual General Meeting with a presentation and report on operations of the Company for fiscal year 2019.

B. Proposals

Proposal 1

Approval of the Annual Report, the Consolidated Financial Statements and the Statutory Financial Statements of Logitech International S.A. for Fiscal Year 2019

Proposal

The Board of Directors proposes that the Annual Report, the consolidated financial statements and the statutory financial statements of Logitech International S.A. for fiscal year 2019 be approved.

Explanation

The Logitech consolidated financial statements and the statutory financial statements of Logitech International S.A. for fiscal year 2019 are contained in Logitech's Annual Report, which was made available to all registered shareholders on or before the date of this Invitation and Proxy Statement. The Annual Report also contains the reports of Logitech's auditors on the consolidated financial statements and on the statutory financial statements, Logitech's Remuneration Report prepared in compliance with the Swiss Ordinance Against Excessive Compensation by Public Corporations (the so-called "Minder Ordinance") as well as the report of the statutory auditors on the Remuneration Report, additional information on the Company's business, organization and strategy, and information relating to corporate governance as required by the SIX Swiss Exchange directive on corporate governance. Copies of the Annual Report are available on the Internet at <http://ir.logitech.com>.

Under Swiss law, the annual report and financial statements of Swiss companies must be submitted to shareholders for approval or disapproval at each annual general meeting. In the event of a negative vote on this proposal by shareholders, the Board of Directors will call an extraordinary general meeting of shareholders for reconsideration of this proposal by shareholders.

Approval of this proposal does not constitute approval or disapproval of any of the individual matters referred to in the Annual Report or the consolidated or statutory financial statements for fiscal year 2019.

KPMGAG, as Logitech auditors, issued an unqualified recommendation to the Annual General Meeting that the consolidated and statutory financial statements of Logitech International S.A. be approved. KPMG AG expressed their opinion that the consolidated financial statements for the year ended March 31, 2019 present fairly, in all material respects, the financial position, the results of operations and the cash flows in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) and comply with Swiss law. They further expressed their opinion and confirmed that the statutory financial statements and the proposed appropriation of available earnings comply with Swiss law and the Articles of Incorporation of Logitech International S.A. and the Remuneration Report contains the information required by Swiss law.

Voting Requirement to Approve Proposal

The affirmative "FOR" vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote "**FOR**" approval of the Annual Report, the consolidated financial statements and the statutory financial statements of Logitech International S.A. for fiscal year 2019.

Agenda Proposals and Explanations

Proposal 2

Advisory Vote to Approve Executive Compensation

Proposal

The Board of Directors proposes that shareholders approve, on an advisory basis, the compensation of Logitech's named executive officers disclosed in Logitech's Compensation Report for Fiscal Year 2019.

Explanation

Since 2009, the Logitech Board of Directors has asked shareholders each year to approve Logitech's compensation philosophy, policies and practices, as set out in the "Compensation Discussion and Analysis" section of the Compensation Report, in a proposal commonly known as a "say-on-pay" proposal. Beginning with the 2011 Annual General Meeting, a say-on-pay advisory vote was required for all public companies, including Logitech, that are subject to the applicable U.S. proxy statement rules. Shareholders have been supportive of our compensation philosophy, policies and practices in each of those years.

At the 2017 Annual General Meeting, shareholders approved a proposal to take the say-on-pay vote annually. Accordingly, the Board of Directors is asking shareholders to approve, on an advisory basis, the compensation of Logitech's named executive officers disclosed in the Compensation Report, including the "Compensation Discussion and Analysis," the Summary Compensation table and the related compensation tables, notes, and narrative. This vote is not intended to address any specific items of compensation or any specific named executive officer, but rather the overall compensation of our named executive officers and the philosophy, policies and practices described in the Compensation Report.

This say-on-pay vote is advisory and therefore is not binding. It is carried out as a best practice and to comply with applicable U.S. proxy statement rules, and is consequently independent from, and comes in addition to, the binding vote on the Approval of Compensation of the Board of Directors for the 2019 to 2020 Board Year contemplated in Proposal 8 below and the binding vote on the Approval of Compensation for the Group Management Team for fiscal year 2021 contemplated in Proposal 9 below. However, the say-on-pay vote will provide information to us regarding shareholder views about our executive compensation philosophy, policies and practices, which the Compensation Committee of the Board will be able to consider when determining future executive compensation. The Committee will seek to determine the causes of any significant negative voting result.

As discussed in the Compensation Discussion and Analysis section of Logitech's Compensation Report for Fiscal Year 2019, Logitech has designed its compensation programs to:

- provide compensation sufficient to attract and retain the level of talent needed to create and manage an innovative, high-growth, global company in highly competitive and rapidly evolving markets;
- support a performance-oriented culture;
- maintain a balance between fixed and variable compensation and place a significant portion of total compensation at risk based on the Logitech's performance, while maintaining controls over inappropriate risk-taking by factoring in both annual and long-term performance;
- provide a balance between short-term and long-term objectives and results;
- align executive compensation with shareholders' interests by tying a significant portion of compensation to increasing share value; and
- reflect an executive's role and past performance through base salary and short-term cash incentives, and his or her potential for future contribution through long-term equity incentive awards.

Agenda Proposals and Explanations

While compensation is a central part of attracting, retaining and motivating the best executives and employees, we believe it is not the sole or exclusive reason why exceptional executives or employees choose to join and stay at Logitech, or why they work hard to achieve results for shareholders. In this regard, both the Compensation Committee and management believe that providing a working environment and opportunities in which executives and employees can develop, express their individual potential, and make a difference, are also a key part of Logitech's success in attracting, motivating and retaining executives and employees.

The Compensation Committee of the Board has developed a compensation program that is described more fully in the Compensation Report included in this Invitation and Proxy Statement. Logitech's compensation philosophy, compensation program risks and design, and compensation paid during fiscal year 2019 are also set out in the Compensation Report for Fiscal Year 2019.

Voting Requirement to Approve Proposal

The affirmative "FOR" vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote "**FOR**" approval of the following advisory resolution:

"Resolved, that the compensation paid to Logitech's named executive officers as disclosed in the Compensation Report for Fiscal Year 2019, including the "Compensation Discussion and Analysis," the "Summary Compensation Table for Fiscal Year 2019" and the related compensation tables, notes, and narrative discussion, is hereby approved."

Agenda Proposals and Explanations

Proposal 3

Appropriation of Retained Earnings and Declaration of Dividend

Proposal

The Board of Directors proposes that CHF 940,854,750 (approximately USD 945,205,253 based on the exchange rate on March 31, 2019) of retained earnings be appropriated as follows:

	Year ended March 31, 2019	
Retained earnings available at the end of fiscal year 2019	CHF	940,854,750
Proposed dividends	CHF	(121,838,830)
Balance of retained earnings to be carried forward	CHF	819,015,920

The Board of Directors approved and proposes distribution of a gross aggregate dividend of CHF 121,838,830 (approximately USD 122,401,878 based on the exchange rate on March 31, 2019), or approximately CHF 0.7346 per share (approximately USD 0.7380 per share).*

No distribution shall be made on shares held in treasury by the Company and its subsidiaries.

If the proposal of the Board of Directors is approved, the dividend payment of approximately CHF 0.7346 per share (or approximately CHF 0.4775 per share after deduction of 35% Swiss withholding tax whenever required) will be made on or about September 20, 2019 to all shareholders on record as of the record date (which will be on or about September 19, 2019). We expect that the shares will be traded ex-dividend as of approximately September 18, 2019. For payments made in U.S. dollars, we expect to use the currency exchange rate as of the date of the meeting, September 4, 2019.

Explanation

Under Swiss law, the use of retained earnings must be submitted to shareholders for approval or disapproval at each annual general meeting. The retained earnings at the disposal of Logitech shareholders at the 2019 Annual General Meeting are the earnings of Logitech International S.A., the Logitech parent holding company.

The proposal of the Board of Directors to distribute a gross dividend of approximately CHF 0.7346 per share represents an increase of approximately 10% over the prior year, following another year of strong cash flow from operations, and is an indication of the Board of Directors' confidence in the future of the Company. Since fiscal year 2013, the Board of Directors decided on a recurring annual gross dividend and not on an occasional one. As a consequence, the Company expects to propose such a dividend to the shareholders of the Company every year (subject to the approval of the Company's statutory auditors in the applicable year).

Other than the distribution of the dividend, the Board of Directors proposes the carry-forward of retained earnings based on the Board's belief that it is in the best interests of Logitech and its shareholders to retain Logitech's earnings for future investment in the growth of Logitech's business, for share repurchases, and for the possible acquisition of other companies or lines of business.

Voting Requirement to Approve Proposal

The affirmative "FOR" vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote "**FOR**" approval of the proposed appropriation of retained earnings with respect to fiscal year 2019, including the payment of a dividend to shareholders in an aggregate amount of CHF 121,838,830.

* The per share approximations are based on 165,862,887 shares outstanding, net of treasury shares, as of March 31, 2019. Distribution-bearing shares are all shares issued except for treasury shares held by Logitech International S.A. on the day preceding the payment of the distribution.

Agenda Proposals and Explanations

Proposal 4

Release of the Board of Directors and Executive Officers from Liability for Activities during Fiscal Year 2019

Proposal

The Board of Directors proposes that shareholders release the members of the Board of Directors and Executive Officers from liability for activities during fiscal year 2019.

Explanation

As is customary for Swiss corporations and in accordance with Article 698, subsection 2, item 5 of the Swiss Code of Obligations, shareholders are requested to release the members of the Board of Directors and the Executive Officers from liability for their activities during fiscal year 2019 that have been disclosed to shareholders. This release from liability exempts members of the Board of Directors or Executive Officers from liability claims brought by the Company or its shareholders on behalf of the Company against any of them for activities carried out during fiscal year 2019 relating to facts that have been disclosed to shareholders. Shareholders that do not vote in favor of the proposal, or acquire their shares after the vote without knowledge of the approval of this resolution, are not bound by the result for a period ending six months after the vote.

Voting Requirement to Approve Proposal

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions and not counting the votes of any member of the Board of Directors or of any Logitech executive officers.

Recommendation

The Board of Directors recommends a vote “**FOR**” the proposal to release the members of the Board of Directors and Executive Officers from liability for activities during fiscal year 2019.

Agenda Proposals and Explanations

Proposal 5

Elections to the Board of Directors

Our Board of Directors is presently composed of ten members. Each director was elected for a one-year term ending at the closing of the 2019 Annual General Meeting. Until June 2019, our Board of Directors was composed of eleven members. Mr. Dimitri Panayotopoulos, having served the Company as a member of the Board for five years, resigned due to personal reasons in June 2019.

At the recommendation of the Nominating Committee, the Board has nominated the eleven individuals below to serve as directors for a one-year term, beginning in each case as of the Annual General Meeting on September 4, 2019. Nine of the nominees currently serve as members of the Board of Directors. Their current terms expire upon the closing of the Annual General Meeting on September 4, 2019. The other nominees were recommended by the Nominating Committee of the Board and approved by the Board in July 2019 as nominees for election to the Board. The candidacies of Mr. Guy Gecht and Mr. Michael Polk as nominees were recommended by Russell Reynolds Associates, a search firm that we engaged to identify director candidates. Mr. Lung Yeh, having served the Company as a member of the Board for four years, decided not to stand for re-election.

The term of office ends at the closing of the next Annual General Meeting. There will be a separate vote on each nominee.

Under Swiss law, Board members may only be appointed by shareholders. If the individuals below are elected, the Board will be composed of eleven members again. The Board has no reason to believe that any of our nominees will be unwilling or unable to serve if elected as a director.

For further information on the Board of Directors, including the current members of the Board, the Committees of the Board, the means by which the Board exercises supervision of Logitech's executive officers, and other information, please see "Corporate Governance and Board of Directors Matters" below.

5.A Re-election of Dr. Patrick Aebischer

Proposal: The Board of Directors proposes that Dr. Patrick Aebischer be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Dr. Aebischer, please refer to "Corporate Governance and Board of Directors Matters – Members of the Board of Directors" on page 28.

5.B Re-election of Ms. Wendy Becker

Proposal: The Board of Directors proposes that Ms. Wendy Becker be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Ms. Becker, please refer to "Corporate Governance and Board of Directors Matters – Members of the Board of Directors" on page 28.

5.C Re-election of Dr. Edouard Bugnion

Proposal: The Board of Directors proposes that Dr. Edouard Bugnion be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Dr. Bugnion, please refer to "Corporate Governance and Board of Directors Matters – Members of the Board of Directors" on page 29.

5.D Re-election of Mr. Bracken Darrell

Proposal: The Board of Directors proposes that the Company's President and Chief Executive Officer, Mr. Bracken Darrell, be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Mr. Darrell, please refer to "Corporate Governance and Board of Directors Matters – Members of the Board of Directors" on page 29.

5.E Re-election of Mr. Guerrino De Luca

Proposal: The Board of Directors proposes that Mr. Guerrino De Luca be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Mr. De Luca, please refer to "Corporate Governance and Board of Directors Matters – Members of the Board of Directors" on page 29.

Agenda Proposals and Explanations

5.F Re-election of Mr. Didier Hirsch

Proposal: The Board of Directors proposes that Mr. Didier Hirsch be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Mr. Hirsch, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 30.

5.G Re-election of Dr. Neil Hunt

Proposal: The Board of Directors proposes that Dr. Neil Hunt be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Dr. Hunt, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 30.

5.H Re-election of Ms. Marjorie Lao

Proposal: The Board of Directors proposes that Ms. Marjorie Lao be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Ms. Lao, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 31.

5.I Re-election of Ms. Neela Montgomery

Proposal: The Board of Directors proposes that Ms. Neela Montgomery be re-elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Ms. Montgomery, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 31.

5.J Election of Mr. Guy Gecht

Proposal: In accordance with the recommendation of the Nominating Committee, the Board of Directors proposes that Mr. Guy Gecht be elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

Guy Gecht is the former Chief Executive Officer of Electronics for Imaging, Inc. (EFI), an international company specializing in digital printing technology, a position he held from January 2000 to October 2018. He served EFI as President from May 2012 to October 2018 and from July 1999 to January 2000, as Vice President and General Manager of Fiery products from January 1999 to July 1999, and as Director of Software Engineering from October 1995 to January 1999. Prior to joining EFI, Mr. Gecht was Director of Engineering at Interro Systems, Inc., a diagnostic technology company, from 1993 to 1995, Software Manager of ASP Computer Products, Inc., a networking company, from 1991 to 1993, and Manager of Networking Systems in Israel for Apple Inc. from 1990 to 1991. Mr. Gecht serves on the Boards of Check Point Software Technology Ltd., a multinational provider of software and combined hardware and software products for IT security, and EFI. He holds a BS degree in Computer Science and Mathematics from Ben Gurion University in Israel. Mr. Gecht is 54 years old and an Israeli and U.S. national.

Mr. Gecht brings senior leadership as well as technology and cybersecurity expertise and strategy, M&A and international experience to the Board, having led the transformation and growth of EFI into a global leader in digital imaging.

The Board of Directors has determined that he will be an independent Director.

5.K Election of Mr. Michael Polk

Proposal: In accordance with the recommendation of the Nominating Committee, the Board of Directors proposes that Mr. Michael Polk be elected to the Board for a one-year term ending at the closing of the 2020 Annual General Meeting.

Michael Polk is the former President and Chief Executive Officer of Newell Brands Inc., a multinational consumer goods company, a position he held from July 2011 to June 2019. From 2003 to 2011, Mr. Polk held a series of executive positions at Unilever, a Dutch-Anglo multi-national consumer goods company, including President, Global Foods, Home & Personal Care from March 2010 to June 2011, President, Unilever Americas from March 2007 to February 2010, President, Unilever USA from October 2005 to February 2007, and Senior Vice President, Marketing and Chief Operating Officer, Unilever Foods North America from July 2003 to September 2005. In his last two roles at Unilever, Mr. Polk reported to the Group Chief Executive Officer and was a member of the Unilever Global Executive Board. Prior to joining Unilever, he spent sixteen years at Kraft Foods Inc., a consumer foods company, from 1987 to 2003. At Kraft Foods, Mr. Polk was a member of the Kraft Foods Management Committee and served in executive and management positions, including Group Vice President Kraft Foods North America and President, Nabisco Biscuit and Snacks from 2001 to 2003, Group Vice President

Agenda Proposals and Explanations

Kraft Foods International and President, Asia Pacific Region from 1999 to 2001, and Executive Vice President and General Manager, Post Cereal Division from 1998 to 1999. Mr. Polk started his career at Procter & Gamble Company, a consumer brand company, where he spent three years in paper products manufacturing and R&D from 1982 to 1985. Mr. Polk serves on the Board of Colgate-Palmolive Company, a worldwide consumer products company. He holds a BS degree in Operations Research and Industrial Engineering from Cornell University and an MBA from Harvard University. Mr. Polk is 58 years old and a U.S. national.

Mr. Polk brings senior leadership, global marketing, consumer innovation, brand and customer development, operations, M&A and international experience to the Board from his leadership and governance roles at consumer and brand-focused multi-national companies such as Newell Brands, Unilever, Kraft Foods and Colgate-Palmolive.

The Board of Directors has determined that he will be an independent Director.

Voting Requirement to Approve Proposals

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote “**FOR**” the election to the Board of each of the above nominees.

Proposal 6

Election of the Chairperson of the Board

Pursuant to the so-called “Minder Ordinance”, Swiss law requires that the Chairperson of the Board of Directors be elected on the occasion of each Annual General Meeting for a one-year term ending at the closing of the following Annual General Meeting. Mr. Guerrino De Luca, the current Executive Chairman, has decided not to stand for re-election as Chairperson. Mr. De Luca, in alignment with the Board of Directors, has identified the 2019 Annual General Meeting as the right time for a transition of the Chairperson role and intends to continue to serve the Company as an executive member of the Board of Directors. In line with current corporate governance best practices, the Board of Directors has selected Ms. Wendy Becker as its nominee to lead the Board of Directors as an independent Chairperson. Ms. Becker has been a non-executive member of the Board of Directors since September 2017, is the current Chair of the Company's Compensation Committee and serves on the Company's Nominating Committee. As noted in her biographical information and qualifications in “Corporate Governance and Board of Directors Matters - Members of the Board of Directors” on page 28, Ms. Becker has extensive senior leadership experience as well as broad and diverse experience with boards of directors and trustee positions.

Proposal

The Board of Directors proposes that Ms. Wendy Becker be elected as Chairperson of the Board of Directors for a one-year term ending at the closing of the 2020 Annual General Meeting.

Voting Requirement to Approve Proposal

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote “**FOR**” the election of Ms. Wendy Becker as Chairperson of the Board of Directors.

Agenda Proposals and Explanations

Proposal 7

Elections to the Compensation Committee

Our Compensation Committee is presently composed of three members, all of whom are standing for re-election to the Board of Directors and two of whom are standing for re-election to the Compensation Committee. Given her nomination as Chairperson of the Board, Ms. Wendy Becker is not standing for re-election to the Compensation Committee at the 2019 Annual General Meeting. Until June 2019, when Mr. Dimitri Panayotopoulos resigned from the Board of Directors, our Compensation Committee was composed of four members. Following the amendment to the Swiss corporate law on January 1, 2014, the members of the Compensation Committee are to be elected annually and individually by the shareholders. Only members of the Board of Directors can be elected as members of the Compensation Committee.

At the recommendation of the Nominating Committee, the Board of Directors has nominated the three individuals below to serve as members of the Compensation Committee for a term of one year. Two of the nominees currently serve as members of the Compensation Committee and, as required by our Compensation Committee charter, all of the nominees are independent in accordance with the requirements of the listing standards of the Nasdaq Stock Market, the outside director definition of Section 162(m) of the U.S. Internal Revenue Code of 1986, as amended, the definition of a “non-employee director” for purposes of Rule 16b-3 promulgated by the U.S. Securities and Exchange Commission, and Rule 10C-1(b)(1) of the U.S. Securities Exchange Act of 1934, as amended.

The term of office ends at the closing of the next Annual General Meeting. There will be a separate vote on each nominee.

7.A Re-election of Dr. Edouard Bugnion

Proposal: The Board of Directors proposes that Dr. Edouard Bugnion be re-elected to the Compensation Committee for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Dr. Bugnion, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 29.

7.B Re-election of Dr. Neil Hunt

Proposal: The Board of Directors proposes that Dr. Neil Hunt be re-elected to the Compensation Committee for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Dr. Hunt, please refer to “Corporate Governance and Board of Directors Matters – Members of the Board of Directors” on page 30.

7.C Election of Mr. Michael Polk

Proposal: The Board of Directors proposes that Mr. Michael Polk be elected to the Compensation Committee for a one-year term ending at the closing of the 2020 Annual General Meeting.

For biographical information and qualifications of Mr. Polk, please refer to Proposal 5, “Elections to the Board of Directors”, on page 17. Also, please note that Mr. Polk has experience with compensation matters and compensation committee responsibilities as Chairman of the Personnel and Organization Committee at Colgate-Palmolive Company.

Voting Requirement to Approve Proposals

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

Our Board of Directors recommends a vote “**FOR**” the election to the Compensation Committee of each of the above nominees.

Agenda Proposals and Explanations

Proposal 8

Approval of Compensation for the Board of Directors for the 2019 to 2020 Board Year

Proposal

The Board of Directors proposes that the shareholders approve a maximum aggregate amount of the compensation of the Board of Directors of CHF 4,900,000 for the term of office from the 2019 Annual General Meeting until the 2020 Annual General Meeting (the “2019 – 2020 Board Year”), subject to adjustment for certain changes in the applicable currency exchange rate.*

Explanation

Pursuant to the so-called “Minder Ordinance”, the compensation of the Board of Directors must be subject each year to a binding shareholder vote, in the manner contemplated by Logitech’s Articles of Incorporation. Article 19 quarter, paragraph 1(a) of Logitech’s Articles of Incorporation allows shareholders to approve the maximum aggregate amount of the compensation of the Board of Directors for the period up to the next Annual General Meeting.

Under the Company’s Articles of Incorporation, the compensation of the members of the Board of Directors who do not have management responsibilities consists of cash payments and shares or share equivalents. The value of cash compensation and shares or share equivalents corresponds to a fixed amount, which reflects the functions and responsibilities assumed. The value of shares or share equivalents is calculated at market value at the time of grant.

Pursuant to Article 19 bis, paragraph 2 of the Company’s Articles of Incorporation, the compensation of the members of the Board of Directors who have management responsibilities (i.e., executive members of the Board of Directors) is structured similarly to the compensation of the members of the Group Management Team.

The proposed maximum amount of CHF 4,900,000 has been determined based on continuation of nine non-executive members of the Board of Directors and on the following non-binding assumptions:

With respect to the nine non-executive members of the Board of Directors:

- Cash payments of a maximum of approximately CHF 950,000. Cash payments for non-executive members of the Board of Directors include annual retainers for Board and committee service and, starting in the 2019 - 2020 Board Year, an annual retainer for a non-executive Chairperson.
- Share or share equivalent awards of a maximum of approximately CHF 1,800,000. The value of share or share equivalent awards corresponds to a fixed amount and the number of shares granted will be calculated at market value at the time of their grant.
- Other payments, including accrual of the Company’s estimated contributions to social security, of a maximum of approximately CHF 250,000.

* For each decrease of 0.01 in the exchange rate of the Swiss Franc against the U.S. Dollar below the assumed level of USD 1.0111 to CHF 1.00, if any, the maximum aggregate amount of the compensation of the Board of Directors will increase by CHF 20,000 for the 2019 – 2020 Board Year. This adjustment reflects the fact that the compensation of Mr. De Luca, our current Executive Chairman and proposed executive member of the Board of Directors, which is included in the maximum aggregate amount of the compensation for the Board of Directors, is set in U.S. Dollars.

Agenda Proposals and Explanations

With respect to executive members of the Board of Directors:

- Gross base compensation of a maximum of CHF 500,000.**
- Performance-based cash compensation of a maximum of CHF 800,000.** Performance-based cash compensation in the form of incentive cash payments may be earned under the Logitech Management Performance Bonus Plan (the “Bonus Plan”) or other cash bonuses approved by the Compensation Committee. Payout under the Bonus Plan is variable, and is based on the achievement of the Company’s, individual employees’ or other performance goals. The assumption regarding maximum amount of the performance-based bonus assumes maximum achievement of all performance goals.
- Equity incentive awards of a maximum of CHF 500,000.** Long-term equity incentive awards are anticipated to be granted in the form of time-based restricted stock units, or RSUs. As in past years, the value of RSUs or other financial instruments granted as equity incentive awards, and included in the compensation reported in our Compensation Report, is calculated based on estimated fair value at the time of their grant.
- Other compensation of a maximum of CHF 100,000.** Other compensation may include tax preparation services and related expenses, 401(k) savings plan matching contributions, premiums for group term life insurance and long-term disability insurance, employer’s contribution to medical premiums, relocation or extended business travel-related expenses, defined benefit pension plan employment contributions, accrual of estimated employer’s contribution to social security and Medicare, and other awards. The Company generally does not provide all of these components of other compensation to all executives each year, but the proposed maximum amount of compensation has been formulated to provide flexibility to cover these compensation components as applicable.

The executive member of the Board of Directors to whom the assumption regarding compensation referred to above applies is Mr. Guerrino De Luca, the Company’s current Executive Chairman who will continue as an executive officer of the Company and, subject to re-election by the shareholders, as an executive member of the Board of Directors. As set forth in the Compensation Report in this Invitation and Proxy Statement, Mr. De Luca’s compensation structure matches the compensation structure of members of the Group Management Team, and the increase in the maximum equity incentive award assumption from previous budgets matches the increase described in the explanation for Proposal 9 below. In his capacity as a member of the Group Management Team, Mr. Bracken Darrell is not entitled to compensation for his services on the Company’s Board of Directors.

Shareholders are approving the maximum aggregate amount of compensation set forth in the proposal. The assumptions set forth in this explanation are based on the Company’s current expectations about future compensation plans and decisions. The Company may redesign its compensation plans or make alternative compensation decisions within the maximum aggregate amount of compensation approved by shareholders. The actual compensation awarded to the members of the Board of Directors for the 2019 - 2020 Board Year will be disclosed in the Compensation Report in the Invitation and Proxy Statement for the 2021 Annual General Meeting.

In the event of a negative vote on this proposal by shareholders, the Board of Directors will submit an alternative proposal to the same or a subsequent general meeting.

Voting Requirement to Approve Proposal

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote “**FOR**” the approval of the maximum aggregate amount of the compensation of the members of the Board of Directors of CHF 4,900,000 for the term of office from the 2019 Annual General Meeting until the 2020 Annual General Meeting, subject to adjustment as set forth in the proposal.

** Mr. De Luca’s compensation is set in U.S. Dollars. The estimated amounts in U.S. Dollars used in these assumptions were converted using an assumed exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars based on the 12 month (April 2018 to March 2019) average exchange rate.

Agenda Proposals and Explanations

Proposal 9

Approval of Compensation for the Group Management Team for Fiscal Year 2021

Proposal

The Board of Directors proposes that the shareholders approve a maximum aggregate amount of the compensation of the Group Management Team of USD 28,600,000 for fiscal year 2021, subject to adjustment for certain changes in the applicable currency exchange rate.*

Explanation

Pursuant to the so-called “Minder Ordinance”, the compensation of the Company’s Group Management Team must be subject each year to a binding shareholder vote, in the manner contemplated by Logitech’s Articles of Incorporation. Article 19 quarter, paragraph 1(b) of Logitech’s Articles of Incorporation allows shareholders to approve the maximum aggregate amount of the compensation of the Group Management Team for the next fiscal year. As the 2019 Annual General Meeting takes place in the middle of Logitech’s fiscal year 2020, the applicable next fiscal year is fiscal year 2021. This required, binding vote on the compensation of the Group Management Team is independent from, and comes in addition to, the non-binding, advisory say-on-pay vote contemplated in Proposal 2.

Logitech’s Group Management Team currently consists of Mr. Bracken Darrell, President and Chief Executive Officer. Mr. Vincent Pilette, former Chief Financial Officer, resigned from the Group Management Team effective as of May 17, 2019; Marcel Stolk, former Executive Chairman, Logitech Europe S.A. and Senior Vice President, Business Model Innovation, resigned from the Group Management Team effective as of March 31, 2019; and L. Joseph Sullivan, former Senior Vice President, Worldwide Operations, resigned from the Group Management Team effective as of May 2, 2018. The Company is currently searching for a full-time replacement for Mr. Pilette as Chief Financial Officer and expects that role to be filled and the new Chief Financial Officer to be appointed to the Group Management Team during the current fiscal year. The Board of Directors is also considering up to two additional appointments to the Group Management Team prior to or during fiscal year 2021.

Logitech’s compensation philosophy, compensation program risks and design, and compensation paid during fiscal year 2019 are set forth in the Compensation Report.

The proposed maximum amount of USD 28,600,000 has been determined based on the following non-binding assumptions for Logitech’s Group Management Team as an aggregate group:

- The Group Management Team will include four members (assuming the addition of the new Chief Financial Officer and two other executives prior to or during fiscal year 2021).
- Gross base salaries of a maximum of USD 2,800,000.
- Performance-based cash compensation of a maximum of USD 5,630,000. Performance-based cash compensation in the form of incentive cash payments may be earned under the Logitech Management Performance Bonus Plan (the “Bonus Plan”) or other cash bonuses approved by the Compensation Committee. Payout under the Bonus Plan is variable, and is based on the achievement of the Company’s, individual executives’ or other performance goals, and for fiscal year 2021 is expected to continue to range from 0% to 200% of the executive’s target incentive. The assumption regarding maximum amount of the performance-based bonus for fiscal year 2021 assumes maximum achievement of all performance goals.
- Equity incentive awards of a maximum of USD 18,900,000. Long-term equity incentive awards are generally granted in the form of performance-based restricted stock units, or PSUs, time-based restricted stock units, or RSUs, or other financial instruments contemplated in the applicable equity plans. The assumption regarding maximum amount of the equity incentive awards assumes maximum achievement of all performance goals and full vesting of all time-based equity incentive awards. As in past years, the value of PSUs, RSUs or other financial instruments granted as equity incentive awards, and included in the compensation reported in our Compensation Report, is calculated based on estimated fair value at the time of their grant.

* For each increase of 0.01 in the exchange rate of the Swiss Franc against the U.S. Dollar above the assumed level of USD 1.0111 to CHF 1.00, if any, the maximum aggregate amount of the compensation of the Group Management Team will increase by USD 70,000 for fiscal year 2021. This adjustment assumes that the compensation of one or more members of our Group Management Team will be set in Swiss Francs.

Agenda Proposals and Explanations

- Other compensation of a maximum of USD 1,270,000. Other compensation may include tax preparation services and related expenses, 401(k) savings plan matching contributions, premiums for group term life insurance and long-term disability insurance, employer's contribution to medical premiums, relocation or extended business travel-related expenses, defined benefit pension plan employment contributions, accrual of estimated employer's contribution to social security and Medicare, and other awards. The Company generally does not provide all of these components of other compensation to all executives each year, but the proposed maximum amount of compensation has been formulated to provide flexibility to cover these compensation components as applicable.

Shareholders are approving the maximum aggregate amount of compensation set forth in the proposal. The assumptions set forth in this explanation are based on the Company's current expectations about future compensation plans and decisions. The Company may redesign its compensation plans or make alternative compensation decisions within the maximum aggregate amount of compensation approved by shareholders. The actual compensation awarded to the members of the Group Management Team for fiscal year 2021 will be disclosed in the Compensation Report in the Invitation and Proxy Statement for the 2021 Annual General Meeting.

In the event of a negative vote on this proposal by shareholders, the Board of Directors will submit an alternative proposal to the same or a subsequent general meeting.

Voting Requirement to Approve Proposal

The affirmative "FOR" vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

The Board of Directors recommends a vote "**FOR**" the approval of the maximum aggregate amount of the compensation of the Group Management Team of USD 28,600,000 for fiscal year 2021, subject to adjustment as set forth in the proposal.

Agenda Proposals and Explanations

Proposal 10

Re-election of KPMG AG as Logitech's Auditors and Ratification of the Appointment of KPMG LLP as Logitech's Independent Registered Public Accounting Firm for Fiscal Year 2020

Proposal

The Board of Directors proposes that KPMG AG be re-elected as auditors of Logitech International S.A. for a one-year term and that the appointment of KPMG LLP as Logitech's independent registered public accounting firm for fiscal year 2020 be ratified.

Explanation

KPMG AG, upon recommendation of the Audit Committee of the Board, is proposed for re-election for a further year as auditors for Logitech International S.A. KPMG AG assumed its first audit mandate for Logitech during fiscal year 2015.

The Audit Committee has also appointed KPMG LLP, the U.S. affiliate of KPMG AG, as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2020 for purposes of U.S. securities law reporting. Logitech's Articles of Incorporation do not require that shareholders ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm. However, Logitech is submitting the appointment of KPMG LLP to shareholders for ratification as a matter of good corporate governance. If shareholders do not ratify the appointment, the Audit Committee will reconsider whether to retain KPMG LLP. Even if the appointment is ratified, the Audit Committee may, in its discretion, change the appointment during the year if the Committee determines that such a change would be in the best interests of Logitech and its shareholders.

Information on the fees paid by Logitech to KPMG AG and KPMG LLP, the Company's auditors and independent registered public accounting firm for fiscal year 2019, respectively, as well as further information regarding KPMG AG and KPMG LLP, is set out below under the heading "Independent Auditors" and "Report of the Audit Committee."

Members of KPMG AG will be present at the Annual General Meeting, will have the opportunity to make a statement, and will be available to respond to appropriate questions you may ask.

Voting Requirement to Approve Proposal

The affirmative "FOR" vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

Our Board of Directors recommends a vote "**FOR**" the re-election of KPMG AG as auditors of Logitech International S.A. and the ratification of the appointment of KPMG LLP as Logitech's independent registered public accounting firm, each for the fiscal year ending March 31, 2020.

Agenda Proposals and Explanations

Proposal 11

Re-election of Etude Regina Wenger & Sarah Keiser-Wüger as Independent Representative

Pursuant to the so-called “Minder Ordinance”, Swiss law requires that the independent representative of the shareholders (Independent Representative) be elected on the occasion of each Annual General Meeting for a one-year term ending at the closing of the following Annual General Meeting.

Proposal

The Board of Directors proposes that Etude Regina Wenger & Sarah Keiser-Wüger be re-elected as Independent Representative for a one-year term ending at the closing of the 2020 Annual General Meeting.

Explanation

Shareholders may either represent their shares themselves or have them represented by a third party, whether or not a shareholder, if the latter is given a written proxy. In accordance with Swiss law, each shareholder may be represented at the general meeting by the Independent Representative, Etude Regina Wenger & Sarah Keiser-Wüger, or by a third-party proxy. Ms. Regina Wenger, a principal of Etude Regina Wenger & Sarah Keiser-Wüger, is a respected notary public based in Lausanne, Switzerland and is the former Chairwoman of the Swiss Federation of Notaries.

Under Swiss corporate law, the Independent Representative must satisfy strict independence requirements. General voting instructions can be given with respect to a particular general meeting of shareholders with respect to proposals and agenda items that have not been disclosed in the invitation to the general meeting.

Voting Requirement to Approve Proposal

The affirmative “FOR” vote of a majority of the votes cast in person or by proxy at the Annual General Meeting, not counting abstentions.

Recommendation

Our Board of Directors recommends a vote “**FOR**” the re-election of Etude Regina Wenger & Sarah Keiser-Wüger as Independent Representative.

Corporate Governance and Board of Directors Matters

The Board of Directors is elected by the shareholders and holds the ultimate decision-making authority within Logitech, except for those matters reserved by law or by Logitech's Articles of Incorporation to its shareholders or those that are delegated to the executive officers under the organizational regulations (also known as by-laws). The Board makes resolutions through a majority vote of the members present at the meetings. In the event of a tie, the vote of the Chairperson decides.

Logitech's Articles of Incorporation set the minimum number of directors at three. Shareholders elected eleven members of the Board of Directors at the Company's 2018 AGM, and we had ten members of the Board of Directors as of June 30, 2019. If all of the nominees to the Board presented in Proposal 5 are elected, the Board will have eleven members again.

Board of Directors Independence

The Board of Directors has determined that each of our directors and director nominees, other than Bracken Darrell and Guerrino De Luca, qualifies as independent in accordance with the published listing requirements of the Nasdaq Stock Market and Swiss corporate governance best practices guidelines. The Company's independent directors and director nominees include Patrick Aebischer, Wendy Becker, Edouard Bugnion, Didier Hirsch, Neil Hunt, Marjorie Lao, Neela Montgomery, Lung Yeh, Guy Gecht and Michael Polk. The Nasdaq independence definition includes a series of objective tests, such as that the director is not an employee of the company and has not engaged in various types of business dealings with the company. In addition, as further required by Nasdaq rules, the Board has made a subjective determination as to each independent director that no relationships exist which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In making these determinations, the directors reviewed and discussed information provided by the directors and the Company with regard to each director's business and personal activities as they may relate to Logitech and Logitech's management.

Corporate Governance and Board of Directors Matters

Members of the Board of Directors

The members of the Board of Directors, including their principal occupation, business experience, and qualifications, are set out below.

Patrick Aebischer 64 Years Old Director since 2016

Former President, Swiss Federal Institute of Technology (EPFL) Swiss national

Patrick Aebischer is the former President of the École Polytechnique Fédérale de Lausanne (EPFL), a position to which he was nominated by the Swiss Federal Council and that he held from March 2000 through December 2016, a Professor in Neurosciences at the EPFL since 2000, and Director of the Neurodegenerative Disease Laboratory at the Brain Mind Institute, EPFL since 2000. He was re-elected as President of the EPFL in 2004, 2008 and 2012. Prior to these positions, Dr. Aebischer was a Professor and Director of the Surgical Research Division and Gene Therapy Center at the University Hospital of Lausanne, Chairman of the Section of Artificial Organs, Biomaterials and Cellular Technology of the Division of Biology and Medicine at Brown University, and held other positions in medical sciences at Brown University. Dr. Aebischer is also the founder of three biotech companies. He currently serves on the Boards of Nestlé S.A., a leading nutrition, health and wellness company, and Lonza Group Ltd., a leading supplier to the life-science industries, as well as Chairman of the Advisory Board of the Novartis Venture Fund. Dr. Aebischer holds a M.D. from the University of Geneva and University of Fribourg, Switzerland, and three Honorary Doctorate degrees.

Dr. Aebischer brings senior leadership, innovation and technology expertise, a global world view and strategic experience to the Board from his role as the President of the EPFL, his experience founding technology companies, and as a member of the senior leadership of leading Swiss companies.

Dr. Aebischer currently is Chair of the Nominating Committee and serves on the Technology and Innovation Committee. The Board of Directors has determined that he is an independent Director.

Wendy Becker 53 Years Old Director since 2017

Former Chief Executive Officer of Jack Wills Limited British, U.S. and Italian national

Wendy Becker is the former Chief Executive Officer of Jack Wills Limited, a British-based manufacturer and retailer of brand name clothing, a position she held from October 2013 to September 2015. She was the Chief Operating Officer of Jack Wills from August 2012 to October 2013. Ms. Becker served as Group Chief Marketing Officer of Vodafone Group Plc, a global telecommunications company, from September 2009 to January 2011. Prior to Vodafone, she served as the Managing Director of TalkTalk Telecom, a provider of fixed line broadband, voice telephony, mobile and television services, a Partner responsible for the United Kingdom consumer practice at McKinsey & Company, an international management consulting firm, and in various marketing and brand roles at The Procter & Gamble Company. Ms. Becker currently serves as a non-executive director of the Sony Corporation, a global conglomerate across a number of media, technology and other industries, a non-executive director of Great Portland Estates Plc, a British property development and investment company, a member of the Finance Committee of the Oxford University Press, a non-executive director of Said Business School at Oxford University, and a Trustee of the Design Museum, a museum devoted to contemporary design in every form. She holds a BA degree in Economics from Dartmouth College and an MBA from Stanford University's Graduate School of Business.

Ms. Becker brings senior leadership, strategic, consumer brand marketing, telecom and design experience to the Board from her positions at Jack Wills, Vodafone, McKinsey and TalkTalk as well as her board and trustee positions.

Ms. Becker currently is Chair of the Compensation Committee and serves on the Nominating Committee. The Board of Directors has determined that she is an independent Director.

Corporate Governance and Board of Directors Matters

Edouard Bugnion 49 Years Old Director since 2015

Vice President
for
Information
Systems and
Professor,
School
of Computer and
Communication
Sciences, EPFL
Swiss national

Edouard Bugnion is a Professor in the School of Computer and Communication Sciences at the École Polytechnique Fédérale de Lausanne (EPFL) and, since January 2017, also the Vice President for Information Systems at the EPFL. Prior to joining the EPFL in August 2012, Dr. Bugnion was a Founder and Chief Technology Officer of Nuova Systems, Inc., a developer of enterprise data center solutions, from October 2005 to May 2008. Nuova Systems was funded by and acquired by Cisco Systems, Inc., a worldwide leader in Internet Protocol-based networking products and services. He joined Cisco as a Vice President and Chief Technology Officer of Cisco's Server Access and Virtualization Business Unit from May 2008 to June 2011. Prior to Nuova, Dr. Bugnion was a Founder of VMware, a leading provider of cloud and virtualization software and services, where he held many positions, including Chief Technology Officer, from 1998 to 2005. Dr. Bugnion currently serves on the Boards of InnoSuisse, a Swiss agency for innovation promotion (a position to which he was appointed by the Swiss Federal Council) and of the Fondation de l'Hermitage (a museum) and is a member of the Assembly of the International Committee of the Red Cross. Dr. Bugnion holds an Engineering Diplom from ETH Zürich, a Master's degree from Stanford University and a Ph.D. from Stanford University, all in Computer Science.

Dr. Bugnion's significant expertise in technology, software and cloud computing, and his experience founding technology companies and as a member of the senior leadership of leading technology companies, provides the Board with technology and product strategy expertise as well as senior leadership.

Dr. Bugnion currently is Chair of the Technology and Innovation Committee and serves on the Compensation Committee. The Board of Directors has determined that he is an independent Director.

Bracken Darrell 56 Years Old Director since 2013

President and
Chief Executive
Officer,
Logitech
International
S.A.
U.S. national

Bracken Darrell joined Logitech as President in April 2012 and became Chief Executive Officer in January 2013. Prior to joining Logitech, Mr. Darrell served as President of Whirlpool EMEA and Executive Vice President of Whirlpool Corporation, a home appliance manufacturer and marketing company, from January 2009 to March 2012. Previously, Mr. Darrell had been Senior Vice President, Operations of Whirlpool EMEA from May 2008 to January 2009. From 2002 to May 2008, Mr. Darrell was with P&G (The Procter & Gamble Company), a consumer brand company, most recently as the President of its Braun GmbH subsidiary. Prior to rejoining P&G in 2002, Mr. Darrell served in various executive and managerial positions with General Electric Company from 1997 to 2002, with P&G from 1991 to 1997, and with PepsiCo Inc. from 1987 to 1989. Mr. Darrell holds a BA degree from Hendrix College and an MBA from Harvard University.

In addition to being the President and Chief Executive Officer of the Company, Mr. Darrell brings senior leadership, consumer brand marketing and global experience to the Board.

Guerrino De Luca 66 Years Old Director since 1998

Chairman,
Logitech
International
S.A.
Italian and
U.S. national

Guerrino De Luca has served as Chairman of the Logitech Board of Directors since January 2008. Mr. De Luca served as Logitech's Chief Executive Officer from April 2012 to January 2013 and as acting President and Chief Executive Officer from July 2011 to April 2012. Previously, Mr. De Luca served as Logitech's President and Chief Executive Officer from February 1998, when he joined the Company, to January 2008. Prior to joining Logitech, Mr. De Luca served as Executive Vice President of Worldwide Marketing for Apple Computer, Inc., a consumer electronics and computer company, from February 1997 to September 1997, and as President of Claris Corporation, a U.S. personal computing software vendor, from May 1994 to February 1997. Prior to joining Claris, Mr. De Luca held various positions with Apple in the United States and in Europe. Mr. De Luca currently serves on the Board of Nielsen Holdings plc, a global information, data and measurement company. He holds a Laurea degree in Electronic Engineering from the University of Rome, Italy.

As Logitech's Chairman and former Chief Executive Officer, Mr. De Luca brings significant senior leadership, industry, strategy, marketing and global experience to the Board and a deep knowledge of, passion for and commitment to Logitech, its people and its products.

Mr. De Luca currently is Chairman of the Board.

Corporate Governance and Board of Directors Matters

Didier Hirsch 68 Years Old Director since 2012

Former Senior Vice President and Chief Financial Officer, Agilent Technologies, Inc. French and U.S. national

Didier Hirsch is the former Senior Vice President and Chief Financial Officer of Agilent Technologies, Inc., a global leader in life sciences, diagnostics and applied chemical markets, a position that he held from July 2010 to October 2018. He served in various senior finance positions with Agilent since 1999. Mr. Hirsch had joined Hewlett-Packard Company in 1989, and served as Director of Finance and Administration of Hewlett-Packard Europe, Middle East and Africa (EMEA) from 1996 to 1999, Director of Finance and Administration of Hewlett-Packard Asia Pacific from 1993 to 1996, and Director of Finance and Administration of Hewlett-Packard France from 1989 to 1993. Prior to Hewlett-Packard, Mr. Hirsch worked in finance positions with Valeo Inc., Gemplus S.C.A., SGS-Thomson Microelectronics, I.B.H. Holding S.A., Bendix Corporation and Ford Motor Company. He serves on the Board and as Chair of the Audit Committee of Knowles Corporation, a New York Stock Exchange (NYSE)-listed global supplier of advanced micro-acoustic, audio processing, and specialty component solutions, serving the mobile consumer electronics, communications, medical, military, aerospace and industrial markets. Mr. Hirsch holds an MS degree in Computer Sciences from Toulouse University and an MS degree in Industrial Administration from Purdue University.

As a former Chief Financial Officer of a leading public technology company, and with significant finance expertise developed over several decades at technology and manufacturing companies in the U.S.A., EMEA and Asia Pacific, Mr. Hirsch brings senior leadership, finance (including U.S. GAAP), technology and global experience to the Board.

Mr. Hirsch currently is Chair of the Audit Committee and serves on the Nominating Committee. The Board of Directors has determined that he is an independent Director.

Neil Hunt 57 Years Old Director since 2010

Chief Strategy Officer, Curai U.K. and U.S. national

Neil Hunt is the Chief Strategy Officer of Curai, a venture-backed health technology company building technology to apply artificial intelligence and machine learning to primary care medicine. He has served in his current position since November 2018 and was the Chief Executive Officer from January 2018 to November 2018. Prior to Curai, Dr. Hunt was the Chief Product Officer of Netflix, Inc., a California-based company offering the world's largest Internet TV service operating in more than 50 countries worldwide. He was with Netflix from 1999 through July 2017, and was responsible for the design, implementation and operation of the technology at Netflix. Prior to becoming Chief Product Officer, he served as Vice President, Internet Engineering at Netflix from 1999 to 2002. From 1997 to 1999, Dr. Hunt was Director of Engineering for Rational Software, a California-based maker of software development tools, and he served in engineering roles at predecessor companies from 1991 to 1997. Dr. Hunt currently serves on the Board of Roku, Inc., a manufacturer and seller of players that allow streaming video or audio services through televisions. He holds a Doctorate in Computer Science from the University of Aberdeen, U.K. and a Bachelors degree from the University of Durham, U.K.

Dr. Hunt's significant expertise in technology, product development leadership and strategy, and his experience as a member of the senior leadership of a leading digital delivery company, provides the Board with technology, product strategy and global expertise as well as senior leadership.

Dr. Hunt currently is the Lead Independent Director and serves on the Compensation Committee and the Technology and Innovation Committee. The Board of Directors has determined that he is an independent Director.

Corporate Governance and Board of Directors Matters

Marjorie Lao 45 Years Old Director since 2018

Chief Financial
Officer of the
LEGO Group

Philippine
national

Marjorie Lao is the Chief Financial Officer of the LEGO Group, a privately held, family-owned company whose main activity is the development, production, marketing and sales of play materials based on the LEGO brick. She has served in her current position since February 2017 and previously served as the Senior Vice President, Finance from January 2016 to January 2017 and Senior Vice President, Corporate Finance from January 2014 to December 2015. Prior to joining the LEGO Group, Ms. Lao was the Vice President, Projects of Seadrill, a deepwater drilling contractor, from February 2013 to December 2013. She served as the Chief Financial Officer and Senior Vice President, Finance of Tandberg ASA, an electronics and videoconferencing systems manufacturer and distributor, from November 2006 to April 2010 and the Vice President, Business Development and M&A from January 2006 to October 2006. Tandberg was acquired by Cisco Systems, Inc., a worldwide leader in Internet Protocol-based networking products and services, and Ms. Lao joined Cisco as the Senior Director, Finance and Senior Director, Strategy and Business Analytics from April 2010 to February 2012. She also served as an Associate and Engagement Manager of McKinsey & Company, an international management consulting firm, from 2002 to 2006 and a Finance Manager and Internal Controls Manager of The Procter & Gamble Company, a consumer brand company, from 1996 to 2000. Ms. Lao holds a BSc degree in Business Administration and Accountancy from the University of the Philippines and an MBA from Harvard Business School. She was certified as a public accountant in the Philippines in 1996.

Ms. Lao has extensive finance expertise developed through her Chief Financial Officer and other leadership positions at companies in Europe and the United States. She brings senior leadership, finance, business development, strategy, M&A, consumer and global experience to the Board from leading technology as well as brand marketing companies.

The Board of Directors has determined that she is an independent Director.

Neela Montgomery 44 Years Old Director since 2017

Chief Executive
Officer of Crate
& Barrel

British national

Neela Montgomery is the Chief Executive Officer of Crate & Barrel, a global home furnishings retailer. Prior to assuming that role in August 2017, Ms. Montgomery was a Member of the Executive Board for Multichannel Retail at the Otto Group, GmbH, a globally operating retail and services group, since November 2014 where she oversaw Group companies that operate in e-commerce and store-based retail as well as serving as Executive Chair of Crate & Barrel in North America and SportScheck and Frankonia in Central Europe. Prior to joining the Otto Group, Ms. Montgomery was the UK General Merchandise Director on the UK Board of Tesco Plc, one of the world's largest retailers, from June 2012 to June 2014, supervising diverse areas such as Home, Electronics & Entertainment from a multichannel perspective. She served at Tesco since 2002, including as UK E-Commerce Director from March 2011 to December 2012 and as Chief Merchant for Tesco Malaysia from July 2007 to May 2011. Ms. Montgomery serves on the Board of Euromarket Designs, Inc. (dba Crate & Barrel). She studied English literature at Oxford University and holds an MBA from INSEAD having studied in France and Singapore.

Ms. Montgomery brings senior leadership, multichannel retail, e-commerce, home electronics and global experience to the Board from her positions in North America, EMEA and Asia Pacific at the Otto Group and Tesco.

Ms. Montgomery currently serves on the Audit Committee. The Board of Directors has determined that she is an independent Director.

Corporate Governance and Board of Directors Matters

Dimitri Panayotopoulos 67 Years Old Former Director from 2014 to 2019

Senior Advisor,
The Boston
Consulting
Group
U.K. national

Dimitri Panayotopoulos is a Senior Advisor at The Boston Consulting Group, a global management consulting firm. Prior to joining The Boston Consulting Group in April 2014, Mr. Panayotopoulos served with The Procter & Gamble Company ("P&G"), a consumer brand company, from 1977 to 2014. At P&G, he served as Vice Chairman and Advisor to the Chairman & Chief Executive Officer at P&G from July 2013 to January 2014, Vice Chairman of Global Business Units from May 2011 to July 2013, Vice Chairman of Global Household Care Group from July 2007 to May 2011, Group President of Global Fabric Care from July 2004 to July 2007, President of Central and Eastern Europe, Middle East and Africa from July 2001 to July 2004, and President-Greater China from 1999 to July 2001. Mr. Panayotopoulos served in various executive, managerial and other positions with P&G in sales, brand management and advertising in Europe (including Switzerland), Egypt and the Far East from 1977 to 1999. He serves on the Board of British American Tobacco p.l.c., a London Stock Exchange (LSE)-listed global tobacco company. Mr. Panayotopoulos holds a BA degree from Sussex University, U.K.

Mr. Panayotopoulos brought senior leadership, strategic, financial, consumer brand marketing and global experience to the Board from his former leadership positions with P&G in a broad spectrum of regions.

Mr. Panayotopoulos served on the Compensation Committee. The Board of Directors has determined that he was an independent Director. Mr. Panayotopoulos resigned from the Board in June 2019.

Lung Yeh 63 Years Old Director since 2015

Managing
Director,
Enspire Capital
U.S. national

Lung Yeh is the Managing Director of Enspire Capital, a Singapore-based venture capital and private equity firm focusing on technology, media and telecommunications, internet and mobile investments in Silicon Valley, China, Taiwan, Hong Kong and Singapore. Prior to joining Enspire Capital in 2004, Dr. Yeh was the Vice President of Business Development at Centrality Communications, Inc., a leading provider of GPS semiconductor platforms for high-functional mobile devices, from 2003 to 2004, a Founder and Chief Executive Officer of Pico Communications Inc., a provider of integrated Bluetooth and mobile Internet access and networking solutions, from 1999 to 2003, Vice President of the Communication and Internet Division of Creative Labs Ltd., a leader in digital entertainment products, from 1993 to 1998, a Founder and Chief Executive Officer of ShareVision Technology, Inc., a desktop videoconferencing technology company, from 1991 to 1993, and served in various management and technical positions at Apple Inc., NYNEX and Kodak, from 1985 to 1991. Dr. Yeh holds a BSEE in Communication Engineering from National Chiao-Tung University and a Ph.D. in Electrical Engineering from the University of Wisconsin – Madison.

Dr. Yeh has extensive investment and senior leadership experience, as a venture capitalist in Asia and the United States focused on multimedia, wireless and communications, and also as the founder and former Chief Executive Officer of several technology companies. He brings to the Board senior leadership, business development and global expertise.

Dr. Yeh currently serves on the Audit Committee. The Board of Directors has determined that he is an independent Director. Dr. Yeh has decided not to stand for re-election at the 2019 Annual General Meeting.

Corporate Governance and Board of Directors Matters

Other than the current employment and involvement noted above, no other Logitech Board member currently has material supervisory, management, or advisory functions outside Logitech or holds any official functions or political posts.

Elections to the Board of Directors

Directors are elected at the Annual General Meeting of Shareholders, upon proposal of the Board of Directors. The proposals of the Board of Directors are made following recommendations of the Nominating Committee.

Shareholder Recommendations and Nominees

Under our Articles of Incorporation, one or more registered shareholders who together represent shares representing at least the lesser of (i) one percent of our issued share capital or (ii) an aggregate par value of one million Swiss francs may demand that an item be placed on the agenda of a meeting of shareholders, including a nominee for election to the Board of Directors. A request to place an item on the meeting agenda must be in writing, describe the proposal and be received by our Board of Directors at least 60 days prior to the date of the meeting. Demands by registered shareholders to place an item on the agenda of a meeting of shareholders should be sent to: Secretary to the Board of Directors, Logitech International S.A., EPFL - Quartier de l'Innovation, Daniel Borel Innovation Center, 1015 Lausanne, Switzerland, or c/o Logitech Inc., 7700 Gateway Boulevard, Newark, CA 94560, USA.

Under the Company's Articles of Incorporation only registered shareholders are recognized as shareholders of the company. As a result, beneficial shareholders do not have a right to place an item on the agenda of a meeting, regardless of the number of shares they hold. For information on how beneficial shareholders may become registered shareholders, see "Questions and Answers about the Logitech 2019 Annual General Meeting - If I am not a registered shareholder, can I attend and vote at the meeting?"

If the agenda of a general meeting of shareholders includes an item calling for the election of directors, any registered shareholder may propose a candidate for election to the Board of Directors before or at the meeting.

The Nominating Committee does not have a policy on consideration of recommendations for candidates to the Board of Directors from registered shareholders.

The Nominating Committee considers it appropriate not to have a formal policy for consideration of such recommendations because the evaluation of potential members of the Board of Directors is by its nature a case-by-case process, depending on the composition of the Board at the time, the needs and status of the business of the Company, and the experience and qualification of the individual. Accordingly, the Nominating Committee would consider any such recommendations on a case-by-case basis in their discretion, and, if accepted for consideration, would evaluate any such properly submitted nominee in consideration of the membership criteria set forth under "Board Composition" below. Shareholder recommendations to the Board of Directors should be sent to the above address.

Board Composition

The Nominating Committee is responsible for reviewing and assessing with the Board the appropriate skills, experience, and background sought of Board members in the context of our business and the then-current membership on the Board. The Nominating Committee has not formally established any specific, minimum qualifications that must be met by each candidate for the Board of Directors or specific attributes, qualities or skills that are necessary for one or more of the members of the Board of Directors to possess. However, we do not expect or intend that each director will have the same background, skills, and experience; we expect that Board members will have a diverse portfolio of backgrounds, skills, and experiences. One goal of this diversity is to assist the Board as a whole in its oversight and advice concerning our business and operations.

The review and assessment of Board candidates and the current membership of the Board by the Nominating Committee and the Board includes numerous diverse factors, such as: independence; senior management experience; understanding of and experience in technology, finance, marketing, sustainability and operations; international experience and geographic representation; age; and gender and ethnic diversity.

Corporate Governance and Board of Directors Matters

The priorities and emphasis of the Nominating Committee and of the Board with regard to these factors change from time to time to take into account changes in Logitech's business and other trends, as well as the portfolio of skills and experience of current and prospective Board members.

Listed below are key skills and experience that we currently consider important for our directors to have in light of our current business and structure. We do not expect each director to possess every attribute. The directors' biographies note each director's relevant experience, qualifications, and skills relative to this list.

- *Senior Leadership Experience.* Directors who have served in senior leadership positions are important to Logitech because they bring experience and perspective in analyzing, shaping, and overseeing the execution of important operational and policy issues at a senior level.
- *Financial Expertise.* Knowledge of financial markets and accounting and financial reporting processes is important because it assists our directors in understanding, advising, and overseeing Logitech's structure, financial reporting, and internal control of such activities.
- *Industry and Technical Expertise.* Because we develop and manufacture hardware and software products, ship them worldwide, and sell to major consumer electronics distributors and retailers, expertise in hardware and software, and experience in supply chain, manufacturing and consumer products is useful in understanding the opportunities and challenges of our business and in providing insight and oversight of management.
- *Brand Marketing Expertise.* Because we are a consumer products company, directors who have brand marketing experience can provide expertise and guidance as we seek to maintain and expand brand and product awareness and a positive reputation.
- *Global Expertise.* Because we are a global organization with research and development, and sales and other offices in many countries, directors with global expertise, particularly in Europe, the U.S. and Asia, can provide a useful business and cultural perspective regarding many significant aspects of our business.

Identification and Evaluation of Nominees for Directors

Our Nominating Committee uses a variety of methods for identifying and evaluating nominees for director. Our Nominating Committee regularly assesses the appropriate size and composition of the Board of Directors, the needs of the Board of Directors and the respective Committees of the Board of Directors, and the qualifications of candidates in light of these needs. Candidates may come to the attention of the Nominating Committee through shareholders, management, current members of the Board of Directors, or search firms. The evaluation of these candidates may be based solely on information provided to the Committee or may also include discussions with persons familiar with the candidate, an interview of the candidate or other actions the Committee deems appropriate, including the use of paid third parties to review candidates.

Corporate Governance and Board of Directors Matters

Terms of Office of Directors

Each director is elected individually by a separate vote of shareholders. Until 2012, each director was elected for a term of three years. At the Company's 2012 Annual General Meeting, shareholders approved a change such that each director, starting with the directors elected at the 2012 Annual General Meeting, will be subject to a term of one year. Nine of our ten current directors are being presented for re-election to the Board of Directors at the 2019 Annual General Meeting. Each director is eligible for re-election until his or her seventieth birthday. Directors may not seek reelection after they have reached 70 years of age or have served on the Board of Directors as a non-employee member for 12 years, unless the Board of Directors adopts a resolution to the contrary. A member of the Board who reaches 70 years of age or 12 years of service as a non-employee member of the Board of Directors during the term of his or her directorship may remain a director until the expiration of the term. A director's term of office as Chairperson coincides with his or her term of office as a director. A director may be indefinitely re-elected as Chairperson, subject to the age and tenure limits mentioned above.

The year of appointment and remaining term of office as of March 31, 2019 for each director are as follows:

Name	Year First Appointed	Year Current Term Expires
Patrick Aebischer ⁽¹⁾	2016	2019 Annual General Meeting
Wendy Becker ⁽¹⁾	2017	2019 Annual General Meeting
Edouard Bugnion ⁽¹⁾	2015	2019 Annual General Meeting
Bracken Darrell ⁽²⁾	2013	2019 Annual General Meeting
Guerrino De Luca ⁽²⁾	1998	2019 Annual General Meeting
Didier Hirsch ⁽¹⁾	2012	2019 Annual General Meeting
Neil Hunt ⁽¹⁾	2010	2019 Annual General Meeting
Marjorie Lao ⁽¹⁾	2018	2019 Annual General Meeting
Neela Montgomery ⁽¹⁾	2017	2019 Annual General Meeting
Lung Yeh ⁽¹⁾	2015	2019 Annual General Meeting

(1) Non-executive member of the Board of Directors.

(2) Executive member of the Board of Directors.

Corporate Governance and Board of Directors Matters

Board Responsibilities and Structure

The Board of Directors is responsible for supervising the management of the business and affairs of the Company. In addition to the non-transferable powers and duties of boards of directors under Swiss law, the Logitech Board of Directors also has the following responsibilities:

- the signatory power of its members;
- the approval of the budget submitted by the Chief Executive Officer;
- the approval of investments or acquisitions of more than USD 10 million in the aggregate not included in the approved budgets;
- the approval of any expenditure of more than USD 10 million not specifically identified in the approved budgets; and
- the approval of the sale or acquisition, including related borrowings, of the Company's real estate.

The Board of Directors has delegated the management of the Company to the Chief Executive Officer and the executive officers, except where Swiss law or the Company's Articles of Incorporation or Organizational Regulations (By-Laws) provide differently.

Board Leadership Structure

The Board has since 1997 had a general practice that the positions of Chairman of the Board and Chief Executive Officer should be held by separate persons as an aid in the Board's oversight of management. Mr. De Luca, the Company's former Chief Executive Officer and current Executive Chairman, has served in that role since January 2008.

Mr. De Luca, in alignment with the Board of Directors, has identified the 2019 Annual General Meeting as the right time for a transition of the Chairperson role. As a result, Mr. De Luca indicated to the Board's Nominating Committee his intention not to stand for re-election as Chairperson of the Board at the Company's 2019 Annual General Meeting. The Board had developed a succession plan, which it is now implementing. Starting with the 2019 Annual General Meeting, the Board intends to nominate an Independent Chairperson of the Board in line with current Swiss and U.S. best governance practices. Mr. De Luca will remain a member of the Board, subject to re-election by the shareholders, and will continue to serve in his executive management role with the Company.

The Chairperson of the Board is elected by the shareholders on an annual basis, at the Annual General Meeting of Shareholders. The Secretary of the Board of Directors is appointed at the Board meeting coinciding with the Annual General Meeting of Shareholders. As of June 30, 2019, the Secretary was Mr. Bryan Ko, the Company's General Counsel.

Role of the Chairperson and of the Chief Executive Officer

The Chairperson has responsibility for managing the Board, managing the relationship between the Board and the Chief Executive Officer and senior management of the Company, representing the Board and the Company with shareholders, the press and other external persons, establishing objectives for and evaluating the performance of the Chief Executive Officer, ensuring succession planning, and, together with the Chief Executive Officer, setting the values, ethics and culture of the Company. The Chairperson also assumes a leading role in mid- and long-term strategic planning and the selection of top-level management, and supports major transaction initiatives of Logitech.

The Chief Executive Officer manages the day-to-day operations of Logitech, with the support of the other executive officers. The Chief Executive Officer has, in particular, the following powers and duties:

- defining and implementing short and medium term strategies;
- preparing the budget, which must be approved by the Board of Directors;
- reviewing and certifying the Company's annual report;
- appointing, dismissing and promoting any employees of Logitech other than executive officers and the head of the internal audit function;
- taking immediate measures to protect the interests of the Company where a breach of duty is suspected from executive officers until the Board has decided on the matter;

Corporate Governance and Board of Directors Matters

- carrying out Board resolutions;
- reporting regularly to the Chairperson of the Board of Directors on the activities of the business;
- preparing supporting documents for resolutions that are to be passed by the Board of Directors; and
- deciding on issues brought to his attention by executive officers.

The detailed authorities and responsibilities of the Board of Directors, the Chief Executive Officer and the executive officers are set out in the Company's Articles of Incorporation and Organizational Regulations. Please refer to <http://ir.logitech.com> for copies of these documents.

Lead Independent Director

In the absence of an independent Chairperson of the Board, the responsibilities of the Lead Independent Director include chairing meetings of the non-executive directors and serving as the presiding director in performing such other functions as the Board may direct. The decision of whether to have, and the election of, a Lead Independent Director is determined by the independent members of the Board. Dr. Hunt currently serves as Lead Independent Director. With the election of an Independent Chairperson of the Board, it is expected that he will step down from that role.

Means by Which the Board of Directors Supervises Executive Officers

The Board of Directors is regularly informed on developments and issues in Logitech's business, and monitors the activities and responsibilities of the executive officers in various ways.

- At each regular Board meeting the Chief Executive Officer reports to the Board of Directors on developments and important issues. The Chief Executive Officer also provides regular updates to the Board members regarding Logitech's business between the dates of regular Board meetings.
- The offices of Chairperson and Chief Executive Officer are generally separated, to help ensure balance between leadership of the Board and leadership of the day-to-day management of Logitech.
- Executive officers and other members of senior management, at the invitation of the Board, attend portions of meetings of the Board and its Committees to report on the financial results of Logitech, its operations, performance and outlook, and on areas of the business within their responsibilities, as well as other business matters. For further information on participation by executive officers and other members of senior management in Board and Committee meetings please refer to "Board Committees" below.
- There are regular quarterly closed sessions of the non-executive, independent members of the Board of Directors, led either by the independent Chairperson or by the Lead Independent Director, where Logitech issues are discussed without the presence of executive or non-independent members of the Board or executive officers.
- The Board holds quarterly closed sessions, where all Board members meet without the presence of non-Board members, to discuss matters appropriate to such sessions, including organizational structure and the hiring and mandates of executive officers.
- There are regularly scheduled reviews at Board meetings of Logitech strategic and operational issues, including discussions of issues placed on the agenda by the non-executive members of the Board of Directors.
- The Board reviews and approves significant changes in Logitech's structure and organization, and is actively involved in significant transactions, including acquisitions, divestitures and major investments.
- All non-executive Board members have access, at their request, to all internal Logitech information.
- The head of the Internal Audit function reports to the Audit Committee.

The Board's Role in Risk Oversight

One of the Board's functions is oversight of risk management at Logitech. "Risk" is inherent in business, and the Board seeks to understand and advise on risk in conjunction with the activities of the Board and the Board's Committees.

Corporate Governance and Board of Directors Matters

The largest risk in any business typically is that the products and services it offers will not be met by customer demand, because of poor strategy, poor execution, lack of competitiveness, or some combination of these or other factors. The Board implements its risk oversight responsibilities, at the highest level, through regular reviews of the Company's business, product strategy and competitive position, and through management and organizational reviews, evaluations and succession planning.

Within the broad strategic framework established by the Board, management is responsible for: identifying risk and risk controls related to significant business activities; mapping the risks to company strategy; and developing programs and recommendations to determine the sufficiency of risk identification, the balance of potential risk to potential reward and the appropriate manner in which to control risk.

The Board's risk oversight role is implemented at the full Board level, and also in individual Board Committees. The full Board receives specific reports on enterprise risk management, in which the identification and control of risk are the primary topics of the discussion. Presentations and other information for the Board and Board Committees generally identify and discuss relevant risk and risk control; and the Board members assess and oversee the risks as a part of their review of the related business, financial, or other activity of the Company. The Compensation Committee oversees issues related to the design and risk controls of compensation programs. The Audit Committee oversees issues related to internal control over financial reporting and Logitech's risk tolerance in cash-management investments. The Board's role in oversight does not have a direct impact on the Board's leadership structure, which is discussed above.

Board Meetings

The Chairperson sets the agenda for Board meetings, in coordination with the Chief Executive Officer. Any member of the Board of Directors may request that a meeting of the Board be convened. The directors receive materials in advance of Board meetings allowing them to prepare for the handling of the items on the agenda.

The Chairperson and Chief Executive Officer recommend executive officers or other members of senior management who, at the invitation of the Board, attend portions of each quarterly Board meeting to report on areas of the business within their responsibility. Infrequently, the Board may also receive reports from external consultants such as executive search or succession experts, financial advisors or outside legal experts to assist the Board on matters it is considering.

The Board typically holds a regularly scheduled Board meeting each quarter for a review and discussion of the Company, its strategy or both, which lasts a full day to a day-and-a-half and in which all directors participate in person except in special individual circumstances. In addition, the Chief Executive Officer and Chief Financial Officer provide a quarterly update to the Board prior to each earnings announcement. Additional meetings of the Board may be held by teleconference or video conference and the duration of such meetings varies depending on the subject matters considered.

Emergency Resolutions

In case of emergency, the Chairperson of the Board may have the power to pass resolutions which would otherwise be the responsibility of the Board. Decisions by the Chairperson of the Board made in this manner are subject to ratification by the Board of Directors at its next meeting or by way of written consent. No such emergency resolutions were passed during fiscal year 2019.

Independent Director Sessions

The Board of Directors has adopted a policy of regularly scheduled sessions of Board meetings where the independent directors meet to consider matters without management or non-independent directors present. During fiscal year 2019, separate sessions of the independent directors were held at four separate meetings.

Board Effectiveness

Our Board of Directors performs an annual self-assessment to evaluate its effectiveness in fulfilling its obligations.

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Board Committees

The Board has standing Audit, Compensation, Nominating, and Technology and Innovation Committees to assist the Board in carrying out its duties. Each of the Board committees is composed entirely of directors that are independent in accordance with the published listing requirements of the Nasdaq Stock Market and Swiss corporate governance best practices guidelines. At each quarterly Board meeting, each applicable Board Committee reports to the full Board on the substance of the Committee's meetings, if any, during the quarter.

Each Committee has a written charter approved by the Board. The chair of each Committee determines the Committee's meeting agenda. The Board Committee members receive materials in advance of Committee meetings allowing them to prepare for the meeting. The Charters of each Board Committee are available on Logitech's Investor Relations website at <http://ir.logitech.com>. Each of the Audit, Compensation and Nominating Committees has the authority to engage outside experts, advisors and counsel to the extent it considers appropriate to assist the Committee in its work. The members of the Committees are identified in the following table:

Director	Audit	Compensation	Nominating	Technology and Innovation
Patrick Aebischer			Chair	X
Wendy Becker		Chair	X	
Edouard Bugnion		X		Chair
Bracken Darrell				
Guerrino De Luca				
Didier Hirsch	Chair		X	
Neil Hunt		X		X
Marjorie Lao				
Neela Montgomery	X			
Lung Yeh	X			X

Corporate Governance and Board of Directors Matters

Attendance at Board, Committee and Annual Shareholders' Meetings

In fiscal year 2019 the Board met fifteen times, five of which were regularly scheduled meetings. In addition, the Audit Committee met nine times, the Compensation Committee met seven times, the Nominating Committee met three times, and the Technology and Innovation Committee met two times. In addition to its meetings, the Board took two actions for approval by written consent during fiscal year 2019. We expect each director to attend each meeting of the Board and the Committees on which he or she serves, and also expect them to attend the Annual General Meeting of shareholders. Eleven of our twelve then current directors, and all directors nominated for re-election, attended the 2018 Annual General Meeting. All of the incumbent directors attended at least 75% of the meetings of the Board and the Committees on which he or she served. Detailed attendance information for Board and Board Committee meetings during fiscal year 2019 is as follows:

	Board of Directors	Audit Committee	Compensation Committee	Nominating Committee	Technology and Innovation Committee ⁽¹⁾
# of meetings held	15	9	7	3	2
Patrick Aebischer	14			3	2
Wendy Becker ⁽²⁾	15		2	2	
Edouard Bugnion	15		7		2
Bracken Darrell	15				
Sally Davis ⁽³⁾	3		4	1	
Guerrino De Luca	15				
Sue Gove ⁽⁴⁾	2	5			
Didier Hirsch	15	9		3	
Neil Hunt ⁽⁵⁾	15		7	1	2
Marjorie Lao ⁽⁶⁾	13				
Neela Montgomery ⁽⁷⁾	14	4			
Dimitri Panayotopoulos	14		7		
Lung Yeh	15	9			2

- (1) The Technology and Innovation Committee was formed in September 2018 and met two times during the remainder of fiscal year 2019.
- (2) Ms. Becker was appointed to the Compensation Committee and Nominating Committee as of September 6, 2018, and attended both of the Compensation Committee meetings and both of the Nominating Committee meetings that were held after that date.
- (3) Ms. Davis did not stand for re-election to the Board at the Annual General Meeting on September 5, 2018. She attended all three of the Board meetings (including the Board meeting on September 5, 2018), four of the five Compensation Committee meetings, and the only Nominating Committee meeting that were held prior to the Annual General Meeting.
- (4) Ms. Gove did not stand for re-election to the Board at the Annual General Meeting on September 5, 2018. She attended two of the three Board meetings and all five of the Audit Committee meetings that were held prior to the Annual General Meeting.
- (5) Dr. Hunt ceased to be a member of the Nominating Committee after the Annual General Meeting on September 5, 2018, and he attended the only Nominating Committee meeting that was held prior to the Annual General Meeting.
- (6) Ms. Lao was elected to the Board as of the Annual General Meeting on September 5, 2018, and she attended all thirteen of the Board meetings that were held after the Annual General Meeting.
- (7) Ms. Montgomery was appointed to the Audit Committee as of September 6, 2018, and she attended all four of the Audit Committee meetings that were held after that date.

Corporate Governance and Board of Directors Matters

Audit Committee

The Audit Committee is appointed by the Board to assist the Board in monitoring the Company's financial accounting, controls, planning and reporting. It is composed of only non-executive, independent Board members. Among its duties, the Audit Committee:

- reviews the adequacy of the Company's internal controls and disclosure controls and procedures;
- reviews the independence, fee arrangements, audit scope, and performance of the Company's independent auditors, and recommends the appointment or replacement of independent auditors to the Board of Directors;
- reviews and approves all non-audit work to be performed by the independent auditors;
- reviews the scope of Logitech's internal auditing and the adequacy of the organizational structure and qualifications of the internal auditing staff;
- reviews, before release, the quarterly results and interim financial data;
- reviews with management and the independent auditors the Company's major financial risk exposures and the steps management has taken to monitor and control those exposures, including the Company's guidelines and policies with respect to risk assessment and risk management; and
- reviews, before release, the audited financial statements and "Management's Discussion and Analysis of Financial Condition and Results of Operations" and recommends that the Board of Directors include the audited financial statements in the annual report made available to shareholders.

The Audit Committee currently consists of Mr. Hirsch, Chairperson, Ms. Montgomery and Dr. Yeh. Following Dr. Yeh's departure from the Board, effective as of the 2019 Annual General Meeting, the Board of Directors expects that Ms. Lao will be appointed to the Audit Committee. The Board has determined that each member of the Audit Committee, as well as Ms. Lao, meets the independence requirements of the Nasdaq Stock Market listing standards and the applicable rules and regulations of the SEC. In addition, the Board has determined that Mr. Hirsch, Ms. Lao and Ms. Montgomery are audit committee financial experts as defined by the applicable rules and regulations of the SEC.

The Audit Committee met nine times in fiscal year 2019. Four meetings were held in person on the day prior to the regularly scheduled quarterly Board meeting, for approximately two to three hours, and five meetings were held by teleconference, for approximately one hour or less preceding the Company's quarterly reports of financial results and Annual Report on Form 10-K. The Committee received reports and presentations before the meetings in order to allow them time to prepare adequately. At the Committee's invitation, the Company's Chief Financial Officer, Head of Worldwide Finance, Corporate Controller, Head of Internal Audit, and General Counsel or Associate General Counsel attended each meeting, and representatives from the Company's auditors and independent registered public accounting firm, KPMG AG and KPMG LLP, respectively, also attended all nine of the meetings. Other members of management also participated in certain meetings. Four meetings also included separate sessions with representatives of the auditors and independent registered public accounting firm, with the Chief Financial Officer, and with the Head of Internal Audit.

Compensation Committee

The Compensation Committee reviews and approves, or recommends to the Board for approval, the compensation of executive officers and non-executive Board members and Logitech's compensation policies and programs, including share-based compensation programs and other incentive-based compensation. Within the guidelines established by the Board and the limits set forth in the Company's employee equity incentive plans, the Compensation Committee also has the authority to grant equity incentive awards to employees without further Board approval. The Committee is composed of only non-executive, independent Board members.

The Compensation Committee currently consists of Ms. Becker, Chairperson, Dr. Bugnion and Dr. Hunt. Mr. Panayotopoulos served on the Compensation Committee until he resigned from the Board of Directors in June 2019. Given her nomination as Chairperson of the Board, Ms. Becker is not standing for re-election to the Compensation Committee at the 2019 Annual General Meeting. The Board of Directors has nominated Mr. Michael Polk to be elected to the Compensation Committee at the 2019 Annual General Meeting. If Mr. Polk is elected to the Compensation Committee, then effective as of the 2019 Annual General Meeting, the Board of Directors expects that Mr. Polk will be appointed as the Compensation Committee Chairperson. The Board of Directors has determined that each member of the Compensation Committee, as well as Mr. Polk, meets the independence requirements of the Nasdaq Stock Market listing standards.

Corporate Governance and Board of Directors Matters

The Compensation Committee met seven times in fiscal year 2019. Four of the meetings were held in person and five of the seven meetings lasted for approximately one hour to three hours. The Committee received reports and presentations before the meetings in order to allow them time to prepare adequately. At the Committee's invitation, the Company's Head of People & Culture and Head of Total Rewards attended each meeting, and the Committee's independent advisors from Agnès Blust Consulting and from Compensia attended each meeting. In addition to its meetings, the Committee took two actions for approval by written consent during fiscal year 2019.

Please refer to the Company's Compensation Report for Fiscal Year 2019 for further information on the Compensation Committee's criteria and process for evaluating executive compensation.

Nominating Committee

The Nominating Committee is composed of at least three members, with each of the members being non-executive, independent directors. Among its duties, the Nominating Committee:

- evaluates the composition of the Board of Directors and its Committees, determines future requirements and makes recommendations to the Board of Directors for approval;
- determines on an annual basis the desired Board qualifications and expertise and conducts searches for potential directors with these attributes;
- evaluates and makes recommendations of nominees for election to the Board of Directors; and
- evaluates and makes recommendations to the Board concerning the appointment of directors to Board Committees and the selection of Board Committee chairs.

The Nominating Committee may and typically does retain an executive search firm to assist with the identification and evaluation of prospective Board nominees based on criteria established by the Committee. For information on the Nominating Committee's policies with respect to director nominations please see "Elections to the Board of Directors" above.

The Nominating Committee currently consists of Dr. Aebischer, Chairperson, Ms. Becker and Mr. Hirsch. Effective as of the 2019 Annual General Meeting, the Board of Directors expects that Ms. Becker will be appointed as the Nominating Committee Chairperson. The Board has determined that each of Dr. Aebischer, Ms. Becker and Mr. Hirsch meets the independence requirements of the Nasdaq Stock Market listing standards. Upon the Committee's recommendation of nominees for election to the Board of Directors, the nominees are presented to the full Board. Nominees are then selected by a majority of the independent members of the Board. The Nominating Committee met three times in fiscal year 2019. The meetings were held in person or by teleconference and lasted approximately half-an-hour to one hour.

Technology and Innovation Committee

Following the Company's 2018 Annual General Meeting, the Board formalized its Technology and Innovation Committee as a Board committee to assist and make recommendations to the Board and the management team with respect to technology and innovation in support of the overall business strategy of the Company.

The Technology and Innovation Committee currently consists of Dr. Bugnion, Chairperson, Dr. Aebischer, Dr. Hunt and Dr. Yeh, all of whom have advanced technical degrees and have been Chief Technology Officers at technology companies or have founded and managed technology companies. Following Dr. Yeh's departure from the Board, effective as of the 2019 Annual General Meeting, the Board of Directors expects that Mr. Gecht will be appointed to the Technology and Innovation Committee. The Technology and Innovation Committee met two times in fiscal year 2019. The meetings were held in person and lasted approximately two to three hours. The Committee received reports and presentations before the meetings in order to allow them time to prepare adequately. At the Committee's invitation, the Company's Chief Technology Officer, as applicable, Chief Information Officer, and General Counsel attended each meeting.

Corporate Governance and Board of Directors Matters

Compensation Committee Interlocks and Insider Participation

None of the members of the Compensation Committee has been an officer or employee of Logitech. None of our executive officers serves on the board of directors or compensation committee of a company that has an executive officer that serves on our Board of Directors.

Communications with the Board of Directors

Shareholders may contact the Board of Directors about bona fide issues or questions about Logitech by sending an email to generalcounsel@logitech.com or by writing the Corporate Secretary at the following address:

Logitech International S.A.
Attn: Corporate Secretary
EPFL - Quartier de l'Innovation
Daniel Borel Innovation Center
1015 Lausanne, Switzerland

All such shareholder communications will be forwarded to the appropriate member or members of the Board of Directors or, if none is specified, to the Chairperson of the Board of Directors.

Security Ownership

Security Ownership of Certain Beneficial Owners and Management as of June 30, 2019

In accordance with the proxy statement rules under U.S. securities laws, the following table shows the number of our shares beneficially owned as of June 30, 2019 by:

- each person or group known by Logitech, based on filings pursuant to Section 13(d) or (g) under the U.S. Securities Exchange Act of 1934 or notifications to the Company under applicable Swiss laws, to own beneficially more than 5% of our outstanding shares as of June 30, 2019;
- each director and each nominee for director;
- the persons named in the Summary Compensation Table in the Compensation Report (the “named executive officers”); and
- all directors and current executive officers as a group.

	Number of Shares Owned ⁽²⁾	Shares that May be Acquired Within 60 Days ⁽³⁾	Total Beneficial Ownership	Total as a Percentage of Shares Outstanding ⁽⁴⁾
5% Shareholders:⁽¹⁾				
BlackRock, Inc. ⁽⁵⁾	9,601,441	—	9,601,441	5.8%
Directors, not including the Chairman or the CEO:⁽¹⁾				
Patrick Aebischer	9,293	—	9,293	*
Wendy Becker	4,193	—	4,193	*
Edouard Bugnion	24,637	—	24,637	*
Didier Hirsch	55,366	—	55,366	*
Neil Hunt	60,526	—	60,526	*
Marjorie Lao ⁽⁶⁾	—	—	—	*
Neela Montgomery	3,221	—	3,221	*
Dimitri Panayotopoulos ⁽⁷⁾	33,897	—	33,897	*
Lung Yeh	16,121	—	16,121	*
Nominees for Director:⁽¹⁾				
Guy Gecht	—	—	—	*
Michael Polk	—	—	—	*
Named Executive Officers:⁽¹⁾				
Guerrino De Luca	322,896	130,000	452,896	*
Bracken Darrell	557,832	1,700,000	2,257,832	1.3%
Vincent Pilette	141,492	—	141,492	*
Marcel Stolk	80,092	—	80,092	*
L. Joseph Sullivan	73,155	—	73,155	*
Current Directors and Executive Officers as a Group (10)	1,054,085	1,830,000	2,884,085	1.7%

* Less than 1%

(1) Unless otherwise indicated, the address for each beneficial owner listed in this table is c/o Logitech International S.A., EPFL, Quartier de l'Innovation, Daniel Borel Innovation Center, 1015 Lausanne, Switzerland or c/o Logitech Inc., 7700 Gateway Boulevard, Newark, California 94560, USA.

Security Ownership

- (2) *To Logitech's knowledge, except as otherwise noted in the footnotes to this table, each director and executive officer has sole voting and investment power over the shares reported as beneficially owned in accordance with SEC rules, subject to community property laws where applicable.*
- (3) *Includes shares represented by vested, unexercised options as of June 30, 2019 and options and restricted stock units that are expected to vest within 60 days after June 30, 2019. These shares are deemed to be outstanding for the purpose of computing the percentage ownership of the person holding the options or restricted stock units, but are not treated as outstanding for the purpose of computing the percentage ownership of any other person.*
- (4) *Based on 166,464,628 shares outstanding on June 30, 2019 (173,106,620 shares outstanding less 6,641,992 treasury shares outstanding).*
- (5) *The number of shares held by BlackRock, Inc. is based on the number of shares reported as beneficially owned by BlackRock, Inc. and its subsidiaries on a Schedule 13G filed with the U.S. Securities and Exchange Commission on February 8, 2019. The address of BlackRock, Inc. is 55 East 52nd Street, New York, New York 10055.*
- (6) *Marjorie Lao was first elected as a director of the Company at the Annual General Meeting on September 5, 2018.*
- (7) *Dimitri Panayotopoulos resigned from the Board of Directors of the Company in June 2019.*

Share Ownership Guidelines

Members of the Board of Directors and executive officers and other officers who report directly to the Chief Executive Officer or President are subject to share ownership guidelines.

Directors are required to own Logitech shares with a market value equal to 5 times the annual Board retainer under guidelines adopted by the Board in June 2006, revised in June 2013, and recently revised again in June 2019. Directors are required to achieve this ownership within five years of joining the Board, or, in the case of directors serving at the time the revised guidelines were adopted, within five years of the effective date of adoption of the guidelines. The guidelines will be adjusted to reflect any capital adjustments, and will be reevaluated by the Board from time to time. As of June 30, 2019, each director had either satisfied these ownership guidelines or had time remaining to do so.

The Compensation Committee adopted share ownership guidelines for executive officers and other officers who report directly to the Chief Executive Officer or President effective September 2008 and revised in September 2013. These guidelines now apply to executive officers and other officers who report directly to the Chief Executive Officer. These guidelines require:

- the Chief Executive Officer to hold a number of Logitech shares with a market value equal to 5 times his annual base salary;
- the Chief Financial Officer to hold a number of Logitech shares with a market value equal to 3 times his annual base salary;
- executive officers, other than the Chief Executive Officer and Chief Financial Officer, to hold a number of Logitech shares with a market value equal to 2 times their respective annual base salaries; and
- remaining officers who report directly to the Chief Executive Officer to hold a number of Logitech shares with a market value equal to their respective annual base salaries.

Officers subject to the guidelines are required to achieve the guideline within five years of being appointed to the position making them subject to the guideline, or, in the case of such officers serving at the time the guidelines were originally adopted, within five years of the effective date of adoption of the guidelines. The guidelines will be adjusted to reflect any capital adjustments, and will be re-evaluated by the Compensation Committee from time to time. Up to 50% of the guideline may be met through the net value of vested, unexercised stock options. If the guideline is not met within five years, the Chief Executive Officer must hold 100% of his after-tax shares resulting from option exercises or other equity incentive awards until the guideline is reached, and all other executive officers and Chief Executive Officer direct reports must hold at least 50% of the net shares resulting from option exercises or other equity incentive awards until the guideline is reached. In addition, if the guideline is not met, the officer will have 50% of the after-tax value of any earned bonuses under the Leadership Team Bonus Program paid in fully vested Logitech shares. As of June 30, 2019, all of the executive officers and other officers who report directly to Chief Executive Officer had either satisfied these ownership guidelines or had time remaining to do so.

Certain Relationships and Related Transactions

Our Policies

It is our policy that all employees must not engage in any activities which could conflict with Logitech's business interests, which could adversely affect its reputation or which could interfere with the fulfillment of the responsibilities of the employee's job, which at all times must be performed in the best interests of Logitech. In addition, Logitech employees may not use their position with Logitech, or Logitech's information or assets, for their personal gain or for the improper benefit of others. These policies are included in our Code of Conduct, which covers our directors, executive officers and other employees. If in a particular circumstance the Board concludes that there is or may be a perceived conflict of interest, the Board will instruct our Legal department to work with our relevant business units to determine if there is a conflict of interest. Any waivers to these conflict rules with regard to a director or executive officer require the prior approval of the Board, and any transaction that is a related party transaction under U.S. securities laws must be approved by the Audit Committee or another independent committee of the Board.

Nasdaq Rules and Swiss Best Corporate Governance Practices

Nasdaq rules defining "independent" director status also govern conflict of interest situations, as do Swiss best corporate governance principles published by *economiesuisse*, a leading Swiss business organization. As discussed above, the Board of Directors has determined that each of our directors and nominees to be a director, other than Mr. Darrell and Mr. De Luca, qualifies as "independent" in accordance with the Nasdaq rules. The Nasdaq rules include a series of objective tests that would not allow a director to be considered independent if the director has or has had certain employment, business or family relationships with the company. The Nasdaq independence definition also includes a requirement that the Board review the relations between each independent director and the company on a subjective basis. In accordance with that review, the Board has made a subjective determination as to each independent director that no relationships exist that, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director.

SEC Rules

In addition to the Logitech and Nasdaq policies and rules described above, the SEC has specific disclosure requirements covering certain types of transactions involving Logitech and a director or executive officer or persons and entities affiliated with them.

Logitech has a long-standing relationship with the École Polytechnique Fédérale de Lausanne (EPFL) and has based its Swiss headquarters on the EPFL campus since 2013. In fiscal year 2019, we did approximately USD 2.7 million of business with the EPFL and the EPFL Innovation Park, a foundation controlled by the EPFL and other entities. The payments primarily covered our office lease and related payments. We also engaged in research projects, event and organization sponsorships, and other projects with the EPFL. In September 2016, Patrick Aebischer, the President of the EPFL, joined our board of directors. Dr. Aebischer retired as President of the EPFL at the end of December 2016. In January 2017, Edouard Bugnion, one of our non-employee directors, became Vice President for Information Systems at the EPFL. Dr. Aebischer and Dr. Bugnion are also professors at the EPFL. The Audit Committee approved, ratified and confirmed these arms-length transactions with the EPFL.

Other than the EPFL, since April 1, 2018 we have not been a party to, and we have no plans to be a party to, any transaction or series of similar transactions in which the amount involved exceeded or will exceed USD 120,000 and in which any current director, director nominee, executive officer, holder of more than 5% of our shares, or any member of the immediate family of any of the foregoing, had or will have a direct or indirect material interest.

We have entered into an indemnification agreement with each of our directors and executive officers. The indemnification agreements require us to indemnify our directors and officers to the fullest extent permitted by Swiss and California law.

None of the following persons has been indebted to Logitech or its subsidiaries at any time since the beginning of fiscal year 2019: any of our directors or executive officers; any nominee for election as a director; any member of the immediate family of any of our directors, executive officers or nominees for director; any corporation or organization of which any of our directors, executive officers or nominees is an executive officer or partner or is, directly or indirectly, the beneficial owner of 10% or more of any class of equity securities (except trade debt entered into in the ordinary course of business); and any trust or other estate in which any of the directors, executive officers or nominees for director has a substantial beneficial interest or for which such person serves as a trustee or in a similar capacity.

Independent Auditors

Under Logitech's Articles of Incorporation, the shareholders elect or re-elect the Company's independent auditors each year at the Annual General Meeting.

Logitech's independent auditors for fiscal year 2019 were KPMG AG, Zurich, Switzerland. KPMG AG assumed its first audit mandate for Logitech in fiscal year 2015. They were elected by the shareholders as Logitech's auditors at the Annual General Meeting in December 2014 and re-elected at the Annual General Meetings in September 2015, September 2016, September 2017, and September 2018. For purposes of U.S. securities law reporting, KPMG LLP, Santa Clara, California, served as the Company's independent registered public accounting firm for fiscal year 2019. Together, KPMG AG and KPMG LLP are referred to as "KPMG." As appointed by the Board, the Audit Committee is responsible for supervising the performance of the Company's independent auditors, and recommends the election or replacement of the independent auditors to the Board of Directors.

Representatives of KPMG were invited to attend all regular meetings of the Audit Committee. During fiscal year 2019, KPMG representatives attended all of the Audit Committee meetings. The Committee met separately four times with representatives of KPMG in closed sessions of Committee meetings.

On a quarterly basis, KPMG reports on the findings of their audit and/or review work including their audit of Logitech's internal control over financial reporting. These reports include their assessment of critical accounting policies and practices used, alternative treatments of financial information discussed with management, and other material written communication between KPMG and management. At each quarterly Board meeting, the Audit Committee reports to the full Board on the substance of the Committee meetings during the quarter. On an annual basis, the Audit Committee approves KPMG's audit plan and evaluates the performance of KPMG and its senior representatives in fulfilling its responsibilities. Moreover, the Audit Committee recommends to the Board the appointment or replacement of the independent auditors, subject to shareholder approval. The Audit Committee reviews the annual report provided by KPMG as to its independence.

Audit and Non-Audit Fees

The following table sets forth the aggregate fees billed to us for the audit and other services provided by KPMG during the fiscal years ended March 31, 2019 and 2018 (in thousands):

	2019	2018
Audit fees ⁽¹⁾	\$ 3,258	\$ 3,514
Audit-related fees ⁽²⁾	635	100
Tax fees ⁽³⁾	135	135
Total	\$ 4,028	\$ 3,749

(1) *Audit fees.* This category includes fees for the audit of our financial statements in our Annual Report on Form 10-K, fees for the audit of our internal control over financial reporting in accordance with Section 404 of the Sarbanes-Oxley Act of 2002, fees for the review of the interim condensed financial statements in our Quarterly Reports on Form 10-Q, fees for the audit of our consolidated financial statements in connection with the Swiss SIX filing, and fees for the services that are normally provided by KPMG in connection with statutory and regulatory filings or other engagements and accounting related to acquisitions.

(2) *Audit-related fees.* This category includes fees for the due diligence services for mergers and acquisitions.

(3) *Tax fees.* This category includes fees related to the 2018 and 2017 tax compliance and tax consulting services.

Independent Auditors

Pre-Approval Procedures and Policies

The Audit Committee pre-approves all audit and non-audit services provided by KPMG. This pre-approval must occur before the auditor is engaged. The Audit Committee pre-approves categories of non-audit services and a target fee associated with each category. Usage of KPMG fees against the target is presented to the Audit Committee at each in-person quarterly meeting, with additional amounts requested as needed. Services that last longer than a year must be re-approved by the Audit Committee.

The Audit Committee can delegate the pre-approval ability to a single independent member of the Audit Committee. The delegate must communicate all services approved at the next scheduled Audit Committee meeting. The Audit Committee or its delegate can pre-approve types of services to be performed by KPMG with a set dollar limit per type of service. The Corporate Controller is responsible for ensuring that the work performed is within the scope and dollar limit as approved by the Audit Committee. Management must report to the Audit Committee the status of each project or service provided by KPMG.

Report of the Audit Committee

The Audit Committee is responsible for overseeing Logitech's accounting and financial reporting processes and audits of Logitech's financial statements. The Audit Committee acts only in an oversight capacity and relies on the work and assurances of management, which has primary responsibility for Logitech's financial statements and reports, Logitech's internal auditors, as well as KPMG, Logitech's independent auditors, which is responsible for expressing an opinion on the conformity of Logitech's audited financial statements to generally accepted accounting principles and attesting to the effectiveness of Logitech's internal control over financial reporting.

The Board of Directors has adopted a written charter for the Audit Committee. A copy of the Charter can be found on our website at <http://ir.logitech.com>. To view the charter, select "Audit Committee Charter" under "Corporate Governance."

The Audit Committee has reviewed and discussed our audited financial statements for the fiscal year ended March 31, 2019, with our management. In addition, the Audit Committee has discussed with the independent auditors the matters required to be discussed by Auditing Standard 1301, "Communications with Audit Committees," as adopted by the Public Company Accounting Oversight Board.

The Audit Committee has received the written disclosures and the letter from the independent accountant required by applicable requirements of the Public Company Accounting Oversight Board regarding the independent accountant's communications with the Audit Committee concerning independence, and has discussed with the independent accountant the independent accountant's independence.

Based on the reviews and discussions referred to above, the Audit Committee recommended to the Board of Directors that the audited consolidated financial statements be included in Logitech's Annual Report on Form 10-K for the fiscal year ended March 31, 2019.

Submitted by the Audit Committee of the Board

Didier Hirsch, Chairperson
Neela Montgomery
Lung Yeh

Section 16(a) Beneficial Ownership Reporting Compliance

Section 16 of the Exchange Act requires Logitech's directors, executive officers and any persons who own more than 10% of Logitech's shares, to file initial reports of ownership and reports of changes in ownership with the SEC. Such persons are required by SEC regulation to furnish Logitech with copies of all Section 16(a) forms that they file. As a matter of practice, our administrative staff assists our executive officers and directors in preparing initial ownership reports and reporting ownership changes, and typically files these reports on their behalf.

We believe that all Section 16(a) filing requirements were met in fiscal year 2019.

Compensation Report for Fiscal Year 2019

This Compensation Report has been designed to comply with both the proxy statement disclosure rules under U.S. securities laws and Swiss regulations. For Swiss law purposes, this Report is supplemented by a Remuneration Report prepared in compliance with the Ordinance against excessive compensation in stock exchange listed companies in Switzerland (the “Minder Ordinance”). This Report is an integrated part of our Annual Report, Invitation, and Proxy Statement for our 2019 Annual General Meeting.

Compensation Discussion and Analysis

This Compensation Discussion and Analysis is intended to assist our shareholders in understanding our executive compensation program by providing an overview of our executive compensation-related policies, practices, and decisions for fiscal year 2019. It also explains how we determined the material elements of compensation for our Chief Executive Officer, our Chief Financial Officer, and the three executive officers (other than our Chief Executive Officer and Chief Financial Officer) who were our most highly-compensated executive officers for fiscal year 2019, and who we refer to as our “Named Executive Officers.” For fiscal year 2019, our Named Executive Officers were:

- Guerrino De Luca, Executive Chairman;
- Bracken Darrell, President and Chief Executive Officer;
- Vincent Pilette, former Chief Financial Officer;
- Marcel Stolk, former Executive Chairman, Logitech Europe S.A. and Senior Vice President, Business Model Innovation; and
- L. Joseph Sullivan, former Senior Vice President, Worldwide Operations.

Executive Summary

The Compensation Committee believes the design of our executive compensation program has and will continue to meet our goal of providing our executives with market-competitive compensation packages that provide for above-market rewards when Logitech outperforms both our internal goals and the overall market, and limited rewards when Logitech’s performance does not meet these objectives. Overall, our Compensation Committee has developed an executive compensation program that it believes will provide an incentive to drive the Company’s performance and reward both our shareholders and our executives.

Fiscal Year 2019 Business Highlights

Logitech had a successful fiscal year 2019, demonstrating the strength of our strategy.

- We delivered our highest ever fiscal year net sales at \$2.79 billion, up 9 percent over fiscal year 2018 net sales in U.S. dollars.
- We continued to introduce innovative new products and improved cost management.
- We grew net sales across all our regions. Many categories - Video Collaboration, Gaming, Tablet & Other Accessories and Audio & Wearables - grew double digits, and PC Peripherals saw solid growth too.
- We acquired Blue Microphones, a leader in studio-quality microphones for the past 20 years.

Please see the section entitled *Management’s Discussion and Analysis of Financial Condition and Results of Operations* in our Annual Report for a more detailed discussion of our fiscal year 2019 financial results.

Compensation Report for Fiscal Year 2019

Executive Compensation Highlights

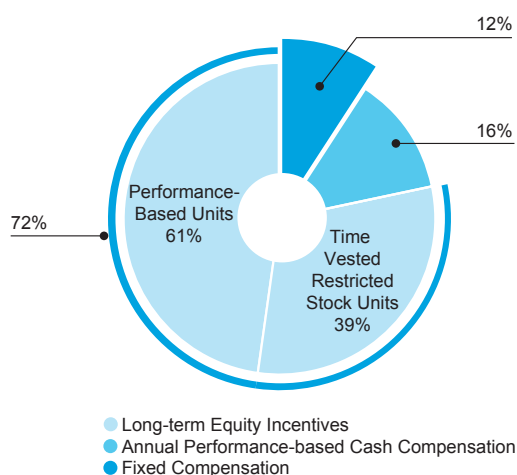
The incentives created by our executive compensation program help to drive strong performance and have contributed to our growth and shareholder value creation and demonstrate our commitment to pay-for-performance. Consistent with our strong performance and compensation philosophy, the Compensation Committee took the following compensation actions for our executive officers for fiscal year 2019:

Named Executive Officer	FY 2019 Base Salary Increase from FY 2018	FY 2019 Annual Bonus as a Percentage of Target Bonus	FY 2019 Annual Time-Based Restricted Stock Units Award (Grant Date Fair Value)	FY 2019 Annual Performance-Based Restricted Stock Units Award (Grant Date Fair Value)
Guerrino De Luca	0%	178%	\$191,485	\$299,700
Bracken Darrell	0%	178%	\$2,106,194	\$3,296,441
Vincent Pilette	0%	178%	\$1,148,840	\$1,798,089
Marcel Stolk	0%	130%	\$384,259	\$599,363
L. Joseph Sullivan	0%	100%	\$143,614	\$224,775

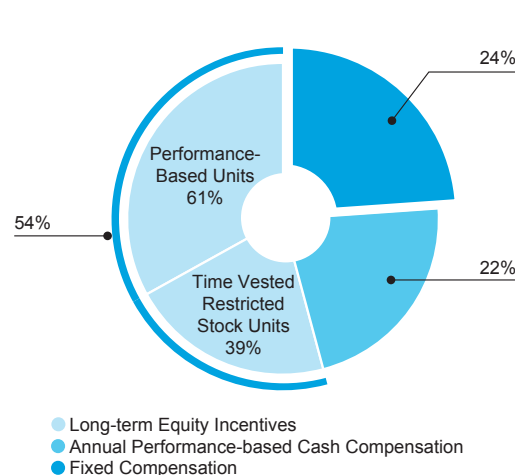
Emphasis on Variable and Performance-Based Compensation

The annual compensation of our executive officers varies from year to year based on our corporate financial and operational results and individual performance. Our executive compensation program emphasizes “variable” performance-based pay over “fixed” pay and seeks to balance short-term and long-term incentives as well as performance-based and time-based incentives. In fiscal year 2019, the majority of the target total direct compensation of our CEO consisted of performance-based pay, including cash awarded under our annual bonus plan and long-term incentives in the form of performance-based equity awards for which value is based on achievement of pre-established performance criteria. Fixed pay, primarily consisting of base salary, made up only 12% of our CEO’s target total direct compensation in fiscal year 2019, while variable pay, consisting of both annual bonus and long-term equity incentives, made up 88% of his target total direct compensation. This same philosophy was applied to our other executive officers. The following charts show the percentages of target “variable” pay versus target “fixed” pay for fiscal year 2019:

CEO TARGET COMPENSATION MIX



OTHER NEO TARGET COMPENSATION MIX



Compensation Report for Fiscal Year 2019

Executive Compensation Best Practices

We strive to maintain sound executive compensation policies and practices, including compensation-related corporate governance standards, consistent with our executive compensation philosophy. We have the following executive compensation policies and practices in place, including both those that we have implemented to drive performance and those that either prohibit or minimize behaviors that we do not believe serve our shareholders' long-term interests:

What We Do

- ✓ **Compensation Committee Independence** – Our Board of Directors maintains a Compensation Committee comprised solely of independent directors.
- ✓ **Independent Compensation Committee Advisors** – The Compensation Committee engages and retains its own independent advisors and reviews their independence annually.
- ✓ **Annual Compensation Review** – The Compensation Committee conducts an annual review of our executive compensation philosophy and strategy, including a review of the compensation peer group and other information used for comparative purposes.
- ✓ **Compensation-Related Risk Assessment** – The Compensation Committee conducts an annual evaluation of our compensation programs, policies, and practices, to ensure that they are designed to reflect an appropriate level of risk-taking but do not encourage our employees to take excessive or unnecessary risks that could have a material adverse impact on the Company.
- ✓ **Emphasize Performance-based Incentive Compensation** – The Compensation Committee designs our executive compensation program to use performance-based short-term and long-term incentive compensation awards to align the interests of our executive officers with the interests of our shareholders.
- ✓ **Emphasize Long-Term Equity Compensation** – The Compensation Committee uses equity awards to deliver long-term incentive compensation opportunities to our executive officers. These equity awards vest or may be earned over multi-year periods, which better serves our long-term value creation goals and retention objectives.
- ✓ **Limited Executive Perquisites** – We generally do not provide perquisites or other personal benefits to our executive officers. The executive officers participate in our health and welfare benefit programs on the same basis as all of our employees.
- ✓ **Stock Ownership Policy** – We maintain a stock ownership policy for our directors and executive officers which requires each of them to own a specified amount of our registered shares as a multiple of their base salary or annual board retainer.
- ✓ **Compensation Recovery Policy** – We have adopted a policy that provides for the recoupment of bonus and other incentive compensation and equity compensation from our executive officers resulting from fraud or intentional misconduct of an executive officer or if the executive officer knew of the fraud or misconduct.
- ✓ **“Double-Trigger” Change of Control Arrangements in Equity Award Agreements** – The post-employment equity compensation arrangements for our executive officers are based on a “double-trigger” arrangement that provides for acceleration of time-based equity only in the event of (i) a change in control of the Company and (ii) a qualifying termination of employment. As noted below, we do not provide any cash payment related to termination of employment or change of control.
- ✓ **Prohibition on Hedging and Pledging** – Under our Insider Trading Policy, we prohibit our executive officers from hedging any Company securities owned by them and from pledging any Company securities owned by them as collateral for a loan.
- ✓ **Succession Planning** – Our Board of Directors reviews on an annual basis our succession strategies and plans for our most critical positions.

Compensation Report for Fiscal Year 2019

What We Do Not Do

- ✕ **No Severance or Change of Control Arrangements** – To comply with the Minder Ordinance we have no severance or change of control arrangements (other than acceleration of vesting of equity awards as provided in our equity award agreements) for our executive officers, including members of our Group Management Team (Mr. Darrell and formerly Messrs. Pilette, Stolk and Sullivan).
- ✕ **No Special Retirement Programs** – Other than our Section 401(k) plan and our Swiss Pension plan generally available to all employees in the U.S. and Switzerland, respectively, we do not offer defined benefit or contribution retirement plans or arrangements for our executive officers.
- ✕ **No Tax “Gross-Ups” or Payments** – We do not provide any “gross-ups” or tax payments in connection with any compensation element for our executive officers, other than for our standard relocation benefits. This means we do not provide any excise tax “gross-up” or tax reimbursement in connection with any change of control payments or benefits.
- ✕ **No Unearned Dividends** – We do not pay dividends or dividend equivalents on unvested or unearned restricted stock unit or performance-based restricted stock unit awards.
- ✕ **No Stock Option Repricing** – We do not reprice options to purchase our registered shares without shareholder approval.

Say-on-Pay

As required under the U.S. securities laws, Logitech provides our shareholders the ability to periodically cast advisory votes on executive compensation, as reflected in the proposals for our 2019 Annual General Meeting. We remain committed to providing clear and thorough disclosure on our executive compensation practices and actions, and our Compensation Committee will carefully consider the voting results.

Beginning in 2015, in compliance with the Minder Ordinance, we instituted annual binding shareholder votes on the maximum aggregate compensation amounts for our directors and for members of our Group Management Team consistent with the compensation structure that shareholders approved in amendments to our Articles of Incorporation at our 2014 Annual General Meeting.

At our 2017 Annual General Meeting, shareholders approved a maximum aggregate amount of compensation for the Group Management Team and for the Board of Directors. The total actual compensation paid compared to the amount approved were as follows:

	Period	Approved Maximum Aggregate Compensation	Actual Aggregate Compensation
Group Management Team	Fiscal year 2019	\$24,650,000	\$16,925,469
Board of Directors⁽¹⁾	2017-2018 Board Year	CHF 5,300,000	CHF 4,408,676

At our 2018 Annual General Meeting, 87% of the votes cast on our annual Say-on-Pay proposal supported the compensation of our named executive officers, 90% approved the aggregate compensation for the Board of Directors for the 2018 to 2019 Board Year and 86% approved the aggregate compensation of our Group Management Team for fiscal year 2020. The Compensation Committee was mindful of shareholder support for our pay-for-performance compensation philosophy in maintaining our general compensation practices and setting fiscal year 2019 compensation for our executive officers. Our CEO and CFO regularly speak with our shareholders about the Company, our performance and strategy and communicate any feedback on our compensation plans back to the Compensation Committee which it considers when making compensation decisions. We will continue to engage with our shareholders and consider the results from this year's and future advisory and binding votes on executive compensation as well as feedback from our shareholders. For more information regarding our annual Say-on-Pay proposal for fiscal year 2019 and our binding votes on aggregate compensation, see *Proposal 2 – Advisory Vote to Approve Executive Compensation*, *Proposal 11 – Approval of Compensation for the Board of Directors for the 2019 to 2020 Board Year* and *Proposal 12 – Approval of Compensation for the Group Management Team for Fiscal Year 2021*.

¹The portion of Board compensation attributable to our Executive Chairman, typically calculated on a fiscal year basis, is estimated based on actual equity grants made during the applicable Board year and pro-rated amounts for his salary, bonus and other compensation for each fiscal year in the applicable Board year by month.

Compensation Report for Fiscal Year 2019

Compensation Philosophy and Guiding Principles

We have designed our executive compensation program to:

- Provide compensation sufficient to attract and retain the level of talent needed to create and manage an innovative, high-growth, global company in highly competitive and rapidly evolving markets;
- Support a performance-oriented culture;
- Maintain a balance between fixed and variable compensation and place a significant portion of total compensation at risk based on the Company's performance, while maintaining controls over inappropriate risk-taking by factoring in both annual and long-term performance;
- Provide a balance between short-term and long-term objectives and results;
- Align executive compensation with shareholders' interests by tying a significant portion of compensation to increasing share value; and
- Reflect the executive's role and past performance through base salary and short-term cash incentives, and his or her potential for future contribution through long-term equity incentive awards.

However, while compensation is a central part of attracting, retaining, and motivating the best executives and employees, we believe it is not the sole or exclusive reason why exceptional executives or employees choose to join and stay at Logitech, or why they work hard to achieve results for our shareholders. In this regard, both the Compensation Committee and management believe that providing a working environment and opportunities in which executives and employees can develop, express their individual potential, and make a difference are also a key part of Logitech's success in attracting, motivating, and retaining executives and employees.

The Compensation Committee periodically reviews and analyzes market trends and the prevalence of various compensation delivery vehicles and adjusts the design and operation of our executive compensation program from time to time as it deems necessary or appropriate. In designing and implementing the various elements of our executive compensation program, the Compensation Committee considers market and industry practices, as well as our compensation structure's tax efficiency and its impact on our financial condition. While the Compensation Committee considers all of these factors in its deliberations, it places no formal weighting on any one factor.

The Compensation Committee evaluates our compensation philosophy and program objectives on an annual basis or more frequently as circumstances require.

Compensation-Setting Process

Role of the Compensation Committee

The Compensation Committee, among its other responsibilities, establishes our overall compensation philosophy and reviews and approves our executive compensation program, including the specific compensation of our executive officers. The Compensation Committee has the authority to retain compensation consultants and other advisors, including legal counsel, to assist in carrying out its responsibilities. The Compensation Committee's authority, duties, and responsibilities are described in its charter, which is reviewed annually and updated as warranted. The charter is available on our Company website at <http://ir.logitech.com>.

While the Compensation Committee determines our overall compensation philosophy and approves the compensation of our executive officers, it considers the recommendations of its compensation consultants and other advisors, as well as our CEO, our CFO, our head of People & Culture, and our compensation department. The Compensation Committee makes all final decisions regarding executive compensation, including base salary levels, target annual cash bonus opportunities, actual cash bonus payments, and long-term incentives in the form of equity awards. The Compensation Committee meets on a regularly-scheduled basis and at other times as needed. The Compensation Committee periodically reviews compensation matters with our Board of Directors. The chair of the Compensation Committee reports to the Board of Directors on the activities of the Compensation Committee at quarterly board meetings, and the minutes of the Compensation Committee meetings are available to the members of the Board of Directors.

Before the beginning of each fiscal year, the Compensation Committee reviews our executive compensation program to assess whether our compensation elements, actions, and decisions (i) are properly coordinated, (ii) are aligned with our vision, mission, values, and corporate goals, (iii) provide appropriate short-term and long-term incentives for our executive officers, (iv) achieve their intended purposes, and (v) are competitive with the compensation of executives in comparable positions at the companies with which we compete for executive talent. Following this assessment, the Compensation

Compensation Report for Fiscal Year 2019

Committee makes any necessary or appropriate modifications to our existing plans and arrangements or adopts new plans or arrangements.

The Compensation Committee also conducts an annual review of our executive compensation strategy to ensure that it is appropriately aligned with our business strategy and achieving our desired objectives. Further, the Compensation Committee reviews market trends and changes in competitive compensation practices, as further described below.

The factors considered by the Compensation Committee in determining the compensation of our executive officers for fiscal year 2019 included:

- Each individual executive's performance;
- Each individual executive's skills, experience, qualifications and marketability;
- The Company's performance against financial goals and objectives;
- The Company's performance relative to both industry competitors and its compensation peer group;
- The positioning of the amount of each executive's compensation in a ranking of peer compensation;
- The compensation practices of the Company's peer group;
- Balancing the compensation requirements and practices of Switzerland and Silicon Valley;
- Maintaining a diverse and inclusive environment that provides a competitive edge through varied insights; and
- The recommendations of our CEO (except with respect to his own compensation and the compensation of our Executive Chairman) as described below.

The Compensation Committee did not weight these factors in any predetermined or formulaic manner in making its decisions. The members of the Compensation Committee considered this information in light of their individual experience, knowledge of the Company, knowledge of each executive officer, knowledge of the competitive market, and business judgment in making their decisions regarding executive compensation and our executive compensation program.

As part of this process, our Executive Chairman works closely with the Compensation Committee in determining the compensation of our CEO. The non-employee members of the Board of Directors evaluates the performance of our Executive Chairman and our CEO each year and the Compensation Committee incorporates that evaluation in its decisions regarding their base salary adjustments, target annual cash bonus opportunities, actual cash bonus payments, and long-term incentives in the form of equity awards. Our Executive Chairman and our CEO are not present during any of the deliberations regarding their own compensation.

Role of our CEO

Our CEO works closely with the Compensation Committee in determining the compensation of our other executive officers, excluding our Executive Chairman. Typically, our CEO works with the Compensation Committee to recommend the structure of the annual bonus plan, and to identify and develop corporate performance objectives for such plan, and to evaluate actual performance against the selected measures. Our CEO also works with the Compensation Committee to determine the appropriate form and performance goals for our equity compensation program.

At the beginning of each year, our CEO reviews the prior year's performance of our executive officers who report to him and then makes recommendations to the Compensation Committee for each element of compensation. Using his evaluation of each executive officer's performance and taking into consideration historical compensation awards to our executive officers and our corporate performance during the preceding year, these recommendations cover base salary adjustments, target annual cash bonus opportunities, actual bonus payments, and long-term incentives in the form of equity awards for each of our executive officers (other than himself and our Executive Chairman) based on our results, the individual executive officer's contribution to these results, and the executive officer's performance toward achieving the executive officer's individual performance goals. The Compensation Committee then reviews these recommendations and makes decisions as to the target total direct compensation of each executive officer, as well as each individual compensation element.

While the Compensation Committee considers our CEO's recommendations, as well as the competitive market analysis prepared by its compensation consultants, these recommendations and market data serve as only two of several factors in making its decisions with respect to the compensation of our executive officers. Ultimately, the Compensation Committee applies its own business judgment and experience to determine the individual compensation elements and amount of each element for our executive officers. Moreover, no executive officer participates in the determination of the amounts or elements of his or her own compensation.

Compensation Report for Fiscal Year 2019

Role of Compensation Consultants

Pursuant to its charter, the Compensation Committee has the authority to engage its own compensation consultants and other advisors, including legal counsel, as it determines in its sole discretion, to assist in carrying out its responsibilities. The Compensation Committee makes all determinations regarding the engagement, fees, and services of these advisors, and any such advisor reports directly to the Compensation Committee. The Compensation Committee may replace its compensation consultants or hire additional advisors at any time.

In fiscal year 2019, pursuant to this authority, the Compensation Committee engaged Compensia, Inc., a U.S. compensation consulting firm, and Agnès Blust Consulting, a Swiss compensation consulting firm. The Compensation Committee engages compensation consultants to provide information, analysis, and other assistance relating to our executive compensation program on an ongoing basis. The nature and scope of the services provided to the Compensation Committee by the independent compensation consultants in fiscal year 2019 were as follows:

- reviewed and recommended updates to the compensation peer group;
- provided advice with respect to compensation best practices and market trends for executive officers and members of our Board of Directors;
- conducted an analysis of the levels of overall compensation and each element of compensation for our executive officers;
- conducted an analysis of the levels of overall compensation and each element of compensation for the members of our Board of Directors;
- conducted a compensation risk assessment;
- assisted in our equity compensation strategy and proposal for an equity compensation plan pool increase; and
- provided legislative updates and ad hoc advice and support throughout the year.

The independent compensation consultants attend Compensation Committee meetings as requested and also communicate with the Compensation Committee outside of meetings. The compensation consultants report to the Compensation Committee rather than to management, although they typically meet with members of management, including our CEO and members of our executive compensation staff, for purposes of understanding proposals that management may make to the Compensation Committee.

The Compensation Committee has assessed the independence of the compensation consultants taking into account, among other things, the six independence-related factors as set forth in Exchange Act Rule 10C-1 issued by the SEC under the Dodd–Frank Wall Street Reform and Consumer Protection Act and the enhanced independence standards and factors set forth in the applicable listing standards of the Nasdaq Stock Market, and has concluded that its relationship with each independent compensation consultant and the work of each of them on behalf of the Compensation Committee has not raised any conflict of interest. Compensia and Agnès Blust Consulting have not provided any other services to us and have received no compensation other than with respect to the services described above.

Compensation Report for Fiscal Year 2019

Compensation Peer Group

As part of its deliberations, the Compensation Committee considers competitive market data on executive compensation levels and practices and a related analysis of such data. This data is drawn from a select group of peer companies developed by the Compensation Committee, as well as compensation survey data.

For fiscal year 2019, at the direction of the Compensation Committee, Compensia evaluated the existing compensation peer group and used the criteria set forth in the following table to objectively identify companies for inclusion in the group:

Criteria	Rationale
Industry	We compete for talent with companies in the following industries: • Technology • Consumer Products
Financial Scope	Our Named Executive Officer compensation should be similar to senior managers at companies that have comparable financial characteristics including revenue and market capitalization.
Other Factors	As appropriate, we utilize additional refinement criteria (objective or subjective) such as revenue growth, profitability, valuation, headcount, or business model. U.S. publicly traded companies. Although we are a Swiss company, in certain circumstances we compete for executive management talent with technology companies in the United States, and particularly in the high-technology area of Silicon Valley.

Based on these criteria, the Compensation Committee selected the following peer group of 20 publicly-traded companies, which it subsequently approved and then used as a reference when making compensation decisions with respect to setting compensation for fiscal year 2019:

Belden Inc.	EchoStar	Nuance Communications
Brocade Communications Systems Inc.	F5 Networks	Qorvo
Cadence Design Systems	FLIR Systems	Teradyne
Ciena	Garmin Ltd.	Trimble Navigation Limited
Cypress Semiconductor	GoPro, Inc.	VeriFone Systems, Inc.
Diebold, Incorporated	Keysight Technologies	Zebra Technologies Corporation
Dolby Laboratories	NETGEAR, Inc.	

ON Semiconductor, Super Micro Computer and Synaptics were removed from our peer group because these companies no longer fell within the selection criteria for revenue or market capitalization. These companies were replaced by Cypress Semiconductor, F5 Networks, Keysight Technologies, Nuance Communications and Qorvo because they were aligned with our selection criteria.

The following table sets forth the revenue and market capitalization of the fiscal 2019 compensation peer group as of January 2018 as compared to the same data for Logitech:

(in millions)	Revenue	Market Capitalization
75 th Percentile	\$ 2,834	\$ 8,451
50 th Percentile	2,190	5,774
25 th Percentile	1,900	3,354
Logitech	2,340	5,628
Percentile Rank	58%	46%

The table reflects available revenue information for four quarters as of January 18, 2018 and market capitalization as of January 18, 2018, as provided by Compensia.

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The market analysis provided by Compensia, and considered by the Compensation Committee in its review of our executive officers' compensation, compares Logitech to multiple sources of data: the compensation peer group described above, a broad custom survey of similarly sized technology companies, and a broad custom survey of technology companies that are larger than Logitech (the "next tier"). The broad technology survey data, which is necessary to provide market data where we do not have publicly disclosed information from our peers, consists of 74 companies that participated in the Radford Global Technology Survey with comparable revenue and market profile to the compensation peer group. The "next tier" data, which provides the Compensation Committee a view of the compensation levels for larger companies with which we compete for talent, consists of 19 technology companies with annual revenue and market capitalization a tier higher than Logitech's peer group selection criteria: revenue between approximately \$4 billion and \$23 billion and a market cap between approximately \$11 billion and \$124 billion.

The Compensation Committee believes that information regarding the compensation practices at other companies is useful in at least two respects. First, the Compensation Committee recognizes that our compensation policies and practices must be competitive in the marketplace. Second, this information is useful in assessing the reasonableness and appropriateness of individual executive compensation elements and of our overall executive compensation packages. This information is only one of several factors (as described above) that the Compensation Committee considers, however, in making its decisions with respect to the compensation of our executive officers.

Compensation Report for Fiscal Year 2019

Compensation Elements

The three primary elements of our executive compensation programs are (1) base salary, (2) annual cash bonus opportunities, and (3) long-term incentives in the form of equity awards, as described below:

Compensation Element	What This Element Rewards	Purpose and Key Features of Element
Base salary	Individual performance, level of experience, and contributions.	Provides competitive level of fixed compensation determined by the market value of the position, with actual base salaries established based on the facts and circumstances of each executive officer and each individual position.
Annual cash bonuses	Achievement of pre-established corporate performance objectives (for fiscal year 2019, focused on growing revenue and profitability), as well as management objectives and individual contributions.	- Motivates executive officers to achieve above target performance. - Generally, performance levels are established to incentivize our executive officers to achieve or exceed performance objectives. For fiscal year 2019, payouts for corporate performance objectives could range from 0% to 200%, depending on actual achievement.
Long-term incentives/equity awards	Achievement of pre-established corporate performance objectives designed to enhance long-term shareholder value and attract, retain, motivate, and reward executive officers over extended periods for achieving important corporate objectives.	- Provide a variable “at risk” pay opportunity that aligns executive and shareholder interests through annual equity awards that vest or are earned over multiple years. - Because the ultimate value of these equity awards is directly related to the market price of our registered shares, and the awards are only earned over an extended period of time subject to vesting, they serve to focus executives on the creation and maintenance of long-term shareholder value. - Performance-based equity links compensation to key financial metrics, such as revenue growth and profitability, that require strong performance for target or any substantial vesting to occur, and provides an extraordinary payout if performance significantly exceeds that of the objective or the benchmark group. - Vesting requirements promote retention.

Each of these compensation elements is discussed in greater detail below, including a description of the particular elements, how each element fits into our overall executive compensation program, and a discussion of the amounts of compensation paid to our executive officers in fiscal year 2019 under each of these elements. Our executive officers also participate in the standard employee benefit plans available to most of our employees.

Compensation Report for Fiscal Year 2019

Base Salary

We believe that a competitive base salary is a necessary element of our executive compensation program, so that we can attract and retain a stable management team. Base salaries for our executive officers are also intended to be competitive with those received by other individuals in similar positions at the companies with which we compete for talent, as well as equitable across the executive team.

Generally, we establish the initial base salaries of our executive officers through arm's-length negotiation at the time we hire the individual executive officer, taking into account his or her position, qualifications, experience, prior salary level, competitive and market considerations, and the base salaries of our other executive officers.

Thereafter, the Compensation Committee reviews the base salaries of our executive officers annually and makes adjustments to base salaries as it determines to be necessary or appropriate.

In fiscal year 2019, the Compensation Committee reviewed the base salaries of our executive officers, taking into consideration a competitive market analysis performed by Compensia, the scope of each executive officer's role, and the recommendations of our CEO (except with respect to his own base salary and the base salary of our Executive Chairman), as well as the other factors described above. Following this review, the Compensation Committee did not make any changes to the base salaries of our executive officers since the Compensation Committee believed they were at appropriate levels that were competitive with our peer group.

The base salaries of our executive officers for fiscal year 2019 were as follows:

Named Executive Officer	Fiscal Year 2019 Base Salary		Fiscal Year 2018 Base Salary		Percentage Adjustment
Guerrino De Luca	\$500,000		\$500,000		0%
Bracken Darrell	\$925,000		\$925,000		0%
Vincent Pilette	\$650,000		\$650,000		0%
Marcel Stolk	CHF	539,215	CHF	539,215	0%
L. Joseph Sullivan	\$475,000		\$475,000		0%

The base salaries of our executive officers during fiscal year 2019 are set forth in the "2019 Summary Compensation Table" below.

Annual Cash Bonuses

We use annual bonuses to motivate our executive officers to achieve our short-term financial and operational objectives while making progress towards our longer-term growth and other goals. Consistent with our executive compensation philosophy, these annual bonuses are intended to help us to deliver a competitive total compensation opportunity to our executive officers. Annual cash bonuses are entirely performance-based, are not guaranteed, and may vary materially from year-to-year.

Typically, the Compensation Committee establishes cash bonus opportunities pursuant to a formal cash bonus plan that measures and rewards our executive officers for our actual corporate and their individual performance over our fiscal year. The cash bonus plan is designed to pay above-target bonuses when we exceed our annual corporate objectives and below-target bonuses or no bonus when we do not achieve these objectives.

In fiscal year 2019, the Compensation Committee determined cash bonus opportunities for our executive officers pursuant to the cash bonus plan for fiscal year 2019 under the Logitech Management Performance Bonus Plan (the "Bonus Plan"). Under the Bonus Plan, the Compensation Committee had the authority to select the performance measures and related target levels applicable to the annual cash bonus opportunities for our executive officers.

Compensation Report for Fiscal Year 2019

For fiscal year 2019, the target annual cash bonus opportunities for each of our executive officers under the Bonus Plan, expressed as a percentage of his annual base salary, were as follows:

Named Executive Officer	Annual Base Salary	Target Bonus Opportunity (as a percentage of base salary)	Target Bonus Opportunity (\$)
Guerrino De Luca	\$500,000	100%	\$500,000
Bracken Darrell	\$925,000	125%	\$1,156,250
Vincent Pilette	\$650,000	100%	\$650,000
Marcel Stolk	CHF 539,215	80%	CHF 431,372
L. Joseph Sullivan	\$475,000	75%	\$356,250

In setting the amount of the target annual cash bonus opportunities, the Compensation Committee takes into account competitive market data, the individual's role and contribution to performance, as well as the other factors described above. No changes were made to the target annual cash bonus opportunities for the executive officers for fiscal year 2019 since the Compensation Committee believed they were at appropriate levels that were competitive with our peer group.

Corporate Performance Objectives

For purposes of the Bonus Plan, the Compensation Committee selected Revenue and Non-GAAP Operating Income as the corporate performance measures for fiscal year 2019. Each of these corporate performance measures was equally weighted. The Compensation Committee believed these performance measures were appropriate for our business because they provided a balance between growing our business, generating revenue, managing our expenses, and increasing profitability, which it believes most directly influences long-term shareholder value. The Compensation Committee established target performance levels for each of these measures at levels that it believed to be challenging, but attainable, through the successful execution of our Board-approved annual operating plan.

For purposes of the Bonus Plan, the corporate performance measures were to be calculated as follows:

- "Revenue" meant Net Sales measured in "constant currency" (CC), which excludes the impact of currency exchange rate fluctuations. The target constant currency sales are calculated by translating sales in each local currency at the forecast exchange rate for that currency at the beginning of the performance period. The actual revenue in the performance period is translated in each local currency using the same forecast exchange rate to determine the performance achievement against the performance target. For additional information regarding "constant currency" sales, please refer to the section entitled "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our Annual Report; and
- "Non-GAAP Operating Income" meant GAAP Operating Income from continuing operations, excluding share-based compensation expense, amortization of intangible assets, purchase accounting effect on inventory, acquisition-related costs, change in fair value of contingent consideration for business acquisition, restructuring charges (credits), gain (loss) on equity-method investment, investigation and related expenses, non-GAAP income tax adjustment and other items.

The threshold, target, and maximum levels of achievement for each corporate performance measure and their respective payment levels were as follows:

Corporate Performance Measure	Threshold Performance Level	Threshold Payment Level	Target Performance Level	Target Payment Level	Maximum Performance Level	Maximum Payment Level
Revenue CC	94%	25%	100%	100%	104%	200%
Non-GAAP Operating Income	84%	50%	100%	100%	112%	200%

For any bonus payment to be made under the fiscal year 2019 Bonus Plan, the threshold performance requirements had to be met for each of the corporate performance measures. In the event of actual performance between the threshold and target, and target and maximum, performance levels, the payment amount was to be calculated ratably between each designated segment determined by straight-line interpolation.

Compensation Report for Fiscal Year 2019

The Compensation Committee established the following target levels for each of the corporate performance measures under the Bonus Plan:

Corporate Performance Measure	Weighting	Fiscal Year 2019 Target Level
Revenue CC	50%	\$2,758M
Non-GAAP Operating Income	50%	\$320M

Individual Performance

In addition to the corporate performance objectives, 25% of the annual cash bonuses for our executive officers, other than our CEO and our Executive Chairman, can be adjusted based on each executive officer's individual performance and other factors as reviewed and assessed by our CEO and determined by the Compensation Committee.

2019 Performance Results and Bonus Decisions

For fiscal year 2019, the Compensation Committee determined that our actual achievement with respect to the corporate financial objectives under the Bonus Plan was as follows:

Corporate Performance Measure	Weighting	Fiscal Year 2019 Target Level	Fiscal Year 2019 Actual Result	Fiscal Year 2019 Performance Level	Fiscal Year 2019 Funding Percentage
Revenue CC	50%	\$2,758M	\$2,831M	103%	172%
Non-GAAP Operating Income	50%	\$320M	\$352M	110%	184%
Calculated Result					178%

The actual achievement under the Bonus Plan produced a funding percentage based on the corporate performance measures at a 178% level.

Based on its review of our overall corporate performance, and taking into account the CEO's recommendations with respect to individual performance for the executive officers, other than himself and the Executive Chairman, the Compensation Committee approved bonus payments as follows for our executive officers for fiscal year 2019:

Named Executive Officer	Target Annual Cash Bonus Opportunity (Prorated If Applicable)	Actual Annual Cash Bonus Payment	Percentage of Target Annual Cash Bonus Opportunity
Guerrino De Luca	\$500,000	\$890,000	178%
Bracken Darrell	\$1,156,250	\$2,058,125	178%
Vincent Pilette	\$650,000	\$1,157,000	178%
Marcel Stolk	CHF 287,581 ⁽¹⁾	CHF 373,855	130%
L. Joseph Sullivan	\$299,640 ⁽²⁾	\$299,640	100%

(1) Mr. Stolk's annual bonus target of CHF 431,372 was prorated to CHF 287,581 to account for time on sabbatical.

(2) Mr. Sullivan's annual bonus target of \$356,250 was prorated to \$299,640 based on his retirement date of February 2, 2019.

The Compensation Committee determined that the bonus amounts reflected our strong year and growth path, driven by our executive officers, and the challenges during fiscal year 2019. The bonuses for:

- Messrs. De Luca, Darrell and Pilette reflected the achievement of the corporate performance measures described above.
- Mr. Stolk reflected the achievement of the corporate performance measures described above and reflected his contribution in the remainder of the fiscal year.
- Mr. Sullivan reflected his contribution in managing his transition from the Company.

Compensation Report for Fiscal Year 2019

The annual cash bonuses paid to our executive officers for fiscal year 2019 are set forth in the "Summary Compensation Table for Fiscal Year 2019" below.

Long-Term Incentive Compensation

We use long-term incentive compensation in the form of equity awards to motivate our executive officers by providing them with the opportunity to build an equity interest in the Company and to share in the potential appreciation of the value of our registered shares. We use performance-based restricted stock unit ("PSU" or "Performance Share Unit") and restricted stock unit ("RSU") awards that may be settled for our registered shares as the principal vehicles for delivering long-term incentive compensation opportunities to our executive officers. The Compensation Committee views equity awards, whether the awards are subject to time-based vesting requirements or are to be earned based on the attainment of specific performance objectives, as inherently variable since the grant date fair value of these awards may not necessarily be indicative of their value when, and if, our registered shares underlying these awards are ever earned or purchased. The Compensation Committee further believes these awards enable us to attract and retain key talent in our industry and aligns our executive officers' interests with the long-term interests of our shareholders. The Compensation Committee primarily uses PSUs and RSUs because they are less dilutive than stock options.

At the beginning of fiscal year 2019, the Compensation Committee approved equity awards for our executive officers in recognition of our financial results and each executive officer's individual performance for fiscal year 2018 and expected future contributions. In determining the amount of each executive officer's equity award, the Compensation Committee took into consideration the recommendations of our CEO (except with respect to his own equity award and the Executive Chairman's equity award), as well as the factors described above. The Compensation Committee considers the dilutive effect of our long-term incentive compensation practices, and the overall impact that these equity awards, as well as awards to other employees, will have on shareholder value. The Compensation Committee also considered the existing equity holdings of each executive officer, including the current economic value of their unvested equity awards and the ability of these unvested holdings to satisfy our retention objectives.

The equity awards for our executive officers were composed of 60% PSUs and 40% time-based RSUs that may be settled for our registered shares. The equity awards granted to our executive officers in fiscal year 2019 were as follows:

Named Executive Officer	Performance Share Units		Restricted Stock Units	
	Number of Shares	Grant Date Fair Value	Number of Shares	Grant Date Fair Value
Guerrino De Luca	8,100	\$299,700	5,400	\$191,485
Bracken Darrell	89,093	\$3,296,441	59,396	\$2,106,194
Vincent Pilette	48,597	\$1,798,089	32,398	\$1,148,840
Marcel Stolk	16,199	\$599,363	10,800	\$384,259
L. Joseph Sullivan	6,075	\$224,775	4,050	\$143,614

Performance-Based RSUs

The target number of PSU awards granted to our executive officers in fiscal year 2019 is determined at the beginning of a three-year performance period and the number of shares that will vest at the end of the three-year period will range from 0% to 200% of the target number of shares depending on our corporate performance, as measured by: (i) three-year weighted average Revenue growth measured in constant currency; (ii) a modifier based on Logitech's relative total shareholder return ("TSR") against the Nasdaq-100 Index, or TSR Rank, over the three-year performance period; and (iii) a "gate" that requires achievement of a minimum level of cumulative Non-GAAP Operating Income over the three-year performance period for any award to vest. The TSR Rank modifier will reduce the vesting level for periods when our shareholders' value increase is below the median of the companies comprising the Nasdaq-100 Index and will enhance our vesting level for periods when our shareholders' value increase exceeds the median of the companies comprising the Nasdaq-100 Index. The total number of shares that may vest at the end of the three-year period is capped at 200% of the target number of shares.

The Compensation Committee believes that measuring our performance with multiple metrics provides a more complete picture of the Company's performance.

The Compensation Committee believes the primary metric of weighted average Revenue growth will motivate top-line performance while the Non-GAAP Operating Income "gate" provides balance on bottom-line operational rigor. The modifying metric of relative TSR is well aligned to shareholders' interest as it focuses on relative share performance against other mid- to large-size technology companies.

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For purposes of the PSUs, relative TSR reflects (i) the aggregate change in the 30-day average closing price of Logitech shares against the companies in the Nasdaq-100 Index, and (ii) the value (if any) returned to shareholders in the form of dividends or similar distributions, assumed to be reinvested in shares when paid, each at the beginning and the end of a three-year performance period.

The modifier of the fiscal year 2019 PSUs is summarized below:

Percentile Rank of Logitech TSR Against Nasdaq-100 Index TSR	Modifier Factor on Vesting Level Achieved Under Primary Metric
25 th Percentile Rank and below	80%
50 th Percentile Rank (target)	100%
75 th Percentile Rank and Above (maximum)	120%

The vested percentage attributable to a TSR Percentile Rank between the 25th and 50th percentiles, or between the 50th and 75th percentiles, is determined by straight-line interpolation.

PSUs Vesting in Fiscal Year 2019

The PSUs granted in April 2016 completed the three-year measurement period on March 31, 2019 and vested on April 15, 2019 at 150% of target. Based on the design of the PSU awards granted in April 2016, the number of shares earned was dependent on Logitech's Total Shareholder Return (TSR) relative to the Nasdaq-100 Index over the performance period from April 1, 2016 through March 31, 2019 and Logitech's percentile ranking. Our average stock price at the beginning of the period was \$15.78 and our ending average stock price was \$39.99 (assuming dividends were reinvested). Therefore, for this period our TSR was 153.37% and our stock performed above the 85th percentile, which resulted in a 150% payout.

Restricted Stock Unit Awards

The RSU awards granted to our executive officers in fiscal year 2019 were subject to a time-based vesting requirement and have a four-year vesting period, in four equal annual installments based on the continued service of the executive officer on each such vesting date.

The equity awards granted to our executive officers in fiscal year 2019 are set forth in the "Summary Compensation Table for Fiscal Year 2019" and the "Grants of Plan-Based Awards Table for Fiscal Year 2019" below.

Welfare and Health Benefits

We maintain a tax-qualified retirement plan under Section 401(k) of the Internal Revenue Code of 1986, as amended (the "Code"), for our employees in the U.S., including our executive officers, that provides them with an opportunity to save for retirement on a tax-advantaged basis. We intend for this plan to qualify under Sections 401(a) and 501(a) of the Code so that contributions by employees to the plan, and income earned on plan contributions, are not taxable to employees until distributed from the plan. In addition, all contributions are deductible by us when made.

All participants' interests in their deferrals are 100% vested when contributed under the plan. In fiscal year 2019, we made matching contributions into the Section 401(k) plan for our employees, including our executive officers. Under the plan, pre-tax contributions are allocated to each participant's individual account and then invested in selected investment alternatives according to the participants' directions.

In compliance with the Swiss federal pension law, we maintain a Cash Balance pension plan for our employees in Switzerland, with employee and employer contributions, which provides benefits in case of retirement, death or disability due to sickness.

In addition, we provide other benefits to our executive officers on the same basis as all of our full-time employees. These benefits include health, dental and vision benefits, health and dependent care flexible spending accounts, short-term and long-term disability insurance, accidental death and dismemberment insurance, and basic life insurance coverage. We provide vacation and other paid holidays to all employees, including our executive officers. We also offer our employees the opportunity to participate in the Logitech Employee Share Purchase Plans.

We design our employee benefits programs to be affordable and competitive in relation to the market, as well as compliant with applicable laws and practices. We adjust our employee benefits programs as needed based on regular monitoring of applicable laws and practices, the competitive market and our employees' needs.

Compensation Report for Fiscal Year 2019

Deferred Compensation Plan

Eligible employees, including our executive officers based in the U.S., may also participate in the Logitech Inc. Deferred Compensation Plan and a predecessor plan, which are unfunded and unsecured plans that allow employees of Logitech Inc., the Logitech subsidiary in the United States, who earn more than a threshold amount the opportunity to defer U.S. taxes on up to 80% of their base salary and up to 90% of their bonus or commission compensation.

Under the plan, compensation may be deferred until termination of employment or other specified dates chosen by the participants, and deferred amounts are credited with earnings based on investment benchmarks chosen by the participants from a number of mutual funds selected by Logitech Inc.'s 401(k) and Deferred Compensation Committee. The earnings credited to the participants are intended to be funded solely by the plan investments. Logitech does not make contributions to this plan. Information regarding executive officer participation in the deferred compensation plans can be found in the "Non-Qualified Deferred Compensation Table for Fiscal Year 2019" below.

Because the executive officers do not receive preferential or above-market rates of return under the deferred compensation plan, earnings under the plan are not included in the Summary Compensation table, but are included in the "Non-Qualified Deferred Compensation Table for Fiscal Year 2019" below.

Perquisites and Other Personal Benefits

Currently, we do not view perquisites or other personal benefits as a significant component of our executive compensation program. Accordingly, Logitech's executive officer benefit programs are substantially the same as for all other eligible employees. All future practices with respect to perquisites or other personal benefits will be approved and subject to periodic review by the Compensation Committee.

Compensation Report for Fiscal Year 2019

Employment Arrangements

We have extended written employment agreements or offer letters or both to each of our executive officers, including our CEO and our other executive officers. Each of these arrangements was approved on our behalf by our Board of Directors or the Compensation Committee, as applicable. We believe that these arrangements were appropriate to induce these individuals to forego other employment opportunities or leave their current employer for the uncertainty of a demanding position in a new and unfamiliar organization.

In filling these executive positions, our Board of Directors or the Compensation Committee, as applicable, was aware that it would be necessary to recruit or retain candidates with the requisite experience and skills to manage a growing business in a dynamic environment.

Accordingly, it recognized that it would need to develop competitive compensation packages to attract or retain qualified candidates in a highly competitive labor market. At the same time, our Board of Directors or the Compensation Committee, as applicable, was sensitive to the need to integrate new executive officers into the executive compensation structure that it was seeking to develop, balancing both competitive and internal equity considerations.

Each of these employment arrangements provides for “at will” employment and sets forth the initial compensation arrangements for the executive officer, including an initial base salary, a target annual cash bonus opportunity, and, in some instances, a recommendation for an equity award.

Post-Employment Compensation

In 2015, to comply with the Minder Ordinance, we eliminated all change of control and severance arrangements with our executive officers, including all members of our Group Management Team. However, the Company continues to provide “double trigger” change of control arrangements with respect to time-based vesting in equity award agreements, and “double trigger” change of control equity vesting acceleration arrangements in outstanding equity awards remain in effect.

The purpose of the Change of Control provisions in equity award agreements is to support retention in the event of a prospective change of control. The RSU and PSU award agreements for our executive officers generally provide for the acceleration of vesting of the RSUs and PSUs subject to the award agreements if the executive officer is subject to an involuntary termination within 12 months after a change of control because his or her employment is terminated without cause or the executive resigns for good reason (a “double trigger”).

In the event of an involuntary termination within 12 months after a change of control :

- All RSUs and PSUs containing time-based elements would accelerate in full with respect to shares that are subject to time-based vesting.
- No shares subject to performance-based vesting requirements would accelerate.

To determine the level of acceleration of equity awards that may be provided in connection with a change of control, the Compensation Committee considered the requirements of the Minder Ordinance, the impact on shareholders, and market practices.

Logitech does not provide any payments to reimburse its executive officers for additional taxes incurred (also known as “gross-ups”) in connection with a change of control.

For a summary of the post-employment compensation arrangements with our executive officers, see “Payments upon Termination or Change in Control” below.

Compensation Report for Fiscal Year 2019

Other Compensation Policies

Stock Ownership Policy

We believe that stock ownership by our directors and executive officers is important to link the risks and rewards inherent in stock ownership of these individuals and our shareholders. The Compensation Committee has adopted a stock ownership policy that requires our executive officers to own a minimum number of our registered shares. These mandatory ownership levels are intended to create a clear standard that ties a portion of these individuals' net worth to the performance of our stock price. The current ownership levels are as follows:

Named Executive Officer	Minimum Required Level of Stock Ownership
Chief Executive Officer	5x Base Salary
Chief Financial Officer	3x Base Salary
Other Executive Officers	2x Base Salary

Equity interests that count toward the satisfaction of the ownership guidelines include shares owned outright by the executive officer and 50% of vested, unexercised stock options. Newly hired or promoted executives have five years from the date of the commencement of their appointment to attain these ownership levels. The CEO must hold 100% of his after-tax shares until the ownership requirements are met. The other executive officers must hold at least 50% of their after-tax shares until the ownership requirements are met. If an executive officer does not meet the applicable guideline by the end of the five-year period, the executive officer will have 50% of the after-tax value of any earned bonuses under the Leadership Team Bonus Program paid in fully vested Logitech shares. Our CEO and each of our other executive officers have either currently satisfied his or her required stock ownership levels or have remaining time to achieve the required levels of ownership.

Additionally, we have instituted stock ownership guidelines for our non-employee directors. For information regarding these guidelines, see the section entitled "Security Ownership - Share Ownership Guidelines" above.

Compensation Recovery Policy

In June 2010, the Compensation Committee adopted a policy regarding the recovery of compensation paid to an executive officer or the principal accounting officer of the Company (a "clawback"). Under the terms of the policy we may recover bonus amounts, equity awards or other incentive compensation awarded or paid within the prior three years to a covered officer if the Compensation Committee determines the compensation was based on any performance goals that were met or exceeded as a result, in whole or in part, of the officer's fraud or misconduct, or the officer knew at the time of the existence of fraud or misconduct that resulted in performance goals being met or exceeded, and a lower amount would otherwise have been awarded or paid to the officer. In addition, under the policy Logitech may recover gains realized on the exercise of stock options or on the sale of vested shares by an executive officer or the principal accounting officer if, within three years after the date of the gains or sales, Logitech discloses the need for a significant financial restatement, other than a financial restatement solely because of revisions to U.S. GAAP, and the Compensation Committee determines that the officer's fraud or misconduct caused or partially caused the need for the restatement, or the covered officer knew at the time of the existence of fraud or misconduct that resulted in the need for such restatement.

In addition, our 2006 Stock Incentive Plan and our Management Performance Bonus Plan provide that awards under the plans are suspended or forfeited if the plan participant, whether or not an executive officer:

- has committed an act of embezzlement, fraud or breach of fiduciary duty;
- makes an unauthorized disclosure of any Logitech trade secret or confidential information; or
- induces any customer to breach a contract with Logitech.

Any decision to suspend or cause a forfeiture of any award held by an executive officer under the 2006 Stock Incentive Plan or the Management Performance Bonus Plan is subject to the approval of the Board of Directors. The Compensation Committee will amend the policy, as necessary, to comply with the final SEC rules regarding clawback policies required by the Dodd-Frank Wall Street Reform and Consumer Protection Act.

Compensation Report for Fiscal Year 2019

Equity Award Grant Practices

Determination of long-term equity incentive awards

The Compensation Committee is responsible for approving which executive officers should receive equity incentive awards, when the awards should be made, the vesting schedule, and the number of shares or other rights to be granted. Long-term equity incentive awards to executive officers may be granted only by the Compensation Committee or the full Board of Directors. The Compensation Committee regularly reports its activity, including approvals of grants, to the Board.

Timing of grants

Long-term equity incentive award grants to executive officers are typically and predominantly approved at regularly scheduled, predetermined meetings of the Compensation Committee. These meetings are generally scheduled at least 18 months in advance and take place before the regularly scheduled, predetermined meetings of the full Board. On limited occasions, grants may be approved at an interim meeting of the Compensation Committee or by written consent, for the purpose of approving the hiring and compensation package for newly hired or promoted executives or for other special circumstances.

In fiscal year 2019, grants were made to non-executive officer employees through regularly scheduled monthly written consents of the Compensation Committee or approval by the CEO pursuant to authority delegated to him by the Compensation Committee. We do not have any program, plan, or practice to select equity compensation grant dates in coordination with the release of material non-public information, nor do we time the release of information for the purpose of affecting value. We do not backdate options or grant options retroactively.

Derivatives Trading, Hedging, and Pledging Policies

We have adopted a policy prohibiting our employees, including our executive officers, and members of our Board of Directors from speculating in our equity securities, including the use of short sales, “sales against the box” or any equivalent transaction involving our equity securities. In addition, they may not engage in any other hedging transactions, such as “cashless” collars, forward sales, equity swaps and other similar or related arrangements, with respect to the securities that they hold. Finally, no employee, including an executive officer or member of our Board of Directors may acquire, sell, or trade in any interest or position relating to the future price of our equity securities.

We also have adopted a policy prohibiting the pledging of our securities by our employees, including our executive officers, and members of our Board of Directors.

Tax and Accounting Considerations

Accounting and Tax Treatment of Executive Compensation

Favorable accounting and tax treatment of the various elements of our executive compensation program is a relevant consideration in its design.

However, the Company and the Compensation Committee have placed a higher priority on structuring flexible compensation programs to promote the recruitment, retention, and performance of our officers than on maximizing tax deductibility. Section 162(m) of the Code, as amended (the “Tax Code”), places a limit of \$1 million on the amount of compensation that Logitech may deduct in any one year with respect to certain executive officers. The Compensation Committee had the ability through the use of the Logitech International S.A. 2006 Stock Incentive Plan to grant awards that would have qualified as “performance-based compensation” exempt from that \$1 million limitation but, to maintain flexibility in compensating executive officers in a manner designed to promote varying corporate goals, the Compensation Committee did not adopt a policy requiring all compensation to be deductible, and continued to make compensation awards that did not qualify to be exempt from the \$1 million limitation when it believed that it was appropriate to meet its compensation objectives. The Tax Cuts and Jobs Act (the “Tax Act”) enacted on December 22, 2017, significantly modified Section 162(m) of the Tax Code. The Tax Act eliminated the “qualified performance-based compensation” exception to the deductibility limitation under Section 162(m) of the Code for tax years commencing after December 31, 2017. Regardless, we intend to maintain an approach to executive compensation that strongly links pay to performance.

In addition to considering the tax consequences, the Compensation Committee considers the accounting consequences, including the impact of the Financial Accounting Standard Board’s Accounting Standards Codification Section 718, on its decisions in determining the forms of different equity awards.

Compensation Report for Fiscal Year 2019

Compensation Risks Assessment

The Compensation Committee conducts an annual review, with the assistance of its compensation consultant, of Logitech's compensation programs to assess the risks associated with their design and associated risk controls. The Compensation Committee reviews in particular the following compensation programs and associated practices:

- Equity awards granted under the 2006 Stock Incentive Plan.
- Management Performance Bonus Plan.
- Employee Performance Bonus Plan.
- Sales Commission Plans.
- Change of Control Agreements.

As in past years, based on its March 2019 review, the Compensation Committee has concluded that our compensation policies and practices do not create risks that are reasonably likely to have a material adverse effect on the Company.

Report of the Compensation Committee

The Logitech Compensation Committee, which is composed solely of independent members of the Logitech Board of Directors, assists the Board in fulfilling its responsibilities with regard to compensation matters. The Compensation Committee has reviewed and discussed the "Compensation Discussion and Analysis" section of this Compensation Report with management. Based on this review and discussion, the Compensation Committee recommended to the Board of Directors that the "Compensation Discussion and Analysis" be included in Logitech's 2019 Invitation and Proxy Statement and Annual Report.

Compensation Committee

Wendy Becker, Chairperson
Edouard Bugnion
Neil Hunt

Compensation Report for Fiscal Year 2019

Summary Compensation Table for Fiscal Year 2019

The following table provides information regarding the compensation and benefits earned during fiscal years 2019, 2018, and 2017 by our Named Executive Officers. For more information, please refer to the “Compensation Discussion and Analysis,” as well as the “Narrative Disclosure to Summary Compensation Table and Grants of Plan-Based Awards Table.”

Name and Principal Position	Year	Salary (\$)	Bonus (\$)	Stock Awards (\$) ⁽¹⁾	Option Awards (\$)	Non-equity Incentive Plan Compensation (\$) ⁽²⁾	Changes in Nonqualified Deferred Compensation Earnings (\$)	All Other Compensation (\$) ⁽³⁾	Total (\$)
Guerrino De Luca Chairman of the Board	FY19	500,000	—	491,185	—	890,000	—	18,772	1,899,957
	FY18	500,000	—	496,742	—	575,000	—	24,876	1,596,618
	FY17	500,000	—	449,959	—	1,000,000	—	25,493	1,975,452
Bracken Darrell President and Chief Executive Officer	FY19	925,000	—	5,402,635	—	2,058,125	—	19,192	8,404,952
	FY18	924,327	—	4,967,079	—	1,329,688	—	18,761	7,239,855
	FY17	889,000	—	4,049,492	—	2,225,000	—	49,992	7,213,484
Vincent Pilette ⁽⁴⁾ Former Chief Financial Officer	FY19	650,000	—	2,946,929	—	1,157,000	—	12,154	4,766,083
	FY18	649,038	—	2,483,555	—	910,000	—	14,067	4,056,660
	FY17	600,000	—	1,799,803	—	1,200,000	—	54,732	3,654,535
Marcel Stolk ⁽⁵⁾ Former Executive Chairman, Logitech Europe S.A. and SVP, Business Model Innovation	FY19	545,200	—	983,622	—	378,005	—	98,579	2,005,406
	FY18	555,446	—	1,087,663	—	444,356	—	100,218	2,187,683
	FY17	546,350	—	855,964	—	874,650	—	98,633	2,375,597
L. Joseph Sullivan ⁽⁶⁾ Former Senior Vice President, Worldwide Operations	FY19	411,058	—	368,389	—	299,640	—	97,190	1,176,277
	FY18	474,631	—	745,097	—	356,250	—	22,734	1,598,712
	FY17	455,595	—	539,944	—	683,700	—	22,581	1,701,820

(1) These amounts do not represent the actual economic value realized by the named executive officer. Under SEC rules, the values reported in the “Stock Awards” column reflect the aggregate grant date fair value of stock awards granted to each of the listed officers in the fiscal years shown. The key assumptions and methodology of valuation of stock awards and stock options are presented in Note 5 to the Consolidated Financial Statements included in Logitech’s Annual Report to Shareholders. No stock options were granted to our named executive officers during fiscal years 2017, 2018 or 2019.

For FY19: The amount shown includes an aggregate grant date fair value of the shares issuable for PSUs granted in fiscal year 2019 at target achievement. Assuming the highest level of performance is achieved, the maximum possible value of the PSUs allocated in FY19, using the market value of our shares traded on Nasdaq Global Select Market on the grant date of the PSUs, was: (a) in the case of Mr. De Luca, \$600,048; (b) in the case of Mr. Darrell, \$6,600,009; (c) in the case of Mr. Pilette \$3,600,066; (d) in the case of Mr. Stolk, \$1,200,022; and (e) in the case of Mr. Sullivan, \$450,036.

For FY18: The amount shown includes an aggregate grant date fair value of the shares issuable for PSUs granted in fiscal year 2018 at target achievement. Assuming the highest level of performance is achieved, the maximum possible value of the PSUs allocated in FY18, using the market value of our shares traded on Nasdaq Global Select Market on the grant date of the PSUs, was: (a) in the case of Mr. De Luca, \$600,044; (b) in the case of Mr. Darrell, \$6,000,001; (c) in the case of Mr. Pilette \$3,000,031; (d) in the case of Mr. Stolk, \$1,320,034; and (e) in the case of Mr. Sullivan, \$900,034.

For FY17: The amount shown includes an aggregate grant date fair value of the shares issuable for PSUs granted in fiscal year 2017 at target achievement. Assuming the highest level of performance is achieved, the maximum possible value of the PSUs allocated in FY17, using the market value of our shares traded on Nasdaq Global Select Market on the grant date of the PSUs, was: (a) in the case of Mr. De Luca, \$376,805; (b) in the case of Mr. Darrell, \$3,391,164; (c) in the case of Mr. Pilette \$1,507,220; (d) in the case of Mr. Stolk, \$715,930; and (e) in the case of Mr. Sullivan, \$452,166.

(2) Except as noted below, reflects amounts earned under the Logitech Management Performance Bonus Plan. This non-equity incentive plan compensation was earned during the applicable fiscal year but, for executive officers, was paid during the next fiscal year in accordance with the terms of the Logitech Management Performance Bonus Plan.

(3) Details regarding the various amounts included in this column are provided in the following table entitled “All Other Compensation.”

(4) Mr. Pilette resigned from the Group Management Team and ceased to be an executive officer effective May 17, 2019. He served as our Chief Financial Officer for fiscal year 2019.

Compensation Report for Fiscal Year 2019

- (5) Mr. Stolk resigned from the Group Management Team and ceased to be an executive officer effective March 31, 2019. Mr. Stolk's fiscal year 2019 compensation amounts in Swiss Francs were converted using the 12-month average (April 2018 to March 2019) exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars. Mr. Stolk's fiscal year 2018 compensation amounts in Swiss Francs were converted using the 12-month average (April 2017 to March 2018) exchange rate of 1 Swiss Franc to 1.0301 U.S. Dollars. Mr. Stolk's fiscal year 2017 compensation amounts in Swiss Francs were converted using the 12-month average (April 2016 to March 2017) exchange rate of 1 Swiss Franc to 1.0138 U.S. Dollars.
- (6) Mr. Sullivan resigned from the Group Management Team and ceased to be an executive officer effective as of May 2, 2018 and retired from the Company as of February 2, 2019, the end of his contractual notice period.

ALL OTHER COMPENSATION TABLE

Name	Year	Tax Preparation Services (\$)	401(k) (\$) ⁽¹⁾	Group Term Life Insurance and LTD (\$)	Relocation or Travel in lieu of Relocation (\$) ⁽²⁾	Defined Benefit Pension Plan Employer Contrib. (\$) ⁽³⁾	Accrued Vacation Payout (\$) ⁽⁴⁾	Total (\$)
Guerrino De Luca	FY19	—	8,250	10,522	—	—	—	18,772
	FY18	—	8,869	16,007	—	—	—	24,876
	FY17	—	8,258	17,235	—	—	—	25,493
Bracken Darrell	FY19	—	8,250	10,942	—	—	—	19,192
	FY18	—	8,342	10,419	—	—	—	18,761
	FY17	31,679	8,400	9,913	—	—	—	49,992
Vincent Pilette	FY19	—	8,250	3,904	—	—	—	12,154
	FY18	—	8,446	5,621	—	—	—	14,067
	FY17	—	7,950	5,827	40,955	—	—	54,732
Marcel Stolk	FY19	—	—	—	—	98,579	—	98,579
	FY18	—	—	—	—	100,218	—	100,218
	FY17	—	—	—	—	98,633	—	98,633
L. Joseph Sullivan	FY19	—	6,332	8,648	—	—	82,210	97,190
	FY18	—	9,285	13,449	—	—	—	22,734
	FY17	—	8,522	14,059	—	—	—	22,581

- (1) Represents 401(k) savings plan matching contributions, which are available to all of our regular employees who are on our U.S. payroll.
- (2) Represents costs associated with Mr. Pilette's extended business travel.
- (3) Represents the matching contributions to the Logitech Employee Pension Fund in Switzerland, which are available to all of our similarly-situated regular employees who are on our Swiss payroll.
- (4) Represents payout of accrued and unused vacation time.

Compensation Report for Fiscal Year 2019

Grants of Plan-Based Awards Table for Fiscal Year 2019

The following table sets forth certain information regarding grants of plan-based awards to each of our executive officers during fiscal year 2019. For more information, please refer to the "Compensation Discussion and Analysis."

Name	Type	Grant Date (MM/DD/YY)	Approval Date	Estimated Future Payouts Under Non-Equity Incentive Plan Awards				Estimated Future Payouts Under Equity Incentive Plan Awards			All Other Stock Awards Number of Shares of Stock or Units (#) ⁽³⁾	Grant Date Fair Value (\$) ⁽⁴⁾
				Threshold (\$) ⁽¹⁾	Target (\$) ⁽¹⁾	Maximum (\$) ⁽¹⁾	Actual \$ ⁽²⁾	Threshold (#)	Target (#)	Maximum (#)		
Guerrino De Luca	RSU	04/15/18	03/27/18	—	—	—	—	—	—	—	5,400	191,485
	PSU	04/15/18	03/27/18	—	—	—	—	—	8,100	16,200	—	299,700
	FY19 Bonus	n/a	n/a	187,500	500,000	1,000,000	890,000	—	—	—	—	—
Bracken Darrell	RSU	04/15/18	03/27/18	—	—	—	—	—	—	—	59,396	2,106,194
	PSU	04/15/18	03/27/18	—	—	—	—	—	89,093	178,186	—	3,296,441
	FY19 Bonus	n/a	n/a	433,594	1,156,250	2,312,500	2,058,125	—	—	—	—	—
Vincent Pilette	RSU	04/15/18	03/27/18	—	—	—	—	—	—	—	32,398	1,148,840
	PSU	04/15/18	03/27/18	—	—	—	—	—	48,597	97,194	—	1,798,089
	FY19 Bonus	n/a	n/a	243,750	650,000	1,300,000	1,157,000	—	—	—	—	—
Marcel Stolk ⁽⁵⁾	RSU	04/15/18	03/27/18	—	—	—	—	—	—	—	10,800	384,259
	PSU	04/15/18	03/27/18	—	—	—	—	—	16,199	32,398	—	599,363
	FY19 Bonus	n/a	n/a	109,040	290,773	581,546	378,005	—	—	—	—	—
L. Joseph Sullivan	RSU	04/15/18	03/27/18	—	—	—	—	—	—	—	4,050	143,614
	PSU	04/15/18	03/27/18	—	—	—	—	—	6,075	12,150	—	224,775
	FY19 Bonus	n/a	n/a	112,365	299,640	599,280	299,640	—	—	—	—	—

- (1) The amounts in these columns reflect potential payouts with respect to each applicable performance period for the fiscal year 2019 bonus programs under the Bonus Plan described in "Compensation Discussion and Analysis" above.
- (2) The amounts in this column reflect actual payouts with respect to each applicable performance period for the fiscal year 2019 bonus programs under the Bonus Plan. The actual payout amounts are reflected in the "Non-Equity Incentive Plan Compensation" column of the "Summary Compensation Table for Fiscal Year 2019."
- (3) RSUs vest at a rate of 25% per year over four years, on each yearly anniversary of the grant date.
- (4) These amounts do not represent the actual economic value realized by the named executive officer. Amounts in this column represent the grant date fair value of RSUs and PSUs calculated in accordance with Accounting Standards Codification (ASC) 718 but does not include any reduction for estimated forfeitures. Performance-based RSUs ("PSUs") granted in fiscal year 2019 are based on non-GAAP Operating income, Weighted Average Constant Currency Revenue Growth Rate ("WACCR") and Total Shareholder Return ("TSR") versus the Nasdaq-100 Index TSR benchmark over the performance period and that number is calculated by multiplying the value determined using the Monte Carlo method assuming the WACCR is at targeted growth and the non-GAAP Operating income gate is achieved by the target number of units awarded. The key assumptions for the valuation of the PSUs are presented in Note 5 to the Consolidated Financial Statements included in Logitech's Annual Report to Shareholders and Annual Report on Form 10-K for fiscal year 2019. All shares subject to the PSU vesting conditions are unvested. The actual amount, if any, of shares that will vest under the PSU grants will not be known until May 15, 2021.
- (5) Mr. Stolk's bonus amounts and grant date fair value of stock awards were converted using the 12-month average (April 2018 to March 2019) exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars.

Compensation Report for Fiscal Year 2019

Narrative Disclosure to Summary Compensation Table and Grants of Plan-Based Awards Table

Employment Agreements and Offer Letters

We have entered into employment agreements or offer letters with each of our named executive officers. The employment agreements and offer letters generally provide that the compensation of the named executive officer is subject to the sole discretion of the Compensation Committee or the Board of Directors. The compensation earned by the named executive officers in fiscal year 2019 was not the result of any terms of their employment agreements or offer letters.

Performance-Based Vesting Conditions

Please refer to “Compensation Discussion and Analysis—Compensation Elements—Annual Cash Bonuses” for a discussion of the performance measures applicable to the Bonus Plan during fiscal year 2019. In addition, please refer to “Compensation Discussion and Analysis—Compensation Elements—Long-Term Incentive Compensation” for a discussion of performance measures under the PSUs granted to executive officers during fiscal year 2019.

Outstanding Equity Awards at Fiscal Year 2019 Year-End Table

The following table provides information regarding outstanding equity awards for each of our named executive officers as of March 31, 2019. This table includes unexercised stock options, unexercised performance stock options, unvested PSUs, and unvested RSUs.

Unless otherwise specified, options and RSUs vest at a rate of 25% per year on each of the first four anniversaries of the grant date. The market value for stock options, including Premium Priced Options or PPOs and Performance Stock Options or PSOs, is calculated by taking the difference between the closing price of Logitech shares on the Nasdaq Global Select Market on the last trading day of the fiscal year (\$39.34 on March 31, 2019) and the option exercise price, and multiplying it by the number of outstanding options. The market value for stock awards (RSUs and PSUs at target) is determined by multiplying the number of shares subject to such awards by the closing price of Logitech shares on the Nasdaq Global Select Market on the last trading day of the fiscal year.

Compensation Report for Fiscal Year 2019

Option Awards						Stock Awards			
Name	Grant Date (MM/DD/YY)	Number of Securities Underlying Unexercised Options (#) Exercisable	Option Exercise Price (\$) Share	Option Exercise Date (MM/DD/YY)	Market Value of Unexercised Options (\$)	Number of Shares or Units of Stock That Have Not Vested (#)	Market Value of Shares or Units of Stock That Have Not Vested (\$)	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#)	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested (#)
Guerrino De Luca	01/04/13	130,000	7.83	01/04/23	4,096,300	—	—	—	—
	04/15/15	—	—	—	—	3,730	146,738	—	—
	04/15/16	—	—	—	—	6,233	245,206	9,350 ⁽²⁾	367,829
	04/15/16	—	—	—	—	—	—	3,116 ⁽³⁾	122,583
	04/15/17	—	—	—	—	4,837	190,288	9,675 ⁽¹⁾	380,615
	04/15/18	—	—	—	—	5,400	212,436	8,100 ⁽¹⁾	318,654
	Total	130,000			4,096,300	20,200	794,668	30,241	1,189,681
Bracken Darrell	04/16/12	500,000	8.03	04/16/22	15,655,000	—	—	—	—
	04/16/12	400,000	14.05	04/16/22	10,116,000	—	—	—	—
	04/16/12	400,000	16.06	04/16/22	9,312,000	—	—	—	—
	04/16/12	400,000	20.08	04/16/22	7,704,000	—	—	—	—
	04/15/15	—	—	—	—	37,303	1,467,500	—	—
	04/15/16	—	—	—	—	56,098	2,206,895	84,148 ⁽²⁾	3,310,382
	04/15/16	—	—	—	—	—	—	28,049 ⁽³⁾	1,103,448
	04/15/17	—	—	—	—	48,372	1,902,954	96,743 ⁽¹⁾	3,805,870
	04/15/18	—	—	—	—	59,396	2,336,639	89,093 ⁽¹⁾	3,504,919
Total	1,700,000			42,787,000	201,169	7,913,988	298,033	11,724,619	
Vincent Pilette	04/15/15	—	—	—	—	18,651	733,730	—	—
	04/15/16	—	—	—	—	24,932	980,825	37,400 ⁽²⁾	1,471,316
	04/15/16	—	—	—	—	—	—	12,466 ⁽³⁾	490,412
	04/15/17	—	—	—	—	24,186	951,477	48,372 ⁽¹⁾	1,902,954
	04/15/18	—	—	—	—	32,398	1,274,537	48,597 ⁽¹⁾	1,911,806
Total	—			—	100,167	3,940,569	146,835	5,776,488	
Marcel Stolk	04/15/15	—	—	—	—	5,595	220,107	—	—
	04/15/16	—	—	—	—	11,843	465,904	5,921 ⁽³⁾	232,932
	04/15/16	—	—	—	—	—	—	17,765 ⁽²⁾	698,875
	04/15/17	—	—	—	—	10,641	418,617	21,284 ⁽¹⁾	837,313
	04/15/18	—	—	—	—	10,800	424,872	16,199 ⁽¹⁾	637,269
Total	—			—	38,879	1,529,500	61,169	2,406,389	
L. Joseph Sullivan	04/15/17	—	—	—	—	7,256	285,451	14,512 ⁽¹⁾	570,902
	04/15/18	—	—	—	—	4,050	159,327	6,075 ⁽¹⁾	238,991
	Total	—			—	11,306	444,778	20,587	809,893

- (1) The actual conversion, if any, of the PSUs granted in fiscal year 2018 and 2019 into Logitech shares following the conclusion of the 3-year performance period will range between 0% and 200% of that target amount, depending upon on the achievement of Weighted Average Constant Currency Revenue Growth Rate ("WACCR"), non-GAAP operating income, and TSR versus the Nasdaq-100 Index TSR benchmark over the performance period.
- (2) The actual conversion of the PSUs based on relative TSR granted in fiscal year 2017 into Logitech shares was 150% of that target amount, based on Logitech's TSR performance versus the Nasdaq-100 index TSR benchmark from April 1, 2016 to March 31, 2019, which was confirmed by the Compensation Committee subsequently in April 2019.
- (3) One-third of the PSUs based on non-GAAP operating margin granted in April 2016 vested subsequently in May 2017 as the performance goal was achieved as of March 31, 2017 and confirmed by the Compensation Committee in May 2017. One-third of the award vested on April 15, 2018 and the remaining one-third of the award vested on April 15, 2019.

Compensation Report for Fiscal Year 2019

Option Exercises and Stock Vested Table for Fiscal Year 2019

The following table provides the number of shares acquired and the value realized upon exercise of stock options and the vesting of PSUs and RSUs during fiscal year 2019 by each of our named executive officers.

Name	Option Award		Stock Awards	
	Number of Shares Acquired on Exercise (#)	Value Realized on Exercise (\$) ⁽¹⁾⁽³⁾	Number of Shares Acquired on Vesting (#)	Value Realized on Vesting (\$) ⁽²⁾⁽³⁾
Guerrino De Luca	—	—	35,361	1,309,771
Bracken Darrell	—	—	348,402	12,904,810
Vincent Pilette	—	—	230,244	8,525,207
Marcel Stolk	—	—	58,101	2,101,929
L. Joseph Sullivan	—	—	43,268	1,602,647

(1) The value realized equals the difference between the option exercise price and the fair market value of Logitech shares on the date of exercise, multiplied by the number of shares for which the option was exercised.

(2) Based on the closing trading price of Logitech shares on the Nasdaq Global Select Market on the date of vesting of the underlying awards.

(3) The value realized on exercise and on vesting in Swiss Francs for Mr. Stolk's fiscal year 2019 were converted using the 12-month average (April 2018 to March 2019) exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars.

Pension Benefits Table for Fiscal Year 2019

Marcel Stolk has been a participant in Logitech's Swiss Pension plan, which is a benefit offered to all eligible Swiss employees. No other executive officers are beneficiaries under any pension plan benefits maintained by Logitech.

Name	Plan Name	Number of Years of Credited Service (#)	Present Value of Accumulated Benefit (\$) ⁽¹⁾
Guerrino De Luca	n/a	n/a	—
Bracken Darrell	n/a	n/a	—
Vincent Pilette	n/a	n/a	—
Marcel Stolk	Logitech Employee Pension Fund	8	2,001,640
L. Joseph Sullivan	n/a	n/a	—

(1) The present value of the accumulated benefit for Mr. Stolk's was converted from Swiss Francs to U.S. Dollars using the exchange rate of 1 Swiss Franc to 1.0046 U.S. Dollars at the end of fiscal year 2019.

Compensation Report for Fiscal Year 2019

Non-qualified Deferred Compensation Table for Fiscal Year 2019

The following table sets forth information regarding the participation by our named executive officers in the Logitech Inc. U.S. Deferred Compensation Plan during fiscal year 2019 and at fiscal year-end.

Name	Executive Contributions in Last Fiscal Year (\$) ⁽¹⁾	Logitech Contributions in Last Fiscal Year (\$)	Aggregate Earnings in Last Fiscal Year (\$) ⁽²⁾	Aggregate Withdrawals/Distributions (\$)	Aggregate Balance at Last Fiscal Year End (\$)
Guerrino De Luca	—	—	—	—	—
Bracken Darrell	—	—	—	—	—
Vincent Pilette	819,000	—	12,213	—	831,213
Marcel Stolk	—	—	—	—	—
L. Joseph Sullivan	178,125	—	118,001	—	1,878,782

(1) Amounts are included in the "Summary Compensation Table for Fiscal Year 2019" in the "Non-equity Incentive Plan Compensation" column for fiscal year 2019. All contributions were made under the Logitech Inc. Deferred Compensation Plan.

(2) These amounts are not included in the "Summary Compensation Table for Fiscal Year 2019" because plan earnings were not preferential or above market.

Narrative Disclosure to Non-Qualified Deferred Compensation Table

Please refer to "Compensation Discussion and Analysis—Compensation Elements—Deferred Compensation Plan" for a discussion of the Logitech Inc. U.S. Deferred Compensation Plan, effective January 1, 2009, as amended and restated effective January 1, 2017.

Payments upon Termination or Change in Control

We have entered into agreements that provide for payments under certain circumstances in the event of termination of employment or service of our executive officers. These agreements include:

- PSU and RSU award agreements that provide for the accelerated vesting of the shares subject to the award agreements under certain circumstances described below.
- Employment or other agreements with Bracken Darrell, Vincent Pilette, Joseph Sullivan and Marcel Stolk, under which each of them is entitled to receive a 12 or nine-month notice period or becomes subject to non-competition provisions if we terminate his employment or if he resigns.

Other than the agreements above, there are no agreements or arrangements for the payment of compensation to a named executive officer in the event of his involuntary termination with or without cause.

There are no agreements providing for payment of any consideration to any non-executive member of the Board of Directors upon termination of his or her service with the Company.

Change of Control Severance Agreements

Each of our executive officers had executed a change of control severance agreement with Logitech. These agreements have been terminated in compliance with the Minder Ordinance.

PSU and RSU Award Agreements

The treatment of equity upon termination of employment depends on the reason for termination and the employee's age and length of service at termination.

Change of Control

The PSU and RSU award agreements for named executive officers provide for the acceleration of vesting of the equity awards subject to the award agreements if the named executive officer is subject to an involuntary termination of employment within 12 months after a change of control because his or her employment is terminated without cause or the executive resigns for good reason. In the event of such an involuntary termination following a change of control:

- All shares subject to the RSUs will vest;

Compensation Report for Fiscal Year 2019

- The time-based vesting of PSU awards granted in fiscal year 2017 based on the achievement of a non-GAAP Operating Margin metric will accelerate as the performance-based vesting conditions have been attained.

Death and Disability

If an executive officer dies or has a separation of service due to disability, all shares subject to the RSU will vest. For PSUs, if the separation of service occurs during the performance period, the employee or the employee's estate receives a prorated number of the target shares based on the length of service during the performance period.

Retirement

For grants awarded in April 2017 or later, if an executive officer has a separation of service after meeting the age and service requirement, as applicable, all shares subject to the RSUs will continue to vest. For PSUs, if separation of service occurs during the performance period, the award continues to vest and the employee receives a prorated number of the actual earned shares at the regular vesting date based on the length of service during the performance period. The age and service requirement for the named executive officers is generally age 55 with at least ten years of service.

Tables of Potential Payments Upon Termination or Change in Control

The table below estimates the amount of compensation that would be paid in the event of an involuntary termination of employment of a Named Executive Officer without cause after a change in control, assuming that each of the terminations was effective as of March 31, 2019, subject to the terms of the PSU and RSU award agreements with each of the listed executive officers. As of December 2015, we do not have any cash payment related to termination of employment or change of control in compliance with the Minder Ordinance.

As of March 31, 2019, no compensation amounts were payable to any Named Executive Officer in the event of a mutual agreement to terminate employment, whether upon retirement or otherwise.

The price used for determining the value of accelerated vesting of outstanding and unvested equity awards in the tables below was the closing price of Logitech's shares on the Nasdaq Global Select Market on March 31, 2019, the last business day of the fiscal year, of \$39.34 per share.

POTENTIAL PAYMENTS UPON INVOLUNTARY TERMINATION AFTER CHANGE IN CONTROL

Name	Value of Accelerated Equity Awards ⁽¹⁾ (\$)
Guerrino De Luca	1,402,176
Bracken Darrell	13,367,710
Vincent Pilette	6,356,742
Marcel Stolk	1,707,661
L. Joseph Sullivan	1,633,144

- (1) Represents, as of March 31, 2019, the aggregate market value of shares underlying all unvested RSUs and PSUs, in each case held by the Named Executive Officer as of March 31, 2019 that are subject to acceleration according to the terms of an equity award agreement. For the PSUs granted on April 15, 2016 based on relative TSR, as of March 31, 2019 the performance condition was at a level which would have produced a payout percentage of 150%; therefore, 150% of such value was attributed to the shares subject to such PSUs. For the PSUs granted April 15, 2016 based on Non-GAAP Operating Margin, the performance conditions were achieved as of March 31, 2019; therefore, 100% of such value was attributed to the shares subject to such PSUs.

Compensation Report for Fiscal Year 2019

Pay Ratio

For fiscal year 2019:

- the median of the annual total compensation of all employees of our company (other than our Chief Executive Officer) was \$14,455; and
- the annual total compensation of Mr. Bracken Darrell, our President and Chief Executive Officer was \$8,404,952.

Based on this information, for fiscal year 2019 the ratio of the annual total compensation of Mr. Darrell to the median of the annual total compensation of all employees was 581 to 1. This ratio is a reasonable estimate calculated in a manner consistent with Item 402(u) of Regulation S-K under the Securities Exchange Act of 1934.

As permitted by SEC rules, to identify our median employee, we selected base pay, which we calculated as annual base pay using a reasonable estimate of the hours worked during fiscal year 2019 for hourly employees and using annual salary levels for our remaining employees, as the compensation measure to be used to compare the compensation of our employees as of January 31, 2019 for the ten-month period from April 1, 2018 through January 31, 2019. We annualized base pay for any permanent employees who commenced work during fiscal year 2019. We did not include any contractors or other non-employee workers in our employee population.

Using this approach, we selected the individual at the median of our employee population, who was an employee based in India. We then calculated annual total compensation for this individual using the same methodology we use for our Named Executive Officers as set forth in our "Summary Compensation Table for Fiscal Year 2019". We determined that such individual's annual total compensation for the fiscal year ended March 31, 2019 was \$14,455 .

During fiscal year 2019, Mr. Darrell served as our President and Chief Executive Officer. We determined Mr. Darrell's annual total compensation for the fiscal year ended March 31, 2019 was \$8,404,952, as reported in our "Summary Compensation Table for Fiscal Year 2019".

Compensation Report for Fiscal Year 2019

Compensation of Non-Employee Directors

For fiscal year 2019, the compensation of the members of the Board of Directors that are not Logitech employees, or non-employee directors, was determined by the Compensation Committee, consisting entirely of independent directors, and recommended to the full Board for approval.

The general policy is that compensation for non-employee directors should consist of a mix of cash and equity-based compensation. For fiscal year 2019, to assist the Compensation Committee in its annual review of director compensation, Compensia provided a written analysis of director pay practices and compensation data compiled from the annual reports and proxy statements of companies within our compensation peer group.

For fiscal year 2019, cash compensation of non-employee directors consists solely of annual retainers based on Board and committee service. Non-employee directors also receive an annual RSU grant based on a fixed market value. During fiscal year 2019, these annual RSU grants were made on the day of our Annual General Meeting with a one-year vesting period.

Directors who are Logitech employees do not receive any compensation for their service on the Board of Directors. Non-employee director compensation for the 2018 to 2019 Board Year consists of the following elements:

	Amount (CHF)	Amount (\$) ⁽¹⁾
Annual cash retainer	60,000	60,666
An additional annual cash retainer for the lead independent director	20,000	20,222
Annual retainer for the Audit Committee chair	40,000	40,444
Annual retainer for the Compensation Committee chair	40,000	40,444
Annual retainer for the Nominating Committee chair	11,000	11,122
Annual retainer for the Technology and Innovation Committee chair	11,000	11,122
Annual retainer for non-chair Audit Committee members	20,000	20,222
Annual retainer for non-chair Compensation Committee members	15,000	15,167
Annual retainer for non-chair Nominating Committee members	5,000	5,056
Annual retainer for non-chair Technology and Innovation Committee members	5,000	5,056
Annual RSU grant	165,000	166,832
Reimbursement of reasonable expenses for non-local travel (business class)		

(1) Amounts in Swiss Francs were converted using the 12-month average (April 2018 to March 2019) exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars.

Non-employee Board members may elect to receive their Board fees in shares, net of withholdings at the market price on the date of the Annual General Meeting. Any such shares are to be issued under the 2006 Stock Incentive Plan.

The following table summarizes the total compensation earned or paid by Logitech during fiscal year 2019 to members of the Board of Directors who were not executive officers as of March 31, 2019. Because the table is based on Logitech's fiscal year, and annual service for purposes of Board compensation is measured between the dates of Logitech's Annual General Meetings, usually held in September each year, the amounts in the table do not necessarily align with the description of Board compensation above.

Information regarding compensation paid to and the option and stock awards held by Guerrino De Luca and Bracken Darrell, the members of the Board of Directors that are Logitech executive officers as of fiscal year-end 2019, are presented in the "Summary Compensation Table for Fiscal Year 2019" and the "Outstanding Equity Awards at Fiscal Year 2019 Year-End Table", respectively.

Compensation Report for Fiscal Year 2019

NON-EMPLOYEE DIRECTOR COMPENSATION TABLE FOR FISCAL YEAR 2019

Name	Fees Earned in Cash (\$) ⁽¹⁾	Stock Awards (\$) ⁽²⁾	Total (\$)
Patrick Aebischer	72,210	167,089	239,299
Wendy Becker ⁽³⁾	87,207	167,089	254,296
Edouard Bugnion	92,852	167,089	259,941
Sally Davis ⁽⁴⁾	36,231	—	36,231
Sue Gove ⁽⁴⁾	33,703	—	33,703
Didier Hirsch	106,166	167,927	274,093
Neil Hunt	101,110	167,927	269,037
Marjorie Lao ⁽⁵⁾	35,389	167,089	202,478
Neela Montgomery	72,463	167,927	240,390
Dimitri Panayotopoulos ⁽³⁾⁽⁶⁾	75,833	167,089	242,922
Lung Yeh	83,837	167,927	251,764

(1) Amounts in Swiss Francs were converted using the 12-month average (April 2018 to March 2019) exchange rate of 1 Swiss Franc to 1.0111 U.S. Dollars.

(2) Amounts shown do not reflect compensation actually received by the directors. Instead, the amount shown is the aggregate grant date fair value of stock-related awards granted in fiscal year 2019 computed in accordance with ASC Topic 718 -- Compensation -- Stock Compensation, disregarding forfeiture assumptions. The grant date fair value used to calculate the aggregate value for fiscal year 2019 was \$47.00 or CHF 45.51 per share.

(3) Elected to receive Board fees in shares.

(4) Sally Davis and Sue Gove did not stand for re-election as directors at the Annual General Meeting in September 2018.

(5) Marjorie Lao was first elected as a director at the Annual General Meeting in September 2018.

(6) Mr. Panayotopoulos resigned from the Board effective as of June 25, 2019, and his equity award granted in fiscal year 2019 was forfeited.

The following table presents additional information with respect to the equity awards held as of March 31, 2019 by members of the Board of Directors who were not executive officers as of fiscal year-end.

The market value for RSUs is determined by multiplying the number of shares subject to the award by the closing price of Logitech shares on the Nasdaq Global Select Market on the last trading day of the fiscal year.

Compensation Report for Fiscal Year 2019

OUTSTANDING EQUITY AWARDS FOR NON-EMPLOYEE DIRECTORS AT FISCAL YEAR 2019 YEAR-END

Name	Grant Date (MM/DD/YY)	Option Awards				Stock Awards	
		Number of Securities Underlying Unexercised Options Exercisable (#)	Number of Securities Underlying Unexercised Options Unexercisable (#)	Option Exercise Price / Share (\$)	Market Value of Unexercised Options (\$)	Number of Shares or Units of Stock That Have Not Vested (#) ⁽¹⁾	Market Value of Shares or Units of Stock That Have Not Vested (\$)
Patrick Aebischer	09/05/18	—	—	—	—	3,573	140,562
Wendy Becker	09/05/18	—	—	—	—	3,573	140,562
Edouard Bugnion	09/05/18	—	—	—	—	3,573	140,562
Didier Hirsch	09/05/18	—	—	—	—	3,573	140,562
Neil Hunt	09/05/18	—	—	—	—	3,573	140,562
Marjorie Lao	09/05/18	—	—	—	—	3,573	140,562
Neela Montgomery	09/05/18	—	—	—	—	3,573	140,562
Dimitri Panayotopoulos ⁽²⁾	09/05/18	—	—	—	—	3,573	140,562
Lung Yeh	09/05/18	—	—	—	—	3,573	140,562

(1) Unless otherwise indicated, the shares subject to these stock awards vest in full on the first anniversary of the grant date. For Lung Yeh, who is not standing for re-election at the 2019 Annual General Meeting, and for any other non-employee directors who are not re-elected at the 2019 Annual General Meeting, the shares subject to their stock awards vest on September 4, 2019, the date of the 2019 Annual General Meeting. If the non-employee director ceases to provide service prior to the applicable vesting date (for reasons other than death or disability), all unvested stock awards are forfeited. If a non-employee director dies or has a separation of service due to disability, all shares subject to the stock award will vest.

(2) Mr. Panayotopoulos resigned from the Board effective as of June 25, 2019, and his equity award granted in fiscal year 2019 was forfeited.

Equity Compensation Plan Information

The following table summarizes the shares that may be issued upon the exercise of options (including PSOs and PPOs), RSUs, PSUs, and other rights under our employee equity compensation plans as of March 31, 2019. These plans include the 1996 Employee Share Purchase Plan (U.S.) and 2006 Employee Share Purchase Plan (Non-U.S.) (together, the “ESPPs”), 2006 Stock Incentive Plan and 2012 Stock Inducement Equity Plan.

Plan Category	(a) Number of Securities to be Issued Upon Exercise of Outstanding Options, Warrants and Rights (#)	(b) Weighted Average Exercise Price of Outstanding Options, Warrants and Rights ⁽¹⁾	(c) Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans (Excluding Securities Reflected in Column (a)) (#)
Equity Compensation Plans Approved by Security Holders	5,328,011 ⁽²⁾	\$30	14,645,171
Equity Compensation Plans Not Approved by Security Holders	1,700,000 ⁽³⁾	\$14	—
Total	7,028,011 ⁽⁴⁾	\$20	14,645,171 ⁽⁵⁾

(1) The weighted average exercise price is calculated based solely on outstanding options.

(2) Includes options and rights to acquire shares outstanding under our 1996 Employee Share Purchase Plan (U.S.), 2006 Employee Share Purchase Plan (Non-U.S.) and 2006 Stock Incentive Plan.

(3) Includes options and rights to acquire shares outstanding under our 2012 Stock Inducement Equity Plan adopted under the Nasdaq rules.

(4) Represents approximately 4.2% of the issued and outstanding share capital of the Company as of March 31, 2019.

(5) Represents approximately 8.8% of the issued and outstanding share capital of the Company as of March 31, 2019.

2012 Stock Inducement Equity Plan

Under the 2012 Stock Inducement Equity Plan, stock options and RSUs may be granted to eligible employees to serve as inducement material to enter into employment with the Company. Awards under the 2012 Stock Inducement Equity Plan may be conditioned on continued employment, the passage of time or the satisfaction of performance vesting criteria, based on individual written employment offer letters. The 2012 Stock Inducement Equity Plan has an expiration date of March 31, 2022. As of March 31, 2019, an aggregate of 1,800,000 shares was reserved for issuance under the 2012 Stock Inducement Equity Plan. As of March 31, 2019, no shares were available for issuance under this plan.

2006 Stock Incentive Plan

The Logitech International S.A. 2006 Stock Incentive Plan provides for the grant to eligible employees and non-employee members of the Board of Directors of stock options, stock appreciation rights, restricted stock, and restricted stock units. As of March 31, 2019, Logitech has granted stock options (including PSOs), RSUs, and PSUs under the 2006 Stock Incentive Plan and has made no grants of restricted shares or stock appreciation rights. Stock options granted under the 2006 Stock Incentive Plan generally will have terms not exceeding ten years and will be issued at exercise prices not less than the fair market value on the date of grant. Awards under the 2006 Stock Incentive Plan may be conditioned on continued employment, the passage of time, or the satisfaction of performance vesting criteria. As of March 31, 2019, an aggregate of 30,550,000 shares is reserved for issuance under the 2006 Stock Incentive Plan. As of March 31, 2019, a total of 9,229,871 shares were available for issuance under this plan.

Employee Share Purchase Plans

Logitech maintains two employee share purchase plans, one for employees in the United States and one for employees outside the United States. The plan for employees outside the United States is named the 2006 Employee Share Purchase Plan (Non-U.S.), or 2006 ESPP, and was approved by the Board of Directors in June 2006. The plan for employees in the United States is named the 1996 Employee Share Purchase Plan (U.S.), or 1996 ESPP. The 1996 ESPP was the worldwide plan until the adoption of the 2006 ESPP in June 2006. Under both plans, eligible employees may purchase shares with

Equity Compensation Plan Information

up to 10% of their earnings at the lower of 85% of the fair market value at the beginning or the end of each six-month offering period. Purchases under the plans are limited to a fair value of \$25,000 in any one year, calculated in accordance with U.S. tax laws. During each offering period, payroll deductions of employee participants are accumulated under the share purchase plan. Subject to continued participation in these plans, purchase agreements are automatically executed at the end of each offering period. A total of 29,000,000 shares have been reserved for issuance under both the 1996 and 2006 ESPPs. As of March 31, 2019, a total of 5,415,300 shares were available for issuance under the ESPPs.

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**Annual Report
Fiscal Year 2019**

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following Management's Discussion and Analysis of Financial Condition and Results of Operations contains forward-looking statements that involve risks and uncertainties. The Company's actual results could differ materially from those anticipated in these statements as a result of certain factors, including those set forth in the Company's Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission and posted to the Company's Investor Relations website, under Item 1A, Risk Factors, in Item 7A, Quantitative and Qualitative Disclosures about Market Risk (which also appears below), and elsewhere. Please read the following discussion and analysis of our financial condition and results of operations together with our consolidated financial statements and related notes included in this Annual Report. Terms used and not otherwise defined in this Annual Report have the meanings set forth in the Company's Annual Report on Form 10-K.

Overview of Our Company

Logitech is a world leader in designing, manufacturing and marketing products that help connect people to digital and cloud experiences. More than 35 years ago, Logitech created products to improve experiences around the personal computer (PC) platform, and today it is a multi-brand, multi-category company designing products that enable better experiences consuming, sharing and creating digital content for computing, gaming, video and music, whether it is on a computer, mobile device or in the cloud. Logitech's brands include Logitech, Jaybird, Ultimate Ears, Logitech G, ASTRO Gaming and Blue Microphones.

Logitech was founded in Switzerland in 1981, and Logitech International S.A. has been the parent holding company of Logitech since 1988. Logitech International S.A. is a Swiss holding company with its registered office in Apples, Switzerland, which conducts its business through subsidiaries in the Americas (including North and South America), EMEA (Europe, Middle East, Africa) and Asia Pacific (including, among other countries, China, Taiwan, Japan, India and Australia). Shares of Logitech International S.A. are listed on both the SIX Swiss Exchange, under the trading symbol LOGN, and the Nasdaq Global Select Market, under the trading symbol LOGI. References in this Annual Report to the "Company," "Logitech," "we," "our," and "us" refer to Logitech International S.A. and its consolidated subsidiaries.

Our products participate in five large market opportunities: Creativity & Productivity, Gaming, Video Collaboration, Music and Smart Home. We sell our products to a broad network of domestic and international customers, including direct sales to retailers and e-tailers, and indirect sales through distributors. Our worldwide channel network includes consumer electronics distributors, retailers, mass merchandisers, specialty stores, computer and telecommunications stores, value-added resellers and online merchants.

From time to time, we may seek to partner with, or acquire when appropriate, companies that have products, personnel, and technologies that complement our strategic direction. We continually review our product offerings and our strategic direction in light of our profitability targets, competitive conditions, changing consumer trends and the evolving nature of the interface between the consumer and the digital world.

On August 21, 2018, we acquired all equity interests in Blue Microphones Holding Corporation (Blue Microphones) for a total consideration of \$134.8 million in cash (the Blue Microphones Acquisition), which included a working capital adjustment and repayment of debt on behalf of Blue Microphones. Blue Microphones is a leading audio manufacturer that designs and produces microphones, headphones, recording tools, and accessories for audio professionals, musicians and consumers. The Blue Microphones Acquisition supplements our product portfolio.

On August 11, 2017, we acquired certain assets and liabilities constituting the ASTRO Gaming business (ASTRO) from AG Acquisition Corporation for a purchase price of \$85.0 million in cash (the ASTRO Acquisition). ASTRO is a leading console gaming accessory brand with a history of producing award-winning headsets for professional gamers and enthusiasts. ASTRO provides a strong growth platform in the console gaming accessories market.

Summary of Financial Results

Our total sales for fiscal year 2019 increased 9% in comparison to fiscal year 2018. The growth was broad-based across our regions and across most of our product categories. The results of operations for Blue Microphones have been included in our consolidated statements of operations from the acquisition date. For fiscal year 2019, Blue Microphones contributed approximately 2 percentage points of the sales growth rate.

Sales for fiscal year 2019 increased 6%, 5% and 17% in the Americas, EMEA and Asia Pacific, respectively.

Gross margin increased by 180 basis points to 37.2% during fiscal year 2019, compared to fiscal year 2018. The increase in gross margin was primarily driven by favorable product mix and cost reductions. In addition, extra costs from the transition of the distribution center in North America in the third quarter of fiscal year 2018 negatively affected the gross margin in fiscal year 2018.

Operating expenses for fiscal year 2019 were \$773.8 million, or 27.8% of sales, compared to \$679.5 million, or 26.5% of sales, for fiscal year 2018. The increase in operating expenses was primarily driven by: \$47.8 million higher personnel-related cost due to restructuring charges in the current period, increased performance-based variable compensation and additional headcount from business acquisitions; \$32.6 million higher third-party costs, primarily advertising and marketing expenses to support our new product introductions and new market opportunities; \$5.0 million higher amortization of intangible assets from the business acquisitions; and a \$4.9 million non-recurring credit for change in fair value of contingent consideration from an acquisition recorded in fiscal year 2018.

Net income for fiscal year 2019 was \$257.6 million, compared to \$208.5 million for fiscal year 2018.

Trends in Our Business

Our strategy focuses on five large multi-category market opportunities including Creativity & Productivity, Gaming, Video Collaboration, Music and Smart Home. We see opportunities to deliver growth with products in all these markets. The following discussion represents key trends specific to our market opportunities.

Trends Specific to Our Five Market Opportunities

Creativity & Productivity: Although new PC shipments continue to be weak, the installed base of PC users remains large. We believe that innovative PC peripherals, such as our mice and keyboards, can renew the PC usage experience, thus providing growth opportunities. Increasing adoption of various cloud-based applications has led to multiple new consumer use cases, which we are addressing with our innovative product portfolio. The increasing popularity of streaming and broadcasting provides additional growth opportunities for our Webcam products. Smaller mobile computing devices, such as tablets, have created new markets and usage models for peripherals and accessories. We offer a number of products to enhance the use of mobile devices, including a combo backlit keyboard case for the iPad Pro and keyboard folios for the iPad and iPad mini. In fiscal year 2019, we have seen a recovery of the iPad tablet market, and our Tablet & Other Accessories category has benefited from the recovery along with our innovative products.

Gaming: The PC gaming and console gaming platforms continue to show strong growth as online gaming, multi-platform experiences, and esports gain greater popularity and gaming content becomes increasingly more demanding. We believe Logitech is well positioned to benefit from the gaming market growth. With ASTRO Gaming, we are also strengthening our portfolio in adjacent categories, such as the console controller market.

Video Collaboration: The near and long-term structural growth opportunities in the video collaboration market are significant and are already attracting more competition. Video meetings are on the rise, and companies increasingly want lower-cost, cloud-based solutions. We are continuing our efforts to create and sell innovative products to accommodate the increasing demand from medium and large-sized meeting rooms to small-sized rooms such as huddle rooms. We will continue to invest in select business-specific products, targeted product marketing and sales channel development.

Music: The music market grew during fiscal year 2019, driven by growing consumption of music through mobile devices such as smartphones and tablets. The integration of personal voice assistants has become increasingly competitive in the speaker categories, but the market for third-party, voice-enabled speakers has not yet gained traction. Moreover, the market for mobile speakers appears to be maturing, which led to a decline in Ultimate Ears sales in fiscal year 2019. In fiscal year 2019, the headphone industry continued to flourish with strong revenue growth. The largest growth came in True Wireless headphones where the market tripled year over year and added substantial increases to average selling price. Continued growth in the headphone category is expected for the next several years as consumers increasingly adopt wireless headphones over wired headphones. With Blue Microphones, we are strengthening our portfolio in adjacent categories, such as the microphones market.

Smart Home: Our remote business declined substantially in fiscal year 2019 as the attachment to the voice assistants of Harmony Hub-based remote controls was not a sustainable trend. In general, the space is under

pressure as the way people consume content is changing. We will continue to explore other innovative experiences for the Smart Home category.

Business Seasonality, Product Introductions and Business Acquisitions

We have historically experienced higher sales in our third fiscal quarter ending December 31, compared to other fiscal quarters in our fiscal year, primarily due to the increased consumer demand for our products during the year-end holiday buying season and year-end spending by enterprises. Additionally, new product introductions and business acquisitions can significantly impact sales, product costs and operating expenses. Product introductions can also impact our sales to distribution channels as these channels are filled with new product inventory following a product introduction, and often channel inventory of an earlier model product declines as the next related major product launch approaches. Sales can also be affected when consumers and distributors anticipate a product introduction or changes in business circumstances. However, neither historical seasonal patterns nor historical patterns of product introductions should be considered reliable indicators of our future pattern of product introductions, future sales or financial performance.

Critical Accounting Estimates

The preparation of financial statements and related disclosures in conformity with U.S. GAAP requires us to make judgments, estimates, and assumptions that affect reported amounts of assets, liabilities, sales and expenses, and the disclosure of contingent assets and liabilities.

We consider an accounting estimate critical if it: (i) requires management to make judgments and estimates about matters that are inherently uncertain; and (ii) is important to an understanding of our financial condition and operating results.

We base our estimates on historical experience and on various other assumptions we believe to be reasonable under the circumstances. Although these estimates are based on management's best knowledge of current events and actions that may impact us in the future, actual results could differ from those estimates. Management has discussed the development, selection and disclosure of these critical accounting estimates with the Audit Committee of the Board of Directors.

We believe the following accounting estimates are most critical to our business operations and to an understanding of our financial condition and results of operations and reflect the more significant judgments and estimates used in the preparation of our consolidated financial statements.

Accruals for Customer Programs

We record accruals for cooperative marketing, customer incentive, pricing programs (Customer Programs) and product returns. The estimated cost of these programs is usually recorded as a reduction of revenue. Significant management judgments and estimates must be used to determine the cost of these programs in any accounting period. Certain Customer Programs require management to estimate the percentage of those programs which will not be claimed or will not be earned by customers based on historical experience and on the specific terms and conditions of particular programs. The percentage of these customer programs that will not be claimed or earned is commonly referred to as "breakage". If we receive a separately identifiable benefit from a customer and can reasonably estimate the fair value of that benefit, the cost of the Customer Programs is recognized in operating expenses.

Cooperative Marketing Arrangements. We enter into customer marketing programs with many of our customers, and with certain indirect partners, allowing customers to receive a credit equal to a set percentage of their purchases of our products, or a fixed dollar credit for various marketing programs. The objective of these arrangements is to encourage advertising and promotional events to increase sales of our products.

Customer Incentive Programs. Customer incentive programs include performance-based incentives and consumer rebates. We offer performance-based incentives to our customers and indirect partners based on pre-determined performance criteria. Consumer rebates are offered from time to time at our discretion for the primary benefit of end-users.

Cooperative marketing arrangements and customer incentive programs are considered variable consideration, which we estimate and record as a reduction to revenue at the time of sale based on negotiated terms, historical experiences, forecasted incentives, the anticipated volume of future purchases, and inventory levels in the channel.

Pricing Programs. We have agreements with certain customers that contain terms allowing price protection credits to be issued in the event of a subsequent price reduction. At our discretion, we also offer special pricing discounts to certain customers. Special pricing discounts are usually offered only for limited time periods or for sales of selected products to specific indirect partners. Our decision to make price reductions is influenced by product life cycle stage, market acceptance of products, the competitive environment, new product introductions and other factors. Accruals for estimated expected future pricing actions are recognized at the time of sale based on analysis of historical pricing actions by customer and by product, inventories owned by and located at distributors and retailers, current customer demand, current operating conditions, and other relevant customer and product information, such as stage of product life-cycle.

Product Returns. We grant limited rights to return products. Return rights vary by customer and range from just the right to return the defective product to stock rotation rights limited to a percentage of sales approved by management. Estimates of expected future product returns are recognized at the time of sale based on analyses of historical return trends by the customer and by product, inventories owned by and located at customers, current customer demand, current operating conditions, and other relevant customer and product information. Upon recognition, we reduce sales and cost of goods sold for the estimated return. Return trends are influenced by product life cycle status, new product introductions, market acceptance of products, sales levels, product sell-through, the type of customer, seasonality, product quality issues, competitive pressures, operational policies and procedures, and other factors. Return rates can fluctuate over time but are sufficiently predictable to allow us to estimate expected future product returns.

We apply a breakage rate to reduce our accruals of Customer Programs based on the estimated percentage of these customer programs that will not be claimed or earned. The breakage rate is applied at the time of sale. Significant management judgments and estimates are used to determine the breakage of the programs in any accounting period.

We regularly evaluate the adequacy of our accruals for Customer Programs and product returns. Future market conditions and product transitions may require us to take action to increase such programs. In addition, when the variables used to estimate these costs change, or if actual costs differ significantly from the estimates, we would be required to record incremental increases or reductions to revenue or operating expenses.

Inventory Valuation

We must order components for our products and build inventory in advance of customer orders. Further, our industry is characterized by rapid technological change, short-term customer commitments and rapid changes in demand.

We record inventories at the lower of cost and net realizable value and record write-downs of inventories that are obsolete or in excess of anticipated demand or net realizable value. A review of inventory is performed each fiscal quarter that considers factors including the marketability and product lifecycle stage, product development plans, component cost trends, historical sales and demand forecasts which consider the assumptions about future demand and market conditions. Inventory on hand which is not expected to be sold or utilized is considered excess, and we recognize the write-down in the cost of goods sold at the time of such determination. The write-down is determined by the excess of cost over net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal and transportation. At the time of loss recognition, new cost basis per unit and the lower-cost basis for that inventory is established and subsequent changes in facts and circumstances would not result in an increase in the cost basis. If there is an abrupt and substantial decline in demand for Logitech's products or an unanticipated change in technological or customer requirements, we may be required to record additional write-downs that could adversely affect gross margins in the period when the write-downs are recorded.

Share-Based Compensation Expense

The grant date fair value for stock options and stock purchase rights is estimated using the Black-Scholes-Merton option-pricing valuation model. The grant date fair value of restricted stock units (RSUs) that vest upon meeting certain market conditions is estimated using the Monte-Carlo simulation method. The grant date fair value of time-based RSUs and RSUs with performance conditions is calculated based on the closing market price on the date of grant, adjusted by estimated dividends yield prior to vesting.

Our estimates of share-based compensation expense require a number of complex and subjective assumptions including our stock price volatility, the probability of achievement of the set performance conditions, dividend yield, related tax effects and the selection of an appropriate fair value model. We estimate expected share

price volatility based on historical volatility using daily prices over the term of options, RSUs or purchase offerings, as we consider historical share price volatility as most representative of future volatility. The dividend yield assumption is based on our history and expectations of future dividend payouts.

The assumptions used in calculating the fair value of share-based compensation expense and related tax effects represent our best estimates, but these estimates involve inherent uncertainties and the application of management judgments. As a result, if factors change and we use different assumptions, or if we decide to use a different valuation model, our share-based compensation expense could be materially different in the future from what we have recorded in the current period, which could materially affect our results of operations.

Accounting for Income Taxes

We operate in multiple jurisdictions and our profits are taxed pursuant to the tax laws of these jurisdictions. Our effective income tax rate may be affected by the changes in or interpretations of tax laws and tax agreements in any given jurisdiction, utilization of net operating loss and tax credit carryforwards, changes in geographical mix of income and expense, and changes in our assessment of matters such as the ability to realize deferred tax assets. As a result of these considerations, we must estimate income taxes in each of the jurisdictions in which we operate. This process involves estimating current tax exposure together with assessing temporary differences resulting from the different treatment of items for tax and accounting purposes. These differences result in deferred tax assets and liabilities, which are included in the consolidated balance sheet.

We assess the likelihood that our deferred tax assets will be recovered from future taxable income, considering all available evidence such as historical levels of income, expectations and risks associated with estimates of future taxable income and ongoing prudent and feasible tax strategies. When we determine that it is not more likely than not that we will realize all or part of our deferred tax assets, an adjustment is charged to earnings in the period when such determination is made. Likewise, if we later determine that it is more likely than not that all or a part of our deferred tax assets would be realized, the previously provided valuation allowance would be reversed.

We make certain estimates and judgments about the application of tax laws, the expected resolution of uncertain tax positions and other matters surrounding the recognition and measurement of uncertain tax benefits. In the event that uncertain tax positions are resolved for amounts different than our estimates, or the related statutes of limitations expire without the assessment of additional income taxes, we will be required to adjust the amounts of the related assets and liabilities in the period in which such events occur. Such adjustments may have a material impact on our income tax provision and our results of operations.

Goodwill Impairment Analysis

We conduct a goodwill impairment analysis annually at December 31 or more frequently if indicators of impairment exist or if a decision is made to sell or exit a business. Refer to Note 11 to the consolidated financial statements included in this Annual Report for the disclosures. Significant judgments are involved in determining if an indicator of impairment has occurred. Such indicators may include deterioration in general economic conditions, negative developments in equity and credit markets, adverse changes in the markets in which an entity operates, increases in input costs that have a negative effect on earnings and cash flows, a trend of negative or declining cash flows, a decline in actual or planned revenue or earnings compared with actual and projected results of relevant prior periods, or other relevant entity-specific events such as changes in management, key personnel, strategy or customers, contemplation of bankruptcy, or litigation. The fair value that could be realized in an actual transaction may differ from that used to evaluate the impairment of goodwill.

In reviewing goodwill for impairment, we have the option to first assess qualitative factors to determine whether the existence of events or circumstances leads to a determination that it is more likely than not (greater than 50%) that the estimated fair value of a reporting unit is less than its carrying amount. For the year ended March 31, 2019, we elected to perform a qualitative assessment and determined that impairment was not more likely than not and no further analysis was required. We also may elect not to perform the qualitative assessment and, instead, proceed directly to the quantitative impairment test. The ultimate outcome of the goodwill impairment review for a reporting unit should be the same whether an entity chooses to perform the qualitative assessment or proceeds directly to the quantitative impairment test. Goodwill is allocated among and evaluated for impairment at the reporting unit level, which is defined as an operating segment or one level below an operating segment. We currently have only one reporting unit.

Product Warranty Accrual

We estimate the cost of product warranties at the time the related revenue is recognized based on historical and projected warranty claim rates, historical and projected costs, and knowledge of specific product failures that are outside of our typical experience. Each fiscal quarter, we reevaluate estimates to assess the adequacy of recorded warranty liabilities. When we experience changes in warranty claim activity or costs associated with fulfilling those claims, the warranty liability is adjusted accordingly. If actual product failure rates or repair costs differ from estimates, revisions to the estimated warranty liabilities would be required and could materially affect our results of operations.

Business Acquisitions

Accounting for business acquisitions requires us to make significant estimates and assumptions, especially at the acquisition date with respect to tangible and intangible assets acquired and liabilities assumed and pre-acquisition contingencies. We use our best estimates and assumptions to accurately assign fair value to the tangible and intangible assets acquired and liabilities assumed at the acquisition date.

Examples of critical estimates in valuing certain intangible assets and goodwill we have acquired include but are not limited to:

- assumptions regarding royalty rate range and forecasted revenue growth rate;
- assumptions regarding the estimated useful life of the acquired intangibles;
- discount rates.

Unanticipated events and circumstances may occur that may affect the accuracy or validity of such assumptions, estimates or actual results.

The economic useful life of the developed technology from the business acquisitions was determined based on the technology cycle related to developed technology of existing products, as well as the cash flows over the forecasted periods.

The economic useful life of the customer relationships from the business acquisitions was determined based on historical customer turnover rates and the industry benchmarks.

The economic useful life of the trademarks and trade names from the business acquisitions was determined based on the expected life of the trade names and the cash flows anticipated over the forecasted periods.

Adoption of New Accounting Pronouncements

Refer to Note 2 to the consolidated financial statements included in this Annual Report for recent accounting pronouncements adopted and to be adopted.

Constant Currency

We refer to our net sales growth rates excluding the impact of currency exchange rate fluctuations as "constant currency" sales growth rates. Percentage of constant currency sales growth is calculated by translating prior period sales in each local currency at the current period's average exchange rate for that currency and comparing that to current period sales.

Given our global sales presence and the reporting of our financial results in U.S. Dollars, our financial results could be affected by significant shifts in currency exchange rates. See "Results of Operations" for information on the effect of currency exchange results on our sales. If the U.S. Dollar appreciates or depreciates in comparison to other currencies in future periods, this will affect our results of operations in future periods as well.

Results of Operations

Net Sales

During fiscal year 2019, sales increased 9% in comparison to fiscal year 2018. If currency exchange rates had been constant in 2019 and 2018, our constant currency sales growth rate would have been 10%. We grew across most of our product categories, with double-digit growth in our Gaming, Video Collaboration, Tablet & Other Accessories and Audio & Wearables product categories and strong growth in Keyboards & Combos. Sales declined

for Mobile Speakers and Smart Home product categories. Blue Microphones contributed approximately 2 percentage points of the sales growth rate. The adoption of Topic 606 increased our sales for fiscal year 2019 by \$3.7 million.

During fiscal year 2018, sales increased 16% in comparison to fiscal year 2017. If currency exchange rates had been constant in 2018 and 2017, our constant currency sales growth rate would have been 13%. We grew across almost all our product categories. Tablet & Other Accessories, Video Collaboration, Gaming, and Smart Home grew double digits, with Gaming contributing more than 8 percentage points of the sales growth rate during the year, including approximately 2 percentage points contributed by ASTRO.

Sales Denominated in Other Currencies

Although our financial results are reported in U.S. Dollars, a portion of our sales was generated in currencies other than the U.S. Dollar, such as the Euro, Chinese Renminbi, Japanese Yen, Canadian Dollar, Taiwan Dollar, British Pound and Australian Dollar. For each of the fiscal years 2019, 2018 and 2017, 50% of our sales were denominated in currencies other than the U.S. Dollar.

Sales by Region

The following table presents the change in sales by region for fiscal year 2019 compared with fiscal year 2018, and fiscal year 2018 compared with fiscal year 2017:

	2019 vs. 2018		2018 vs. 2017	
	Sales Growth Rate	Sales Growth Rate in Constant Currency	Sales Growth Rate	Sales Growth Rate in Constant Currency
Americas	6%	7%	16%	16%
EMEA	5	7	10	4
Asia Pacific	17	19	23	22

Americas

The increase in sales in fiscal year 2019 of 6% compared with fiscal year 2018 was driven by growth in Gaming, Video Collaboration, Audio & Wearables, Keyboards and Combos, Tablet & Other Accessories and PC Webcams, partially offset by sales declines in Mobile Speakers, Smart Home and Pointing Devices.

The increase in sales in fiscal year 2018 of 16% compared with fiscal year 2017 was driven by growth in Pointing Devices, Tablet & Other Accessories, Video Collaboration, Gaming, and Smart Home.

EMEA

The increase in sales in fiscal year 2019 of 5% compared with fiscal year 2018 was driven by several of our product categories, with growth in Video Collaboration, Gaming, Pointing Devices and Tablet & Other Accessories, partially offset by sales declines in Mobile Speakers and Smart Home.

The increase in sales in fiscal year 2018 of 10% compared with fiscal year 2017 was driven by several of our product categories, with growth in Video Collaboration, Gaming, and Smart Home, partially offset by Pointing Devices and Audio & Wearables.

Asia Pacific

The increase in sales in fiscal year 2019 of 17% compared with fiscal year 2018 was primarily driven by sales increases in Gaming, Video Collaboration, Keyboard & Combos and Pointing Devices, offset by sales declines in Mobile Speakers.

The increase in sales in fiscal year 2018 of 23% compared with fiscal year 2017 was primarily driven by sales increases in Pointing Devices, Video Collaboration, Music and Gaming.

Sales by Product Categories

Sales by product categories for fiscal years 2019, 2018 and 2017 were as follows (Dollars in thousands):

	Years Ended March 31,			Change	
	2019	2018	2017	2019 vs. 2018	2018 vs. 2017
Pointing Devices	\$ 536,890	\$ 516,637	\$ 501,562	4%	3%
Keyboards & Combos	536,619	498,472	480,312	8	4
PC Webcams	121,282	112,147	107,087	8	5
Tablet & Other Accessories	128,315	107,942	76,879	19	40
Video Collaboration	259,521	182,717	127,009	42	44
Mobile Speakers	230,378	314,817	301,021	(27)	5
Audio & Wearables	277,429	252,330	246,390	10	2
Gaming	648,130	491,995	314,362	32	57
Smart Home	49,344	89,373	65,510	(45)	36
Other ⁽¹⁾	414	433	1,295	(4)	(67)
Total Sales	<u>\$ 2,788,322</u>	<u>\$ 2,566,863</u>	<u>\$ 2,221,427</u>	9	16

(1) Other category includes products which we currently intend to phase out, or have already phased out, because they are no longer strategic to our business.

Sales by Product Categories:

Creativity & Productivity market:

Pointing Devices

Our Pointing Devices category comprises PC and Mac-related mice including trackballs, touchpads and presentation tools.

During fiscal year 2019, Pointing Devices sales increased 4%, compared to fiscal year 2018. The increase was primarily driven by the increases in sales of cordless mice and presentation tools. The increase in cordless mice was lead by strong contribution from the MX family of premium cordless mice, including the Vertical Wireless Mouse introduced in the second quarter of fiscal year 2019 as well as continued performance for MX Master 2S Wireless Mouse and B220 Silent Mouse.

During fiscal year 2018, Pointing Devices sales increased 3%, compared to fiscal year 2017. The increase was primarily driven by the increases in sales of cordless mice, trackball and presentation tools, partially offset by a decrease in the sales of corded mice.

Keyboards & Combos

Our Keyboards & Combos category comprises PC keyboards, living room keyboards and keyboard/mice combo products.

During fiscal year 2019, Keyboards & Combos sales increased 8%, compared to fiscal year 2018. The increase was primarily driven by the increases in sales of wireless keyboard/mice combos, mainly from increased sales of our MK 540, MK270 and MK110 wireless keyboard/mice combo, and an increase in sales of our wireless PC keyboard.

During fiscal year 2018, Keyboards & Combos sales increased 4%, compared to fiscal year 2017. The increase was primarily driven by the introduction of Craft cordless keyboard and increased sales of our MK270 and MK235 wireless keyboard/mice combo, partially offset by the decreases in sales of the MK710 wireless keyboard/mice combo and K400 Plus wireless keyboard.

PC Webcams

Our PC Webcams category comprises PC-based webcams targeted primarily at consumers.

During fiscal year 2019, PC Webcams sales increased 8%, compared to fiscal year 2018. The increase was primarily driven by the increases in sales of our HD Pro Webcam C920 and 1080 Pro Steam Webcam.

During fiscal year 2018, PC Webcams sales increased 5%, compared to fiscal year 2017. The increase was primarily driven by the increases in sales of our 1080P Pro Stream Webcam, partially offset by the decrease in sales of our HD Pro Webcam C920 and HD Webcam C525.

Tablet & Other Accessories

Our Tablet & Other Accessories category comprises keyboards for tablets and smartphones as well as other accessories for mobile devices.

During fiscal year 2019, Tablet & Other Accessories sales increased 19%, compared to fiscal year 2018. The increase was primarily driven by the introductions of our Slim Folio keyboard cases for the iPad 5th/6th Generation, education-based Rugged Combo 2, Slim Combo keyboard cases for the iPad 5th/6th Generation, Crayon (a digital pencil) and POWERED (a wireless charging dock for iPhone) during fiscal year 2019.

During fiscal year 2018, Tablet & Other Accessories sales increased 40%, compared to fiscal year 2017. The increase was primarily driven by the introduction of Slim Folio keyboard cases for the iPad 5th Generation, Slim Combo keyboard cases for the iPad Pro, and Rugged Combo keyboard case, partially offset by a decrease in sales of Create and Type+ keyboard cases.

Gaming market:

Gaming

Our Gaming category comprises gaming mice, keyboards, headsets, gamepads, steering wheels, simulation controllers, console gaming headsets and console gaming controllers.

During fiscal year 2019, Gaming sales increased 32%, compared to fiscal year 2018. The increase was primarily due to increases in sales of our core PC gaming products and console gaming headsets, which benefited from the growing gaming market, growth in eSports, expansions in new channels and regions, and expansion in product portfolios. The increase for fiscal year 2019 was also driven by the fact that the ASTRO Acquisition closed on August 11, 2017, in the middle of our fiscal year 2018 second quarter, resulting in a partial comparative period impact. The growth was partially offset by a slight decline in our simulation products.

During fiscal year 2018, Gaming sales increased 57%, compared to fiscal year 2017. Growth in Gaming sales was broad-based, especially driven by the ASTRO Acquisition, the sales increases of the G29 Driving Force steering wheel, the G502 Proteus Spectrum gaming mouse and the G203 gaming mouse, and the introduction of the G903 gaming mouse. For fiscal year 2018, ASTRO contributed \$54.1 million to sales.

Video Collaboration market:

Video Collaboration

Our Video Collaboration category includes Logitech's ConferenceCams, which combines affordable enterprise-quality audio and high definition (HD) 1080p video to bring video conferencing to businesses of any size.

During fiscal year 2019, Video Collaboration sales increased 42%, compared to fiscal year 2018. The increase was primarily due to increases in sales of our MeetUp and PTZ Pro 2 video conference cameras, BRIO Pro Webcam and C925E Webcam, and the introductions of our Rally and Rally Ultra-HD PTZ Conference Camera in the third quarter of fiscal year 2019.

During fiscal year 2018, Video Collaboration sales increased 44%, compared to fiscal year 2017. The increase was primarily due to the introductions of MeetUp and PTZ Pro 2 video conference cameras and increases in sales of our Logitech Group conference camera, C930e and Brio 4K Pro webcams. The sales increase was partially offset by a decrease in sales of our PTZ Pro video conference camera.

Music market:

Mobile Speakers

Our Mobile Speakers category comprises portable wireless Bluetooth and Wi-Fi speakers.

During fiscal year 2019, Mobile Speakers sales decreased 27%, compared to fiscal year 2018. The decrease was primarily due to decreases in sales of our existing Ultimate Ears speakers. The decrease was partially offset by sales from the introductions of our Ultimate Ears MEGABOOM 3 and BOOM 3 mobile speakers in the second quarter of fiscal year 2019.

During fiscal year 2018, Mobile Speakers sales increased 5%, compared to fiscal year 2017. The increase was primarily due to the increases in sales of the Ultimate Ears WONDERBOOM product and the introductions of the Ultimate Ears BLAST and MEGABLAST, which were both released in the third quarter of fiscal year 2018. The sales increase was partially offset by a decrease in sales of our Ultimate Ears BOOM 2, Ultimate Ears MEGABOOM, and Ultimate Ears ROLL 2.

Audio & Wearables

Our Audio & Wearables category comprises PC speakers, PC headsets, in-ear headphones, premium wireless audio wearables and studio-quality microphones for professionals and consumers.

During fiscal year 2019, Audio & Wearables sales increased 10%, compared to fiscal year 2018. The increase was primarily due to the increase in sales of our corded headsets and sales from products as a result of the Blue Microphones Acquisition (see Note 3 to the consolidated financial statements), partially offset by a decrease in sales of our PC speakers and Jaybird wireless in-ear headphones.

During fiscal year 2018, Audio & Wearables sales increased 2%, compared to fiscal year 2017. The increase was primarily due to the increase in sales from our Jaybird wireless in-ear headphones, partially offset by a decrease in sales of our PC speakers.

Smart Home market:

Smart Home

Our Smart Home category mainly comprises our Harmony line of advanced home entertainment controllers and home security cameras.

During fiscal year 2019, Smart Home sales decreased 45%, compared to fiscal year 2018. The decrease was primarily due to the decreases in sales of our Harmony remotes and home security cameras.

During fiscal year 2018, Smart Home sales increased 36%, compared to fiscal year 2017. The increase was primarily due to the introductions of our Circle 2 wired and wireless home security cameras, in addition to the increase in sales of our Harmony Elite remote, partially offset by a decrease in sales of our Harmony 650 remote.

Gross Profit

Gross profit for fiscal years 2019, 2018 and 2017 was as follows (Dollars in thousands):

	Years Ended March 31,		
	2019	2018	2017
Net sales	\$2,788,322	\$2,566,863	\$2,221,427
Gross profit	\$1,037,011	\$ 909,241	\$ 820,041
Gross margin	37.2%	35.4%	36.9%

Gross profit consists of sales, less cost of goods sold (which includes materials, direct labor and related overhead costs, costs of manufacturing facilities, royalties, costs of purchasing components from outside suppliers, distribution costs, warranty costs, customer support, shipping and handling costs, outside processing costs and write-down of inventories), amortization of intangible assets and purchase accounting effect on inventory.

Gross margin increased by 180 basis points to 37.2% during fiscal year 2019, compared to fiscal year 2018. The increase in gross margin was primarily driven by favorable product mix and cost reductions. In addition, extra costs incurred due to the transition of the distribution center in North America in the third quarter of fiscal year 2018 negatively affected the gross margin in fiscal year 2018.

Gross margin decreased by 150 basis points to 35.4% during fiscal year 2018, compared to fiscal year 2017. The decrease in gross margin was primarily driven by increases in Customer Program spend, additional costs incurred due to the transition of the distribution center in North America in the third quarter of fiscal year 2018, and product mix, partially offset by product cost reductions and favorable currency exchange rates. In addition, in fiscal year 2017, we recorded a benefit of \$14.4 million primarily due to a change in estimated breakage attributable to Customer Program accruals in EMEA.

Operating Expenses

Operating expenses for fiscal years 2019, 2018 and 2017 were as follows (Dollars in thousands):

	Years Ended March 31,		
	2019	2018	2017
Marketing and selling	\$ 488,263	\$ 435,489	\$ 379,641
% of sales	17.5%	17.0 %	17.1 %
Research and development	161,230	143,760	130,525
% of sales	5.8%	5.6 %	5.9 %
General and administrative	98,732	96,353	100,270
% of sales	3.5%	3.8 %	4.5 %
Amortization of intangible assets and acquisition-related costs	14,290	8,930	5,814
% of sales	0.5%	0.3 %	0.3 %
Change in fair value of contingent consideration for business acquisition	—	(4,908)	(8,092)
% of sales	—%	(0.2)%	(0.4)%
Restructuring charges (credits), net	11,302	(116)	23
% of sales	0.4%	— %	— %
Total operating expenses	<u>\$ 773,817</u>	<u>\$ 679,508</u>	<u>\$ 608,181</u>
% of sales	<u>27.8%</u>	<u>26.5 %</u>	<u>27.4 %</u>

The increase in total operating expenses during fiscal year 2019, compared to fiscal year 2018, was due to increases in marketing and selling expenses, research and development expenses, restructuring charges, amortization of intangible assets from the business acquisitions, and a credit from the change in fair value of contingent consideration recorded in fiscal year 2018 for a business acquisition completed in fiscal year 2017.

The increase in total operating expenses during fiscal year 2018, compared to fiscal year 2017, was due to increases in marketing and selling expenses, research and development expenses, amortization of intangible assets from the business acquisitions, and a lower credit from the change in fair value of contingent consideration for business acquisition, partially offset by the decrease in general and administrative expenses.

Marketing and Selling

Marketing and selling expenses consist of personnel and related overhead costs, corporate and product marketing, promotions, advertising, trade shows, technical support for customer experiences and facilities costs.

During fiscal year 2019, marketing and selling expenses increased \$52.8 million, compared to fiscal year 2018. The increase was primarily due to an increase of \$25.4 million in third-party costs including advertising and marketing expenses to support our new products and an increase of \$23.9 million in personnel-related costs due to increased headcount, partly resulting from the Blue Microphones Acquisition, and increased performance-based variable compensation.

During fiscal year 2018, marketing and selling expenses increased \$55.8 million, compared to fiscal year 2017. The increase was primarily due to an increase of \$30.2 million in expenses for external advertising and marketing and an increase of \$23.2 million in personnel-related costs due to increased headcount during the last twelve months to expand our marketing team to support our increased advertising and marketing efforts for our products, including the increased headcount resulting from the ASTRO Acquisition.

Research and Development

Research and development expenses consist of personnel and related overhead costs for contractors and outside consultants, supplies and materials, equipment depreciation and facilities costs, all associated with the design and development of new products and enhancements of existing products.

During fiscal year 2019, research and development expenses increased \$17.5 million, compared to fiscal year 2018. The increase was primarily due to an increase of \$9.6 million in personnel-related costs for the development

of new products and increased headcount, partly resulting from the Blue Microphones Acquisition, and an increase of \$5.8 million in third-party costs.

During fiscal year 2018, research and development expenses increased \$13.2 million, compared to fiscal year 2017. The increase was primarily due to an increase in higher personnel-related costs for the development of new products and increased headcount from the ASTRO Acquisition.

General and Administrative

General and administrative expenses consist primarily of personnel and related overhead and facilities costs for the finance, information systems, executives, human resources and legal functions.

During fiscal year 2019, general and administrative expenses increased \$2.4 million, compared to fiscal year 2018. The increase was primarily due to an increase of \$2.8 million in personnel-related costs and an increase of \$1.4 million in third-party costs including consulting costs, partially offset by a decrease of \$1.9 million in infrastructure costs.

During fiscal year 2018, general and administrative expenses decreased \$3.9 million, compared to fiscal year 2017. The decrease was primarily due to a decrease of \$6.8 million in third-party costs, including mainly consulting costs, partially offset by an increase of \$2.6 million in personnel-related costs.

Amortization of Intangibles and Acquisition-Related Costs

Amortization of intangibles included in operating expense and acquisition-related costs during fiscal years 2019, 2018 and 2017 were as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Amortization of intangible assets	\$ 12,594	\$ 7,518	\$ 4,352
Acquisition-related costs	1,696	1,412	1,462
Total	<u>\$ 14,290</u>	<u>\$ 8,930</u>	<u>\$ 5,814</u>

Amortization of intangible assets consists of amortization of acquired intangible assets, including customer relationships and trademarks and trade names. Acquisition-related costs include legal expense, due diligence costs, and other professional costs incurred for business acquisitions.

The increase in amortization of intangible assets from fiscal year 2018 to 2019 was primarily due to the Blue Microphones Acquisition and the ASTRO Acquisition. The increase in amortization of intangible assets from fiscal year 2018 to 2017 was primarily driven by the ASTRO Acquisition.

Change in Fair Value of Contingent Consideration for Business Acquisition

The change in fair value of contingent consideration for business acquisition during fiscal years 2018 and 2017 is primarily due to lower-than-expected sales of Jaybird products, and revised projected sales of Jaybird products during the remaining Jaybird Acquisition earn-out period, primarily driven by supply constraints, an evolving product portfolio and changes in the competitive target market.

In October 2017, Logitech and the sellers of Jaybird entered into an agreement fully, irrevocably and unconditionally releasing Logitech from the earn-out rights and payments in exchange for \$5.0 million in cash.

Restructuring Charges (Credits)

The following table summarizes restructuring-related activities during fiscal years 2019, 2018 and 2017 from continuing operations (in thousands):

	Restructuring - Continuing Operations		
	Termination Benefits	Lease Exit Costs	Total
Accrual balance at March 31, 2016	\$ 5,907	\$ 125	\$ 6,032
Charges, net	23	—	23
Cash payments	(5,195)	(125)	(5,320)
Accrual balance at March 31, 2017	735	—	735
Credits, net	(116)	—	(116)
Cash payments	(619)	—	(619)
Accrual balance at March 31, 2018	—	—	—
Charges, net	11,302	—	11,302
Cash payments	(6,913)	—	(6,913)
Accrual balance at March 31, 2019	\$ 4,389	\$ —	\$ 4,389

During the first quarter of fiscal year 2019, we implemented a restructuring plan to streamline and realign our overall organizational structure and reallocate resources to support long-term growth opportunities. In July 2018, the Board of Directors approved additional costs under this restructuring plan, totaling pre-tax charges of approximately \$10.0 million to \$15.0 million, of which \$11.3 million was recognized during fiscal year 2019. The total charges consisted of cash severance and other personnel costs and are presented as restructuring charges (credits), net in the Consolidated Statements of Operations. We expect to have substantially completed this restructuring within the next three months.

The restructuring-related activities for the years ended March 31, 2018 and 2017 include activities from our restructuring plan implemented in fiscal year 2016.

Interest Income

Interest income for fiscal years 2019, 2018 and 2017 was as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Interest Income	\$ 8,375	\$ 4,969	\$ 1,452

We invest in highly liquid instruments with an original maturity of three months or less at the date of purchase, which are classified as cash equivalents. The increases in interest income for fiscal years 2019 and 2018 compared to the prior periods were both due to higher yield earned on those investments.

Other Income (Expense), Net

Other income and expense for fiscal years 2019, 2018 and 2017 was as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Investment income related to the deferred compensation plan	\$ 664	\$ 1,386	\$ 1,343
Currency exchange gain (loss), net	(3,608)	(4,613)	169
Other	2,508	790	165
Total	<u>\$ (436)</u>	<u>\$ (2,437)</u>	<u>\$ 1,677</u>

Investment income related to the deferred compensation plan for fiscal years 2019, 2018 and 2017 represents earnings, gains, and losses on trading investments related to a deferred compensation plan offered by one of our subsidiaries.

Currency exchange gains or losses relate to balances denominated in currencies other than the functional currency in our subsidiaries, as well as to the sale of currencies, and to gains or losses recognized on currency exchange forward contracts. We do not speculate in currency positions, but we are alert to opportunities to maximize currency exchange gains and minimize currency exchange losses.

The components of net periodic benefit cost other than the service cost component for the year ended March 31, 2019 are included in the line "Other" above as a result of adopting ASU 2017-07 effective April 1, 2018. The impact to the comparative period was immaterial and therefore the prior period statements of operations were not revised.

Provision for Income Taxes

The provision for income taxes and the effective income tax rate for fiscal years 2019, 2018 and 2017 were as follows (Dollars in thousands):

	Years Ended March 31,		
	2019	2018	2017
Provision for income taxes	\$ 13,560	\$ 23,723	\$ 9,113
Effective income tax rate	5.0%	10.2%	4.2%

The change in the effective income tax rate between fiscal years 2019 and 2018 was primarily due to the mix of income and losses in the various tax jurisdictions in which we operate and provisional income tax accounting impact from the enactment of H.R. 1, also known as the "Tax Cuts and Jobs Act" (the Tax Act) in the United States on December 22, 2017. The Tax Act permanently reduced the corporate income tax rate in the United States from 35% to 21%. We recorded a provisional income tax charge of \$21.7 million, net of valuation allowance against tax credits, in fiscal year 2018 to remeasure the deferred tax effects at 21%. Furthermore, we recognized \$10.1 million and \$13.4 million of excess tax benefits, net of shortfalls, in fiscal year 2019 and 2018, respectively. In the same periods, there were tax benefits of \$2.9 million and \$8.3 million, respectively, from the reversal of uncertain tax positions from the expiration of statutes of limitations.

The change in the effective income tax rate between fiscal years 2018 and 2017 was primarily driven by provisional impacts in fiscal year 2018 from the Tax Act described above. We recognized \$13.4 million of excess tax benefits, net of shortfalls, in fiscal year 2018 after the adoption of ASU 2016-09. Furthermore, there was a tax benefit of \$8.3 million in fiscal year 2018 related to the reversal of uncertain tax positions resulting from the expiration of statutes of limitations, compared to \$15.4 million in fiscal year 2017.

As of March 31, 2019 and 2018, the total amounts of unrecognized tax benefits due to uncertain tax positions were \$76.5 million and \$69.1 million, respectively, all of which would affect the effective income tax rates if recognized.

As of March 31, 2019 and 2018, we had \$36.4 million and \$35.0 million, respectively, in non-current income taxes payable, including interest and penalties, related to our income tax liability for uncertain tax positions. We recognized \$0.6 million, \$0.6 million and \$0.7 million in interest and penalties related to unrecognized tax positions

in income tax expense during fiscal years 2019, 2018 and 2017, respectively. As of March 31, 2019 and 2018, we had \$2.5 million and \$2.3 million, respectively, of accrued interest and penalties related to uncertain tax positions.

We file Swiss and foreign tax returns. We received final tax assessments in Switzerland through fiscal year 2017. For other foreign jurisdictions such as the United States, we are generally not subject to tax examinations for years prior to fiscal year 2016. We are under examination and have received assessment notices in foreign tax jurisdictions. If the examinations are resolved unfavorably, there is a possibility that they may have a material negative impact on our results of operations.

Liquidity and Capital Resources

Cash Balances, Available Borrowings, and Capital Resources

As of March 31, 2019, we had cash and cash equivalents of \$604.5 million, compared with \$641.9 million as of March 31, 2018. Our cash and cash equivalents consist of bank demand deposits and short-term time deposits, of which 77% is held in Switzerland and 10% is held in China (including Hong Kong). We do not expect to incur any material adverse tax impact, except for what has been recognized, or be significantly inhibited by any country in which we do business from the repatriation of funds to Switzerland, our home domicile.

As of March 31, 2019, our working capital was \$632.6 million, compared with working capital of \$597.4 million as of March 31, 2018. The increase in working capital over fiscal year 2018 was primarily due to higher accounts receivable, net, higher inventories and other current assets, and lower balance of accounts payable, partially offset by lower balances of cash and cash equivalents and higher accrued and other current liabilities.

We had several uncommitted, unsecured bank lines of credit aggregating to \$80.6 million as of March 31, 2019. There are no financial covenants under these lines of credit with which we must comply. As of March 31, 2019, we had outstanding bank guarantees of \$34.3 million under these lines of credit.

The following table presents selected financial information and statistics as of March 31, 2019, 2018 and 2017 (Dollars in thousands):

	March 31,		
	2019	2018	2017
Accounts receivable, net	\$ 383,309	\$ 214,885	\$ 185,179
Accounts payable	\$ 283,922	\$ 293,988	\$ 274,805
Inventories	\$ 293,495	\$ 259,906	\$ 253,401
Days sales in accounts receivable (DSO)(Days) ⁽¹⁾	55	33	33
Days accounts payable outstanding (DPO) (Days) ⁽²⁾	65	70	79
Inventory turnover (ITO)(x) ⁽³⁾	5.3	5.9	4.9

(1) DSO is determined using ending accounts receivable, net as of the most recent quarter-end and sales for the most recent quarter.

(2) DPO is determined using ending accounts payable as of the most recent quarter-end and cost of goods sold for the most recent quarter.

(3) ITO is determined using ending inventories and the annualized cost of goods sold (based on cost of goods sold for the most recent quarter).

DSO as of March 31, 2019 increased by 22 days to 55 days, as compared to 33 days as of March 31, 2018. The adoption of Topic 606 negatively impacted our DSO for the year ended March 31, 2019 by 18 days, mainly as a result of changes in the balance sheet presentation of certain reserve balances previously shown net within accounts receivable which are now presented as accrued and other current liabilities. The adoption of Topic 606 did not have an impact over the total cash flows from operating, investing or financing activities. Refer to Note 2 to the consolidated financial statements for the details of the adoption impact of Topic 606. Timing of sales also increased DSO by 4 days. DSO as of March 31, 2018 was consistent with DSO as of March 31, 2017.

DPO as of March 31, 2019 decreased 5 days, compared to March 31, 2018, primarily due to the timing of purchases. DPO as of March 31, 2018 decreased 9 days, compared to March 31, 2017, primarily due to the timing of purchases and payments.

ITO as of March 31, 2019 was lower compared to March 31, 2018, due to higher inventory related to new product introductions and inventory from the Blue Microphones Acquisition. ITO as of March 31, 2018 was higher compared to March 31, 2017, due to higher sales growth (hence higher cost of goods sold) than inventory increase.

If we are not successful in launching and phasing in our new products launched during the current fiscal year, or we are not able to sell the new products at the prices planned, it could have a material impact on our revenue, gross profit margin, operating results including operating cash flow, and inventory turnover in the future.

During fiscal year 2019, we generated \$305.2 million in cash from operating activities. Our main sources of operating cash flows were from net income, after adding back non-cash expenses of depreciation, amortization, and share-based compensation expense, and from changes in operating assets and liabilities. The increase in accounts receivable, net was primarily driven by growth and timing of sales. The decrease in accounts payable was primarily driven by the timing of purchases. The increase in inventories net of effect of acquisition was primarily driven by new product introductions. The increase in accrued and other liabilities was primarily due to higher accrued personnel expenses and increase in warranty liabilities.

Net cash used in investing activities was \$173.3 million, primarily due to \$133.8 million of the purchase price (net of cash acquired) for business acquisitions, \$35.9 million of purchases of property, plant, and equipment, and \$2.7 million of investments in privately held companies.

Net cash used in financing activities was \$159.1 million, primarily due to \$114.0 million of cash dividends paid during the year, \$32.4 million of repurchases of our registered shares and \$30.8 million of tax withholdings related to net share settlements of restricted stock units, partially offset by \$18.1 million in proceeds received from the sale of shares upon exercise of stock options and purchase rights.

Our expenditures for property, plant and equipment during fiscal years 2019, 2018 and 2017 were primarily for tooling and equipment, computer hardware and software and leasehold improvements. Our expenditures for property, plant and equipment decreased during fiscal year 2019, compared to fiscal year 2018, primarily due to a lower amount of tooling purchases. Our expenditures for property, plant and equipment increased during fiscal year 2018, compared to fiscal year 2017, primarily due to a higher amount of tooling purchases.

Our payments for acquisitions, net of cash acquired, during fiscal year 2019 were primarily for the Blue Microphones Acquisition. Our payments for acquisitions, net of cash acquired, during fiscal year 2018, were primarily for the ASTRO Acquisition (refer to "Note 3 - Business Acquisitions" to the consolidated financial statements). Our payments for acquisitions, net of cash acquired, during fiscal year 2017, were for the Jaybird Acquisition and the Saitek Acquisition.

The purchases and sales of trading investments during fiscal years 2019, 2018 and 2017 represent mutual fund activity directed by participants in a deferred compensation plan offered by one of our subsidiaries. The mutual funds are held by a Rabbi Trust.

During fiscal year 2019, there was a \$10.1 million loss of currency translation exchange rate effect on cash and cash equivalents, compared to a gain of \$4.7 million of currency translation exchange rate effect during fiscal year 2018, and a \$5.4 million loss of currency translation exchange rate effect during fiscal year 2017. Currency translation exchange effects during fiscal year 2019 were primarily due to the weakening of Euro and Chinese Renminbi versus the U.S. Dollar by 9% and 7%, respectively, in fiscal year 2019. Currency translation exchange effects during fiscal year 2018 were primarily due to the strengthening of the Euro versus the U.S. Dollar by 15% in fiscal year 2018.

Cash Outlook

Our principal sources of liquidity are our cash and cash equivalents, cash flow generated from operations and, to a much lesser extent, capital markets and borrowings. Our future working capital requirements and capital expenditures may increase to support investments in product innovations and growth opportunities or to acquire or invest in complementary businesses, products, services, and technologies.

In May 2019, the Board of Directors recommended that the Company pay CHF121.8 million (\$122.4 million based on the exchange rate on March 31, 2019) in cash dividends for fiscal year 2019. In fiscal year 2019, we paid a cash dividend of CHF110.7 million (U.S. Dollar amount of \$114.0 million) out of retained earnings. In fiscal year 2018, we paid a cash dividend of CHF100.0 million (U.S. Dollar amount of \$104.2 million) out of retained earnings. During fiscal year 2017, we paid a cash dividend of CHF 90.2 million (U.S. Dollar amount of \$93.1 million) out of retained earnings.

In March 2017, our Board of Directors approved a new share buyback program, which authorizes us to invest up to \$250.0 million to purchase our own shares, following the expiration date of the 2014 share buyback program. The new program was approved by the Swiss Takeover Board in May 2017. Although we enter into trading plans for systematic repurchases (e.g. 10b5-1 trading plans) from time to time, our share buyback program provides us with the opportunity to make opportunistic repurchases during periods of favorable market conditions and is expected to remain in effect for a period of three years. Shares may be repurchased from time to time on the open market, through block trades or otherwise. Opportunistic purchases may be started or stopped at any time without prior notice depending on market conditions and other factors. As of March 31, 2019, the remaining amount that may be repurchased under the program is \$187.4 million.

For over ten years, we have generated positive cash flows from our operating activities, including cash from operations of \$305.2 million, \$346.3 million and \$288.4 million during fiscal years 2019, 2018, and 2017, respectively. If we do not generate sufficient operating cash flows to support our operations and future planned cash requirements, our operations could be harmed and our access to credit facilities could be restricted or eliminated. However, we believe that the trend of our historical cash flow generation, our projections of future operations and our available cash balances will provide sufficient liquidity to fund our operations for at least the next 12 months.

Our other contractual obligations and commitments that require cash are described in the following sections.

Contractual Obligations and Commitments

The following table summarizes our contractual obligations and commitments as of March 31, 2019 (in thousands):

	March 31, 2019	Payments Due by Period			
		<1 year	1-3 years	3-5 years	>5 years
Inventory purchase commitments	\$ 227,609	\$ 227,609	\$ —	\$ —	\$ —
Capital purchase commitments	12,132	12,132	—	—	—
Expected contribution to employee benefit plan	5,456	5,456	*	*	*
Operating leases obligations	39,620	11,849	17,884	6,241	3,646
Total	<u>\$ 284,817</u>	<u>\$ 257,046</u>	<u>\$ 17,884</u>	<u>\$ 6,241</u>	<u>\$ 3,646</u>

* Expected contribution to employee benefit plan: Commitments under the retirement plans relate to expected contributions to be made to our defined benefit plans for the next year only. We fund our pension plans so that we meet at least the minimum contribution requirements, as established by local government, funding and taxing authorities. Expected contributions and payments to our defined benefit pension plans and non-retirement post-employment benefit plans beyond one year are excluded from the contractual obligations table because they are dependent on numerous factors that may result in a wide range of outcomes and thus are impractical to estimate. For more information on our defined benefit pension plans and non-retirement post-employment benefit plans, see Note 5 to the Consolidated Financial Statements in Item 8, which is incorporated herein by reference.

Purchase Commitments

As of March 31, 2019, we have non-cancelable purchase commitments of \$227.6 million for inventory purchases made in the normal course of business from original design manufacturers, contract manufacturers and other suppliers, the majority of which are expected to be fulfilled during the first two quarters of fiscal year 2020. We recorded a liability for firm, non-cancelable, and unhedged inventory purchase commitments in excess of anticipated demand or net realizable value consistent with our valuation of excess and obsolete inventory. As of March 31, 2019, the liability for these purchase commitments was \$14.1 million and is recorded in accrued and other current liabilities and is not included in the preceding table. We have firm purchase commitments of \$12.1 million for capital expenditures, primarily related to commitments for tooling, computer hardware and leasehold improvements. We expect to continue making capital expenditures in the future to support product development activities and ongoing and expanded operations. Although open purchase commitments are considered enforceable and legally binding, the terms generally allow us the option to reschedule and adjust our requirements based on business needs prior to delivery of goods.

Operating Leases Obligation

We lease facilities under operating leases, certain of which require us to pay property taxes, insurance and maintenance costs. Operating leases for facilities are generally renewable at our option and usually include escalation clauses linked to inflation. The remaining terms of our non-cancelable operating leases expire in various years through 2030.

Income Taxes Payable

As of March 31, 2019, we had \$36.4 million in non-current income taxes payable, including interest and penalties, related to our income tax liability for uncertain tax positions. At this time, we are unable to make a reasonably reliable estimate of the timing of payments in individual years in connection with these tax liabilities; therefore, such amounts are not included in the contractual obligation table above.

Indemnifications

We indemnify certain of our suppliers and customers for losses arising from matters such as intellectual property disputes and product safety defects, subject to certain restrictions. The scope of these indemnities varies, but in some instances includes indemnification for damages and expenses, including reasonable attorneys' fees. As of March 31, 2019, no amounts have been accrued for indemnification provisions. We do not believe, based on historical experience and information currently available, that it is probable that any material amounts will be required to be paid under our indemnification arrangements.

We also indemnify our current and former directors and certain of our current and former officers. Certain costs incurred for providing such indemnification may be recoverable under various insurance policies. We are unable to reasonably estimate the maximum amount that could be payable under these arrangements because these exposures are not capped, the obligations are conditional in nature, and the facts and circumstances involved in any situation that might arise are variable.

Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors.

ADDITIONAL FINANCIAL DISCLOSURES

ADDITIONAL FINANCIAL DISCLOSURES

MARKETING, SALES AND DISTRIBUTION***Design***

In the past few years, Logitech has strengthened its design capabilities by building a world-class team of internal designers. Our designs have an everyday place in people's lives, connecting them to the digital experiences they care about. These products have been earning prestigious design awards - 215 design awards during the past five fiscal years - and enthusiastic reviews in the media. This is an important indication that Logitech's strategic aim to become a design company is working. During fiscal year 2019, we won 50 design awards spanning all of our product categories. As Logitech establishes itself as a design company, design thinking and culture are used as a strategic and cultural differentiator. Design also helps to reduce product costs through increased collaboration between our design, engineering and manufacturing teams. Our key design centers are in Switzerland, Ireland, the United States, and Taiwan.

Go-To-Market

Over the past 30-plus years, Logitech has built an extensive global go-to-market network that can be leveraged as we introduce new products, enter new market categories and optimize the value of our existing products and product categories. We have multiple opportunities to drive growth - existing products in existing retailers, new products in existing retailers, existing products in new retailers, and new products in new retailers. Beyond traditional retail and distribution channels, we have also cultivated various non-traditional retail channels and are building our direct sales force to sell our products. As we continue to expand into new channels, there are numerous cross-selling opportunities across our broad product portfolio. We have established Logitech as a neutral technology supplier that can work with leading technology vendors and platforms as well as provide connections among their products and ecosystems.

Marketing

As Logitech expands into multiple categories with multiple brands, we are focusing on enhancing our marketing capabilities around brand strategy and execution, digital marketing, and marketing technology. Most of the marketing and creative efforts that were once outsourced to outside marketing agencies are now executed through our internal teams from concept to execution, which improves speed and cost efficiency. We are increasing our leverage of digital media channels and programs to drive consumer brand engagement and purchase. We are also increasing our focus on marketing analytics platforms to improve our understanding of marketing investments and to maximize return on investment (ROI). And we are making investments to upgrade and expand all aspects of our marketing technology infrastructure, including the re-platforming of our websites to support the global expansion of our brands across countries, languages and devices and provide the foundation for the acceleration of our digital marketing efforts and evolution to personalized consumer communication.

Sales and Distribution***Principal Markets***

Sales by geographic region for fiscal years 2019, 2018 and 2017 (based on the customers' location) are as follows (in thousands):

	Year Ended March 31,		
	2019	2018	2017
Americas	\$ 1,190,216	\$ 1,118,324	\$ 963,674
EMEA	861,731	820,347	746,898
Asia Pacific	736,375	628,192	510,855
Total Sales	<u>\$ 2,788,322</u>	<u>\$ 2,566,863</u>	<u>\$ 2,221,427</u>

Revenues from sales to customers in Switzerland, our home domicile, represented 3%, 2% and 2% of our sales in fiscal years 2019, 2018 and 2017, respectively. In fiscal years 2019, 2018 and 2017, revenues from sales to customers in the United States represented 36%, 37% and 37% of our sales, respectively. In fiscal year 2019, 2018

and 2017, revenues from sales to customers in Germany represented 18%, 16% and 17% of our sales, respectively. Revenues from sales to customers in China represented 10% of our sales for fiscal year 2019. No other country represented more than 10% of our sales for fiscal years 2019, 2018 or 2017.

Sales and Distribution

Our sales and marketing activities are organized into three geographic regions: the Americas (North and South America), EMEA (Europe, Middle East, Africa) and Asia Pacific (China, Japan, Australia, Taiwan, India and other countries).

We sell our products primarily to a network of distributors, retailers and e-tailers. We support these channels with our direct sales force and third-party distribution centers located in North America, South America, Europe and Asia Pacific.

Major distributors in North America include Ingram Micro Inc., Tech Data Corporation, D&H Distributing Company, and Synnex Corporation. In Europe, major Pan-European distributors include Ingram Micro, Tech Data, and Gem Distribution. We also sell to many regional distributors such as Actebis GmbH in Germany, Littlebit Technology Partners AG in the Netherlands, Copaco Dc B.V. in the Netherlands and others. In Asia, major distributors include Wincheers International Trading Co., Ltd in China, Beijing Digital China Limited in China, Daiwabo in Japan, Synnex in Australia and the Pan-Asian distributor, Ingram Micro. Our distributor customers typically resell products to retailers, value-added resellers, systems integrators and other distributors with whom Logitech does not have a direct relationship.

Logitech's products can be purchased in most major retail chains, where we typically have access to significant shelf space. In the U.S., these chains include Best Buy, Walmart, Staples, Office Depot and Target. In Europe, chains include Metro Group (Media-Saturn Group), Elkjop, FNAC, and Dixons Stores Group PLC. Logitech also sells products to non-traditional retail channels such as telcos. In addition, Logitech products can be purchased online either directly from Logitech.com or through e-tailers, such as Amazon.com, the websites of our major retail chains noted previously, and others. Logitech products are also carried by business-to-business direct market resellers such as CDW, Insight, Zones, PC Connection, and SHI.

In fiscal years 2019, 2018 and 2017, Ingram Micro and its affiliated entities together accounted for 13%, 15% and 15% of our gross sales, respectively. In fiscal years 2019, 2018 and 2017, Amazon Inc. and its affiliated entities together accounted for 14%, 13% and 12% of our gross sales, respectively. No other customer individually accounted for more than 10% of our gross sales during fiscal years 2019, 2018 or 2017.

The material terms of our distribution agreements with Ingram Micro and its affiliated entities are summarized as follows:

- The agreements are non-exclusive in the particular territory and contain no minimum purchase requirements.
- Each agreement may be terminated for convenience at any time by either party. Most agreements provide for termination on 30 days written notice from either party, with two Ingram Micro agreements providing for termination on 90 days notice.
- We generally offer an allowance for marketing activities equal to a negotiated percentage of sales and volume rebates related to purchase volumes or sales of specific products to specified retailers. These terms vary by agreement.
- Agreements allow price protection credits to be issued for on-hand or in-transit new inventory if we, in our sole discretion, lower the price of the product.
- We grant limited stock rotation return rights in certain territories.

The material terms of our reseller agreements with Amazon and its affiliated entities are summarized as follows:

- Each agreement has a one year term followed by one-year automatic renewals.
- We generally offer an allowance for marketing activities equal to a negotiated percentage of sales through transactions and additional rebates related to sales of specific products to end users. These terms vary by agreement.
- Agreements allow price protection credits to be issued for on-hand or in-transit new inventory if we, in our sole discretion, lower the price of the product.

Through our operating subsidiaries, we maintain marketing and channel support offices in approximately 40 countries.

MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

Logitech's shares are listed and traded on both the SIX Swiss Exchange, where the share price is denominated in Swiss francs, and on the Nasdaq Global Select Market, where the share price is denominated in U.S. Dollars. The trading symbol for Logitech shares is LOGN on the SIX Swiss Exchange and LOGI on the Nasdaq Global Select Market. As of May 3, 2019, there were 173,106,620 shares issued (including 6,508,074 shares held as treasury stock) held by 16,510 holders of record, and the closing price of our shares was CHF 41.21 (\$40.45 based on exchange rates on such date) per share on the SIX Swiss Exchange and \$40.35 per share as reported by the Nasdaq Global Select Market.

Dividends

Under Swiss law, a corporation may only pay dividends upon a vote of its shareholders. This vote typically follows the recommendation of the corporation's Board of Directors. In May 2019, the Board of Directors recommended that the Company increase the cash dividend for fiscal year 2019 by approximately 10% to CHF 121.8 million (\$122.4 million based on the exchange rate on March 31, 2019). On September 5, 2018, Logitech's shareholders approved a cash dividend payment of CHF 110.7 million out of retained earnings to Logitech shareholders who owned shares on September 18, 2018. Eligible shareholders were paid CHF 0.67 per share (\$0.69 per share in U.S. Dollars), totaling \$114.0 million in U.S. Dollars on September 21, 2018. On September 12, 2017, Logitech's shareholders approved a cash dividend payment of CHF 100.0 million out of retained earnings to Logitech shareholders who owned shares on September 22, 2017. Eligible shareholders were paid CHF 0.61 per share (\$0.63 per share in U.S. Dollars), totaling \$104.2 million in U.S. Dollars on September 27, 2017.

Dividends paid and similar cash or in-kind distributions made by Logitech to a holder of Logitech shares (including dividends or liquidation proceeds and stock dividends), other than distributions of qualifying additional paid-in-capital if it is available under the current Swiss tax regime, are subject to a Swiss federal anticipatory tax at a rate of 35%. The anticipatory tax must be withheld by Logitech from the gross distribution and paid to the Swiss Federal Tax Administration.

A Swiss resident holder and beneficial owner of Logitech shares may qualify for a full refund of the Swiss anticipatory tax withheld from such dividends. A holder and beneficial owner of Logitech shares who is a non-resident of Switzerland, but a resident of a country that maintains a double tax treaty with Switzerland, may qualify for a full or partial refund of the Swiss anticipatory tax withheld from such dividends by virtue of the provisions of the applicable treaty between Switzerland and the country of residence of the holder and beneficial owner of the Logitech shares.

In accordance with the tax convention between the United States and the Swiss Confederation (Treaty), a mechanism is provided whereby a U.S. resident (as determined under the Treaty), and U.S. corporations, other than U.S. corporations having a "permanent establishment" or a fixed base, as defined in the Treaty, in Switzerland, generally can obtain a refund of the Swiss anticipatory tax withheld from dividends in respect of Logitech shares, to the extent that 15% of the gross dividend is withheld as final withholding tax (i.e. 20% of the gross dividend may generally be refunded). In specific cases, U.S. companies not having a "permanent establishment" or a fixed base in Switzerland owning at least 10% of Logitech registered shares may receive a refund of the Swiss anticipatory tax withheld from dividends to the extent it exceeds 5% of the gross dividend (i.e., 30% of the gross dividend may be refunded). To get the benefit of a refund, holders must beneficially own Logitech shares at the time such dividend becomes due.

Share Repurchases

In fiscal year 2019, the following approved share buyback program was in place (in thousands):

Share Buyback Program	Approved Shares ⁽¹⁾	Approved Amounts
March 2017	17,311	\$ 250,000

(1) The approval of our share buyback programs by the Swiss Takeover Board limits the number of shares that we may repurchase to no more than 10% of our authorized share capital and voting rights.

The following table presents certain information related to purchases made by Logitech of its equity securities under its publicly announced share buyback programs (in thousands, except per share amounts):

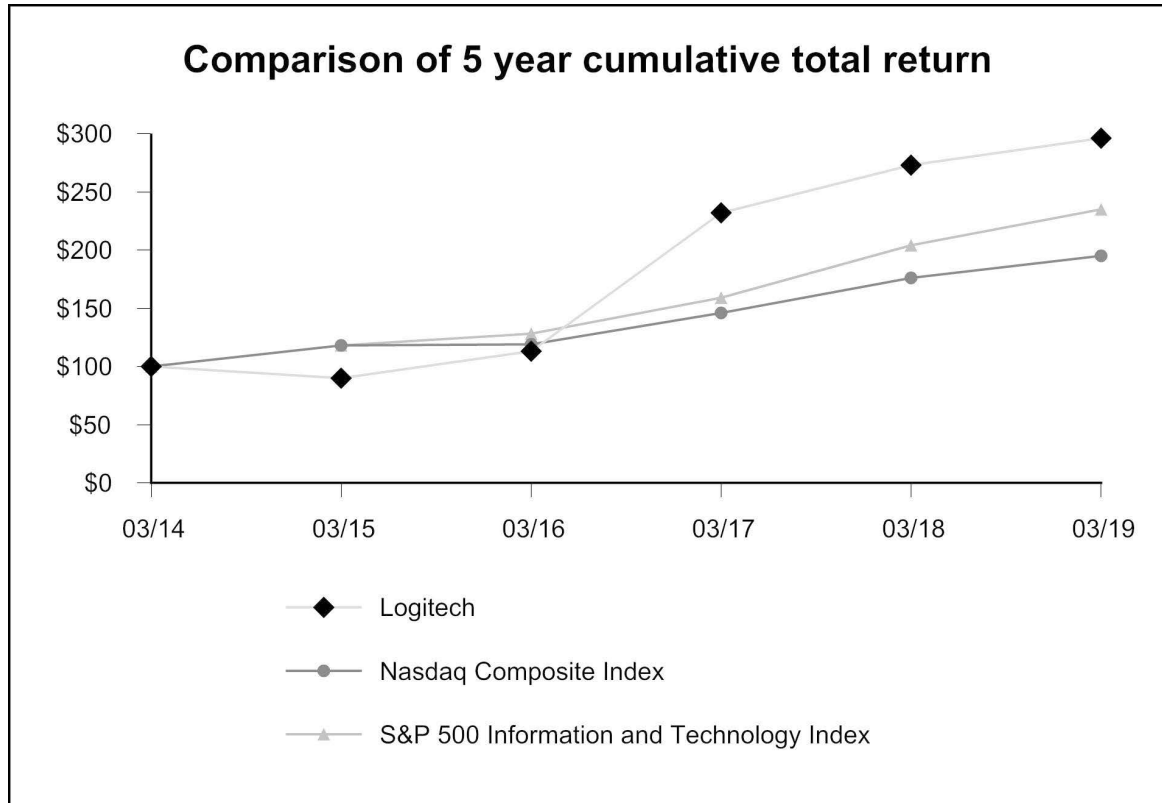
During Fiscal Year Ended	Shares Repurchased	Weighted Average Price Per Share		Remaining Amount that May Yet Be Repurchased under the Program
		CHF (LOGN)	USD (LOGI)	
March 31, 2017	4,027	22.00	15.29	\$ 94,642
March 31, 2018	863	34.53	—	\$ 219,893
March 31, 2019	808	39.58	—	\$ 187,433

During the three months ended March 31, 2019	Total Number of Shares Repurchased	Weighted Average Price Paid Per Share		Remaining Amount that May Yet Be Repurchased under the Program
		CHF (LOGN)	USD (LOGI)	
Month 1				
December 29, 2018 to January 25, 2019	—	—	—	\$ 197,428
Month 2				
January 26, 2019 to February 22, 2019	276	35.95	—	187,433
Month 3				
February 23, 2019 to March 31, 2019	—	—	—	187,433
	<u>276</u>	35.95	—	\$ 187,433

Performance Graph

The information contained in the Performance Graph shall not be deemed to be "soliciting material" or "filed" with the SEC or subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), except to the extent that we specifically incorporate it by reference into a document filed under the Securities Act of 1933, as amended (the Securities Act), or the Exchange Act.

The following graph compares the cumulative total stockholder return on our shares, the Nasdaq Composite Index, and the S&P 500 Information and Technology Index. The graph assumes that \$100 was invested in our LOGI shares, the Nasdaq Composite Index and the S&P 500 Information and Technology Index on March 31, 2014, and calculates the annual return through March 31, 2019. The stock price performance on the following graph is not necessarily indicative of future stock price performance.



*\$100 invested on March 31, 2014, in stock or index, including reinvestment of dividends.
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	March 31,					
	2014	2015	2016	2017	2018	2019
Logitech	\$ 100	\$ 90	\$ 113	\$ 232	\$ 273	\$ 296
Nasdaq Composite Index	\$ 100	\$ 118	\$ 119	\$ 146	\$ 176	\$ 195
S&P 500 Information and Technology Index	\$ 100	\$ 118	\$ 128	\$ 159	\$ 204	\$ 235

Selected Financial Data

This financial data should be read in conjunction with Item 7, Management's Discussion and Analysis of Financial Condition and Results of Operations. These historical results are not necessarily indicative of the results to be expected in the future.

	Years ended March 31,				
	2019	2018	2017	2016 ⁽¹⁾	2015 ⁽¹⁾
(in thousands, except for per share amounts)					
Consolidated statement of operations and cash flow data					
Net sales	\$ 2,788,322	\$ 2,566,863	\$ 2,221,427	\$ 2,018,100	\$ 2,004,908
Operating income	\$ 263,194	\$ 229,733	\$ 211,860	\$ 129,058	\$ 154,184
Net income from continuing operations	\$ 257,573	\$ 208,542	\$ 205,876	\$ 128,362	\$ 148,429
Loss from discontinued operations ⁽¹⁾	\$ —	\$ —	\$ —	\$ (9,045)	\$ (139,146)
Net income	\$ 257,573	\$ 208,542	\$ 205,876	\$ 119,317	\$ 9,283
Net income (loss) per share - basic:					
Continuing operations	\$ 1.56	\$ 1.27	\$ 1.27	\$ 0.79	\$ 0.91
Discontinued operations	\$ —	\$ —	\$ —	\$ (0.06)	\$ (0.85)
Net income per share - basic	\$ 1.56	\$ 1.27	\$ 1.27	\$ 0.73	\$ 0.06
Net Income (loss) per share - diluted:					
Continuing operations	\$ 1.52	\$ 1.23	\$ 1.24	\$ 0.77	\$ 0.89
Discontinued operations	\$ —	\$ —	\$ —	\$ (0.05)	\$ (0.83)
Net income per share - diluted	\$ 1.52	\$ 1.23	\$ 1.24	\$ 0.72	\$ 0.06
Cash dividend per share	\$ 0.69	\$ 0.63	\$ 0.57	\$ 0.53	\$ 0.27
Net cash provided by operating activities	\$ 305,181	\$ 346,261	\$ 288,389	\$ 185,195	\$ 181,463
Net cash used in investing activities ⁽²⁾	\$ (173,345)	\$ (128,704)	\$ (99,679)	\$ (59,975)	\$ (48,289)
	March 31,				
	2019	2018	2017	2016 ⁽³⁾	2015 ⁽³⁾
Consolidated balance sheet data					
Cash and cash equivalents	\$ 604,516	\$ 641,947	\$ 547,533	\$ 519,195	\$ 533,380
Total assets	\$ 2,024,124	\$ 1,743,157	\$ 1,498,677	\$ 1,324,147	\$ 1,426,680
Total shareholders' equity	\$ 1,176,339	\$ 1,050,557	\$ 856,111	\$ 759,948	\$ 758,134

(1) On December 28, 2015, we divested our Lifesize video conferencing business and, as a result, we have reflected the Lifesize video conferencing business as discontinued operations in our consolidated statements of operations data above for all periods noted. Historical cash flows from discontinued operations were not material and are included in the cash flow data above.

(2) The line item previously called Change in restricted cash has been eliminated from the statements of cash flows and instead restricted cash has been included in the cash, cash equivalents and restricted cash line items to conform to the consolidated statements of cash flows for fiscal year 2019 due to the adoption of ASU 2016-18. The impact was not material.

(3) The above consolidated cash and cash equivalents exclude Lifesize video conferencing business.

QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Market Risk

Market risk represents the potential for loss due to adverse changes in the fair value of financial instruments. As a global concern, we face exposure to adverse movements in currency exchange rates and interest rates. These exposures may change over time as business practices evolve and could have a material adverse impact on our financial results.

Currency Exchange Rates

We report our results in U.S. Dollars. Changes in currency exchange rates compared to the U.S. Dollar can have a material impact on our results when the financial statements of our non-U.S. subsidiaries are translated into U.S. Dollars. The functional currency of our operations is primarily the U.S. Dollar. Certain operations use the Swiss Franc or the local currency of the country as their functional currencies. Accordingly, unrealized currency gains or losses resulting from the translation of net assets or liabilities denominated in other currencies to the U.S. Dollar are accumulated in the cumulative translation adjustment component of other comprehensive income (loss) in shareholders' equity.

We are exposed to currency exchange rate risk as we transact business in multiple currencies, including exposure related to anticipated sales, anticipated purchases and assets and liabilities denominated in currencies other than the U.S. Dollar. We transact business in over 30 currencies worldwide, of which the most significant to operations are the Euro, Chinese Renminbi, Australian Dollar, Taiwanese Dollar, British Pound, Brazilian Real, Canadian Dollar, Japanese Yen and Mexican Peso. For the year ended March 31, 2019, approximately 50% of our sales were in non-U.S. denominated currencies, with 25% of our sales denominated in Euro. The mix of our cost of goods sold and operating expenses by currency are significantly different from the mix of our sales, with a larger portion denominated in U.S. Dollar and less denominated in Euro and other currencies. A strengthening U.S. Dollar has a more unfavorable impact on our sales than the favorable impact on our operating expenses, resulting in an adverse impact on our operating results.

We enter into currency forward and swap contracts to reduce the short-term effects of currency fluctuations on certain receivables or payables denominated in currencies other than the functional currencies of our subsidiaries. These forward contracts generally mature within one month. The gains or losses on these contracts are recognized in earnings based on the changes in fair value.

If an adverse 10% foreign currency exchange rate change was applied to total monetary assets and liabilities denominated in currencies other than the functional currencies at the balance sheet dates, it would have resulted in an adverse effect on income before income taxes of approximately \$7.8 million and \$10.0 million as of March 31, 2019 and 2018, respectively. The adverse effect as of March 31, 2019 and 2018 is after consideration of the offsetting effect of approximately \$4.2 million for both periods from open foreign exchange contracts in place as of March 31, 2019 and 2018.

We enter into cash flow hedge contracts to protect against exchange rate exposure of forecasted inventory purchases. These hedging contracts mature within four months. Gains and losses in the fair value of the effective portion of the hedges are deferred as a component of accumulated other comprehensive loss until the hedged inventory purchases are sold, at which time the gains or losses are reclassified to cost of goods sold.

If the U.S. dollar weakened by 10% as of March 31, 2019, the amount recorded in accumulated other comprehensive income (AOCI) related to our foreign exchange contracts before tax effect would have been approximately \$4.1 million lower as of March 31, 2019. As of March 31, 2018, there were no currency forward contracts outstanding related to forecasted inventory purchases. The change in the fair value recorded in AOCI would be expected to offset a corresponding foreign currency change in cost of goods sold when the hedged inventory purchases are sold.

LOGITECH INTERNATIONAL S.A.
SUPPLEMENTARY DATA
QUARTERLY FINANCIAL DATA
(unaudited)

The following table contains selected unaudited quarterly financial data for fiscal years 2019 and 2018 (in thousands, except per share amounts):

	Year ended March 31, 2019 ⁽¹⁾				Year ended March 31, 2018 ⁽¹⁾			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Net sales	\$ 608,480	\$ 691,146	\$ 864,388	\$ 624,308	\$ 529,946	\$ 632,470	\$ 812,021	\$ 592,426
Cost of goods sold	382,171	432,063	535,707	388,028	334,774	402,722	533,631	377,617
Amortization of intangible assets and purchase accounting effect on inventory	2,372	2,966	4,699	3,305	1,504	2,011	2,789	\$ 2,574
Gross profit	223,937	256,117	323,982	232,975	193,668	227,737	275,601	212,235
Operating expenses:								
Marketing and selling	114,584	121,801	132,250	119,628	102,378	107,386	116,153	109,572
Research and development	38,987	39,542	40,591	42,110	35,099	36,647	34,398	37,616
General and administrative	25,473	25,206	24,496	23,557	25,409	25,266	22,291	23,387
Amortization of intangible assets and acquisition-related costs	2,521	4,317	3,539	3,913	1,390	2,491	2,496	2,553
Change in fair value of contingent consideration for business acquisition	—	—	—	—	(1,978)	(2,930)	—	—
Restructuring charges (credits), net	9,921	119	(278)	1,540	(55)	(61)	—	—
Total operating expenses	191,486	190,985	200,598	190,748	162,243	168,799	175,338	173,128
Operating income	32,451	65,132	123,384	42,227	31,425	58,938	100,263	39,107
Interest income	2,369	1,858	1,482	2,666	1,175	1,048	874	1,872
Other income (expense), net	(1,571)	3,389	(2,747)	493	(1,029)	459	(324)	(1,543)
Income before income taxes	33,249	70,379	122,119	45,386	31,571	60,445	100,813	39,436
Provision for (benefit from) income taxes	(5,217)	6,203	9,309	3,265	(5,436)	4,087	20,040	5,032
Net Income	\$ 38,466	\$ 64,176	\$ 112,810	\$ 42,121	\$ 37,007	\$ 56,358	\$ 80,773	\$ 34,404
Net income per share:								
Basic	\$ 0.23	\$ 0.39	\$ 0.68	\$ 0.25	\$ 0.23	\$ 0.34	\$ 0.49	\$ 0.21
Diluted	\$ 0.23	\$ 0.38	\$ 0.67	\$ 0.25	\$ 0.22	\$ 0.33	\$ 0.48	\$ 0.20
Shares used to compute net income per share:								
Basic	165,317	165,630	165,707	165,776	163,407	164,120	164,248	164,374
Diluted	168,756	169,234	168,907	168,956	168,339	169,078	169,079	169,387

(1) Financial results of all the periods in fiscal years 2019 and 2018 included the impact from businesses acquired during the year. Refer to Note 3 to the consolidated financial statements.

REPORT ON CORPORATE GOVERNANCE 2019

REPORT ON CORPORATE GOVERNANCE

Logitech believes that sound corporate governance practices are essential to an open and responsible corporation. Our corporate governance practices reflect a continuing commitment to corporate accountability, sound judgment, and transparency to shareholders.

As a company whose securities are listed on both the SIX Swiss Exchange and the Nasdaq Global Select Market, our commitment to sound corporate governance principles is guided by the legal and regulatory requirements of both Switzerland and the United States. In addition, Logitech's internal guidelines regarding corporate governance are provided in our Articles of Incorporation, Organizational Regulations (Bylaws), and Board Committee Charters.

This Report has been designed to comply with the Corporate Governance Directive of the SIX Swiss Exchange. Portions of the Report are also incorporated by reference from elsewhere in our Invitation, Proxy Statement and Annual Report for the 2019 Annual General Meeting, of which this Report is a part.

1. Group Structure and Shareholders

1.1 Operational Group Structure

Logitech is a world leader in designing, manufacturing and marketing products that help connect people to digital and cloud experiences. More than 35 years ago, Logitech created products to improve experiences around the personal computer (PC) platform, and today it is a multi-brand, multi-category company designing products that enable better experiences consuming, sharing and creating digital content for computing, gaming, video and music, whether it is on a computer, mobile device or in the cloud. Logitech's brands include Logitech, Jaybird, Ultimate Ears, Logitech G, ASTRO Gaming and Blue Microphones.

Logitech was founded in Switzerland in 1981, and Logitech International S.A. has been the parent holding company of Logitech since 1988. Logitech International S.A. is a Swiss holding company with its registered office in Apples, Switzerland, which conducts its business through subsidiaries in the Americas (including North and South America), EMEA (Europe, Middle East, Africa) and Asia Pacific (including, among other countries, China, Taiwan, Japan, India and Australia). Shares of Logitech International S.A. are listed on both the SIX Swiss Exchange (Ticker: LOGN; security number: 257513) and the Nasdaq Global Select Market (Ticker: LOGI, CUSIP H50430232). The International Securities Identification Number (ISIN) of our shares is CH0025751329. As of March 31, 2019, our market capitalization, based on outstanding shares of 165,862,887, net of treasury shares, amounted to approximately \$6.5 billion (CHF 6.5 billion). Refer to section 1.2 below for information on Logitech International S.A.'s holdings in its shares as of March 31, 2019.

References in this Report on Corporate Governance to the "Company" refers to Logitech International S.A. References to "Logitech," "we," "our," and "us" refer to Logitech International S.A. and its consolidated subsidiaries.

Logitech International S.A. directly or indirectly owns 100% of all the companies in the Logitech group, through which it carries on its business and operations. Principal operating subsidiaries include: Logitech Inc. (Newark, California, USA), Logitech Europe S.A. (Lausanne, Switzerland), and Logitech Technology (Suzhou) Co., Ltd. (Suzhou, China). For a list of Logitech subsidiaries, refer to the table in Note 4 of our Swiss Statutory Financial Statements on pages 111 and 112. None of Logitech International S.A.'s subsidiaries have securities listed on a stock exchange as of March 31, 2019.

Please refer to Management's Discussion and Analysis of Financial Condition and Results of Operations under the heading "Overview of our Company" in our Annual Report for further information on Logitech's operational group structure.

1.2 Significant Shareholders

Greater than 3% Shareholders as of March 31, 2019

Under Swiss law any person who owns or has the discretionary authority to exercise voting rights exceeding certain percentage thresholds of a company incorporated in Switzerland whose equity securities are listed on a stock exchange in Switzerland is required to notify the company and the relevant Swiss exchange of such holdings. Following receipt of this notification, the company is required to inform the public. With respect to Logitech, the notices received by the Company pursuant to these rules can be accessed on an internet platform operated by the SIX Swiss Exchange at <https://www.six-exchange-regulation.com/en/home/publications/significant-shareholders.html>.

To the knowledge of the Company, the beneficial owners holding more than 3% of the voting rights of the Company as of March 31, 2019, other than the Company itself, were as follows:

Name	Number of Shares ⁽¹⁾	Percentage of Voting Rights ⁽²⁾	Relevant Date
BlackRock, Inc. ⁽³⁾	9,601,441	5.5%	December 31, 2018
Credit Suisse AG ⁽⁴⁾	6,929,971	4.0%	February 16, 2016
UBS Fund Management (Switzerland) AG ⁽⁵⁾	5,239,853	3.0%	September 29, 2014
Daniel Borel ⁽⁶⁾	5,193,200	3.0%	March 31, 2019

- (1) In accordance with Swiss law, the number of shares set forth includes (i) shares beneficially owned or deemed to be beneficially owned by the relevant shareholder, (ii) shares borrowed from third parties, held in connection with a repurchase agreement or as a collateral, and (iii) shares held for the account of third parties with a discretionary authority to exercise voting rights. The table does not include positions in derivatives. Positions in derivatives can be accessed on the internet platform operated by the SIX Swiss Exchange at <https://www.six-exchange-regulation.com/en/home/publications/significant-shareholders.html>.
- (2) Shareholdings are calculated based on the aggregate number of voting rights entered into the Swiss commercial register. This aggregate number was 173,106,620 voting rights as of March 31, 2019.
- (3) The number of shares held by BlackRock, Inc. and its subsidiaries is based on the number of shares reported as beneficially owned as of December 31, 2018 by BlackRock, Inc. and its subsidiaries on a Schedule 13G filed with the U.S. Securities and Exchange Commission on February 8, 2019.
- (4) The number of shares held by Credit Suisse AG through its indirect subsidiaries is based on a Schedule 13G filed with the U.S. Securities and Exchange Commission on February 16, 2016.
- (5) The number of shares held by UBS Fund Management (Switzerland) AG is based on a notification filed with the SIX Exchange Regulation on October 7, 2014.
- (6) Position as of the end of Logitech's fiscal year, to the knowledge of the Company. Pursuant to a notification filed with the SIX Swiss Exchange on April 4, 2019, Mr. Daniel Borel currently holds less than 3% of the Holding Company shares.

Information on the share ownership of the Company by directors, executive officers and large shareholders as of June 30, 2019, as required by Swiss law, based on the number of the Company's shares outstanding (which is equal to the shares issued less the shares held in the Company's treasury), is set forth in the Company's Invitation, Proxy Statement and Annual Report for the 2019 Annual General Meeting, available at <http://ir.logitech.com>, under the heading "Security Ownership of Certain Beneficial Owners and Management as of June 30, 2019". Information of the own shares held by the Company in treasury is set forth in Section 2.3 below.

1.3 Cross-shareholdings

Logitech has no shareholdings in companies that to its knowledge have shareholdings in Logitech.

2. Capital Structure

2.1 Share Capital

As of March 31, 2019, Logitech International S.A.'s nominal share capital was CHF 43,276,655, consisting of 173,106,620 shares with a par value of CHF 0.25 each.

Nominal conditional share capital designated to cover the potential issuance of shares under employee equity incentive plans amounts to CHF 6,250,000, consisting of 25,000,000 shares. In addition, nominal conditional share capital designated to cover conversion rights that may be granted in connection with a future issuance of debt obligations convertible into Logitech shares amounts to CHF 6,250,000, consisting of 25,000,000 shares. During the 2018 Annual General Meeting, the shareholders of the Company authorized the Board of Directors to issue up to an additional 34,621,324 shares of the Company until September 5, 2020. Refer to section 2.2 for more information on the Company's authorized and conditional capital.

2.2 Details on the Company's Authorized and Conditional Share Capital

Authorized share capital. Under Swiss corporate law, the total nominal par value of the shares authorized by shareholders for future issuance, other than to cover derivative securities, is referred to as authorized share capital.

In September 2018, the Company's shareholders approved an amendment to the Articles of Incorporation to create an authorized capital. Pursuant to Article 27 of the Company's Articles of Incorporation, the Board of Directors is authorized to issue up to 34,621,324 new registered shares with a par value of CHF 0.25 each (representing 20% of the Company's share capital as of March 31, 2019). The authorization is valid until September 5, 2020. The purpose of the authorized share capital is to make it possible for the Company to raise capital in a fast and flexible manner whenever necessary to carry out or finance acquisitions or strategic transactions or relationships.

The Board of Directors determines the type of contributions, the issue price, the time of the issue, the conditions for the exercise of the preferential subscription rights, the use of unexercised preferential subscription rights and the date upon which the new shares shall become entitled to dividends. The Board of Directors may authorize the issuance of new shares by means of an underwriting or similar process carried out by one or more banks or other financial institutions with a view to offering the new shares to existing shareholders or to third parties. The Board of Directors may authorize, restrict or exclude the trading of preferential subscription rights. If preferential subscription rights are granted, but not exercised, the Board of Directors shall use the rights associated with the relevant shares in the interest of the Company.

The Board of Directors may restrict or withdraw the preferential subscription rights of existing shareholders, and allocate such rights to third parties or to the Company for valid reasons, in particular if the new shares are being issued in connection with: (a) the acquisition of companies, enterprises, participations, assets, intellectual property rights, licenses or new investment projects; (b) a public offering or private placement of shares for the financing and/or refinancing of an acquisition of the kind referred to under (a) above; (c) a public offering or private placement of shares, under circumstances in which such public offering or private placement would be difficult to carry out or could likely only be carried out under less favorable terms if the preferential subscription rights of existing shareholders were not restricted or withdrawn; (d) the acquisition of a stake in the Company by a strategic partner; or (e) the broadening of the shareholder base of the Company in certain jurisdictions or in the context of a listing or admission to trading on a domestic or foreign stock exchange.

Conditional share capital. Under Swiss corporate law, the total nominal par value of the shares authorized by shareholders for future issuance on the conversion or exercise of derivative securities issued by a company is referred to as conditional share capital. Under Swiss law, a company must have sufficient conditional capital or available treasury shares to cover any conversion rights under derivative securities at the time the derivative securities are issued.

Pursuant to Article 25 of the Company's Articles of Incorporation, the share capital of the Company may be increased by CHF 6,250,000 through the issuance of up to 25,000,000 shares with a par value of CHF 0.25 each (representing 14.4% of the Company's share capital as of March 31, 2019). The purpose of this conditional share capital is to cover option or other equity rights granted or that may be granted to employees, officers and directors of Logitech under its employee equity incentive plans. The conditional share capital increase does not have an expiration date. The shareholders do not have pre-emptive rights to subscribe to the newly issued shares issued out of conditional share capital. For more information on Logitech's employee equity incentive plans please refer to Note 5 - Employee Benefit Plans - to our Consolidated Financial Statements included in our Annual Report.

Although the Company has been authorized by its shareholders to use conditional capital to meet its obligations to deliver shares as a result of employee purchases or exercises under its employee equity incentive plans, the Company has for some years used shares held in treasury to fulfill its obligations under the plans.

In addition, pursuant to Article 26 of the Company's Articles of Incorporation, the share capital of the Company may also be increased by CHF 6,250,000 through the issuance of up to 25,000,000 shares with a par value of CHF 0.25 each (representing 14.4% of the Company's share capital as of March 31, 2019). The purpose of this conditional share capital is to cover conversion rights that may be granted in connection with a future issuance of bonds convertible

into Logitech shares. The conditional share capital increase does not have an expiration date. The shareholders do not have preemptive rights to subscribe to the newly issued shares issuable on conversion of the bonds.

The Board of Directors may limit or withdraw the shareholders' right to subscribe for the bonds by preference for valid reasons, in particular (a) if the bonds are issued in connection with the financing or refinancing of the acquisition of one or more companies, businesses or parts of businesses, or (b) to facilitate the placement of the bonds on the international markets or to increase the security holder base of the Company. If the shareholders' right to subscribe for the bonds by preference is limited or withdrawn, the bonds must be issued at market conditions, the exercise period of the conversion rights must not exceed 7 years from the date of issuance of the bonds, and the conversion price must be set at a level that is not lower than the market price of the shares preceding the determination of the final conditions for the bonds.

2.3 Changes in Shareholders' Equity

No shares have been issued during fiscal years 2019, 2018 and 2017.

As of March 31, 2019, 2018 and 2017, balances in shareholders' equity of Logitech International S.A., based on the parent company's Swiss Statutory Financial Statements, were as follows (in thousands):

	As of March 31,					
	2019		2018		2017	
Share capital	CHF	43,277	CHF	43,277	CHF	43,277
Legal capital reserves:						
- Reserve for capital contributions		1,265		1,265		1,265
Legal retained earnings reserves						
- General retained earnings reserves		9,580		9,580		9,580
		10,845		10,845		10,845
Available Retained earnings		940,854		782,284		740,727
Treasury shares		(166,774)		(161,981)		(166,391)
Total shareholders' equity	CHF	828,202	CHF	674,425	CHF	628,458

The following table shows authorized and conditional share capital as of the last three fiscal year ends (in thousands):

	As of March 31,					
	2019		2018		2017	
Authorized share capital	CHF	8,655	CHF	—	CHF	—
First conditional share capital	CHF	6,250	CHF	6,250	CHF	6,250
Second conditional share capital	CHF	6,250	CHF	6,250	CHF	6,250

For information on Logitech's shareholders' equity as of March 31, 2019 and 2018, refer to the Swiss Statutory Balance Sheets on page 107 of our Annual Report.

A summary of the approved share buyback program during fiscal years 2019, 2018 and 2017 is shown in the following table (in thousands, excluding transaction costs).

Share Buyback Program	Approved		Repurchased	
	Shares	Amounts	Shares	Amounts
March 2014	17,311	\$250,000	9,113	\$ 155,983
March 2017	17,311	\$250,000	1,651	62,567

Share Repurchases

In March 2014, the Company's Board of Directors approved the 2014 share buyback program, which authorized the Company to use up to \$250.0 million to purchase its own shares. The Company's 2014 share buyback program expired in April 2017.

In March 2017, the Company's Board of Directors approved the 2017 share buyback program, which authorizes the Company to use up to \$250.0 million to purchase its own shares following the expiration date of the 2014 share buyback program. The Company's 2017 share buyback program is expected to remain in effect for a period of three years. Shares may be repurchased from time to time on the open market, through block trades or otherwise. Purchases may be started or stopped at any time without prior notice depending on market conditions and other factors.

During fiscal year 2019, approximately 0.8 million shares were repurchased for approximately \$32.4 million. During fiscal year 2018, approximately 0.9 million shares were repurchased for approximately \$30.7 million. During fiscal year 2017, approximately 4.0 million shares were repurchased for approximately \$83.8 million.

For further information on Logitech's share repurchases please refer to "Additional Financial Disclosures - Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities" in our Annual Report.

2.4 Share Categories

Registered Shares. Logitech International S.A. has only one category of shares - registered shares with a par value of CHF 0.25 per share. Each of the 173,106,620 issued shares carries the same rights. There are no preferential rights. However, a shareholder must be entered in the share register of the Company to exercise voting rights and the rights deriving therefrom (such as the right to convene a general meeting of shareholders or the right to put an item on the meeting's agenda). Refer to section 6 for an outline of participation rights of the Company's shareholders.

Each share entitles its owner to dividends declared, even if the owner is not registered in the share register of the Company. Under Swiss law, a company pays dividends upon approval by its shareholders. This request for shareholder approval typically follows the recommendation of the Board. Until 2013, other than a one-time distribution to shareholders of additional paid-in capital out of its capital contribution reserves in fiscal year 2012, Logitech had not paid dividends since 1996, using retained earnings to invest in the growth of the Company and, in more recent years, to repurchase the Company's shares. In 2013, the Board proposed that, beginning with fiscal year 2013 and subject to approval by the Company's shareholders and statutory auditors each year, Logitech distribute a recurring annual gross dividend. In 2013, Logitech distributed a gross dividend of CHF 0.21 per share. In 2014, the Board distributed a gross dividend of CHF 0.2625 per share. In September 2015, the Board distributed a gross dividend of approximately CHF 0.51 per share. In September 2016, the Board distributed a gross dividend of approximately CHF 0.56 per share. In September 2017, the Board distributed a gross dividend of approximately CHF 0.61 per share. In September 2018, the Board distributed a gross dividend of approximately CHF 0.67 per share. On May 15, 2019, the Board approved, subject to approval by the Company's shareholders and other Swiss statutory requirements, a gross dividend of approximately CHF 0.7346 per share (based on an approved gross aggregate dividend of CHF 121,838,830 and the shares outstanding, net of treasury shares, as of March 31, 2019 - see "Proposal 3 - Appropriation of Retained Earnings and Declaration of Dividend" in our Proxy Statement).

Unless this right is restricted in compliance with Swiss law and the Company's Articles of Incorporation, shareholders have the pre-emptive right to subscribe for newly issued shares. Refer to section 2.2 for a description of the provisions of the Company's Articles of Incorporation relating to the restriction of the shareholders' pre-emptive subscription rights.

2.5 Non-Voting Shares and Bonus Certificates

The Company has not issued non-voting shares ("bons de participation," "Partizipationsscheine"). The Company has not issued certificates or equity securities that provide financial rights in consideration for services rendered or claims waived (referred to as "bonus certificates," "bons de jouissance," or "Genussscheine").

2.6 Limitations on Transferability and Nominee Registration

The Company and its agent, Computershare, as U.S. transfer agent, maintain a share register that lists the names of the registered owners of the Company's shares. Registration in the share register occurs upon request and is not subject to any conditions. Nominee companies and trustees can be entered into the share register with voting rights. There are no restrictions on transfers of shares under the Company's Articles of Incorporation or Swiss law. However, only holders of shares that are recorded in the share register are recognized as shareholders, and a transfer of shares reflected in the share register is recognized by the Company only to the extent we are notified of the transfer.

Refer to section 6.1 for the conditions for exercise of shareholders' voting rights.

2.7 Conversion and Option Rights

Logitech does not have any outstanding bonds or other securities with conversion rights and has not issued warrants on its shares.

Logitech has issued stock options, including performance-based stock options and premium-priced stock options, and restricted stock units, including performance-based restricted stock units, to its employees and directors. Please refer to our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Equity Compensation Plan Information" at pages 82 to 83, for details on option rights and restricted stock units issued under our employee equity incentive plans, as well as other information regarding those plans, and to Note 5 - Employee Benefit Plans - included in our Consolidated Financial Statements.

3. The Board of Directors

3.1 and 3.2 Members of the Board of Directors and their Activities Outside of the Logitech Group

For the current members of our Board of Directors, further information regarding the Board of Directors and their material activities outside of the Logitech group, please see our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Corporate Governance and Board of Directors Matters" at pages 27 to 43.

3.3 Permitted Activities

Pursuant to Article 17 bis of the Company's Articles of Incorporation, each member of our Board of Directors may assume up to ten mandates in supreme management or supervisory bodies of legal entities outside the Logitech group, of which no more than four may be in listed companies. In addition, each member of our Board of Directors may assume up to ten mandates in the governing bodies of charitable or similar organizations.

The following mandates are not subject to these limitations:

- a) mandates in companies controlled by the Company or that control the Company;
- b) mandates that a member of our Board of Directors assumes at the request of the Company or of a company controlled by it; and
- c) mandates in companies that are not required to be registered in the commercial registry in Switzerland or in an equivalent registry outside of Switzerland.

Mandates for legal entities under common control or at the request of such legal entities are counted as a single mandate for purposes of determining permitted activities.

Each member of our Board of Directors is currently in compliance with the above-mentioned requirements.

3.4 Elections and terms of office

For information regarding the time of first election and term of office of each member of our Board of Directors, please see our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Corporate Governance and Board of Directors Matters" at pages 27 to 43.

Pursuant to Article 14 of the Company's Articles of Incorporation, the members of the Board of Directors shall be elected individually by the General Meeting for a term of office expiring after completion of the subsequent Annual General Meeting. Each member of our Board of Director shall be indefinitely re-eligible.

The Company's Articles of Incorporation do not differ from the statutory legal provisions with regard to the appointment of the chairperson, the members of the compensation committee and the independent proxy.

3.5 Organization

For information regarding the organization of the Board of Directors and its committees, please see our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Corporate Governance and Board of Directors Matters" at pages 27 to 43.

3.6 Definition of areas of responsibility

Information regarding the powers and duties of the Board of Directors, the Company's Chairperson, the Company's Chief Executive Officer and the Company's Lead Independent Director are set forth in our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Corporate Governance and Board of Directors Matters" at pages 27 to 43. These powers and duties are further detailed in the Company's Organizational Regulations, which can be accessed on the Company's website at <http://ir.logitech.com/corporate-governance/governance-documents/default.aspx>.

3.7 Information and control instruments

The means by which the Board of Directors supervises the Company's executive officers are described in our Invitation and Proxy Statement for the 2019 Annual General Meeting, under the heading "Corporate Governance and Board of Directors Matters" at pages 27 to 43.

4. Group Management Team

4.1 Members of the Group Management Team

The members of our Group Management Team as of March 31, 2019 are set forth below:*

Bracken Darrell
56 Years Old
President and
Chief Executive Officer
U.S. national

Bracken Darrell joined Logitech as President in April 2012 and became Chief Executive Officer in January 2013. Prior to joining Logitech, Mr. Darrell served as President of Whirlpool EMEA and Executive Vice President of Whirlpool Corporation, a home appliance manufacturer and marketing company, from January 2009 to March 2012. Previously, Mr. Darrell had been Senior Vice President, Operations of Whirlpool EMEA from May 2008 to January 2009. From 2002 to May 2008, Mr. Darrell was with The Procter & Gamble Company ("P&G"), a consumer brand company, most recently as the President of its Braun GmbH subsidiary. Prior to rejoining P&G in 2002, Mr. Darrell served in various executive and managerial positions with General Electric Company from 1997 to 2002, with P&G from 1991 to 1997, and with PepsiCo Inc. from 1987 to 1989. Mr. Darrell holds a BA degree from Hendrix College and an MBA from Harvard University.

Vincent Pilette
47 Years Old
Chief Financial Officer
Belgian national

Vincent Pilette joined Logitech in September 2013 as Chief Financial Officer. Prior to joining Logitech, Mr. Pilette served as Chief Financial Officer of Electronics for Imaging, Inc., a digital printing innovation and solutions company, from January 2011 through August 2013. From January 2009 through December 2010, he served as Vice President of Finance for the Enterprise Server, Storage and Networking Group at Hewlett-Packard Company ("HP"). Prior to this role, Mr. Pilette served as Vice President of Finance for the HP Software Group from December 2005 through December 2008. Mr. Pilette held various other finance positions at HP, in the U.S. and Europe, Middle East and Africa, since joining HP in 1997. Mr. Pilette holds an MS in Engineering and Business from Université Catholique de Louvain in Belgium and an MBA from Kellogg School of Management at Northwestern University.

Marcel Stolk
52 Years Old
Executive Chairman,
Logitech Europe, S.A. and
Sr. Vice President,
Business Model Innovation
Dutch national

Marcel Stolk joined Logitech in March 2011 as Vice President, Sales and Marketing EMEA and Executive Managing Director EMEA, and was appointed Senior Vice President, Consumer Computing Platforms (currently Creativity & Productivity) Business Group in January 2013 and Executive Chairman of Logitech Europe S.A. in January 2017. Previously, Mr. Stolk was the Senior Vice President, Worldwide Sales and Marketing at Logitech, from March 2001 to October 2005, and held a number of positions within the sales and marketing functions at Logitech from 1991 to 2001. Prior to rejoining Logitech in 2011, he was the Chief Executive Officer of SourceTag BV, a software company for unique tagging of cloud-based data, from September 2010 to March 2011. Mr. Stolk has also been the founder and Chief Executive Officer of Adoria Investments BV, a private equity company, from October 2005 to July 2010, and he remains the sole owner. Before joining Logitech in 1991, Mr. Stolk held various sales and product marketing positions at Aashima Technology BV, a provider of PC components and accessories, in the Netherlands. Mr. Stolk studied at Utrecht in the Netherlands and has participated in university-level executive courses, including an executive training course at Stanford University.

*On April 29, 2019, Mr. Pilette announced his resignation as a member of the Group Management Team, effective following the filing of the Company's Annual Report on Form 10-K for the fiscal year ended March 31, 2019. In addition, Marcel Stolk, Executive Chairman, Logitech Europe S.A. and Logitech's Senior Vice President, Business Model Innovation, resigned as a member of the Group Management Team, effective as of March 31, 2019.

4.2 Involvements outside Logitech of the Members of the Group Management Team

No member of Logitech's Group Management Team currently has material supervisory, management, or advisory functions outside Logitech or holds any official functions or political posts.

4.3 Permitted Activities

Pursuant to Article 18 ter of the Company's Articles of Incorporation, each member of our Group Management Team may assume up to five mandates in supreme management or supervisory bodies of legal entities outside the Logitech group, of which no more than two may be in listed companies. In addition, each member of our Group Management Team may assume up to five mandates in the governing bodies of charitable or similar organizations.

The following mandates are not subject to these limitations:

- a) mandates in companies controlled by the Company or that control the Company;
- b) mandates that a member of our Group Management Team assumes at the request of the Company or of a company controlled by it; and
- c) mandates in companies that are not required to be registered in the commercial registry in Switzerland or in an equivalent registry outside of Switzerland.

Mandates for legal entities under common control are counted as a single mandate for purposes of determining permitted activities.

Each member of our Group Management Team is currently in compliance with the above-mentioned requirements.

4.4 Management Contracts

Logitech has not entered into any contractual relationships regarding the management of the Company or its subsidiaries.

5. Compensation, Shareholdings and Loans

5.1 Compensation Principles

Please refer to Logitech's Compensation Report for Fiscal Year 2019 on pages 50 to 81 of our Invitation and Proxy Statement for the 2019 Annual General Meeting for information on Logitech's compensation of its Board members and executive officers, and regarding how and why we make compensation decisions.

In addition, for information required to be disclosed under Swiss law regarding compensation during fiscal year 2019 of the individual members of the Board and of the members of the Group Management Team, in aggregate, and regarding the security ownership of members of the Board of Directors and of members of the Group Management Team as of March 31, 2019, among other disclosures, please refer to the Remuneration Report and Note 9 - Share Ownership of Board Members and Group Management Team - in the Company's Statutory Financial Statements included in our Annual Report.

5.2 Rules in the Company's Articles of Incorporation

Pursuant to Article 19 bis of the Company's Articles of Incorporation, compensation of non-executive members of our Board of Directors consists of cash payments and shares or share equivalents corresponding to a fixed amount and reflecting the functions and responsibilities assumed.

Pursuant to Article 19 bis and ter of the Company's Articles of Incorporation, compensation of members of our Board of Directors who have delegated management responsibilities and of our Group Management Team consists principally of (i) base salary, (ii) performance-based cash compensation in the form of incentive cash payments, and (iii) equity incentive awards. Base salary rewards executives for their individual contribution to the Company and their expected day-to-day services. Performance-based cash compensation takes appropriate account of the achievement of the Company's, individual employees' or other performance goals. The target level of the performance-based cash compensation elements is determined as a percentage of the base salary. Performance-based cash compensation may amount up to a pre-determined multiplier of the target level. Its amount may also reflect an overall assessment of the executive's performance or the Company's objectives. Equity incentive awards provide a direct incentive for future performances and align the interest of the executives with those of the Company's shareholders. Equity incentive awards are governed by performance metrics that take into account strategic or other objectives of the Company or by reference to the duration of the executive's service to the Company or companies controlled by it. The performance metrics and target levels applicable to performance-based cash compensation and equity incentive awards, as well as their achievement, are determined by our Compensation Committee.

Compensation to executives may also be paid or granted in the form of financial instruments or similar units and executives may participate in share purchase plans established by the Company or companies controlled by it, under the terms of which eligible employees may allocate a portion of their compensation to the purchase of shares of the Company at a discount to market price.

Our Compensation Committee decides upon each grant as well as the applicable vesting, blocking, exercise and forfeiture conditions; it may provide for continuation, acceleration or removal of vesting and exercise conditions, for payment or grant of compensation assuming target achievement or for forfeiture in the event of pre-determined events such as termination of employment or office or change of control. Compensation may be paid by the Company or companies controlled by it.

Pursuant to Article 19 quarter of the Company's Articles of Incorporation, upon proposal of the Board of Directors, the General Meeting approves the maximum aggregate amount of the compensation of (i) the Board of Directors, for the period up to the next Annual General Meeting, and (ii) the Group Management Team, for the next business year. The Board of Directors may submit to the General Meeting for approval proposals in respect of maximum aggregate amounts and/or individual compensation components for other time periods and/or propose the payment of additional amounts for special or extraordinary services of some or all of the members of the Board of Directors or of the Group Management Team. If the General Meeting rejects a proposal submitted by the Board of Directors, the Board of Directors will submit an alternative proposal to the same or a subsequent General Meeting. The Company or companies controlled by it may grant or pay compensation subject to subsequent ratification at a General Meeting and claw-back by the Company in case of rejection by the General Meeting.

Pursuant to Article 19 quinquies of the Company's Articles of Incorporation, if the maximum aggregate amount of compensation already approved by the General Meeting is not sufficient to also cover the compensation of one or more persons who become members of the Group Management Team during a compensation period for which the General Meeting has already approved the compensation of the Group Management Team (new hire), the Company or companies controlled by it are authorized to pay an additional amount with respect to the compensation period already approved. Such additional amount may not exceed: for the head of the Management Team (CEO), 140% of the total annual compensation of the former CEO; and for any new hire other than the CEO, 140% of the highest total annual compensation of any member of the Management Team other than the CEO.

Pursuant to Article 19 sexes of the Company's Articles of Incorporation, members of the Board of Directors and of the Group Management Team may not receive credits or loans from the Company or from a company controlled by it. Compensation paid to members of the Board of Directors or of the Group Management Team for activities in companies that are controlled by the Company is permitted, and this compensation will be included in the total compensation payable to the Board of Directors or to the Group Management Team, as applicable, which is subject to the approval of the General Meeting. Pension contributions and benefits will be made or provided in accordance with the regulations applicable to the pension schemes in which the Company or the companies controlled by it participate in Switzerland or abroad.

6. Shareholders' Participation Rights

6.1 Exercise and Limitations to Shareholders' Voting Rights

Each registered share confers the right to one vote at a general meeting of shareholders. There are no limitations to the number of voting rights that a shareholder or group of shareholders is entitled to exercise, and there are no preferential voting rights. To exercise voting rights at a general meeting of shareholders, a shareholder must have registered their shares by the date set by the Board of Directors for the closing of the share register before each general meeting of shareholders. Refer to section 2.6 for more information on the registration process.

Any shareholder may be represented at a meeting by a person of its choice who need not be a shareholder of the Company. The power of attorney must be made in writing. The use of a form prepared by the Company may be required.

There are currently no limitations under Swiss law or in the Company's Articles of Incorporation restricting the rights of shareholders outside Switzerland to hold or vote Logitech shares.

The Company's Articles of Incorporation contain no rules on giving instructions to the independent proxy and no provisions on electronic participation in the general meeting.

6.2 Shareholders' Resolutions for which a Particular Majority is Required

In general, the resolutions of the general meeting of shareholders are passed with a simple majority of the votes cast. However, a number of resolutions may only be passed with a majority of two-thirds of the votes represented, including the following:

- change in the Company's corporate purpose;
- creation of shares with privileged voting rights;
- restriction of the transferability of the shares;
- creation of authorized or conditional capital;
- capital increases to be paid-in by means of existing reserves, against contributions in kind, or conducted with a view to the acquisition of specific assets;
- grant of special benefits;
- suppression or limitation of the shareholders' preferential subscription right;
- change of the registered office of the Company; and
- liquidation of the Company.

6.3 Convocation of the General Meeting of Shareholders

The Board of Directors generally convenes a general meeting of shareholders. The convocation notice is made in writing and under Swiss law must be sent to each registered shareholder at the address recorded in the share register at least 20 days prior to the meeting.

Under our Articles of Incorporation one or more shareholders who represent together at least 10% of the share capital of the Company may demand that the Board of Directors convene a meeting. Such demands must be made in writing and received by the Board of Directors at least 60 days before the date of the proposed meeting.

The Company has received an exemption from compliance with a Nasdaq listing standard that requires that the quorum for shareholder meetings be at least 33 1/3% of the outstanding voting shares. Under Swiss law, public companies do not have specific quorum requirements for shareholder meetings. Accordingly, Logitech, like most other Swiss public companies, does not observe quorum requirements with respect to its shareholder meetings. In compliance with Swiss law, Logitech sends an invitation to all of its registered shareholders and publishes the notice of the meeting in the Swiss financial press. It also sends a proxy statement, or a notice of availability of the proxy statement, in either case prepared in accordance with U.S. securities laws, to all registered shareholders and all beneficial shareholders where requested by the registered shareholder or required by law. Logitech has combined the invitation required under Swiss law and the proxy statement required under U.S. law into one document, titled Invitation and Proxy Statement, for its 2019 Annual General Meeting, and combined it with its Annual Report required under Swiss law and U.S. law to create one convenient document for shareholders. Also, to encourage attendance, Logitech holds its Annual General Meeting close to its operations in Switzerland.

6.4 Shareholders' Right to Place Items on the Agenda of a Meeting

Under the Company's Articles of Incorporation, one or more registered shareholders who together represent shares representing at least the lesser of (i) one percent of the Company's issued share capital or (ii) an aggregate par value of one million Swiss francs, may demand that an item be placed on the agenda of a meeting of shareholders.

A request to place an item on the meeting agenda must be in writing, describe the proposal and be received by our Board of Directors at least 60 days prior to the date of the meeting. Demands by registered shareholders to place an item on the agenda of a meeting of shareholders should be sent to:

Secretary to the Board of Directors, Logitech International S.A., EPFL - Quartier de l'Innovation, Daniel Borel Innovation Center 1015 Lausanne, Switzerland, or c/o Logitech Inc., 7700 Gateway Boulevard, Newark, CA 94560, USA.

6.5 Registration in the Company's Share Register

Registration into the Company's share register, or the sub-register maintained by the Company's U.S. transfer agent, Computershare, occurs upon request and is not subject to any condition. The Company's share register closes before a general meeting of shareholders on a date designated by the Board of Directors. Only those shareholders who are registered in the share register on the day the share register is closed have the right to vote at the meeting.

7. Mandatory Offer and Change of Control Provisions

7.1 Mandatory Offer

Under Swiss law any shareholder who acquires more than 33 1/3% of the voting rights of a Swiss company whose shares are listed in whole or in part in Switzerland is required to make an offer to acquire all listed equity securities of the company at a minimum price. Logitech International S.A.'s Articles of Incorporation do not remove this requirement. The Articles do not increase the participation threshold above which an offer must be made. Consequently, any person having acquired more than a third of the Company's voting rights will be required to make an offer for all outstanding shares of the Company.

7.2 Change of Control Provisions

Please refer to our Compensation Report for Fiscal Year 2019 on pages 50 to 81 of our Invitation and Proxy Statement for the 2019 Annual General Meeting for information on the consequences of change of control on equity awards made to members of the Board of Directors and the Group Management Team.

8. Auditors

Under the Company's Articles of Incorporation, the shareholders elect the Company's independent auditors each year at the Annual General Meeting. Re-election is permitted.

The Company's auditors are currently KPMG AG, Badenerstrasse 172, CH-8036, Zürich, Switzerland. KPMG assumed its first audit mandate for Logitech in 2014. The responsible principal audit partner as of March 31, 2019 is, and since fiscal year 2015 has been, Rolf Hauenstein. The responsible principal audit partner changes at least once every seven years, as required under Swiss law. For purposes of U.S. securities law reporting, KPMG LLP, Santa Clara, California, serves as the Company's independent registered public accounting firm.

Please refer to the Corporate Governance and Board of Directors Matters, "Independent Auditors" and "Report of the Audit Committee" sections of Logitech's Invitation, Proxy Statement and Annual Report for the 2019 Annual General Meeting for further information regarding the audit and non-audit fees paid by Logitech to KPMG during fiscal year 2019, pre-approval policies for non-audit work by KPMG, and the supervisory and control instruments of the Board of Directors, including the Audit Committee of the Board, over the work and activities of KPMG.

9. Information Policy

The Company reports its financial results quarterly with an earnings press release. Quarterly financial results are currently scheduled to be released as follows:

Q1 FY'20 Earnings Release and Conference Call	July 23, 2019
Q2 FY'20 Earnings Release and Conference Call	October 22, 2019
Q3 FY'20 Earnings Release and Conference Call	January 21, 2020
Q4 FY'20 Earnings Release and Conference Call	April 28, 2020

The Company's 2019 Annual General Meeting is to be held September 4, 2019 at the SwissTech Center, EPFL, Lausanne, Switzerland.

All registered shareholders and all shareholders in the United States that hold their shares through a U.S. bank or brokerage or other nominee receive a copy of the Logitech Invitation, Proxy Statement and Annual Report, or a notice that such documents are available. The Annual Report section of the document contains an overview of Logitech's business in the fiscal year, audited financial statements for the group and the Company, the Remuneration Report, the Report on Corporate Governance and other key financial and business information. The Invitation and Proxy Statement section of the document includes a description of the matters to be acted upon at the Annual General Meeting of shareholders, a Compensation Report on executive officer and Board member compensation, and other disclosures required under applicable Swiss and U.S. laws.

Logitech holds public conference calls after our quarterly earnings releases to discuss the results and present an opportunity for institutional analysts to ask questions of the Chief Executive Officer and Chief Financial Officer. Logitech also holds periodic analyst days where senior management present reviews of Logitech's business. These events are webcast and remain available on Logitech's Investor Relations website for a period of time after the events. Logitech senior management also regularly participates in institutional investor seminars and roadshows, many of which are also webcast.

Our Investor Relations Web site is located at <http://ir.logitech.com>. We post and maintain an archive of our earnings and other press releases, current reports, annual and quarterly reports, earnings release schedule, information regarding annual general meetings, further information on corporate governance, and other information regarding the Company on the Investor Relations Web site. The information we post includes, and in the future will include, filings we make with the U.S. Securities and Exchange Commission, or SEC, including reports on Forms 10-K, 10-Q and 8-K, our proxy statement related to our annual shareholders' meeting, including our Compensation Report on executive officer and Board member compensation, and any amendments to those reports or statements filed or furnished pursuant to U.S. securities laws or Swiss laws. All such filings and information are available free of charge on the website, and we make them available on the website as soon as reasonably possible after we file or furnish them with the SEC. The contents of these websites are not intended to be incorporated by reference into this report or in any other report or document we file and our references to these websites are intended to be inactive textual references only.

In addition, Logitech publishes press releases upon occurrence of significant events within Logitech. Shareholders and members of the public may elect to receive e-mails when Logitech issues press releases upon occurrence of significant events within Logitech or other press releases by subscribing through <http://ir.logitech.com/alerts.cfm>.

As a Swiss company traded on the SIX Swiss Exchange, and as a company subject to the provisions of Section 16 of the Securities Exchange Act of 1934, as amended, we file reports on transactions in Logitech securities by members of Logitech's Board of Directors and executive officers. The reports that we file with the SEC on Forms 3, 4 and 5 may be accessed on our website or on the SEC's website at <http://www.sec.gov>, and the reports that we file that are published by the SIX Swiss Exchange may be accessed at http://www.six-exchange-regulation.com/obligations/management_transactions_en.html.

For no charge, a copy of our annual reports and filings made with the SEC are available on our website and can be requested by contacting our Investor Relations department: Logitech Investor Relations, 7700 Gateway Boulevard, Newark, CA 94560 USA, Main 510-795-8500, e-mail: LogitechIR@logitech.com.

10. Consolidated Subsidiaries

For the listing of consolidated subsidiaries as of March 31, 2019, please refer to Note 4 - Investments in Subsidiaries - in the Company's Statutory Financial Statements included in our Annual Report.



Report of the Statutory Auditor

To the General Meeting of Logitech International S.A., Apples

We have audited the accompanying remuneration report of Logitech International S.A. for the year ended March 31, 2019. The audit was limited to the information according to articles 14-16 of the Ordinance against Excessive compensation in Stock Exchange Listed Companies (Ordinance) contained in the sections 2.2, 3.2, and 4 of the remuneration report.

Responsibility of the Board of Directors

The Board of Directors is responsible for the preparation and overall fair presentation of the remuneration report in accordance with Swiss law and the Ordinance against Excessive compensation in Stock Exchange Listed Companies (Ordinance). The Board of Directors is also responsible for designing the remuneration system and defining individual remuneration packages.

Auditor's Responsibility

Our responsibility is to express an opinion on the accompanying remuneration report. We conducted our audit in accordance with Swiss Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report complies with Swiss law and articles 14 - 16 of the Ordinance.

An audit involves performing procedures to obtain audit evidence on the disclosures made in the remuneration report with regard to compensation, loans and credits in accordance with articles 14 - 16 of the Ordinance. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements in the remuneration report, whether due to fraud or error. This audit also includes evaluating the reasonableness of the methods applied to value components of remuneration, as well as assessing the overall presentation of the remuneration report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the remuneration report for the year ended March 31, 2019 of Logitech International S.A. complies with Swiss law and articles 14 - 16 of the Ordinance.

KPMG AG

Rolf Hauenstein
Licensed Audit Expert
Auditor in Charge

Regula Tobler
Licensed Audit Expert

Zurich, May 17, 2019

Enclosure:

– Remuneration report

LOGITECH INTERNATIONAL S.A.

Remuneration Report

1. Introduction

The compensation of members of the Board of Directors of Logitech International S.A. and of Logitech's Group Management Team is presented below, in accordance with the Ordinance against Excessive Remuneration in Swiss Listed Companies (the "Ordinance"). Certain sections of this report are audited as required by the Ordinance. This Remuneration Report should be read in conjunction with the Compensation Discussion and Analysis and the description of the Compensation of Directors included in our Proxy Statement. The Compensation Discussion and Analysis is intended to assist our stockholders in understanding our executive compensation programs by providing an overview of our executive compensation-related policies, practices and decisions for fiscal year 2019. The description of our Compensation of Non-Employee Directors includes additional information describing the elements of compensation for the non-employee members of our Board of Directors.

2. Compensation of Board of Directors

2.1 Overview

It is our general policy that compensation for non-employee directors is fixed and should be a mix of cash and equity-based compensation. Non-employee directors receive cash retainers for Board and committee participation. Starting with the Board year from the 2017 AGM to the 2018 AGM, cash compensation of non-employee directors consists solely of annual retainers based on Board and committee service. While we have historically paid for travel days in connection with Board meetings, we discontinued this component of our board compensation program effective with our 2017 to 2018 Board Year, which began in the middle of fiscal year 2018. Non-employee directors also receive an annual restricted stock unit ("RSU") grant based on a fixed market value. These grants generally vest based on one year of Board service.

The following tables set forth compensation Logitech paid or accrued for payment to the individual members of the Board of Directors for services performed in the fiscal years ended March 31, 2019 and 2018:

2.2 Compensation of Board of Directors in Fiscal Years 2019 and 2018

Fiscal Year 2019

(in CHF) ⁽¹⁾	Base Salary ⁽²⁾	Travel Fees ⁽³⁾	Bonus ⁽⁴⁾	Stock Awards ⁽⁵⁾	Other Compensation ⁽⁶⁾	Total
Patrick Aebischer	71,417	—	—	165,255	21,827	258,499
Wendy Becker	86,250	—	—	165,255	23,083	274,588
Edouard Bugnion	91,833	—	—	165,255	23,556	280,644
Sally Davis ⁽⁷⁾	35,833	—	—	—	3,465	39,298
Guerrino De Luca ⁽⁸⁾	494,511	—	880,229	485,793	83,648	1,944,181
Sue Gove ⁽⁷⁾	33,333	—	—	—	—	33,333
Didier Hirsch	105,000	—	—	166,083	—	271,083
Neil Hunt	100,000	—	—	166,083	24,318	290,401
Marjorie Lao ⁽⁹⁾	35,000	—	—	165,255	18,742	218,997
Neela Montgomery	71,667	—	—	166,083	21,918	259,668
Dimitri Panayotopoulos	75,000	—	—	165,255	—	240,255
Lung Yeh	82,917	—	—	166,083	—	249,000
Total Board Members⁽¹⁰⁾	1,282,761	—	880,229	1,976,400	220,557	4,359,947

Fiscal Year 2018

(in CHF) ⁽¹¹⁾	Base Salary ⁽²⁾	Travel Fees ⁽³⁾	Bonus ⁽⁴⁾	Stock Awards ⁽⁵⁾	Other Compensation ⁽⁶⁾	Total
Patrick Aebischer	62,917	—	—	164,202	10,440	237,559
Wendy Becker ⁽¹²⁾	35,000	—	—	164,202	—	199,202
Edouard Bugnion	89,583	—	—	164,202	31,422	285,207
Sally Davis	96,417	10,000	—	164,202	44,160	314,779
Guerrino De Luca ⁽⁸⁾	485,390	—	558,198	482,227	108,858	1,634,673
Sue Gove	77,917	10,000	—	163,896	—	251,813
Didier Hirsch	105,000	10,000	—	163,896	31,854	310,750
Neil Hunt	100,000	10,000	—	163,896	36,380	310,276
Neela Montgomery ⁽¹²⁾	35,000	—	—	163,896	—	198,896
Dimitri Panayotopoulos	75,000	10,000	—	164,202	—	249,202
Lung Yeh	77,917	10,000	—	163,896	33,548	285,361
Total Board Members⁽¹⁰⁾	1,240,141	60,000	558,198	2,122,717	296,662	4,277,718

- 1) Fiscal year 2019 U.S. Dollar amounts converted to Swiss Francs using the 12 month average (April 2018 to March 2019) exchange rate of 1CHF = US\$1.0111.
- 2) Base salary for non-employee members of the Board of Directors includes annual Board and committee retainers.
- 3) Non-employee members of the Board of Directors received CHF 2,500 per day spent traveling to attend Board and committee meetings. We discontinued this component of our board compensation program effective with our 2017 to 2018 Board Year, which began in the middle of fiscal year 2018.
- 4) Bonus includes amounts earned under the Logitech Management Performance Bonus Plan.
- 5) Amounts shown reflect the grant date fair value of the annual stock award. The key assumptions and methodology for valuation of stock awards are presented in Note 5 to Logitech's consolidated financial statements.
- 6) Other compensation for Mr. De Luca includes term life insurance premiums, long-term disability insurance premiums, employer's contribution to medical premiums, matching contributions made by the Company to the Logitech Inc. 401(k) plan and employer's contribution to social security and Medicare. Other compensation for the non-employee members of the Board includes Logitech's contributions to social security.
- 7) Sally Davis and Sue Gove did not stand for re-election as directors at the Annual General Meeting in September 2018.
- 8) Guerrino De Luca, Logitech's Chairman, is an executive member of the Board of Directors and his compensation is structured similarly to the members of the Group Management Team. He does not receive the retainers or equity awards used to compensate the non-employee members of the Board.
- 9) Marjorie Lao was first elected as a director at the Annual General Meeting in September 2018.
- 10) Total Board Members does not include the compensation of Bracken Darrell, Logitech's President and Chief Executive Officer, who is also a member of the Board. Mr. Darrell's compensation is included as part of Total Group Management Team.
- 11) Fiscal year 2018 U.S. Dollar amounts converted to Swiss Francs using the 12 month average (April 2017 to March 2018) exchange rate of 1CHF = US\$1.0301.
- 12) Wendy Becker and Neela Montgomery were first elected as directors at the Annual General Meeting in September 2017.

3. Compensation of members of the Group Management Team

3.1 Overview

The Compensation Committee believes the design of our executive compensation programs - including the balance among fixed compensation (base salary), short-term incentives (our annual incentive bonus program) and long-term incentives (equity) - has and will continue to meet our goal of providing our executives with market-competitive compensation packages that provide for above market rewards when Logitech outperforms both our internal goals and the overall market, and limited rewards when Logitech's performance does not meet these objectives. Overall, our Compensation Committee has developed executive compensation programs that it believes will provide an incentive to drive the Company's performance and reward both our shareholders and our executives.

The following tables set forth the highest compensation paid to a member of the Group Management Team and the total amount of compensation paid to members of the Group Management Team for services performed in the fiscal years ended March 31, 2019 and 2018:

3.2 Compensation of Group Management Team in Fiscal Years 2019 and 2018

Fiscal Year 2019

(in CHF) ⁽¹⁾	Base Salary	Bonus ⁽²⁾	Stock Awards ⁽³⁾	Other Compensation ⁽⁴⁾	Total
Highest Paid Executive					
Bracken Darrell, President and CEO	914,845	2,035,531	5,343,324	243,930	8,537,630
Total Group Management Team	2,503,469	3,850,035	9,595,070	791,085	16,739,659

Fiscal Year 2018

(in CHF) ⁽⁵⁾	Base Salary	Bonus ⁽²⁾	Stock Awards ⁽³⁾	Other Compensation ⁽⁴⁾	Total
Highest Paid Executive					
Bracken Darrell, President and CEO	897,318	1,290,834	4,821,939	319,650	7,329,741
Total Group Management Team	2,527,369	2,951,455	9,012,129	997,704	15,488,657

- 1) Fiscal year 2019 U.S. Dollar amounts converted to Swiss Francs using the 12 month average (April 2018 to March 2019) exchange rate of 1CHF = US\$1.0111.
- 2) Bonus reflects amounts earned under the Logitech Management Performance Bonus Plan.
- 3) Amounts shown reflect the grant date fair value, by fiscal year, of stock awards granted in such fiscal year. The key assumptions and methodology for valuation of stock awards are presented in Note 5 to Logitech's consolidated financial statements.
- 4) Other compensation includes term life insurance premiums, long-term disability insurance premiums, employer's contribution to medical premiums, matching contributions made by the Company to the Logitech Inc. 401(k) plan or the Logitech Employee Pension Fund, payout of accrued and unused vacation time for departing members, and employer's contribution to social security and Medicare.
- 5) Fiscal year 2018 U.S. Dollar amounts converted to Swiss Francs using the 12 month average (April 2017 to March 2018) exchange rate of 1CHF = US\$1.0301.

4. Loans, credits and other payments

There were no loans or credits made or outstanding at any time during fiscal years 2019 and 2018 to any current or former members of the Board of Directors or Group Management Team. In addition, no compensation was paid or loans made during fiscal years 2019 and 2018 to parties closely related to members of the Board of Directors or Group Management Team.

No additional fees or compensation have been paid during fiscal years 2019 and 2018 to any current or former members of the Board of Directors or Group Management Team other than as noted above.

LOGITECH INTERNATIONAL S.A.

CONSOLIDATED FINANCIAL STATEMENTS

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Report of the Statutory Auditor

To the General Meeting of Logitech International S.A., Apples

Report of the Statutory Auditor on the Consolidated Financial Statements

As statutory auditor, we have audited the accompanying consolidated financial statements of Logitech International S.A. and its subsidiaries (the Group), which comprise the consolidated balance sheets as of March 31, 2019 and 2018, and the related consolidated statements of operations, comprehensive income, cash flows, and changes in shareholders' equity for each of the years in the three-year period ended March 31, 2019, and related notes to the consolidated financial statements.

Board of Directors' Responsibility

The board of directors is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with U.S. Generally Accepted Accounting Principles and the requirements of Swiss law. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. The board of directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Swiss law and Swiss Auditing Standards as well as Auditing Standards Generally Accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position as of March 31, 2019 and 2018, and the results of operations and the cash flows for each of the years in the three-year period ended March 31, 2019, in accordance with U.S. Generally Accepted Accounting Principles and comply with Swiss law.

Report on Key Audit Matters based on the circular 1/2015 of the Federal Audit Oversight Authority



Revenue recognition: breakage applied to accruals for customer programs



Revenue recognition: product return and pricing program accruals derived from historical trend models

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Revenue recognition: breakage applied to accruals for customer programs

Key Audit Matter

Revenues are an important metric considered by external and internal stakeholders of Logitech with total net sales for Logitech approximating \$2.8B for the year ended March 31, 2019 (2018: \$2.6B). Total accruals for customer programs for which breakage is applied are estimated at \$211.2M as of March 31, 2019 (2018: \$203.0M).

Logitech has agreements with certain customers that contain price protection credits to be granted to the customer subsequent to the initial sale as well as special pricing discounts. Logitech also offers performance-based incentives and rebates to certain customers based on pre-determined performance criteria. Additionally, Logitech enters into cooperative marketing arrangements with many of their customers allowing them to receive a credit equal to a set percentage of their purchases of Logitech's products, or a fixed dollar credit for various marketing and incentive programs. The percentage of these customer programs that will not be claimed or earned is commonly referred to as "breakage". When determining the breakage to apply to the accruals for these programs, management must consider historical experience as well as all other known factors including the negotiated terms, and the anticipated volume of future purchases, the anticipated incentive program redemption levels, life cycle and potential obsolescence of products in the channel, fluctuations in demand for specific products due to declining product popularity, and declining market trends or aggressive competitor actions.

Due to the degree of estimation applied by management in determining the breakage, the accurate estimate of such accruals requires increased audit consideration.

Our response

We have analysed management's processes and controls established to estimate the breakage applied to accruals for customer programs. We have identified internal controls related to revenue recognition and have tested operating effectiveness of selected key controls.

Furthermore, we have, amongst others, performed the following procedures:

- We performed statistical sampling over the year-end accrual balances to assess the accuracy of the accruals for customer programs.
- We analysed the methodology as well as the relevance and reliability of the inputs used in the year-end accrual calculations and recalculated the breakage release.
- We performed an inspection of credit memos and customer claims processed subsequent to year-end for a sample of items in order to assess the completeness of the accruals for customer programs.
- We identified and tested high-risk manual adjusting journal entries made by management to assess the appropriateness of these entries.
- We performed an actual to prior year estimates analysis to assess management's ability to accurately estimate the breakage for its customer programs.
- We have obtained the breakage models for customer programs and recalculated these to test the mathematical accuracy of the models.

For further information on revenue recognition: accruals for customer programs refer to the following:

- Note 2 - Summary of Significant Accounting Policies
- Note 8 - Balance Sheet Components



Revenue recognition: product return and customer program accruals derived from historical trend models

Key Audit Matter

Revenues are an important metric considered by external and internal stakeholders of Logitech with total net sales for Logitech approximating \$2.8B for the year ended March 31, 2019 (2018: \$2.6B). Management has estimated that accruals based on historical trend models for product returns and customer programs are \$146.8M at March 31, 2019 (2018: \$113.0M).

Logitech allows limited rights to return products, grants price protection credits to customers in the event of a subsequent price reduction, and offers consumer rebates to certain customers. As such, estimates of expected future returns, price protection credits, and consumer rebates are required to be made at the time of sale. When determining the appropriate accruals, management must consider historical trends as a basis for the estimate as well as all other known factors, which could significantly influence the level of future product returns and price protection credits. These factors include the level of channel inventory by customer and product, the age of inventory, new products in the channel, the life cycle of products in the channel, products with known quality issues, fluctuations in demand for a specific product, changes in customer contracts, which affect the return rights, and changes in the customer base and products which are expected to experience unusually high discounting due to specifically identifiable conditions.

Due to the degree of estimation and subjectivity applied by management in determining the product returns, pricing programs, and consumer rebate accruals derived from historical trend models, the accurate estimate of these accruals requires special audit consideration. Revenue is a key indicator in evaluating the Group and is thus a focus area of internal target setting and third party expectations. These expectations create potential pressure on management to achieve the set targets and as a result, potential manipulation of certain inputs or assumptions used in calculating the accrual for product returns, pricing programs, and consumer rebates could occur.

Our response

We have analysed management's processes and controls to estimate these accruals for product returns and customer programs. We have identified internal controls related to revenue recognition and have tested operating effectiveness of selected key controls. We also compared the policies and assumptions to evaluate consistent application year over year.

Furthermore, we have, amongst others, performed the following audit procedures:

- We obtained the historical trend model calculations for product returns and customer programs accruals as of year-end, which were prepared by management, and we tested mathematical accuracy of the models.
- We analysed the methodology and inputs used in the year-end historical trend models including the impact of slow-moving channel inventory.
- We inspected customer contracts on a sample basis to test the terms and conditions related to product returns and to verify the completeness of rights to return offered to the selected customers.
- We performed an actual to prior estimates analysis to assess management's ability to accurately estimate the accruals for product returns and customer programs.
- We examined credit memos subsequent to year-end to identify any disconfirming evidence that would indicate an additional allowance was required for product sales.
- We evaluated channel data trends by product and by region to determine if there are excessive channel inventory levels that might be subject to future price concessions.
- We performed inquiries with the Regional Finance Directors to obtain an understanding of any unusual activity in the retail channel such as product quality issues, aged or end of life inventory, unusual channel activity, and unusual gross to net spending.
- We identified and tested high-risk manual adjusting journal entries made by management to assess the appropriateness of these entries.

For further information on revenue recognition: product return and customer program accruals derived from historical trend models:

- Note 2 - Summary of Significant Accounting Policies
- Note 8 - Balance Sheet Components

Report on Other Legal Requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In accordance with article 728a paragraph 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of consolidated financial statements according to the instructions of the board of directors.

We recommend that the consolidated financial statements submitted to you be approved.

KPMG AG



Rolf Hauenstein
Licensed Audit Expert
Auditor in Charge



Regula Tobler
Licensed Audit Expert

Zurich, May 17, 2019

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)

	Years Ended March 31,		
	2019	2018	2017
Net sales	\$ 2,788,322	\$ 2,566,863	\$ 2,221,427
Cost of goods sold	1,737,969	1,648,744	1,395,211
Amortization of intangible assets and purchase accounting effect on inventory	13,342	8,878	6,175
Gross profit	1,037,011	909,241	820,041
Operating expenses:			
Marketing and selling	488,263	435,489	379,641
Research and development	161,230	143,760	130,525
General and administrative	98,732	96,353	100,270
Amortization of intangible assets and acquisition-related costs	14,290	8,930	5,814
Change in fair value of contingent consideration for business acquisition	—	(4,908)	(8,092)
Restructuring charges (credits), net	11,302	(116)	23
Total operating expenses	773,817	679,508	608,181
Operating income	263,194	229,733	211,860
Interest income	8,375	4,969	1,452
Other income (expense), net	(436)	(2,437)	1,677
Income before income taxes	271,133	232,265	214,989
Provision for income taxes	13,560	23,723	9,113
Net income	257,573	208,542	205,876
Loss from discontinued operations, net of income taxes	—	—	—
Net income	<u>\$ 257,573</u>	<u>\$ 208,542</u>	<u>\$ 205,876</u>
Net income per share:			
Basic	\$ 1.56	\$ 1.27	\$ 1.27
Diluted	\$ 1.52	\$ 1.23	\$ 1.24
Weighted average shares used to compute net income per share:			
Basic	165,609	164,038	162,058
Diluted	168,965	168,971	165,540

The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(In thousands)

	Years Ended March 31,		
	2019	2018	2017
Net income	\$ 257,573	\$ 208,542	\$ 205,876
Other comprehensive income (loss):			
Currency translation gain (loss):			
Currency translation gain (loss), net of taxes	(7,790)	5,860	(5,670)
Reclassification of currency translation loss included in other income (expense), net	(510)	—	—
Defined benefit plans:			
Net gain (loss) and prior service credits (costs), net of taxes	(7,353)	3,955	14,201
Reclassification of amortization included in other income (expense), net	(181)	127	1,490
Hedging gain (loss):			
Deferred hedging gain (loss), net of taxes	1,781	(8,499)	2,928
Reclassification of hedging loss (gain) included in cost of goods sold	1,810	5,808	(1,670)
Total other comprehensive income (loss)	(12,243)	7,251	11,279
Total comprehensive income	<u>\$ 245,330</u>	<u>\$ 215,793</u>	<u>\$ 217,155</u>

The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED BALANCE SHEETS
(In thousands, except per share amounts)

	March 31,	
	2019	2018
Assets		
Current assets:		
Cash and cash equivalents	\$ 604,516	\$ 641,947
Accounts receivable, net	383,309	214,885
Inventories	293,495	259,906
Other current assets	69,116	56,362
Total current assets	<u>1,350,436</u>	<u>1,173,100</u>
Non-current assets:		
Property, plant and equipment, net	78,552	86,304
Goodwill	343,684	275,451
Other intangible assets, net	118,999	87,547
Other assets	132,453	120,755
Total assets	<u><u>\$ 2,024,124</u></u>	<u><u>\$ 1,743,157</u></u>
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	\$ 283,922	\$ 293,988
Accrued and other current liabilities	433,897	281,732
Total current liabilities	<u>717,819</u>	<u>575,720</u>
Non-current liabilities:		
Income taxes payable	36,384	34,956
Other non-current liabilities	93,582	81,924
Total liabilities	<u>847,785</u>	<u>692,600</u>
Commitments and contingencies (Note 13)		
Shareholders' equity:		
Registered shares, CHF 0.25 par value:	30,148	30,148
Issued shares—173,106 at March 31, 2019 and 2018		
Additional shares that may be issued out of conditional capitals — 50,000 at March 31, 2019 and March 31, 2018		
Additional shares that may be issued out of authorized capital — 34,621 at March 31, 2019 and none at March 31, 2018		
Additional paid-in capital	56,655	47,234
Shares in treasury, at cost— 7,244 and 8,527 shares at March 31, 2019 and 2018, respectively	(169,802)	(165,686)
Retained earnings	1,365,036	1,232,316
Accumulated other comprehensive loss	(105,698)	(93,455)
Total shareholders' equity	<u>1,176,339</u>	<u>1,050,557</u>

The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

	Years Ended March 31,		
	2019	2018	2017
Cash flows from operating activities:			
Net income	\$ 257,573	\$ 208,542	\$ 205,876
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation	43,471	41,295	41,121
Amortization of intangible assets	24,180	15,607	9,367
Share-based compensation expense	50,265	44,138	35,890
Gain on investments	(816)	(669)	(569)
Deferred income taxes	(12,257)	7,141	(2,397)
Change in fair value of contingent consideration for business acquisition	—	(4,908)	(8,092)
Other	(230)	(11)	107
Changes in assets and liabilities, net of acquisitions:			
Accounts receivable, net	(58,798)	(26,363)	(46,553)
Inventories	(21,551)	16,047	(15,428)
Other assets	(8,800)	(16,908)	(5,309)
Accounts payable	(19,134)	17,695	24,459
Accrued and other liabilities	51,278	44,655	49,917
Net cash provided by operating activities	305,181	346,261	288,389
Cash flows from investing activities:			
Purchases of property, plant and equipment	(35,930)	(39,748)	(31,804)
Investment in privately held companies	(2,717)	(1,240)	(960)
Acquisitions, net of cash acquired	(133,814)	(88,323)	(66,987)
Proceeds from return of investments	124	237	—
Purchases of short-term investments	(1,505)	(6,789)	—
Sales of short-term investments	—	6,789	—
Purchases of trading investments	(5,203)	(6,053)	(7,052)
Proceeds from sales of trading investments	5,700	6,423	7,124
Net cash used in investing activities	(173,345)	(128,704)	(99,679)
Cash flows from financing activities:			
Payment of cash dividends	(113,971)	(104,248)	(93,093)
Purchases of registered shares	(32,449)	(30,722)	(83,786)
Payment of contingent consideration for business acquisition	—	(5,000)	—
Proceeds from exercises of stock options and purchase rights	18,057	41,910	39,574
Tax withholdings related to net share settlements of restricted stock units	(30,770)	(29,813)	(18,412)
Net cash used in financing activities	(159,133)	(127,873)	(155,717)
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(10,134)	4,730	(5,370)
Net increase (decrease) in cash, cash equivalents and restricted cash	(37,431)	94,414	27,623
Cash, cash equivalents and restricted cash at beginning of the period	641,947	547,533	519,910
Cash, cash equivalents and restricted cash at end of the period	\$ 604,516	\$ 641,947	\$ 547,533

The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)
(In thousands)

Supplementary Cash Flow Disclosures:

Non-cash investing activities:

Property, plant and equipment purchased during the period and included in period end liability accounts

\$	3,983	\$	3,869	\$	5,072
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Supplemental cash flow information:

Income taxes paid, net

\$	15,312	\$	15,051	\$	11,323
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The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(In thousands)

	Registered shares		Additional paid-in capital	Treasury shares		Retained earnings	Accumulated other comprehensive loss	Total
	Shares	Amount		Shares	Amount			
March 31, 2016	173,106	\$ 30,148	\$ 6,616	10,697	\$ (128,407)	\$ 963,576	\$ (111,985)	\$ 759,948
Total comprehensive income	—	—	—	—	—	205,876	11,279	217,155
Purchases of registered shares	—	—	—	4,027	(83,786)	—	—	(83,786)
Tax effects from share-based awards	—	—	(1,251)	—	—	—	—	(1,251)
Sale of shares upon exercise of stock options and purchase rights	—	—	15,403	(2,513)	24,171	—	—	39,574
Issuance of shares upon vesting of restricted stock units	—	—	(30,148)	(1,484)	13,985	(2,249)	—	(18,412)
Share-based compensation	—	—	35,976	—	—	—	—	35,976
Cash dividends (\$0.57 per share)	—	—	—	—	—	(93,093)	—	(93,093)
March 31, 2017	173,106	\$ 30,148	\$ 26,596	10,727	\$ (174,037)	\$1,074,110	\$ (100,706)	\$ 856,111
Cumulative effect of adoption of new accounting standard (Note 2)	—	—	3,297	—	—	53,912	—	57,209
Total comprehensive income	—	—	—	—	—	208,542	7,251	215,793
Purchases of registered shares	—	—	—	863	(30,722)	—	—	(30,722)
Sale of shares upon exercise of stock options and purchase rights	—	—	21,315	(1,527)	20,595	—	—	41,910
Issuance of shares upon vesting of restricted stock units	—	—	(48,291)	(1,536)	18,478	—	—	(29,813)
Share-based compensation	—	—	44,317	—	—	—	—	44,317
Cash dividends (\$0.63 per share)	—	—	—	—	—	(104,248)	—	(104,248)
March 31, 2018	173,106	\$ 30,148	\$ 47,234	8,527	\$ (165,686)	\$1,232,316	\$ (93,455)	\$ 1,050,557
Cumulative effect of adoption of new accounting standard (Note 2)	—	—	—	—	—	(10,882)	—	(10,882)
Total comprehensive income	—	—	—	—	—	257,573	(12,243)	245,330
Purchases of registered shares	—	—	—	808	(32,449)	—	—	(32,449)
Sale of shares upon exercise of stock options and purchase rights	—	—	10,526	(575)	7,531	—	—	18,057
Issuance of shares upon vesting of restricted stock units	—	—	(51,572)	(1,516)	20,802	—	—	(30,770)
Share-based compensation	—	—	50,467	—	—	—	—	50,467
Cash dividends (\$0.69 per share)	—	—	—	—	—	(113,971)	—	(113,971)
March 31, 2019	173,106	\$ 30,148	\$ 56,655	7,244	\$ (169,802)	\$1,365,036	\$ (105,698)	\$ 1,176,339

The accompanying notes are an integral part of these consolidated financial statements.

LOGITECH INTERNATIONAL S.A.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1—The Company

Logitech International S.A, together with its consolidated subsidiaries (Logitech or the Company), designs, manufactures and markets products that help connect people to digital and cloud experiences. More than 35 years ago, Logitech created products to improve experiences around the personal PC platform, and today it is a multi-brand, multi-category company designing products that enable better experiences consuming, sharing and creating any digital content such as music, gaming, video and computing, whether it is on a computer, mobile device or in the cloud.

The Company sells its products to a broad network of domestic and international customers, including direct sales to retailers and e-tailers, and indirect sales through distributors.

Logitech was founded in Switzerland in 1981 and Logitech International S.A. has been the parent holding company of Logitech since 1988. Logitech International S.A. is a Swiss holding company with its registered office in Apples, Switzerland and headquarters in Lausanne, Switzerland, which conducts its business through subsidiaries in the Americas, EMEA and Asia Pacific. Shares of Logitech International S.A. are listed on both the SIX Swiss Exchange under the trading symbol LOGN and the Nasdaq Global Select Market under the trading symbol LOGI.

Business Acquisitions

In August 2018, the Company acquired Blue Microphones Holding Corporation. During fiscal year 2018, the Company acquired ASTRO Gaming business and another small technology company. See "Note 3 - Business Acquisitions" for more information.

Reference to Sales

References to "sales" in the notes to the consolidated financial statements means net sales, except as otherwise specified.

Note 2—Summary of Significant Accounting Policies

Basis of Presentation

The consolidated financial statements include the accounts of Logitech and its subsidiaries. All intercompany balances and transactions have been eliminated. The consolidated financial statements are presented in accordance with accounting principles generally accepted in the United States (U.S. GAAP).

Fiscal Year

The Company's fiscal year ends on March 31. Interim quarters are generally thirteen-week periods, each ending on a Friday. For purposes of presentation, the Company has indicated its quarterly periods end on the last day of the calendar quarter.

Reclassification

Certain amounts from the comparative periods in the accompanying consolidated financial statements have been reclassified to conform to the consolidated financial statement presentation as of and for the year ended March 31, 2019, due to the adoption of the new accounting pronouncements during the year.

Note 2—Summary of Significant Accounting Policies (Continued)***Use of Estimates***

The preparation of financial statements in conformity with U.S. GAAP requires management to make judgments, estimates and assumptions that affect the amounts reported in the consolidated financial statements. Management bases its estimates on historical experience and various other assumptions believed to be reasonable. Significant estimates and assumptions made by management involve the fair value of goodwill, intangible assets acquired from business acquisitions, warranty liabilities, accruals for customer incentives, cooperative marketing, and pricing programs (Customer Programs) and related breakage when appropriate, sales return reserves, allowance for doubtful accounts, inventory valuation, contingent consideration from business acquisitions and periodical reassessment of its fair value, share-based compensation expense, uncertain tax positions, and valuation allowances for deferred tax assets. Although these estimates are based on management's best knowledge of current events and actions that may impact the Company in the future, actual results could differ materially from those estimates.

Currencies

The functional currency of the Company's operations is primarily the U.S. Dollar. Certain operations use the Euro, Chinese Renminbi, Swiss Franc, or other local currencies as their functional currencies. The financial statements of the Company's subsidiaries whose functional currency is other than the U.S. Dollar are translated to U.S. Dollars using period-end rates of exchange for assets and liabilities and monthly average rates for sales, income and expenses. Cumulative translation gains and losses are included as a component of shareholders' equity in accumulated other comprehensive loss. Gains and losses arising from transactions denominated in currencies other than a subsidiary's functional currency are reported in other income (expense), net in the consolidated statements of operations.

Revenue Recognition

Revenue is recognized when a customer obtains control of promised goods or service in an amount that reflects the transaction price the Company expects to receive in exchange for those goods or services.

Substantially all revenue recognized by the Company relates to the contracts with customers to sell products that allow people to connect through music, gaming, video, computing, and other digital platforms. These products are hardware devices, which may include embedded software that function together, and are considered as one performance obligation. Hardware devices are generally plug and play, requiring no configuration and little or no installation. Revenue is recognized at a point in time when control of the products is transferred to the customer which generally occurs upon shipment. The Company's sales contracts with its customers have a one year or shorter term. The Company applies the practical expedient of not disclosing the value of unsatisfied performance obligations for contracts with an original expected duration of one year or less.

The Company also provides post-contract customer support ("PCS") for certain products and related software, which includes unspecified software updates and upgrades, bug fixes and maintenance. The transaction price is allocated to two performance obligations in such contracts, based on a relative standalone selling price. The transaction price allocated to PCS is recognized as revenue on a straight-line basis, which reflects the pattern of delivery of PCS, over the estimated term of the support that is between one to two years. Deferred revenue associated with remaining PCS performance obligation as of March 31, 2019 and March 31, 2018 was not material.

The Company normally requires payment from customers within thirty to sixty days from the invoice date. However, terms may vary by customer type, by country and by selling season. Extended payment terms are sometimes offered to a limited number of customers during the second and third fiscal quarters. The Company does not modify payment terms on existing receivables. The Company's contracts with customers do not include significant financing components as the period between the satisfaction of performance obligations and timing of payment are generally within one year.

Note 2—Summary of Significant Accounting Policies (Continued)

The transaction price received by the Company from sales to its distributors, retail companies ("retailers"), and authorized resellers is calculated as selling price net of variable consideration which may include product returns and the Company's payments for Customer Programs related to current period product revenue. The estimated impact of these programs is recorded as a reduction of transaction price or as an operating expense if the Company receives a distinct good or service from the customer and can reasonably estimate the fair value of that good or service received. Certain Customer Programs require management to estimate the percentage of those programs which will not be claimed or will not be earned by customers based on historical experience and on the specific terms and conditions of particular programs. The percentage of these Customer Programs that will not be claimed or earned is commonly referred to as "breakage". The Company accounts for breakage as part of variable consideration, subject to constraint, and records the estimated impact in the same period when revenue is recognized at the expected value. Significant management judgments and estimates are used to determine the impact of the program and breakage in any accounting period.

The Company enters into cooperative marketing arrangements with many of its customers and with certain indirect partners, allowing customers to receive a credit equal to a set percentage of their purchases of the Company's products, or a fixed dollar amount for various marketing and incentive programs. The objective of these arrangements is to encourage advertising and promotional events to increase sales of the Company's products.

Customer incentive programs include consumer rebates and performance-based incentives. Consumer rebates are offered to the Company's customers and indirect partners at the Company's discretion for the primary benefit of end-users. In addition, the Company offers performance-based incentives to many of its customers and indirect partners based on predetermined performance criteria. At management's discretion, the Company also offers special pricing discounts to certain customers. Special pricing discounts are usually offered only for limited time periods or for sales of selected products to specific indirect partners.

Cooperative marketing arrangements and customer incentive programs are considered variable consideration, which the Company estimates and records as a reduction to revenue at the time of sale based on negotiated terms, historical experiences, forecasted incentives, anticipated volume of future purchases, and inventory levels in the channel.

The Company has agreements with certain customers that contain terms allowing price protection credits to be issued in the event of a subsequent price reduction. Management's decision to make price reductions is influenced by product life cycle stage, market acceptance of products, the competitive environment, new product introductions and other factors. Accruals for estimated expected future pricing actions are recognized at the time of sale based on analyses of historical pricing actions by customer and by product, inventories owned by and located at customers, current customer demand, current operating conditions, and other relevant customer and product information, such as stage of product life-cycle.

Product return rights vary by customer. Estimates of expected future product returns qualify as variable consideration and are recorded as a reduction of the transaction price of the contract at the time of sale based on an analyses of historical return trends by customer and by product, inventories owned by and located at customers, current customer demand, current operating conditions, and other relevant customer and product information. The Company assesses the estimated asset for recovery value for impairment, and adjusts the value of the asset for any impairment. Return trends are influenced by product life cycle status, new product introductions, market acceptance of products, sales levels, product sell-through, the type of customer, seasonality, product quality issues, competitive pressures, operational policies and procedures, and other factors. Return rates can fluctuate over time but are sufficiently predictable to allow the Company to estimate expected future product returns.

Typically, variable consideration does not need to be constrained as estimates are based on predictive historical data or future commitments that are planned and controlled by the Company. However, the Company continues to assess variable consideration estimates such that it is probable that a significant reversal of revenue will not occur.

Note 2—Summary of Significant Accounting Policies (Continued)

The Company regularly evaluates the adequacy of its estimates for Customer Programs and product returns. Future market conditions and product transitions may require the Company to take action to change such programs and related estimates. When the variables used to estimate these costs change, or if actual costs differ significantly from the estimates, the Company would be required to increase or reduce revenue or operating expenses to reflect the impact. During the year ended March 31, 2019, changes to these estimates related to performance obligations satisfied in prior periods were not material.

Sales taxes and value-added taxes ("VAT") collected from customers, if applicable, which are remitted to governmental authorities are not included in revenue, and are reflected as a liability on the consolidated balance sheets.

Shipping and Handling Costs

The Company's shipping and handling costs are included in cost of goods sold in the consolidated statements of operations for all periods presented.

Contract Balances

The Company records accounts receivable from contracts with customers when it has an unconditional right to consideration, as accounts receivable, net on the consolidated balance sheet.

The Company records contract liabilities when cash payments are received or due in advance of performance, primarily for implied support and subscriptions. Contract liabilities are included in accrued and other current liabilities on the consolidated balance sheets.

As of March 31, 2019 and for the year then ended, and as of April 1, 2018, the Company did not have any material contract liabilities balances or changes.

Contract Costs

The Company recognizes the incremental costs of obtaining contracts as an expense when incurred if the amortization period of the assets that otherwise would have been recognized is one year or less. These costs are included in marketing and selling expenses in the consolidated statements of operations. As of March 31, 2019 and March 31, 2018, the Company did not have any material deferred contract costs.

Research and Development Costs

Costs related to research, design and development of products, which consist primarily of personnel, product design and infrastructure expenses, are charged to research and development expense as they are incurred.

Advertising Costs

Advertising costs are recorded as either a marketing and selling expense or a deduction from revenue as they are incurred. Advertising costs paid or reimbursed by the Company to direct or indirect customers must have an identifiable benefit and an estimable fair value in order to be classified as an operating expense. If these criteria are not met, the payment is classified as a reduction of revenue. Advertising costs recorded as marketing and selling expense are expensed as incurred. Total advertising costs including those characterized as revenue deductions during fiscal years 2019, 2018 and 2017 were \$278.2 million, \$233.7 million and \$208.7 million, respectively, out of which \$58.8 million, \$36.7 million and \$32.2 million, respectively, were included as operating expense in the consolidated statements of operations.

Cash Equivalents

The Company classifies all highly liquid instruments purchased with an original maturity of three months or less at the date of purchase to be cash equivalents. Cash equivalents are carried at cost, which approximates their fair value.

All of the Company's bank time deposits have an original maturity of three months or less and are classified as cash equivalents and are recorded at cost, which approximates their fair value.

Note 2—Summary of Significant Accounting Policies (Continued)**Concentration of Credit Risk**

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents and accounts receivable. The Company maintains cash and cash equivalents with various financial institutions to limit exposure with any one financial institution, but is exposed to credit risk in the event of default by financial institutions to the extent that cash balances with individual financial institutions are in excess of amounts that are insured.

The Company sells to large distributors and retailers and, as a result, maintains individually significant receivable balances with such customers.

The Company had the following customers that individually comprised 10% or more of its gross sales:

	Years Ended March 31,		
	2019	2018	2017
Customer A	13%	15%	15%
Customer B	14%	13%	12%

The Company had the following customers that individually comprised 10% or more of accounts receivable:

	March 31,	
	2019	2018
Customer A	14%	15%
Customer B	15%	12%
Customer C	*	11%

* Less than 10%

Typical payment terms require customers to pay for product sales generally within 30 to 60 days; however, terms may vary by customer type, by country and by selling season. Extended payment terms are sometimes offered to a limited number of customers during the second and third fiscal quarters. The Company does not modify payment terms on existing receivables.

The Company manages its accounts receivable credit risk through ongoing credit evaluation of its customers' financial conditions. The Company generally does not require collateral from its customers.

Allowances for Doubtful Accounts

Allowances for doubtful accounts are maintained for estimated losses resulting from the Company's customers' inability to make required payments. The allowances are based on the Company's regular assessment of the credit-worthiness and financial condition of specific customers, as well as its historical experience with bad debts and customer deductions, receivables aging, current economic trends, geographic or country-specific risks and the financial condition of its distribution channels.

Inventories

Inventories are stated at the lower of cost and net realizable value. Costs are computed under the standard cost method, which approximates actual costs determined on the first-in, first-out basis. The Company records write-downs of inventories which are obsolete or in excess of anticipated demand or net realizable value based on a consideration of marketability and product life cycle stage, product development plans, component cost trends, historical sales and demand forecasts which consider the assumptions about future demand and market conditions. Inventory on hand which is not expected to be sold or utilized is considered excess, and the Company recognizes the write-down in cost of goods sold at the time of such determination. The write-down is determined by the excess of cost over net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal and transportation. At the time of loss recognition, new cost basis per unit and lower-cost basis for that inventory are established and subsequent changes in facts and circumstances would not result in an increase in the cost basis.

Note 2—Summary of Significant Accounting Policies (Continued)

As of March 31, 2019 and 2018, the Company also recorded a liability of \$14.1 million and \$12.6 million, respectively, arising from firm, non-cancelable, and unhedged inventory purchase commitments in excess of anticipated demand or net realizable value consistent with its valuation of excess and obsolete inventory. Such liability is included in accrued and other current liabilities on the consolidated balance sheets.

Property, Plant and Equipment

Property, plant and equipment are stated at cost. Additions and improvements are capitalized, and maintenance and repairs are expensed as incurred. The Company capitalizes the cost of software developed for internal use in connection with major projects. Costs incurred during the feasibility stage are expensed, whereas direct costs incurred during the application development stage are capitalized.

Depreciation expense is recognized using the straight-line method. Plant and buildings are depreciated over estimated useful lives of twenty-five years, equipment over useful lives from three to five years, internal-use software over useful lives from three to seven years, tooling over useful lives from six months to one year, and leasehold improvements over the lesser of the useful life of the improvement or the term of the lease.

When property and equipment is retired or otherwise disposed of, the cost and accumulated depreciation are relieved from the accounts and the net gain or loss is included in operating expenses.

Intangible Assets

The Company's intangible assets principally include goodwill, acquired technology, trademarks, and customer relationships and contracts. Intangible assets with finite lives, which include acquired technology, trademarks, customer relationships and contracts, and others are carried at cost and amortized using the straight-line method over their useful lives ranging from four to ten years. Intangible assets with indefinite lives, which include only goodwill, are recorded at cost and evaluated at least annually for impairment.

Impairment of Long-Lived Assets

The Company reviews long-lived assets, such as property and equipment, and finite-lived intangible assets, for impairment whenever events indicate that the carrying amounts might not be recoverable. Recoverability of property and equipment, and other finite-lived intangible asset is measured by comparing the projected undiscounted net cash flows associated with those assets to their carrying values. If an asset is considered impaired, it is written down to its fair value, which is determined based on the asset's projected discounted cash flows or appraised value, depending on the nature of the asset. For purposes of recognition of impairment for assets held for use, the Company groups assets and liabilities at the lowest level for which cash flows are separately identifiable.

Impairment of Goodwill

Goodwill represents the excess of the purchase price over the fair value of the net tangible and identifiable intangible assets acquired in each business combination. The Company conducts a goodwill impairment analysis annually at December 31 or more frequently if indicators of impairment exist or if a decision is made to sell or exit a business. Significant judgments are involved in determining if an indicator of impairment has occurred. Such indicators may include deterioration in general economic conditions, negative developments in equity and credit markets, adverse changes in the markets in which an entity operates, increases in input costs that have a negative effect on earnings and cash flows, or a trend of negative or declining cash flows over multiple periods, among others. The fair value that could be realized in an actual transaction may differ from that used to evaluate the impairment of goodwill.

In reviewing goodwill for impairment, the Company has the option to first assess qualitative factors to determine whether the existence of events or circumstances leads to a determination that it is more likely than not (greater than 50%) that the estimated fair value of a reporting unit is less than its carrying amount. For the year ended March 31, 2019, the Company elected to perform a qualitative assessment and determined that an impairment was not more likely than not and no further analysis was required. The Company also may elect not to perform the qualitative assessment and, instead, proceed directly to the quantitative impairment test. The ultimate outcome of the goodwill impairment review for a reporting unit should be the same whether the Company chooses to perform the qualitative assessment or proceeds directly to the quantitative impairment test.

Note 2—Summary of Significant Accounting Policies (Continued)

Income Taxes

The Company provides for income taxes using the asset and liability method, which requires that deferred tax assets and liabilities be recognized for the expected future tax consequences of temporary differences resulting from differing treatment of items for tax and financial reporting purposes, and for operating losses and tax credit carryforwards. In estimating future tax consequences, expected future events are taken into consideration, with the exception of potential tax law or tax rate changes. The Company records a valuation allowance to reduce deferred tax assets to amounts management believes are more likely than not to be realized.

The Company's assessment of uncertain tax positions requires that management makes estimates and judgments about the application of tax law, the expected resolution of uncertain tax positions and other matters. In the event that uncertain tax positions are resolved for amounts different than the Company's estimates, or the related statutes of limitations expire without the assessment of additional income taxes, the Company will be required to adjust the amounts of the related assets and liabilities in the period in which such events occur. Such adjustments may have a material impact on the Company's income tax provision and its results of operations.

Fair Value of Financial Instruments

The carrying value of certain of the Company's financial instruments, including cash equivalents, accounts receivable and accounts payable approximates their fair value due to their short maturities.

The Company's investment securities portfolio consists of bank time deposits with an original maturity of three months or less and marketable securities (money market and mutual funds) related to a deferred compensation plan.

The Company's trading investments related to the deferred compensation plan are reported at fair value based on quoted market prices. The marketable securities related to the deferred compensation plan are classified as non-current trading investments, as they are intended to fund the deferred compensation plan's long-term liability. Since participants in the deferred compensation plan may select the mutual funds in which their compensation deferrals are invested within the confines of the Rabbi Trust which holds the marketable securities, the Company has designated these marketable securities as trading investments, although there is no intent to actively buy and sell securities with the objective of generating profits on short-term differences in market prices. These securities are recorded at fair value based on quoted market prices. Earnings, gains and losses on trading investments are included in other income (expense), net in the consolidated statements of operations.

The Company also holds non-marketable investments in equity and other securities that are accounted under the equity method, which are classified as other assets. In addition, the Company has certain investments without readily determinable fair values due to the absence of quoted market prices, the inherent lack of liquidity, and the fact that inputs used to measure fair value are unobservable and require management's judgment. The Company elected the measurement alternative to record these investments at cost and to adjust for impairments and observable price changes resulting from transactions with the same issuer within the statement of operations.

Net Income per Share

Basic net income per share is computed by dividing net income by the weighted average outstanding shares. Diluted net income per share is computed using the weighted average outstanding shares and dilutive share equivalents. Dilutive share equivalents consist of share-based awards, including stock options, purchase rights under employee share purchase plan, and restricted stock units (RSUs).

The dilutive effect of in-the-money share-based compensation awards is calculated based on the average share price for each fiscal period using the treasury stock method.

Note 2—Summary of Significant Accounting Policies (Continued)***Share-Based Compensation Expense***

Share-based compensation expense includes compensation expense for share-based awards granted based on the grant date fair value. The grant date fair value for stock options and stock purchase rights is estimated using the Black-Scholes-Merton option-pricing valuation model. The grant date fair value of RSUs which vest upon meeting certain market conditions is estimated using the Monte-Carlo simulation method. The grant date fair value of time-based and performance-based RSUs is calculated based on the market price on the date of grant, reduced by estimated dividends yield prior to vesting. With respect to awards with service conditions only, compensation expense is recognized ratably over the vesting period of the awards. For performance-based RSUs, the Company recognizes the estimated expense using a graded-vesting method over requisite service periods of one to three years when the performance condition is determined to be probable. The performance period and the service period of the market-based grants of the Company are both approximately three years and the estimated expense is recognized ratably over the service period.

In March 2016, the FASB issued ASU 2016-09, "Compensation-Stock Compensation (Topic 718)": Improvements to Employee Share-Based Payment Accounting" (ASU 2016-09). The Company adopted this standard effective April 1, 2017 using modified retrospective approach. Under the new standard, the Company accounts for forfeitures as they occur. The change in accounting for forfeitures resulted in a cumulative-effect adjustment to decrease retained earnings as of April 1, 2017 by \$3.3 million. The Company further recognized a cumulative-effect adjustment to increase retained earnings as of April 1, 2017 by \$57.2 million upon adoption of the new guidance to account for gross excess tax benefits of \$75.2 million that were previously not recognized because the related tax deduction had not reduced current income taxes, offset by a valuation allowance of \$18.0 million to reduce the deferred tax assets to amounts that are more likely than not to be realized.

Product Warranty Accrual

All of the Company's products are covered by warranty to be free from defects in material and workmanship for periods ranging from one year to five years. The warranty period varies by product and by region. The Company's warranty doesn't provide a service beyond assuring that the product complies with agreed-upon specifications and is not sold separately. The warranty the Company provides qualifies as an assurance warranty and is not treated as a separate performance obligation. The Company estimates cost of product warranties at the time the related revenue is recognized based on historical warranty claim rates, historical costs, and knowledge of specific product failures that are outside of the Company's typical experience. The Company accrues a warranty liability for estimated costs to provide products, parts or services to repair or replace products in satisfaction of the warranty obligation. Each quarter, the Company reevaluates estimates to assess the adequacy of recorded warranty liabilities. When the Company experiences changes in warranty claim activity or costs associated with fulfilling those claims, the warranty liability is adjusted accordingly. If actual product failure rates or repair costs differ from estimates, revisions to the estimated warranty liabilities would be required and could materially affect the Company's results of operations.

Comprehensive Income (Loss)

Comprehensive income (loss) is defined as the total change in shareholders' equity during the period other than from transactions with shareholders. Comprehensive income (loss) consists of net income (loss) and other comprehensive income (loss). Other comprehensive income (loss) is comprised of currency translation adjustments from those entities not using the U.S. Dollar as their functional currency, net deferred gains and losses and prior service costs and credits for defined benefit pension plans, and net deferred gains and losses on hedging activity.

Treasury Shares

The Company periodically repurchases shares in the market at fair value. Shares repurchased are recorded at cost as a reduction of total shareholders' equity. Treasury shares held may be reissued to satisfy the exercise of employee stock options and purchase rights and the vesting of restricted stock units, or may be canceled with shareholder approval. Treasury shares that are reissued are accounted for using the first-in, first-out basis.

Derivative Financial Instruments

The Company enters into foreign exchange forward contracts to reduce the short-term effects of currency fluctuations on certain foreign currency receivables or payables and to hedge against exposure to changes in currency exchange rates related to its subsidiaries' forecasted inventory purchases.

Note 2—Summary of Significant Accounting Policies (Continued)

Gains and losses for changes in the fair value of the effective portion of the Company's forward contracts related to forecasted inventory purchases are deferred as a component of accumulated other comprehensive income (loss) until the hedged inventory purchases are sold, at which time the gains or losses are reclassified to cost of goods sold. The Company presents the earnings impact from forward points in the same line item that is used to present the earnings impact of the hedged item, i.e. cost of goods sold, for hedging forecasted inventory purchases.

Gains or losses from changes in the fair value of forward contracts that offset translation losses or gains on foreign currency receivables or payables are recognized immediately and included in other income (expense), net in the consolidated statements of operations.

Restructuring Charges

The Company's restructuring charges consist of employee severance, one-time termination benefits and ongoing benefits related to the reduction of its workforce, lease exit costs, and other costs. Liabilities for costs associated with a restructuring activity are measured at fair value and are recognized when the liability is incurred, as opposed to when management commits to a restructuring plan. One-time termination benefits are expensed at the date the entity notifies the employee, unless the employee must provide future service, in which case the benefits are expensed ratably over the future service period. Ongoing benefits are expensed when restructuring activities are probable and the benefit amounts are estimable. Costs to terminate a lease before the end of its term are recognized when the property is vacated. Other costs primarily consist of legal, consulting, and other costs related to employee terminations are expensed when incurred. Termination benefits are calculated based on regional benefit practices and local statutory requirements.

Recent Accounting Pronouncements Adopted

In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standard Update (ASU) No. 2014-09, "Revenue from Contracts with Customers (Topic 606)" (ASU 2014-09 or Topic 606) which supersedes the revenue recognition requirements under ASC 605 (Topic 605), Revenue Recognition. ASU 2014-09 outlines a new, single, comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes existing revenue recognition guidance, including industry-specific guidance. Under the new guidance, recognition of revenue occurs when a customer obtains control of promised goods or services in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The new standard requires reporting companies to disclose the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. On April 1, 2018, the Company adopted the new standard and all related amendments using the modified retrospective method applied to those contracts that were not completed as of April 1, 2018. Results for reporting periods beginning after April 1, 2018 are presented under Topic 606, while prior period amounts are not adjusted and continue to be reported in accordance with historic accounting standards under Topic 605.

As a result of the adoption of the new standard, the Company recorded: a) a reduction to retained earnings as of April 1, 2018; and b) reclassifications of certain allowances for sales returns and certain other Customer Programs from accounts receivable, net to accrued and other current liabilities and other current assets.

The cumulative effect of the changes to the consolidated balance sheet from the adoption of Topic 606 was as follows (in thousands):

	As of March 31, 2018	Effect of Adoption of	As of April 1, 2018
Accounts receivable, net	\$ 214,885	\$ 105,768	\$ 320,653
Other current assets	56,362	6,195	62,557
Accrued and other current liabilities	281,732	122,845	404,577
Retained earnings	1,232,316	(10,882)	1,221,434

Note 2—Summary of Significant Accounting Policies (Continued)*Net Reduction to Retained Earnings as of April 1, 2018*

- Under Topic 605, accruals for certain Customer Programs were recognized as a reduction of revenue at the later of when the related revenue is recognized or when the program is offered to the customer. Under Topic 606, these programs qualify as variable consideration and are recorded as a reduction of the transaction price at the contract inception based on the expected value method. The Company is required to estimate the accruals for these programs ahead of commitment date if customary business practice creates an implied expectation that such activities will occur in the future.
- Under Topic 606, variable consideration must be estimated at the outset of the arrangement, subject to the constraint guidance to ensure that a significant revenue reversal will not occur. As a result, upon adoption of Topic 606, estimated breakage for accruals of certain Customer Programs is recognized sooner as compared to Topic 605.

Balance Sheet Reclassifications

- Under Topic 605, the gross amount of accrued revenue reserves for sales returns of \$31.4 million, net of expected returned inventory of \$11.4 million was included within accounts receivable, net as of March 31, 2018. Expected scrap cost of \$5.2 million for such expected returned inventory was included in accrued and other current liabilities as of March 31, 2018. Subsequent to the adoption of Topic 606, such balances are presented on a gross basis as accrued revenue reserve from returns of \$31.4 million included in accrued and other current liabilities and as return assets of \$6.2 million included in other current assets.
- Under Topic 605, revenue reserves for certain Customer Programs totaling \$76.7 million, which were estimated using portfolio approach based on aggregated customer level data, were included within accounts receivable, net as of March 31, 2018. Subsequent to the adoption of Topic 606, such balances are presented as accrued customer marketing, pricing and incentive programs included in accrued and other current liabilities.

Certain balances of allowances for sales return and accruals for Customer Programs which were accrued based on Customer Program offers made to individual customers, met the right of offset criteria in accordance with ASC 210-20, "Balance Sheet (Topic 210)", and are still included within accounts receivable, net.

The adoption of Topic 606 did not have an impact on the total cash flows from operating, investing, or financing activities.

The following tables summarize the impacts of adopting Topic 606 on the Company's consolidated statements of operations for the year ended March 31, 2019, and consolidated balance sheet as of March 31, 2019 (in thousands):

	Year Ended March 31, 2019		
	As Reported Under Topic 606	If Reported Under Topic 605	Effect of Change
Net sales	\$ 2,788,322	\$ 2,784,636	\$ 3,686

	As of March 31, 2019		
	As Reported Under Topic 606	Balance Under Topic 605	Effect of Change
Accounts receivable, net	\$ 383,309	\$ 260,401	\$ 122,908
Other current assets	69,116	60,449	8,667
Accrued and other current liabilities	433,897	295,126	138,771
Retained earnings	1,365,036	1,372,232	(7,196)

Note 2—Summary of Significant Accounting Policies (Continued)

In January 2016, the FASB issued ASU 2016-01, "Financial Instruments—Recognition and Measurement of Financial Assets and Financial Liabilities (Subtopic 825-10)" (ASU 2016-01). ASU 2016-01 requires equity investments that are not accounted for under the equity method or do not result in consolidation to be recorded at fair value and any changes in fair value to be recognized within the statement of operations. The Company adopted ASU 2016-01 effective April 1, 2018, on a prospective basis for its privately held strategic equity investments without readily determinable fair values. The Company elected the measurement alternative to record these investments at cost and to adjust for impairments and observable price changes resulting from transactions with the same issuer within the statement of operations. The adoption of ASU 2016-01 did not have a material impact on the Company's consolidated financial statements.

In October 2016, the FASB issued ASU 2016-16, "Income Taxes (Topic 740): Intra-Entity Transfers of Assets Other Than Inventory" (ASU 2016-16), which eliminates the deferral of income tax effects of intra-entity asset transfers until the transferred asset is sold to an unrelated party or recovered through use. However, this standard does not apply to intra-entity transfer of inventory. The Company adopted this standard effective April 1, 2018 on a modified retrospective basis, and the adoption of ASU 2016-16 did not have a material impact on its consolidated financial statements.

In December 2016, the FASB issued ASU 2016-18, "Statement of Cash Flows (Topic 230): Restricted Cash" (ASU 2016-18), which requires that a statement of cash flows explains the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. The Company adopted this standard effective April 1, 2018, utilizing the retrospective transition method to each period presented and the adoption of ASU 2016-18 did not have a material impact on its consolidated financial statements. The consolidated statement of cash flows for the year ended March 31, 2017 has been revised as a result of the adoption and the Company has no restricted cash balances or activities since then.

In January 2017, the FASB issued ASU 2017-01, "Business Combination (Topic 805): Clarifying the Definition of a Business" (ASU 2017-01), which changes the definition of a business to assist with evaluating when a set of transferred assets and activities is a business. The Company adopted this standard effective April 1, 2018, and the adoption of ASU 2017-01 did not have a material impact on its consolidated financial statements.

In March 2017, the FASB issued ASU 2017-07, "Compensation—Retirement Benefit (Topic 715): Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost" (ASU 2017-07), which requires that the Company disaggregate the service cost component from the other components of net benefit cost, and also provides guidance on how to present the service cost component and the other components of net benefit cost in the income statement and allow only the service cost component of net benefit cost to be eligible for capitalization. The Company adopted this standard effective April 1, 2018 using a retrospective adoption method. Other than the revised statement of operations presentation for the periods in the current year, the adoption of ASU 2017-07 did not have an impact on the Company's consolidated financial statements. The impact to the comparative periods was immaterial and therefore the prior period statements of operations were not revised.

In August 2017, the FASB issued ASU 2017-12, "Derivatives and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities" (ASU 2017-12), which improves the financial reporting of hedging relationships to better portray the economic results of an entity's risk management activities in its financial statements and simplifies the application of the hedge accounting guidance. The Company adopted this standard prospectively effective April 1, 2018, and the adoption of ASU 2017-12 did not have a material impact on its consolidated financial statements. In accordance with ASU 2017-12, the Company has started presenting the earnings impact from forward points in the cost of goods sold line item, which is used to present the earnings impact of the hedged item.

Note 2—Summary of Significant Accounting Policies (Continued)***Recent Accounting Pronouncements To Be Adopted***

In February 2016, the FASB issued ASU 2016-02, "Leases (Topic 842)" (ASU 2016-02 or Topic 842), which generally requires lessees to recognize right-of-use (ROU) assets and lease liabilities arising from operating and financing leases with terms longer than 12 months in the consolidated balance sheets and to disclose key information about leasing arrangements. In July 2018, the FASB issued ASU 2018-11, "Leases (Topic 842): Targeted Improvements (ASU 2016-02 or Topic 842)", which provides an alternative modified transition method. Under this method, the cumulative-effect adjustment to the opening balance of retained earnings is recognized on the date of adoption with comparative prior periods not restated. The new standard, including related amendments subsequently issued by the FASB, is effective for our interim and annual periods beginning April 1, 2019. The Company will adopt the new guidance in the first quarter of fiscal year 2020 on the alternative modified transition basis, thereby recognizing the cumulative effect of initially applying Topic 842 as an adjustment to opening retained earnings on the adoption date, without revising the balances in comparative periods. The Company plans on electing the package of transitional practical expedients upon adoption which, among other provisions, allows the Company to not to reassess under the new standard our prior conclusions about lease identification, lease classification and initial direct cost, for any existing leases on the adoption date. In addition, for the facility leases, the Company intends to elect to account for lease and non-lease components as a single lease component. The Company will also make an accounting policy election not to record leases that, at the lease commencement date, have a lease term of 12 months or less on the balance sheet. The Company has substantially completed its evaluation of the effect that the adoption of this guidance will have on its consolidated financial statements. In connection with the adoption of the new guidance, the Company expects to recognize ROU assets in the range of \$25 million to \$35 million and lease liabilities in the range of \$30 million to \$40 million on its statement of financial position for operating leases, with limited impact to its results of operations and cash flows. The Company believes that substantially all of its undiscounted future minimum operating lease commitments based on its current lease portfolio that were not recognized on its consolidated balance sheet as of March 31, 2019 and as disclosed in Note 13 to the consolidated financial statements, will be subject to the new standard.

In August 2018, the FASB issued ASU 2018-13, "Fair Value Measurement (Topic 820): Disclosure Framework - Changes to the Disclosure Requirements for Fair Value Measurements" (ASU 2018-13), which aims to improve the overall usefulness of disclosures to financial statement users and reduce unnecessary costs to companies when preparing fair value measurement disclosures. ASU 2018-13 is effective for annual and interim periods in fiscal years beginning after December 15, 2019. Early adoption is permitted. Retrospective adoption is required, except for certain disclosures which will be required to be applied prospectively for only the most recent interim or annual period presented in the initial fiscal year of adoption. The Company does not expect the adoption of ASU 2018-13 will have a material impact on its consolidated financial statements and will adopt the standard effective April 1, 2020.

In August 2018, the FASB issued ASU 2018-14, "Compensation - Retirement Benefits - Defined Benefits Plans - General (Subtopic 715-20): Disclosure Framework - Changes to the Disclosure Requirements for Defined Benefit Plans" (ASU 2018-14), which aims to improve the overall usefulness of disclosures to financial statement users and reduce unnecessary costs to companies when preparing defined benefit plan disclosures. ASU 2018-14 is effective for annual periods in fiscal years ending after December 15, 2020. Retrospective adoption is required and early adoption is permitted. The Company does not expect the adoption of ASU 2018-14 will have a material impact on its consolidated financial statements and will adopt the standard effective April 1, 2020.

In August 2018, the FASB issued ASU 2018-15, "Intangibles - Goodwill and Other - Internal-Use Software (Subtopic 350-40): Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract" (ASU 2018-15), which clarifies that implementation costs incurred by customers in cloud computing arrangements are deferred if they would be capitalized by customers in software licensing arrangements under the internal-use software guidance. ASU 2018-15 is effective for annual and interim periods in fiscal years beginning after December 15, 2019, with early adoption permitted. Entities have the option to apply the guidance prospectively to all implementation costs incurred after the date of adoption or retrospectively. The Company does not expect the adoption of ASU 2018-15 will have a material impact on its consolidated financial statements and will adopt the standard prospectively effective April 1, 2019.

Note 3—Business Acquisitions

Fiscal Year 2019 Acquisition

Blue Microphones Acquisition

On August 21, 2018 (the "Blue Microphones Acquisition Date"), the Company acquired all equity interests in Blue Microphones Holding Corporation ("Blue Microphones") for a total consideration of \$134.8 million in cash (the "Blue Microphones Acquisition"), which included a working capital adjustment and repayment of debt on behalf of Blue Microphones.

Blue Microphones is a leading audio manufacturer that designs and produces microphones, headphones, recording tools, and accessories for audio professionals, musicians and consumers. The Blue Microphones Acquisition supplements the Company's product portfolio.

Blue Microphones met the definition of a business, and therefore the acquisition is accounted for using the acquisition method.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at the Blue Microphones Acquisition Date (in thousands):

	Estimated Fair Value
Cash and cash equivalents	\$ 1,110
Accounts receivable	10,979
Inventories	19,546
Other current assets	997
Property, plant and equipment	452
Intangible assets	55,567
Total identifiable assets acquired	<u>\$ 88,651</u>
Accounts payable	(10,322)
Accrued liabilities	(11,162)
Other long-term liabilities	(661)
Net identifiable assets acquired	<u>\$ 66,506</u>
Goodwill	68,269
Net assets acquired	<u><u>\$ 134,775</u></u>

Goodwill related to the acquisition is primarily attributable to opportunities and economies of scale from combining the operations and technologies of Logitech and Blue Microphones and is not deductible for tax purposes.

The fair value of the inventory acquired is estimated at its net realizable value, which uses the estimated selling prices, less the cost of disposal and a reasonable profit allowance for the selling efforts. The difference between the fair value of the inventories and the amount recorded by Blue Microphones immediately before the acquisition date is \$1.8 million, which has been recognized in "amortization of intangibles assets and purchase accounting effect on inventory" in the consolidated statements of operations upon the sale of the acquired inventory.

Note 3—Business Acquisitions (Continued)

The following table summarizes the estimated fair values and estimated useful lives of the components of intangible assets acquired as of the Blue Microphones Acquisition Date (Dollars in thousands):

	Fair Value	Estimated Useful Life (years)
Developed technology	\$ 17,967	5.0
Customer relationships	25,100	10.0
Trademark and trade name	12,500	7.0
Total intangible assets acquired	<u>\$ 55,567</u>	<u>7.7</u>

Intangible assets acquired as a result of the Blue Microphones Acquisition are being amortized over their estimated useful lives using the straight-line method of amortization, which materially approximates the distribution of the economic value of the intangible assets. Amortization of developed technology of \$2.1 million during the year ended March 31, 2019 is included in "amortization of intangible assets and purchase accounting effect of inventory" in the consolidated statements of operations. Amortization of customer relationships, trademark and trade names of \$2.5 million during the year ended March 31, 2019 is included in "amortization of intangible assets and acquisition-related costs" in the consolidated statements of operations.

Developed technology relates to existing Blue Microphones products. The economic useful life was determined based on the technology cycle related to developed technology of existing products, as well as the cash flows anticipated over the forecasted periods.

Customer relationships represent the fair value of future projected revenue that will be derived from sales of products to existing customers of Blue Microphones. The economic useful life was determined based on historical customer attrition rates and industry benchmarks.

Trademark and trade name relates to "Blue Microphones". The economic useful life was determined based on the expected life of the trade name and the cash flows anticipated over the forecasted periods.

The fair values of developed technology and trade name were estimated using the relief-from-royalty method, an income approach (Level 3), which estimates the cost savings that accrue to the owner of the intangible assets that would otherwise be payable as royalties or license fees on revenues earned through the use of the asset. A royalty rate is applied to the projected revenues associated with the intangible assets to determine the amount of savings, which is then discounted to determine the fair value. The developed technology and trade name were valued using royalty rates of 10% and 3%, respectively, and both were discounted at a rate of 11%.

The fair value of customer relationships was estimated using the excess earnings method, an income approach (Level 3), which converts projected revenues and costs into cash flows. To reflect the fact that certain other assets contributed to the cash flows generated, the returns for these contributory assets were removed to arrive at estimated cash flows solely attributable to the customer relationships, which were discounted at a rate of 11%.

The Company believes the fair value of the intangible assets recorded above approximates the amounts a market participant would pay for these intangible assets as of the Acquisition Date.

The Company included Blue Microphones' estimated fair value of assets acquired and liabilities assumed in its consolidated balance sheet beginning on the Blue Microphones Acquisition Date. The results of operations for Blue Microphones subsequent to the acquisition date have been included in, but are not material to, the Company's consolidated statements of operations. For the year ended March 31, 2019, Blue Microphones contributed \$45.7 million to sales, representing approximately 2% of the sales of the Company.

Note 3—Business Acquisitions (Continued)**Fiscal Year 2018 Acquisitions****ASTRO Acquisition**

On August 11, 2017 (the ASTRO Acquisition Date), the Company acquired certain assets and liabilities constituting the ASTRO Gaming business (ASTRO) from AG Acquisition Corporation for a purchase price of \$85.0 million in cash (the ASTRO Acquisition). ASTRO is a leading console gaming accessory brand with a history of producing award-winning headsets for professional gamers and enthusiasts. ASTRO provides the Company with a strong growth platform in the console gaming accessories market.

ASTRO meets the definition of a business, and its acquisition is accounted for using the acquisition method. The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at the ASTRO Acquisition Date (in thousands):

	Estimated Fair Value
Inventories	\$ 10,331
Property, plant and equipment	2,760
Intangible assets	52,520
Other assets	605
Total identifiable assets acquired	66,216
Accrued liabilities	(2,982)
Net identifiable assets acquired	63,234
Goodwill	21,766
Net assets acquired	\$ 85,000

Goodwill related to the acquisition is primarily attributable to opportunities and economies of scale from combining the operations and technologies of Logitech and ASTRO. Goodwill is expected to be deductible for tax purposes.

The fair value of the inventory acquired is estimated at their net realizable value, which uses the estimated selling prices, less the costs of disposal and a reasonable profit allowance for the selling efforts. The difference between the fair value of the inventories and the amount recorded by ASTRO immediately before the ASTRO Acquisition Date is \$0.8 million, which has been recognized in "amortization of intangibles assets and purchase accounting effect on inventory" in the consolidated statements of operations upon the sale of the acquired inventory.

The following table summarizes the estimated fair values and estimated useful lives of the components of intangible assets acquired as of the ASTRO Acquisition Date (Dollars in thousands):

	Fair Value	Estimated Useful Life (years)
Developed technology	\$ 12,540	4.0
Customer relationships	33,100	8.0
Trademark and trade name	6,880	6.0
Total intangible assets acquired	\$ 52,520	6.8

Note 3—Business Acquisitions (Continued)

Intangible assets acquired as a result of the ASTRO Acquisition are being amortized over their estimated useful lives using the straight-line method of amortization, which materially approximates the distribution of the economic value of the intangible assets. Amortization of developed technology of \$3.1 million and \$2.0 million during the year ended March 31, 2019 and 2018, respectively, is included in "amortization of intangible assets and purchase accounting effect of inventory" in the consolidated statements of operations. Amortization of customer relationships and trade name of \$5.3 million and \$3.3 million during the year ended March 31, 2019 and 2018, respectively, is included in "amortization of intangible assets and acquisition-related costs" in the consolidated statements of operations.

Developed technology relates to existing ASTRO gaming headset products. The economic useful life was determined based on the technology cycle related to developed technology of existing products, as well as the cash flows anticipated over the forecasted periods.

Customer relationships represent the fair value of future projected revenue that will be derived from sales of products to existing customers of ASTRO. The economic useful life was determined based on historical customer attrition rates and industry benchmarks.

Trademark and trade name relates to "ASTRO". The economic useful life was determined based on the expected life of the trade name and the cash flows anticipated over the forecasted periods.

The fair value of developed technology and trade name was estimated using the relief-from-royalty method, an income approach (Level 3), which estimates the cost savings that accrue to the owner of the intangible assets that would otherwise be payable as royalties or license fees on revenues earned through the use of the asset. A royalty rate is applied to the projected revenues associated with the intangible assets to determine the amount of savings, which is then discounted to determine the fair value. The developed technology and trade name were valued using royalty rates of 10% and 2%, respectively, and both were discounted at a rate of 13%.

The fair value of customer relationships was estimated using the excess earnings method, an income approach (Level 3), which converts projected revenues and costs into cash flows. To reflect the fact that certain other assets contributed to the cash flows generated, the returns for these contributory assets were removed to arrive at estimated cash flows solely attributable to the customer relationships, which were discounted at a rate of 13%.

The Company believes the value of intangible assets recorded above approximates the amounts a market participant would pay for, these intangible assets as of the ASTRO Acquisition Date.

The Company included ASTRO's estimated fair value of assets acquired and liabilities assumed in its consolidated balance sheets beginning on the ASTRO Acquisition Date. The results of operations for ASTRO have been included in, but are not material to, the Company's consolidated statements of operations from the ASTRO Acquisition Date.

In November 2017, the Company also made a small technology acquisition for a total consideration of \$5.2 million, including cash acquired of \$0.9 million.

Note 3—Business Acquisitions (Continued)***Change in fair value of contingent consideration for business acquisition***

On April 20, 2016 (the Jaybird Acquisition Date), the Company acquired all of the equity interests of JayBird, LLC (Jaybird), a Utah limited liability company that develops Bluetooth earbuds, activity trackers, and accessories for sports and active lifestyles, for a purchase price of \$54.2 million in cash, with an additional earn-out of up to \$45.0 million based on the achievement of certain net revenue growth targets over approximately a two year period (the Jaybird Acquisition). If the net revenue growth targets would have been met, the Company would have paid a maximum of \$25.0 million and \$20.0 million in fiscal years 2018 and 2019, respectively. The fair value of the earn-out as of the Jaybird Acquisition Date was \$18.0 million. The fair value of the contingent consideration decreased by \$4.9 million and \$8.1 million for the year ended March 31, 2018 and 2017, respectively, resulting primarily from Jaybird's lower-than-expected sales and revised projected sales in the remaining earn-out period. In October 2017, Logitech and the sellers of Jaybird entered into an agreement fully, irrevocably and unconditionally releasing Logitech from the earn-out rights and payments in exchange for \$5.0 million in cash, which was paid in November 2017.

Acquisition-related costs and pro forma results of operations

The Company incurred acquisition-related costs of approximately \$1.7 million, \$1.4 million and \$1.5 million, in aggregate, for the year ended March 31, 2019, 2018 and 2017, respectively. The acquisition-related costs are included in "Amortization of intangible assets and acquisition-related costs" in the consolidated statements of operations.

Pro forma results of operations for the all the acquisitions completed in fiscal year 2019 and 2018 have not been presented because the effects of these acquisitions are not material to the consolidated statements of operations individually or in aggregate for each year.

Note 4—Net Income per Share

The computations of basic and diluted net income per share for the Company were as follows (in thousands except per share amounts):

	Years Ended March 31,		
	2019	2018	2017
Net Income	\$ 257,573	\$ 208,542	\$ 205,876
Shares used in net income per share computation:			
Weighted average shares outstanding - basic	165,609	164,038	162,058
Effect of potentially dilutive equivalent shares	3,356	4,933	3,482
Weighted average shares outstanding - diluted	<u>168,965</u>	<u>168,971</u>	<u>165,540</u>
Net income per share:			
Basic	\$ 1.56	\$ 1.27	\$ 1.27
Diluted	\$ 1.52	\$ 1.23	\$ 1.24

Note 4—Net Income per Share (Continued)

Share equivalents attributable to outstanding stock options, restricted stock units ("RSUs") and employee share purchase rights totaling 1.8 million, 1.1 million and 1.4 million during fiscal years 2019, 2018 and 2017 were excluded from the calculation of diluted net income per share because the combined exercise price and average unamortized grant date fair value of these options and ESPP or vesting of RSUs were greater than the average market price of the Company's shares during the periods presented herein, and therefore their inclusion would have been anti-dilutive. Performance-based awards were not included because all necessary conditions have not been satisfied by the end of the respective period, and those shares were not issuable if the end of the reporting period were the end of the contingency period.

Note 5—Employee Benefit Plans**Employee Share Purchase Plans and Stock Incentive Plans**

As of March 31, 2019, the Company offers the 2006 Employee Share Purchase Plan, as amended and restated (Non-U.S.) (2006 ESPP), the 1996 Employee Share Purchase Plan (U.S.), as amended and restated (1996 ESPP), the 2006 Stock Incentive Plan (2006 Plan) as amended and restated and the 2012 Stock Inducement Equity Plan (2012 Plan). Shares issued to employees as a result of purchases or exercises under these plans are generally issued from shares held in treasury stock.

The following table summarizes share-based compensation expense and total income tax benefit recognized for fiscal years 2019, 2018 and 2017 (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Cost of goods sold	\$ 3,812	\$ 3,733	\$ 2,663
Marketing and selling	20,630	17,765	14,723
Research and development	7,368	6,381	4,200
General and administrative	18,455	16,259	14,304
Total share-based compensation expense	50,265	44,138	35,890
Income tax benefit	(17,091)	(15,998)	(8,536)
Total share-based compensation expense, net of income tax benefit	\$ 33,174	\$ 28,140	\$ 27,354

The income tax benefit in the respective period primarily consists of tax benefit related to the share-based compensation expense for the period and direct tax benefit realized, including net excess tax benefits recognized from share-based awards vested or exercised upon the adoption of ASU 2016-09 on April 1, 2017. The income tax benefit for the year ended March 31, 2018 was reduced by the income tax provision resulting from the remeasurement of applicable deferred tax assets and liabilities due to the enactment of the Tax Act in the United States on December 22, 2017. See "Note 7 - Income Taxes" for more information.

As of March 31, 2019, 2018 and 2017, the balance of capitalized stock-based compensation included in inventory was \$0.9 million, \$0.7 million and \$0.6 million, respectively.

The following table summarizes total unamortized share-based compensation expense and the remaining period over which such expense is expected to be recognized, on a weighted-average basis by type of grant (in thousands, except number of months):

	March 31, 2019	
	Unamortized Expense	Remaining Months
ESPP	\$ 1,515	4
Stock Options	7,384	35
Time-based RSUs	65,798	33
Market-based and performance-based RSUs	16,277	20
Total unamortized share-based compensation expense	\$ 90,974	

Under the 1996 ESPP and 2006 ESPP plans, eligible employees may purchase shares at the lower of 85% of the fair market value at the beginning or the end of each offering period, which is generally six months. Subject to continued participation in these plans, purchase agreements are automatically executed at the end of each offering period. An aggregate of 29.0 million shares was reserved for issuance under the 1996 and 2006 ESPP plans. As of March 31, 2019, a total of 5.4 million shares was available for new awards under these plans.

Note 5—Employee Benefit Plans (Continued)

The 2006 Plan provides for the grant to eligible employees and non-employee directors of stock options, stock appreciation rights, restricted stock and RSUs. Awards under the 2006 Plan may be conditioned on continued employment, the passage of time or the satisfaction of performance and market vesting criteria. The 2006 Plan, as amended, has no expiration date. All stock options under this plan have terms not exceeding ten years and are issued at exercise prices not less than the fair market value on the date of grant. An aggregate of 30.6 million shares was reserved for issuance under the 2006 Plan. As of March 31, 2019, a total of 9.2 million shares was available for new awards under this plan.

Time-based RSUs granted to employees under the 2006 Plan generally vest in four equal annual installments on the grant date anniversary. Time-based RSUs granted to non-executive board members under the 2006 Plan vest on the grant date anniversary, or if earlier and only if the non-executive board member is not re-elected as a director at such annual general meeting, the date of the next annual general meeting following the grant date.

Performance-based RSUs granted in fiscal years 2016 and 2017 under the 2006 Plan vest contingent upon the achievement of predetermined financial metrics, the performance period of which is approximately three years. The performance condition can be achieved before the end of the performance period. Market-based options granted under the 2006 Plan vest upon meeting the Company's share price performance criteria. The number of shares of common stock to be received at vesting for market-based RSUs granted in fiscal years 2016 and 2017 under the 2006 Plan will range from 0 percent to 150 percent of the target number of stock units based on the Company's total stockholder return (TSR) relative to the performance of companies in the NASDAQ-100 Index for each measurement period, generally over a three-year period. In fiscal years 2018 and 2019, the Company granted RSUs with both performance and market conditions, which vest at the end of the three-year performance period upon meeting predetermined financial metrics over three years, with the number of shares to be received upon vesting determined based on weighted average constant currency revenue growth rate and the Company's TSR relative to the performance of companies in the NASDAQ-100 Index over the same three years period. The Company presents shares granted and vested at 100 percent of the target of the number of stock units that may potentially vest.

Under the 2012 Plan, stock options and RSUs may be granted to eligible employees to serve as an inducement to enter into employment with the Company. Awards under the 2012 Plan may be conditioned on continued employment, the passage of time or the satisfaction of market stock performance criteria, based on individually written employment offer letter. The 2012 Plan has an expiration date of March 28, 2022. An aggregate of 1.8 million shares was reserved for issuance under the 2012 Plan. As of March 31, 2019, no shares were available for new awards under this plan.

The estimates of share-based compensation expense require a number of complex and subjective assumptions including stock price volatility, employee exercise patterns, probability of achievement of the set performance condition, dividend yield, related tax effects and the selection of an appropriate fair value model.

The grant date fair value of the awards using the Black-Scholes-Merton option-pricing valuation model and Monte-Carlo simulation method is determined with the following assumptions and values:

	Stock Options			Employee Stock Purchase Plans		
	Years Ended March 31,			Years Ended March 31,		
	2019	2018	2017	2019	2018	2017
Dividend yield	1.72%	*	*	1.73%	1.67%	2.50%
Risk-free interest rate	2.45%	*	*	2.35%	1.37%	0.51%
Expected volatility	33%	*	*	31%	27%	35%
Expected life (years)	6.2	*	*	0.5	0.5	0.5
Weighted average grant date fair value per share	\$ 11.55	*	*	\$ 9.33	\$ 8.69	\$ 5.73

* Not applicable as no stock options were granted in the period.

Note 5—Employee Benefit Plans (Continued)**RSUs with Market Conditions**

	Years Ended March 31,		
	2019	2018	2017
Dividend yield	1.59%	1.75%	3.29%
Risk-free interest rate	2.51%	1.40%	0.86%
Expected volatility	30%	31%	34%
Expected life (years)	3.0	3.0	3.0

The dividend yield assumption is based on the Company's history and future expectations of dividend payouts. The unvested RSUs or unexercised options are not eligible for these dividends. The expected life is based on the purchase offerings periods expected to remain outstanding for employee stock purchase plan, or the performance period for RSUs with market conditions. The expected life for stock options is based on historical settlement rates, which the Company believes are most representative of future exercise and post-vesting termination behaviors. Expected volatility is based on historical volatility using the Company's daily closing prices, or including the volatility of components of the NASDAQ 100 index for market-based RSUs, over the expected life. The Company considers the historical price volatility of its shares as most representative of future volatility. The risk-free interest rate assumptions are based upon the implied yield of U.S. Treasury zero-coupon issues appropriate for the expected life of the Company's share-based awards.

For RSUs with performance conditions, the Company estimates the probability and timing of the achievement of the set performance condition at the time of the grant based on the historical financial performance and the financial forecast in the remaining performance period and reassesses the probability in subsequent periods when actual results or new information become available.

A summary of the Company's stock option activities under all stock plans for fiscal years 2019, 2018 and 2017 is as follows:

	Number of Shares	Weighted- Average Exercise Price	Weighted- Average Remaining Contractual Term (Years)	Aggregate Intrinsic Value
	(In thousands)			(In thousands)
Outstanding, March 31, 2016	5,334			
Granted	—			
Exercised	(1,784)			\$ 14,627
Canceled or expired	(500)			
Outstanding, March 31, 2017	3,050			
Granted	—			
Exercised	(994)			\$ 8,347
Canceled or expired	(16)			
Outstanding, March 31, 2018	2,040	\$ 14		
Granted	649	\$ 39		
Exercised	(82)	\$ 21		\$ 1,707
Canceled or expired	—			
Outstanding, March 31, 2019	2,607	\$ 20	4.8	\$ 51,005
Vested and exercisable, March 31, 2019	1,958	\$ 13	3.1	\$ 50,593

As of March 31, 2019, the exercise price of outstanding options ranged from \$2 to \$39 per share option.

The tax benefit realized for the tax deduction from options exercised during fiscal years 2019, 2018 and 2017 was \$0.2 million, \$1.8 million and \$4.2 million, respectively.

Note 5—Employee Benefit Plans (Continued)

A summary of the Company's time-based, market-based, and performance-based RSU activities for fiscal years 2019, 2018 and 2017 is as follows:

	Number of Shares	Weighted- Average Grant Date Fair Value	Weighted- Average Remaining Vesting Period	Aggregate Fair Value
	(In thousands)		(Years)	(In thousands)
Outstanding, March 31, 2016	5,521			
Granted—time-based	2,390	\$ 16		
Granted—market-based	160	\$ 15		
Granted - performance-based	604	\$ 15		
Vested	(2,126)			\$ 48,644
Canceled or expired	(368)			
Outstanding, March 31, 2017	6,181	\$ 14		
Granted—time-based	1,212	\$ 33		
Granted - performance-based	409	\$ 33		
Vested	(2,248)			\$ 81,582
Canceled or expired	(333)			
Outstanding, March 31, 2018	5,221	\$ 20		
Granted—time-based	1,290	\$ 40		
Granted—market and performance-based	381	\$ 39		
Vested	(2,148)	\$ 17		\$ 89,159
Canceled or expired	(323)	\$ 26		
Outstanding, March 31, 2019	4,421	\$ 29	1.2	\$ 173,970

The RSU outstanding as of March 31, 2019 above includes 1.1 million shares with market-based and performance-based vesting conditions.

The tax benefit realized for the tax deduction from RSUs that vested during fiscal years 2019, 2018 and 2017 was \$16.2 million, \$20.3 million and \$13.1 million, respectively.

Defined Contribution Plans

Certain of the Company's subsidiaries have defined contribution employee benefit plans covering all or a portion of their employees. Contributions to these plans are discretionary for certain plans and are based on specified or statutory requirements for others. The charges to expense for these plans for fiscal years 2019, 2018 and 2017, were \$8.7 million, \$7.6 million and \$5.8 million, respectively.

Defined Benefit Plans

Certain of the Company's subsidiaries sponsor defined benefit pension plans or non-retirement post-employment benefits covering substantially all of their employees. Benefits are provided based on employees' years of service and earnings, or in accordance with applicable employee benefit regulations. The Company's practice is to fund amounts sufficient to meet the requirements set forth in the applicable employee benefit and tax regulations.

The Company recognizes the overfunded or underfunded status of defined benefit pension plans and non-retirement post-employment benefit obligations as an asset or liability in its consolidated balance sheets and recognizes changes in the funded status of defined benefit pension plans in the year in which the changes occur through accumulated other comprehensive income (loss), which is a component of shareholders' equity. Each plan's assets and benefit obligations are remeasured as of March 31 each year.

Note 5—Employee Benefit Plans (Continued)

The net periodic benefit cost of the defined benefit pension plans and the non-retirement post-employment benefit obligations for fiscal years 2019, 2018 and 2017 was as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Service costs	\$ 10,564	\$ 9,715	\$ 10,385
Interest costs	1,301	1,126	800
Expected return on plan assets	(2,167)	(1,792)	(1,724)
Amortization:			
Net transition obligation	—	—	4
Net prior service credit recognized	(443)	(51)	(117)
Net actuarial loss recognized	450	242	1,032
Settlement	(97)	—	—
Total net periodic benefit cost	<u>\$ 9,608</u>	<u>\$ 9,240</u>	<u>\$ 10,380</u>

The components of net periodic benefit cost other than the service costs component are included in the line “other income(expense), net” in the consolidated statements of operations.

The changes in projected benefit obligations for fiscal years 2019 and 2018 were as follows (in thousands):

	Years Ended March 31,	
	2019	2018
Projected benefit obligations, beginning of the year	\$ 128,915	\$ 114,640
Service costs	10,564	9,715
Interest costs	1,301	1,126
Plan participant contributions	3,666	3,522
Actuarial gains (losses)	9,506	(1,580)
Benefits paid	(3,793)	(1,202)
Plan amendment related to statutory change	(705)	(2,519)
Settlement and curtailment	(335)	—
Administrative expense paid	(142)	(144)
Currency exchange rate changes and other	(5,315)	5,357
Projected benefit obligations, end of the year	<u>\$ 143,662</u>	<u>\$ 128,915</u>

The accumulated benefit obligation for all defined benefit pension plans as of March 31, 2019 and 2018 was \$118.7 million and \$108.9 million, respectively.

Note 5—Employee Benefit Plans (Continued)

The following table presents the changes in the fair value of defined benefit pension plan assets for fiscal years 2019 and 2018 (in thousands):

	Years Ended March 31,	
	2019	2018
Fair value of plan assets, beginning of the year	\$ 84,718	\$ 71,376
Actual return on plan assets	3,350	1,824
Employer contributions	6,383	5,995
Plan participant contributions	3,666	3,522
Benefits paid	(3,793)	(1,202)
Settlement and curtailment	(335)	—
Administrative expenses paid	(142)	(144)
Currency exchange rate changes	(3,482)	3,347
Fair value of plan assets, end of the year	<u>\$ 90,365</u>	<u>\$ 84,718</u>

The Company's investment objectives are to ensure that the assets of its defined benefit plans are invested to provide an optimal rate of investment return on the total investment portfolio, consistent with the assumption of a reasonable risk level, and to ensure that pension funds are available to meet the plans' benefit obligations as they become due. The Company believes that a well-diversified investment portfolio will result in the highest attainable investment return with an acceptable level of overall risk. Investment strategies and allocation decisions are also governed by applicable governmental regulatory agencies. The Company's investment strategy with respect to its largest defined benefit plan, which is available only to Swiss employees, is to invest per the following allocation: 33% in equities, 34% in bonds, 28% in real estate, 2% in cash and cash equivalents and the remaining in other investments. The Company also can invest in real estate funds, commodity funds, and hedge funds depending upon economic conditions.

The following tables present the fair value of the defined benefit pension plan assets by major categories and by levels within the fair value hierarchy as of March 31, 2019 and 2018 (in thousands):

	March 31,					
	2019			2018		
	Level 1	Level 2	Total	Level 1	Level 2	Total
Cash and cash equivalents	\$10,737	\$ —	\$ 10,737	\$ 18,331	\$ 24	\$ 18,355
Equity securities	27,559	—	27,559	26,204	—	26,204
Debt securities	26,823	—	26,823	25,150	—	25,150
Swiss real estate funds	21,659	—	21,659	12,096	—	12,096
Hedge funds	—	912	912	—	—	—
Other	2,377	298	2,675	2,623	290	2,913
Total fair value of plan assets	<u>\$89,155</u>	<u>\$ 1,210</u>	<u>\$ 90,365</u>	<u>\$84,404</u>	<u>\$ 314</u>	<u>\$ 84,718</u>

The funded status of the plans was as follows (in thousands):

	Years Ended March 31,	
	2019	2018
Fair value of plan assets	\$ 90,365	\$ 84,718
Less: projected benefit obligations	143,662	128,915
Underfunded status	<u>\$ (53,297)</u>	<u>\$ (44,197)</u>

Note 5—Employee Benefit Plans (Continued)

Amounts recognized on the balance sheet for the plans were as follows (in thousands):

	March 31,	
	2019	2018
Current liabilities	\$ 1,849	\$ 1,763
Non-current liabilities	51,448	42,434
Total liabilities	<u>\$ 53,297</u>	<u>\$ 44,197</u>

Amounts recognized in accumulated other comprehensive loss related to defined benefit pension plans were as follows (in thousands):

	March 31,		
	2019	2018	2017
Net prior service credits	\$ 3,965	\$ 3,843	\$ 1,274
Net actuarial loss	(17,630)	(9,821)	(11,407)
Accumulated other comprehensive loss	(13,665)	(5,978)	(10,133)
Deferred tax	(267)	(420)	(347)
Accumulated other comprehensive loss, net of tax	<u>\$ (13,932)</u>	<u>\$ (6,398)</u>	<u>\$ (10,480)</u>

The following table presents the amounts included in accumulated other comprehensive loss as of March 31, 2019, which are expected to be recognized as a component of net periodic benefit cost in fiscal year 2020 (in thousands):

	Year Ending March 31,
Amortization of net prior service credits	\$ (432)
Amortization of net actuarial loss	645
	<u>\$ 213</u>

The Company reassesses its benefit plan assumptions on a regular basis. The actuarial assumptions for the defined benefit plans for fiscal years 2019 and 2018 were as follows:

	Years Ended March 31,	
	2019	2018
Benefit Obligations:		
Discount rate	0.55% - 7.25%	0.85%-7.50%
Estimated rate of compensation increase	2.50% - 10.00%	2.25%-10.00%
Periodic Costs:		
Discount rate	0.75% - 7.50%	0.75%-7.00%
Estimated rate of compensation increase	2.50% - 10.00%	2.50%-10.00%
Expected average rate of return on plan assets	0.75% - 2.75%	1.00%-2.50%

The discount rate is estimated based on corporate bond yields or securities of similar quality in the respective country, with a duration approximating the period over which the benefit obligations are expected to be paid. The Company bases the compensation increase assumptions on historical experience and future expectations. The expected average rate of return for the Company's defined benefit pension plans represents the average rate of return expected to be earned on plan assets over the period that the benefit obligations are expected to be paid, based on government bond notes in the respective country, adjusted for corporate risk premiums as appropriate.

Note 5—Employee Benefit Plans (Continued)

The following table reflects the benefit payments that the Company expects the plans to pay in the periods noted (in thousands):

Years Ending March 31,	
2020	\$ 7,956
2021	7,225
2022	7,553
2023	7,294
2024	7,607
2025-2029	39,367
	<u>\$ 77,002</u>

The Company expects to contribute \$5.5 million to its defined benefit pension plans during fiscal year 2020.

Deferred Compensation Plan

One of the Company's subsidiaries offers a deferred compensation plan that permits eligible employees to make 100% vested salary and incentive compensation deferrals within established limits. The Company does not make contributions to the plan.

The deferred compensation plan's assets consist of marketable securities and are included in other assets on the consolidated balance sheets. The marketable securities are classified as trading investments and were recorded at a fair value of \$20.4 million and \$17.7 million as of March 31, 2019 and 2018, respectively, based on quoted market prices. The Company also had \$20.4 million and \$17.7 million in deferred compensation liability as of March 31, 2019 and 2018, respectively. Earnings, gains and losses on trading investments are included in other income (expense), net and corresponding changes in deferred compensation liability are included in operating expenses and cost of goods sold.

Note 6—Other Income (Expense), net

Other income (expense), net comprises of the following (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Investment income related to the deferred compensation plan	\$ 664	\$ 1,386	\$ 1,343
Currency exchange gain (loss), net	(3,608)	(4,613)	169
Other	2,508	790	165
Other income (expense), net	<u>\$ (436)</u>	<u>\$ (2,437)</u>	<u>\$ 1,677</u>

The components of net periodic benefit cost other than the service cost component for the year ended March 31, 2019 are included in the line "Other" above as a result of adopting ASU 2017-07 effective April 1, 2018. The impact to the comparative periods was immaterial and therefore the prior period statements of operations were not revised.

Note 7—Income Taxes

The Company is incorporated in Switzerland but operates in various countries with differing tax laws and rates. Further, a portion of the Company's income (loss) before taxes and the provision for (benefit from) income taxes is generated outside of Switzerland.

Income from continuing operations before income taxes for fiscal years 2019, 2018 and 2017 is summarized as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Swiss	\$ 212,986	\$ 177,935	\$ 161,544
Non-Swiss	58,147	54,330	53,445
Income before taxes	<u>\$ 271,133</u>	<u>\$ 232,265</u>	<u>\$ 214,989</u>

The provision for (benefit from) income taxes is summarized as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Current:			
Swiss	\$ 1,364	\$ 3,526	\$ 1,934
Non-Swiss	24,334	13,142	9,774
Deferred:			
Non-Swiss	(12,138)	7,055	(2,595)
Provision for income taxes	<u>\$ 13,560</u>	<u>\$ 23,723</u>	<u>\$ 9,113</u>

The difference between the provision for income taxes and the expected tax provision at the statutory income tax rate of 8.5% is reconciled below (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Expected tax provision at statutory income tax rates	\$ 23,046	\$ 19,743	\$ 18,274
Income taxes at different rates	(10,113)	(9,611)	(5,247)
Research and development tax credits	(5,432)	(4,124)	(2,309)
Executive compensation	3,344	1,835	654
Stock-based compensation	(7,288)	(9,376)	1,794
Deferred tax effects from Tax Act	—	22,325	—
Valuation allowance	1,891	533	1,024
Restructuring charges / (credits)	961	(10)	2
Tax reserves (releases), net	8,269	3,627	(5,570)
Other, net	(1,118)	(1,219)	491
Provision for income taxes	<u>\$ 13,560</u>	<u>\$ 23,723</u>	<u>\$ 9,113</u>

Note 7—Income Taxes (Continued)

Deferred income tax assets and liabilities consist of the following (in thousands):

	March 31,	
	2019	2018
Deferred tax assets:		
Net operating loss carryforwards	\$ 16,323	\$ 15,476
Tax credit carryforwards	52,263	45,421
Accruals	52,304	42,765
Depreciation and amortization	5,716	1,505
Share-based compensation	8,703	7,479
Gross deferred tax assets	135,309	112,646
Valuation allowance	(28,375)	(25,148)
Gross deferred tax assets after valuation allowance	106,934	87,498
Deferred tax liabilities:		
Acquired intangible assets and other	(18,176)	(4,827)
Gross deferred tax liabilities	(18,176)	(4,827)
Deferred tax assets, net	\$ 88,758	\$ 82,671

The Tax Act enacted in the United States in fiscal year 2018 permanently reduced the corporate income tax rate from 35% to 21% effective for tax years including or commencing on January 1, 2018. It also repealed corporate alternative minimum tax, limited various business deductions such as executive compensation under IRC 162(m) and modified the maximum deduction of net operating loss with no carryback but indefinite carryforward provision among other things. The Company recorded a provisional income tax charge of \$21.7 million, net of valuation allowance against tax credits, in fiscal year 2018 to remeasure the deferred tax effects at 21%.

The Company completed its review, in the third quarter of fiscal year 2019, of previously recorded provisional income tax amounts related to net deferred tax assets impacted by the Tax Act and concluded that additional information, interpretation and guidance that became available during the twelve-month measurement period did not alter the Company's application of tax law in remeasuring gross deferred tax assets and related valuation allowance. There were no adjustments deemed necessary in fiscal year 2019.

Management regularly assesses the ability to realize deferred tax assets recorded in the Company's entities based upon the weight of available evidence, including such factors as recent earnings history and expected future taxable income. In the event that the Company changes its determination as to the amount of deferred tax assets that can be realized, the Company will adjust its valuation allowance with a corresponding impact to the provision for income taxes in the period in which such determination is made.

The Company had a valuation allowance of \$28.4 million at March 31, 2019, compared to \$25.1 million at March 31, 2018. The federal valuation allowance against tax credits was reduced from \$2.3 million as of March 31, 2018 to \$1.9 million as of March 31, 2019 due to a release of \$0.4 million. The Company had a valuation allowance of \$25.7 million as of March 31, 2019 against deferred tax assets in the state of California, an increase from \$22.1 million as of March 31, 2018. The increase primarily relates to \$2.3 million and \$1.3 million from activities related to deferred tax assets and the acquisition of Blue Microphones, respectively. The remaining valuation allowance primarily represents \$0.8 million for various tax credit carryforwards. The Company determined that it is more likely than not that the Company would not generate sufficient taxable income in the future to utilize such deferred tax assets.

As of March 31, 2019, the Company had foreign net operating loss and tax credit carryforwards for income tax purposes of \$252.6 million and \$58.1 million. Unused net operating loss carryforwards will expire at various dates in fiscal years 2020 to 2039. Certain net operating loss carryforwards in the United States relate to acquisitions and, as a result, are limited in the amount that can be utilized in any one year. The tax credit carryforwards will begin to expire in fiscal year 2020.

Note 7—Income Taxes (Continued)

Swiss income taxes and non-Swiss withholding taxes associated with the repatriation of earnings or for other temporary differences related to investments in non-Swiss subsidiaries have not been provided for, as the Company intends to reinvest the earnings of such subsidiaries indefinitely or the Company has concluded that no additional tax liability would arise on the distribution of such earnings. If these earnings were distributed to Switzerland in the form of dividends or otherwise, or if the shares of the relevant non-Swiss subsidiaries were sold or otherwise transferred, the Company may be subject to additional Swiss income taxes and non-Swiss withholding taxes. As of March 31, 2019, the cumulative amount of unremitted earnings of non-Swiss subsidiaries for which no income taxes have been provided is approximately \$100.3 million. The amount of unrecognized deferred income tax liability related to these earnings is estimated to be approximately \$0.8 million.

The Company follows a two-step approach in recognizing and measuring uncertain tax positions. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount that is more than 50% likely of being realized upon ultimate settlement.

As of March 31, 2019 and 2018, the total amount of unrecognized tax benefits due to uncertain tax positions was \$76.5 million and \$69.1 million, respectively, all of which would affect the effective income tax rate if recognized.

As of March 31, 2019 and 2018, the Company had \$36.4 million and \$35.0 million, respectively, in non-current income taxes payable, including interest and penalties, related to the Company's income tax liability for uncertain tax positions.

The aggregate changes in gross unrecognized tax benefits in fiscal years 2019, 2018 and 2017 were as follows (in thousands):

March 31, 2016	\$ 69,879
Lapse of statute of limitations	(14,161)
Decreases in balances related to tax positions taken during prior years	(1,610)
Increases in balances related to tax positions taken during the year	9,559
March 31, 2017	\$ 63,667
Lapse of statute of limitations	(7,505)
Decreases in balances related to tax positions taken during prior years	(704)
Increases in balances related to tax positions taken during the year	13,673
March 31, 2018	\$ 69,131
Lapse of statute of limitations	(2,511)
Decreases in balances related to tax positions taken during prior years	(1,550)
Increases in balances related to tax positions taken during the year	11,479
March 31, 2019	\$ 76,549

The Company recognizes interest and penalties related to unrecognized tax positions in income tax expense. The Company recognized \$0.6 million, \$0.6 million and \$0.7 million in interest and penalties in income tax expense during fiscal years 2019, 2018 and 2017, respectively. As of March 31, 2019 and 2018, the Company had \$2.5 million and \$2.3 million, respectively, of accrued interest and penalties related to uncertain tax positions.

The Company files Swiss and foreign tax returns. The Company received final tax assessments in Switzerland through fiscal year 2017. For other foreign jurisdictions such as the United States, the Company is generally not subject to tax examinations for years prior to fiscal year 2016. The Company is under examination and has received assessment notices in foreign tax jurisdictions. If the examinations are resolved unfavorably, there is a possibility they may have a material negative impact on its results of operations.

Note 7—Income Taxes (Continued)

Although the Company has adequately provided for uncertain tax positions, the provisions on these positions may change as revised estimates are made or the underlying matters are settled or otherwise resolved. During the next 12 months, it is reasonably possible that the amount of unrecognized tax benefits could increase or decrease significantly due to changes in tax law in various jurisdictions, new tax audits and changes in the U.S. Dollar as compared to other currencies. Excluding these factors, uncertain tax positions may decrease by as much as \$3.8 million primarily from the lapse of the statutes of limitations in various jurisdictions during the next 12 months.

Note 8—Balance Sheet Components

The following table presents the components of certain balance sheet asset amounts as of March 31, 2019 and 2018 (in thousands):

	March 31,	
	2019	2018
Accounts receivable, net:		
Accounts receivable	\$ 573,348	\$ 482,872
Allowance for doubtful accounts	(84)	(122)
Allowance for sales returns ⁽¹⁾	(6,486)	(25,515)
Allowance for cooperative marketing arrangements ⁽¹⁾	(35,080)	(30,389)
Allowance for customer incentive programs ⁽¹⁾	(60,036)	(70,592)
Allowance for pricing programs ⁽¹⁾	(88,353)	(141,369)
	<u>\$ 383,309</u>	<u>\$ 214,885</u>
Inventories:		
Raw materials	\$ 40,970	\$ 33,603
Finished goods	252,525	226,303
	<u>\$ 293,495</u>	<u>\$ 259,906</u>
Other current assets:		
Value-added tax receivables	\$ 34,321	\$ 29,477
Prepaid expenses and other assets ⁽¹⁾	34,795	26,885
	<u>\$ 69,116</u>	<u>\$ 56,362</u>
Property, plant and equipment, net:		
Plant, buildings and improvements	\$ 65,219	\$ 60,747
Equipment and tooling	197,540	183,466
Computer equipment	24,132	22,752
Software	62,663	65,723
	<u>349,554</u>	<u>332,688</u>
Less: accumulated depreciation and amortization	<u>(280,793)</u>	<u>(260,284)</u>
	68,761	72,404
Construction-in-process	7,021	11,029
Land	2,770	2,871
	<u>\$ 78,552</u>	<u>\$ 86,304</u>
Other assets:		
Deferred tax assets	\$ 90,808	\$ 84,651
Trading investments for deferred compensation plan	20,363	17,748
Investment in privately held companies	16,022	12,448
Other assets	5,260	5,908
	<u>\$ 132,453</u>	<u>\$ 120,755</u>

Note 8—Balance Sheet Components (Continued)

The following table presents the components of certain balance sheet liability amounts as of March 31, 2019 and 2018 (in thousands):

	March 31,	
	2019	2018
Accrued and other current liabilities:		
Accrued personnel expenses	\$ 103,166	\$ 82,330
Accrued sales return liability ⁽¹⁾	37,749	—
Accrued customer marketing, pricing and incentive programs ⁽¹⁾	143,888	71,962
Warranty accrual	21,524	16,279
Income taxes payable	6,207	4,354
Other current liabilities	121,363	106,807
	<u>\$ 433,897</u>	<u>\$ 281,732</u>
Other non-current liabilities:		
Warranty accrual	\$ 12,705	\$ 11,294
Obligation for deferred compensation plan	20,363	17,748
Employee benefit plan obligation	51,448	42,434
Deferred tax liability	2,050	1,980
Other non-current liabilities	7,016	8,468
	<u>\$ 93,582</u>	<u>\$ 81,924</u>

(1) Certain allowances for sales return and certain other Customer Programs were included within accounts receivable, net balance as of March 31, 2018. Upon adoption of Topic 606, such balances are presented as accrued revenue reserve from returns and accrued customer marketing, pricing and incentive programs included in accrued and other current liabilities, and as return assets included in other current assets, respectively, on the consolidated balance sheet as of March 31, 2018. Refer to Note 2 to the consolidated financial statements for more information.

Note 9—Fair Value Measurements

The Company considers fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. The Company utilizes the following three-level fair value hierarchy to establish the priorities of the inputs used to measure fair value:

- Level 1—Quoted prices in active markets for identical assets or liabilities.
- Level 2—Observable inputs other than quoted market prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.
- Level 3—Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

Note 9—Fair Value Measurements (Continued)

The following table presents the Company's financial assets and liabilities that were accounted for at fair value on a recurring basis, excluding assets related to the Company's defined benefit pension plans, classified by the level within the fair value hierarchy (in thousands):

	March 31, 2019			March 31, 2018		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Assets:						
Cash equivalents	\$ 496,434	\$ —	\$ —	\$ 492,535	\$ —	\$ —
Trading investments for deferred compensation plan included in other assets:						
Money market funds	\$ 4,080	\$ —	\$ —	\$ 2,881	\$ —	\$ —
Mutual funds	16,283	—	—	14,867	—	—
Total of trading investments for deferred compensation plan	\$ 20,363	\$ —	\$ —	\$ 17,748	\$ —	\$ —
Currency derivative assets included in other current assets	\$ —	\$ 455	\$ —	\$ —	\$ —	\$ —
Liabilities:						
Currency derivative liabilities included in accrued and other current liabilities	\$ —	\$ 36	\$ —	\$ —	\$ 34	\$ —

Investment Securities

The marketable securities for the Company's deferred compensation plan are recorded at a fair value of \$20.4 million and \$17.7 million as of March 31, 2019 and 2018, respectively, based on quoted market prices. Quoted market prices are observable inputs that are classified as Level 1 within the fair value hierarchy. Unrealized trading gains related to trading securities for fiscal years 2019, 2018 and 2017 were not material and are included in other income (expense), net in the consolidated statements of operations.

Equity Method Investments

The Company has certain non-marketable investments included in other assets that are accounted for under the equity method of accounting, with a carrying value of \$6.6 million and \$5.1 million as of March 31, 2019 and 2018, respectively.

Assets Measured at Fair Value on a Nonrecurring Basis

The Company's non-financial assets, such as intangible assets and acquisition-related property, plant and equipment, are recorded at fair value only upon initial recognition or if an impairment is recognized. There was no impairment of long-lived assets during fiscal years 2019, 2018 and 2017.

Financial Assets. The Company has certain investments in equity securities of privately held entities without readily determinable fair values due to the absence of quoted market prices, the inherent lack of liquidity, and the fact that inputs used to measure fair value are unobservable and require management's judgment. When certain events or circumstances indicate that impairment may exist, the Company revalues the investments using various assumptions, including the financial metrics and ratios of comparable public companies. The carrying value is also adjusted for observable price changes with the same or similar security from the same issuer. The amount of these investments included in other assets as of March 31, 2019 and March 31, 2018 was \$9.5 million and \$7.3 million, respectively. There was no impairment of these assets during fiscal years 2019 and 2018.

Note 9—Fair Value Measurements (Continued)

Non-Financial Assets. Goodwill, intangible assets, and property, plant and equipment, are not required to be measured at fair value on a recurring basis. However, if certain triggering events occur (or tested at least annually for goodwill) such that a non-financial instrument is required to be evaluated for impairment and an impairment is recorded to reduce the non-financial instrument's carrying value to the fair value as a result of such triggering events, the non-financial assets and liabilities are measured at fair value for the period such triggering events occur. See Note 2 to the consolidated financial statements for additional information about how the Company tests various asset classes for impairment.

Note 10—Derivative Financial Instruments

Under certain agreements with the respective counterparties to the Company's derivative contracts, subject to applicable requirements, the Company is allowed to net settle transactions of the same type with a single net amount payable by one party to the other. However, the Company presents its derivative assets and derivative liabilities on a gross basis in other current assets or accrued and other current liabilities on the consolidated balance sheets as of March 31, 2019 and 2018.

The fair values of the Company's derivative instruments were not material as of March 31, 2019 or March 31, 2018 (refer to Note 9 to the consolidated financial statements for more information). The following table presents the amounts of gains and losses on the Company's derivative instruments designated as hedging instruments for fiscal years 2019, 2018 and 2017 and their locations on its consolidated statements of operations and consolidated statements of comprehensive income (in thousands):

	Amount of Gain (Loss) Deferred as a Component of Accumulated Other Comprehensive Loss			Amount of Loss (Gain) Reclassified from Accumulated Other Comprehensive Loss to Costs of Goods Sold		
	2019	2018	2017	2019	2018	2017
Designated as hedging instruments:						
Cash flow hedges	\$ 1,781	\$ (8,499)	\$ 2,928	\$ 1,810	5,808	\$ (1,670)

Upon adoption of ASU 2017-12, the Company has started presenting the earnings impact from forward points in the same line item that is used to present the earnings impact of the hedged item, i.e. cost of goods sold, for hedging forecasted inventory purchases and such amount is not material for all periods presented.

Cash Flow Hedges: The Company enters into cash flow hedge contracts to protect against exchange rate exposure of forecasted inventory purchases. These hedging contracts mature within four months. Gains and losses in the fair value of the effective portion of the hedges are deferred as a component of accumulated other comprehensive loss until the hedged inventory purchases are sold, at which time the gains or losses are reclassified to cost of goods sold. Cash flows from such hedges are classified as operating activities in the consolidated statements of cash flows. Hedging relationships are discontinued when hedging contract is no longer eligible for hedge accounting, or is sold, terminated or exercised, or when the Company removes hedge designation for the contract. Gains and losses in the fair value of the effective portion of the discontinued hedges continue to be reported in accumulated other comprehensive loss until the hedged inventory purchases are sold, unless it is probable that the forecasted inventory purchases will not occur by the end of the originally specified time period or within an additional two-month period of time thereafter. As of March 31, 2019, the notional amounts of currency forward contracts outstanding related to forecasted inventory purchases was \$41.4 million. As of March 31, 2018, there were no currency forward contracts outstanding related to forecasted inventory purchases. The Company estimates that \$0.4 million of net gain related to its cash flow hedges included in accumulated other comprehensive loss as of March 31, 2019 will be reclassified into earnings within the next twelve months.

Other Derivatives: The Company also enters into currency forward and swap contracts to reduce the short-term effects of currency fluctuations on certain receivables or payables denominated in currencies other than the functional currencies of its subsidiaries. These forward and swap contracts generally mature within one month. The primary risk managed by using forward and swap contracts is the currency exchange rate risk. The gains or losses on these contracts are recognized in other income (expense), net in the consolidated statements of operations based on the changes in fair value. The notional amounts of these contracts outstanding as of March 31, 2019 and 2018 were \$50.4 million and \$47.2 million, respectively. Open forward and swap contracts as of March 31, 2019 and 2018 consisted of contracts in Taiwanese Dollars, Australian Dollars, Mexican Pesos, Japanese Yen and Canadian Dollars to be settled at future dates at pre-determined exchange rates.

The fair value of all currency forward and swap contracts is determined based on observable market transactions of spot currency rates and forward rates. Cash flows from these contracts are classified as operating activities in the consolidated statements of cash flows.

Note 11—Goodwill and Other Intangible Assets

The Company performed its annual impairment analysis of goodwill as of December 31, 2018 by performing a qualitative assessment and concluded that it was more likely than not that the fair value of its peripherals reporting unit, exceeded its carrying amount. In assessing the qualitative factors, the Company considered the impact of these key factors: change in industry and competitive environment, growth in market capitalization, and budgeted-to-actual revenue performance for the twelve months ended December 31, 2018. There have been no significant events or circumstances affecting the valuation of goodwill subsequent to the annual impairment test.

The following table summarizes the activity in the Company's goodwill balance during fiscal years 2019 and 2018 (in thousands):

	Years Ended March 31,	
	2019	2018
Beginning of the period	\$ 275,451	\$ 249,741
Acquisitions	68,269	25,800
Currency exchange rate impact	(36)	(90)
End of the period	<u>\$ 343,684</u>	<u>\$ 275,451</u>

The Company's acquired intangible assets subject to amortization were as follows (in thousands):

	March 31,					
	2019			2018		
	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
Trademarks and trade names	\$ 36,370	\$ (13,659)	\$ 22,711	\$ 23,870	\$ (9,482)	\$ 14,388
Developed technology	95,207	(62,341)	32,866	77,175	(50,755)	26,420
Customer contracts/relationships	84,610	(21,188)	63,422	59,510	(12,771)	46,739
	<u>\$ 216,187</u>	<u>\$ (97,188)</u>	<u>\$ 118,999</u>	<u>\$ 160,555</u>	<u>\$ (73,008)</u>	<u>\$ 87,547</u>

For fiscal years 2019, 2018 and 2017, amortization expense for intangible assets was, \$24.2 million, \$15.6 million and \$9.4 million, respectively. The Company expects that annual amortization expense for fiscal years 2020, 2021, 2022, 2023 and 2024 will be \$27.5 million, \$23.2 million, \$20.0 million, \$15.9 million and \$13.0 million, respectively, and \$19.3 million thereafter.

Note 12—Financing Arrangements

The Company had several uncommitted, unsecured bank lines of credit aggregating \$80.6 million as of March 31, 2019. There are no financial covenants under these lines of credit with which the Company must comply. As of March 31, 2019, the Company had outstanding bank guarantees of \$34.3 million under these lines of credit. There was no borrowing outstanding under the line of credit as of March 31, 2019 or March 31, 2018.

Note 13—Commitments and Contingencies**Operating Leases**

The Company leases facilities under operating leases, certain of which require it to pay property taxes, insurance and maintenance costs. Operating leases for facilities are generally renewable at the Company's option and usually include escalation clauses linked to inflation. Future minimum annual rentals under non-cancelable operating leases at March 31, 2019 are as follows (in thousands):

Years Ending March 31,	
2020	\$ 11,849
2021	10,002
2022	7,882
2023	5,111
2024	1,130
Thereafter	3,646
	<u>\$ 39,620</u>

Rent expense for fiscal years 2019, 2018 and 2017 was \$12.4 million, \$11.2 million and \$9.9 million, respectively.

In connection with its leased facilities, the Company recognized a liability for asset retirement obligations for 2019 and 2018 representing the present value of estimated remediation costs to be incurred at lease expiration. The liabilities for asset retirement obligations were not material as of March 31, 2019 and 2018.

Product Warranties

Changes in the Company's warranty liability for fiscal years 2019 and 2018 were as follows (in thousands):

	Years Ended March 31,	
	2019	2018
Beginning of the period	\$ 27,573	\$ 21,911
Assumed from business acquisition	351	1,230
Provision	36,927	25,103
Settlements	(29,874)	(21,766)
Currency translation	(748)	1,095
End of the period	<u>\$ 34,229</u>	<u>\$ 27,573</u>

Indemnifications

The Company indemnifies certain of its suppliers and customers for losses arising from matters such as intellectual property disputes and product safety defects, subject to certain restrictions. The scope of these indemnities varies, but in some instances includes indemnification for damages and expenses, including reasonable attorneys' fees. As of March 31, 2019, no amounts have been accrued for these indemnification provisions. The Company does not believe, based on historical experience and information currently available, that it is probable that any material amounts will be required to be paid under its indemnification arrangements.

The Company also indemnifies its current and former directors and certain of its current and former officers. Certain costs incurred for providing such indemnification may be recoverable under various insurance policies. The Company is unable to reasonably estimate the maximum amount that could be payable under these arrangements because these exposures are not limited, the obligations are conditional in nature and the facts and circumstances involved in any situation that might arise are variable.

Note 13—Commitments and Contingencies (Continued)***Legal Proceedings***

From time to time the Company is involved in claims and legal proceedings which arise in the ordinary course of its business. The Company is currently subject to several such claims and a small number of legal proceedings. The Company believes that these matters lack merit and intends to vigorously defend against them. Based on currently available information, the Company does not believe that resolution of pending matters will have a material adverse effect on its financial position, cash flows or results of operations. However, litigation is subject to inherent uncertainties, and there can be no assurances that the Company's defenses will be successful or that any such lawsuit or claim would not have a material adverse impact on the Company's business, financial position, cash flows or results of operations in a particular period. Any claims or proceedings against the Company, whether meritorious or not, can have an adverse impact because of defense costs, diversion of management and operational resources, negative publicity and other factors. Any failure to obtain a necessary license or other rights, or litigation arising out of intellectual property claims, could adversely affect the Company's business.

Note 14—Shareholders' Equity***Share Capital***

The Company's nominal share capital is CHF 43.3 million, consisting of 173,106,620 shares with a par value of CHF 0.25 each, all of which were issued and 7,243,733 of which were held in treasury shares as of March 31, 2019.

The Company's has reserved conditional capital of 25,000,000 shares for potential issuance on the exercise of rights granted under the Company's employee equity incentive plans and additional conditional capital for financing purposes, representing the issuance of up to 25,000,000 shares to cover any conversion rights under a future convertible bond issuance. This conditional capital was created in order to provide financing flexibility for future expansion, investments or acquisitions. During the 2018 Annual General Meeting, the shareholders of the Company authorized the Board of Directors to issue up to an additional 34,621,324 shares of the Company until September 5, 2020.

Dividends

Pursuant to Swiss corporate law, the payment of dividends is limited to certain amounts of unappropriated retained earnings (CHF 940.9 million or \$945.2 million based on the exchange rate at March 31, 2019) and is subject to shareholder approval.

In May 2019, the Board of Directors recommended that the Company pay CHF 121.8 million (\$122.4 million based on the exchange rate on March 31, 2019) in cash dividends for fiscal year 2019. In September 2018, the Company declared and paid cash dividends of CHF 0.67 (USD equivalent of \$0.69) per common share, totaling \$114.0 million on the Company's outstanding common stock. In September 2017, the Company declared and paid cash dividends of CHF 0.61 (USD equivalent of \$0.63) per common share, totaling approximately \$104.2 million in U.S. Dollars, on the Company's outstanding common stock. In September 2016, the Company declared and paid cash dividends of CHF 0.56 (USD equivalent of \$0.57) per common share, totaling approximately \$93.1 million in U.S. Dollars, on the Company's outstanding common stock.

Any future dividends will be subject to the approval of the Company's shareholders.

Legal Reserves

Under Swiss corporate law, a minimum of 5% of the Company's annual net income must be retained in a legal reserve until this legal reserve equals 20% of the Company's issued and outstanding aggregate par value per share capital. These legal reserves represent an appropriation of retained earnings that are not available for distribution and totaled \$9.6 million at March 31, 2019 (based on the exchange rate at March 31, 2019).

Note 14—Shareholders' Equity (Continued)**Share Repurchases**

In March 2014, the Company's Board of Directors approved the 2014 share buyback program, which authorizes the Company to use up to \$250.0 million to purchase its own shares. This share buyback program expired in April 2017. In March 2017, the Company's Board of Directors approved the 2017 share buyback program, which authorizes the Company to use up to \$250.0 million to purchase its own shares following the expiration date of 2014 buyback program. The Company's share buyback program is expected to remain in effect for a period of three years. Shares may be repurchased from time to time on the open market, through block trades or otherwise. Purchases may be started or stopped at any time without prior notice depending on market conditions and other factors. As of March 31, 2019, \$187.4 million is still available for repurchase under the 2017 buyback program.

A summary of the approved and active share buyback program is shown in the following table (in thousands, excluding transaction costs):

Share Buyback Program	Approved		Repurchased	
	Shares ⁽¹⁾	Amounts	Shares	Amounts
March 2014	17,311	\$ 250,000	9,113	\$ 155,983
March 2017	17,311	\$ 250,000	1,651	\$ 62,567

(1) The approval of each of the share buyback programs by the Swiss Takeover Board limits the number of shares that the Company may repurchase to no more than 10% of its authorized share capital and voting rights.

Accumulated Other Comprehensive Loss

The components of accumulated other comprehensive loss were as follows (in thousands):

	Accumulated Other Comprehensive Income (Loss)			
	Cumulative Translation Adjustment ⁽¹⁾	Defined Benefit Plans ⁽¹⁾	Deferred Hedging Gains (Losses)	Total
March 31, 2018	\$ (83,848)	\$ (6,398)	\$ (3,209)	\$ (93,455)
Other comprehensive income (loss)	(8,300)	(7,534)	3,591	(12,243)
March 31, 2019	\$ (92,148)	\$ (13,932)	\$ 382	\$ (105,698)

(1) Tax effect was not significant as of March 31, 2019 or 2018.

There was a \$0.5 million reclassification of currency translation loss included in other income (expense), net for the year ended March 31, 2019 due to the liquidation of one of the Company's subsidiaries.

Note 15—Segment Information

The Company operates in a single operating segment that encompasses the design, manufacturing and marketing of peripherals for PCs, tablets and other digital platforms. Operating performance measures are provided directly to the Company's CEO, who is considered to be the Company's Chief Operating Decision Maker. The CEO periodically reviews information such as sales and adjusted operating income (loss) to make business decisions. These operating performance measures do not include restructuring charges (credits), net, share-based compensation expense, amortization of intangible assets, charges from the purchase accounting effect on inventory, acquisition-related costs, or change in fair value of contingent consideration from business acquisition.

Note 15—Segment Information (Continued)

Sales by product categories were as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Pointing Devices	\$ 536,890	\$ 516,637	\$ 501,562
Keyboards & Combos	536,619	498,472	480,312
PC Webcams	121,282	112,147	107,087
Tablet & Other Accessories	128,315	107,942	76,879
Video Collaboration	259,521	182,717	127,009
Mobile Speakers	230,378	314,817	301,021
Audio & Wearables	277,429	252,330	246,390
Gaming	648,130	491,995	314,362
Smart Home	49,344	89,373	65,510
Other ⁽¹⁾	414	433	1,295
Total Sales	<u>\$ 2,788,322</u>	<u>\$ 2,566,863</u>	<u>\$ 2,221,427</u>

(1) Other category includes products that the Company currently intends to phase out, or have already phased out, because they are no longer strategic to the Company's business.

Sales by geographic region for fiscal years 2019, 2018 and 2017 (based on the customers' locations) were as follows (in thousands):

	Years Ended March 31,		
	2019	2018	2017
Americas	\$ 1,190,216	\$ 1,118,324	\$ 963,674
EMEA	861,731	820,347	746,898
Asia Pacific	736,375	628,192	510,855
Total Sales	<u>\$ 2,788,322</u>	<u>\$ 2,566,863</u>	<u>\$ 2,221,427</u>

Revenues from sales to customers in the United States represented 36%, 37% and 37% of sales in fiscal years 2019, 2018 and 2017, respectively. Revenues from sales to customers in Germany represented 18%, 16% and 17% of sales in fiscal years 2019, 2018 and 2017, respectively. Revenues from sales to customers in China represented 10% of sales in fiscal year 2019. No other single country represented more than 10% of sales during these periods. Revenues from sales to customers in Switzerland, the Company's home domicile, represented 3%, 2% and 2% of sales in fiscal years 2019, 2018 and 2017, respectively.

Property, plant and equipment, net by geographic region were as follows (in thousands):

	March 31,	
	2019	2018
Americas	\$ 29,813	\$ 35,404
EMEA	4,537	4,690
Asia Pacific	44,202	46,210
Total Property, plant and equipment, net	<u>\$ 78,552</u>	<u>\$ 86,304</u>

Property, plant and equipment, net in the United States and China were \$29.8 million and \$36.4 million, respectively, as of March 31, 2019, and \$35.3 million and \$37.9 million, respectively, as of March 31, 2018. No other countries represented more than 10% of the Company's total consolidated property, plant and equipment, net at March 31, 2019 or 2018. Property, plant and equipment, net in Switzerland, the Company's home domicile, were \$1.7 million and \$1.9 million at March 31, 2019 and 2018, respectively.

Note 16—Restructuring

During the first quarter of fiscal year 2019, the Company implemented a restructuring plan to streamline and realign the Company's overall organizational structure and reallocate resources to support long-term growth opportunities. In July 2018, the Company's Board of Directors approved additional costs under this restructuring plan, totaling pre-tax charges of approximately \$10.0 million to \$15.0 million, of which \$11.3 million was recognized during fiscal year 2019. The total charges consisted of cash severance and other personnel costs and are presented as restructuring charges (credits), net in the Consolidated Statements of Operations. The Company expects to have substantially completed this restructuring within the next three months.

The restructuring-related activities for the years ended March 31, 2018 and 2017 include activities from the restructuring plan implemented in fiscal year 2016.

The following table summarizes restructuring-related activities during fiscal year 2019, 2018 and 2017 (in thousands):

	Restructuring - Continuing Operations		
	Termination Benefits	Lease Exit Costs	Total
Accrual balance at March 31, 2016	\$ 5,907	\$ 125	\$ 6,032
Charges, net	23	—	23
Cash payments	(5,195)	(125)	(5,320)
Accrual balance at March 31, 2017	735	—	735
Credits, net	(116)	—	(116)
Cash payments	(619)	—	(619)
Accrual balance at March 31, 2018	—	—	—
Charges, net	11,302	—	11,302
Cash payments	(6,913)	—	(6,913)
Accrual balance at March 31, 2019	\$ 4,389	\$ —	\$ 4,389

The accrual balances are included in accrued and other current liabilities on the Company's consolidated balance sheets.

LOGITECH INTERNATIONAL S.A., APPLES

SWISS STATUTORY FINANCIAL STATEMENTS

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Report of the Statutory Auditor

To the General Meeting of Logitech International S.A., Apples

Report of the Statutory Auditor on the Financial Statements

As statutory auditor, we have audited the accompanying financial statements of Logitech International S.A., which comprise the balance sheet, income statement and notes for the year ended March 31, 2019.

Board of Directors' Responsibility

The board of directors is responsible for the preparation of the financial statements in accordance with the requirements of Swiss law and the company's articles of incorporation. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The board of directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements for the year ended March 31, 2019 comply with Swiss law and the company's articles of incorporation.

Report on Key Audit Matters based on the circular 1/2015 of the Federal Audit Oversight Authority

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.



Report on Other Legal Requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In the course of our audit performed in accordance with article 728a paragraph 1 item 3 CO and Swiss Auditing Standard 890, we noted that an internal control system for the preparation of financial statements designed according to the instructions of the board of directors was adequately documented and implemented, except for insufficient controls to ensure journal entries for significant non-recurring transactions are accurate and complete.

In our opinion, except for the matter described in the preceding paragraph, an internal control system for the preparation of financial statements, designed in accordance with the instructions of the board of directors, exists.

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

KPMG AG

Rolf Hauenstein
Licensed Audit Expert
Auditor in Charge

Regula Tobler
Licensed Audit Expert

Zurich, May 17, 2019

LOGITECH INTERNATIONAL S.A., APPLES
SWISS STATUTORY BALANCE SHEETS (unconsolidated)
(CHF in thousands)

		March 31,	
	Note	2019	2018
ASSETS			
Current assets:			
Cash		2,450	7,855
Short-term bank deposits		36,988	33,506
Receivable from subsidiaries		151,824	134,474
Other receivables		895	536
Total current assets		<u>192,157</u>	<u>176,371</u>
Non-current assets:			
Investments	4	661,188	516,416
Loans to subsidiaries		167,474	178,101
Total non-current assets		<u>828,662</u>	<u>694,517</u>
Total assets		<u>1,020,819</u>	<u>870,888</u>
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities:			
Payables to subsidiaries		4,000	3,946
Other liabilities		21,143	14,416
Total current liabilities		<u>25,143</u>	<u>18,362</u>
Non-current liabilities:			
Long-term interest-bearing payables to subsidiaries		167,474	178,101
Total non-current liabilities		<u>167,474</u>	<u>178,101</u>
Total liabilities		<u>192,617</u>	<u>196,463</u>
Shareholders' equity:			
Share capital		43,277	43,277
Legal capital reserves			
- Reserve from capital contribution		1,265	1,265
Legal retained earnings reserves			
- General legal retained earnings reserves		9,580	9,580
		<u>10,845</u>	<u>10,845</u>
Voluntary retained earnings:			
Available earnings			
- Profit brought forward		671,584	640,701
- Profit for the year		269,270	141,583
Treasury Shares	6	(166,774)	(161,981)
Total shareholders' equity		<u>828,202</u>	<u>674,425</u>
Total liabilities and shareholders' equity		<u>1,020,819</u>	<u>870,888</u>

The accompanying notes are an integral part of these statutory financial statements.

LOGITECH INTERNATIONAL S.A., APPLES
SWISS STATUTORY STATEMENTS OF INCOME (unconsolidated)
(CHF in thousands)

	Note	Year ended March 31,	
		2019	2018
Income:			
Dividend income	2	317,180	174,128
Royalty fees		31,498	29,458
Interest income from third parties		963	949
Interest income from subsidiaries		7,299	7,866
Total income		356,940	212,401
Expenses:			
Administrative expenses		6,437	6,923
Brand development expenses		17,811	21,949
Other expenses		30,146	27,581
Interest paid to subsidiaries		7,430	8,133
(Income)/expense, capital and non-recoverable withholding taxes		(29)	73
Loss/(gain) on treasury shares	6	15,856	(359)
Loss on long-term investments	5	13,183	—
Foreign exchange (gain)/loss, net		(3,164)	6,518
Total expenses		87,670	70,818
Profit for the year		269,270	141,583

The accompanying notes are an integral part of these statutory financial statements.

NOTES TO SWISS STATUTORY FINANCIAL STATEMENTS

Note 1 - General and Basis of Presentation:

Logitech International S.A. is a Swiss holding company with its registered office in Apples, Switzerland, which conducts its business through subsidiaries in the Americas, Europe, Middle East & Africa ("EMEA") and Asia Pacific. Shares of Logitech International S.A. are listed on both the SIX Swiss Exchange under the trading symbol LOGN and the Nasdaq Global Select Market under the trading symbol LOGI.

The Swiss statutory financial statements of Logitech International S.A., Apples (the "Holding Company") are prepared in accordance with the provisions of the Swiss Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). Where not prescribed by law, the significant accounting and valuation principles applied are described below.

The statutory financial statements present the financial position and results of operations of the Holding Company on a standalone basis and do not represent the consolidated financial position of the Holding Company and its subsidiaries.

The accounting policies set out below have been applied consistently in all periods presented in these financial statements, unless otherwise stated.

Loans to subsidiaries

Financial assets include long-term loans. Loans granted in foreign currencies are translated at the rate at the balance sheet date, whereby unrealized losses are recorded but unrealized profits are not recognized.

Treasury shares

Treasury shares are recognized at acquisition cost and deducted from shareholders' equity at the time of acquisition. In case of a resale, the gain or loss is recognized through the income statement as a Loss/(Gain) on Treasury Shares. Treasury shares held may be reissued to satisfy the exercise of employee stock options and purchase rights, the vesting of restricted stock units, and acquisitions, or may be cancelled with shareholder approval. Treasury shares that are reissued are accounted for using the first-in, first-out basis.

Share-based payments

When treasury shares are used for share-based payment programs for Board members and employees, the difference between the acquisition costs and any consideration paid by the employees at date of exercise or vesting is recognized as loss on treasury shares.

Long-term interest-bearing liabilities

Interest-bearing liabilities are recognized in the balance sheet at nominal value.

Exchange rate differences

Except for investments in subsidiaries, which are translated at historical rates, all assets and liabilities denominated in foreign currencies are translated into Swiss francs (CHF) using year-end rates of exchange. Realized exchange gains and losses arising from these as well as those from business transactions denominated in foreign currencies are recorded in the statement of income. Net unrealized exchange losses are recorded in the statement of income; net unrealized gains, however, are deferred within accrued liabilities.

Note 1 - General and Basis of Presentation: (Continued)***Investments in subsidiaries***

Investments are recorded at acquisition cost less any impairment loss.

Foregoing a cash flow statement and additional disclosures in the notes

As Logitech International S.A. has separately prepared its consolidated financial statements in accordance with a recognized accounting standard (US GAAP), it has decided to forego presenting additional information on interest-bearing liabilities and audit fees in the notes as well as a cash flow statement and a management report in accordance with Swiss law (CO 961).

Note 2 - Dividend Distribution by Subsidiary Company Related to Blue Microphones Acquisition:

During the year ended March 31, 2019, the Holding Company received a dividend in kind from its wholly-owned subsidiary, Logitech Europe S.A., in connection with the acquisition of Blue Microphones Holding Corporation ("Blue Microphones"). Logitech Europe S.A. acquired all equity interests in Blue Microphones on August 21, 2018, for a total consideration of approximately CHF 133.1 million in cash (which included a working capital adjustment and repayment of debt on behalf of Blue Microphones). Following the acquisition, Logitech Europe S.A. entered into an agreement to transfer all Blue Microphones shares to the Holding Company in the form of a dividend in kind. The dividend in kind consists of all of Logitech Europe S.A.'s shares of Blue Microphones. The Holding Company then contributed all of the shares of Blue Microphones to Logitech Inc. as an additional investment in Logitech Inc.

Note 3 - Contingent Liabilities:

The Holding Company has issued guarantees to various banks for lines of credit available to its subsidiaries for CHF 18.0 million and CHF 19.2 million at March 31, 2019 and March 31, 2018, respectively. The Holding Company also has a guarantee to one financial institution for lines of credit available to its subsidiaries without a specific amount. As of March 31, 2019 and 2018, there were no outstanding draw down amounts on the guarantee.

Note 4 - Investments in subsidiaries:

The Holding Company's subsidiaries directly and indirectly held include the following:

Fiscal year 2019

Name of Subsidiary	Jurisdiction of Incorporation	Holding %	Share Capital	
EMEA				
Labtec Europe S.A.	Switzerland	100	CHF	150,000
Logitech U.K. Limited	United Kingdom	100	GBP	20,000
Logitech Espana BCN SL	Spain	100	EUR	50,000
Logitech Europe S.A.	Switzerland	100	CHF	100,000
SAS Logitech France	Republic of France	100	EUR	182,939
Logitech GmbH	Federal Republic of Germany	100	EUR	25,565
Logitech Ireland Services Limited	Ireland	100	EUR	3
Logitech Italia SRL	Republic of Italy	100	EUR	20,000
Logitech Nordic AB	Sweden	100	SEK	100,000
Logitech Benelux B.V.	Kingdom of the Netherlands	100	EUR	18,151
Logitech Poland Spolka z.o.o	Poland	100	PLN	50,000
Logitech S.A.	Switzerland	100	CHF	200,000
Logitech Middle East FZ-LLC	United Arab Emirates	100	AED	100,000
Logitech (Streaming Media) SA	Switzerland	100	CHF	100,000
Logitech Hellas MEPE	Greece	100	EUR	18,000
Logitech Schweiz AG	Switzerland	100	CHF	100,000
Logitech Upicto GmbH	Switzerland	100	CHF	20,000
Limited Liability Company “Logitech”	Russia	100	RUB	20,000
Logi Peripherals Technologies (South Africa) (Proprietary) Limited	South Africa	100	ZAR	1,000
Logitech Norway AS	Norway	100	NOK	100,000
Logitech Turkey Computer Marketing Services LLC	Turkey	100	TRY	10,000
AMERICAS				
Logitech Argentina S.R.L.	Argentina	100	ARS	10,000
Logitech Do Brasil Comercio de Acessorios de Informatica Ltda.	Brazil	100	BRL	10,000
Logitech de Mexico S.A. de C.V.	Mexico	100	MXN	50,000
Logitech Canada Inc.	Canada	100	CAD	100
Logitech Inc.	United States of America	100	USD	11,522,396
Logitech (Streaming Media) Inc.	United States of America	100	USD	10
Logitech (Slim Devices) Inc.	United States of America	100	USD	1
WiLife, Inc.	United States of America	100	USD	10
Logitech Servicios Latinoamérica, S.A de C.V	Mexico	100	MXN	50,000
Ultimate Ears Incorporated	United States of America	100	USD	10
SightSpeed, Inc.	United States of America	100	USD	1
UE Acquisition Inc.	United States of America	100	USD	10
Logitech Latin America, Inc.	United States of America	100	USD	1
Blue Microphones Holding Corporation	United States of America	100	USD	230
Baltic Latvian Universal Electronics.LLC	United States of America	100	USD	

Note 4 - Investments in subsidiaries: (Continued)

Name of Subsidiary	Jurisdiction of Incorporation	Holding %	Share Capital
ASIA PACIFIC			
LogiCool Co., Ltd	Japan	100	JPY 155,000,000
Logitech Electronic (India) Private Ltd	India	100	INR 107,760
Logitech Far East, Ltd	Taiwan, Republic of China	100	TWD 260,000,000
Logitech Hong Kong Limited	Hong Kong	100	USD 1,282
Logitech Korea Ltd	Korea	100	KRW 150,144,225
Logitech New Zealand Co., Ltd	New Zealand	100	NZD 10,000
Logitech Service Asia Pacific Pte Ltd	Republic of Singapore	100	USD 1
Logitech Singapore Pte Ltd	Republic of Singapore	100	SGD 2,559,863
Logitech Technology (Suzhou) Co, Ltd	People's Republic of China	100	USD 22,000,000
Logitech (China) Technology Co Ltd	People's Republic of China	100	USD 7,800,000
Logitech Asia Logistics Limited	Hong Kong	100	USD 13
Logitech Asia Pacific Limited	Hong Kong	100	USD 13
Logitech Australia Computer Peripherals Pty, Limited	Commonwealth of Australia	100	AUD 12
Logitech (Beijing) Trading Company Limited	People's Republic of China	100	CNY 10,000,000
Logitech Technology (Shenzhen) Consulting Co Ltd	People's Republic of China	100	HKD 110,000
Logitech Engineering & Designs India Private Limited	India	100	INR 200,000
Logi Computer Peripherals (Malaysia) Sdn. Bhd	Malaysia	100	MYR 2
Logitech JB Australia Pty Ltd.	Commonwealth of Australia	100	AUD —

Note 4 - Investments in subsidiaries: (Continued)**Fiscal year 2018**

Name of Subsidiary	Jurisdiction of Incorporation	Holding %	Share Capital	
EMEA				
Labtec Europe S.A.	Switzerland	100	CHF	150,000
Logitech U.K. Limited	United Kingdom	100	GBP	20,000
Logitech Espana BCN SL	Spain	100	EUR	50,000
Logitech Europe S.A.	Switzerland	100	CHF	100,000
SAS Logitech France	Republic of France	100	EUR	182,939
Logitech GmbH	Federal Republic of Germany	100	EUR	25,565
Logitech Ireland Services Limited	Ireland	100	EUR	3
Logitech Italia SRL	Republic of Italy	100	EUR	20,000
Logitech Nordic AB	Sweden	100	SEK	100,000
Logitech Benelux B.V.	Kingdom of the Netherlands	100	EUR	18,151
Logitech Poland Spolka z.o.o	Poland	100	PLN	50,000
Logitech S.A.	Switzerland	100	CHF	200,000
Logitech Middle East FZ-LLC	United Arab Emirates	100	AED	100,000
Logitech (Streaming Media) SA	Switzerland	100	CHF	100,000
Logitech Hellas MEPE	Greece	100	EUR	18,000
Logitech Schweiz AG	Switzerland	100	CHF	100,000
Logitech Upicto GmbH	Switzerland	100	CHF	20,000
Limited Liability Company “Logitech”	Russia	100	RUB	20,000
Logi Peripherals Technologies (South Africa) (Proprietary) Limited	South Africa	100	ZAR	1,000
Logitech Norway AS	Norway	100	NOK	100,000
AMERICAS				
Logitech Argentina S.R.L.	Argentina	100	ARS	10,000
Logitech Do Brasil Comercio de Acessorios de Informatica Ltda.	Brazil	100	BRL	10,000
Logitech de Mexico S.A. de C.V.	Mexico	100	MXN	50,000
Logitech Canada Inc.	Canada	100	CAD	100
Logitech Inc.	United States of America	100	USD	11,522,396
Logitech (Streaming Media) Inc.	United States of America	100	USD	10
Logitech (Slim Devices) Inc.	United States of America	100	USD	1
WiLife, Inc.	United States of America	100	USD	10
Logitech Servicios Latinoamérica, S.A de C.V	Mexico	100	MXN	50,000
Ultimate Ears Incorporated	United States of America	100	USD	10
SightSpeed, Inc.	United States of America	100	USD	1
LifeSize Communications, Inc.	United States of America	100	USD	—
UE Acquisition Inc.	United States of America	100	USD	10
Logitech Latin America, Inc.	United States of America	100	USD	1
Jaybird LLC	United States of America	100	USD	—

Note 4 - Investments in subsidiaries: (Continued)

Name of Subsidiary	Jurisdiction of Incorporation	Holding %	Share Capital
ASIA PACIFIC			
LogiCool Co., Ltd	Japan	100	JPY 155,000,000
Logitech Electronic (India) Private Ltd	India	100	INR 107,760
Logitech Far East, Ltd	Taiwan, Republic of China	100	TWD 260,000,000
Logitech Hong Kong Limited	Hong Kong	100	USD 1,282
Logitech Korea Ltd	Korea	100	KRW 150,144,225
Logitech New Zealand Co., Ltd	New Zealand	100	NZD 10,000
Logitech Service Asia Pacific Pte Ltd	Republic of Singapore	100	USD 1
Logitech Singapore Pte Ltd	Republic of Singapore	100	SGD 2,559,863
Logitech Technology (Suzhou) Co, Ltd	People's Republic of China	100	USD 22,000,000
Logitech (China) Technology Co Ltd	People's Republic of China	100	USD 7,800,000
Logitech Asia Logistics Limited	Hong Kong	100	USD 13
Logitech Asia Pacific Limited	Hong Kong	100	USD 13
Logitech Australia Computer Peripherals Pty, Limited	Commonwealth of Australia	100	AUD 12
Logitech (Beijing) Trading Company Limited	People's Republic of China	100	CNY 10,000,000
Logitech Technology (Shenzhen) Consulting Co Ltd	People's Republic of China	100	HKD 110,000
Logitech Engineering & Designs India Private Limited	India	100	INR 200,000
Logi Computer Peripherals (Malaysia) Sdn. Bhd	Malaysia	100	MYR 2
Logitech JB Australia Pty Ltd.	Commonwealth of Australia	100	AUD —

Note 5 - Loss on long-term investments:

As of the end of fiscal year 2019, management assessed the investment in Logitech Do Brasil Comercio de Accessorios de Informatica Ltda, and determined that the investment is not fully recoverable. Therefore, the Holding Company recorded an impairment loss of CHF 13.2 million for Logitech Do Brasil Comercio de Accessorios de Informatica Ltda.

Note 6 - Treasury Shares:

During fiscal years 2019 and 2018, repurchases of the Holding Company's shares and issuances from the Holding Company's treasury shares were as follows:

	Number of Transactions	Average Price	Number of shares	Total cost (in thousands)
<u>Held by the Holding Company at March 31, 2017</u>			<u>10,726,943</u>	<u>166,391</u>
Additions Q1	2	31.76	19,680	624
Disposals Q1	57	8.89	(1,549,948)	(13,788)
Additions Q2	10	33.99	287,512	9,772
Disposals Q2	52	13.44	(739,153)	(9,907)
Additions Q3	25	34.82	274,000	9,540
Disposals Q3	24	14.04	(119,914)	(1,684)
Additions Q4	26	35.17	281,810	9,912
Disposals Q4	34	13.57	(654,288)	(8,879)
<u>Held by the Holding Company at March 31, 2018</u>			<u>8,526,642</u>	<u>161,981</u>
Additions Q1	33	38.32	255,305	9,783
Disposals Q1	37	13.39	(1,248,881)	(16,727)
Additions Q2	32	44.72	218,595	9,777
Disposals Q2	21	12.25	(367,635)	(4,502)
Additions Q3	7	43.7	57,789	2,525
Disposals Q3	10	12.43	(86,797)	(1,079)
Additions Q4	3	36.01	276,230	9,948
Disposals Q4	15	12.73	(387,515)	(4,933)
<u>Held by the Holding Company at March 31, 2019</u>			<u>7,243,733</u>	<u>166,773</u>

In March 2017, the Holding Company's Board of Directors approved the 2017 share buyback program, which authorizes the Holding Company to use up to \$250 million to purchase its own shares. The Holding Company's share buyback program is expected to remain in effect for a period of three years and will expire on April 30, 2020. Shares have been repurchased from time to time on the open market, through block trades or otherwise. During the fiscal year ended March 31, 2019, the Holding Company repurchased 807,919 registered shares for approximately \$32.4 million, including transaction costs.

The disposals of treasury shares were to the Holding Company's directors and employees under the Holding Company's share incentive and share purchase plans. The gain or loss on the disposal of repurchased treasury shares is recorded in the statements of income.

Note 7 - Authorized and Conditional Share Capital Increases:**Authorized Capital**

In September 2018, the Holding Company's shareholders approved an amendment to the Holding Company's Articles of Incorporation to authorize the Board of Directors to issue up to 34,621,324 new registered shares until September 5, 2020.

As of March 31, 2019, none of the aforementioned authorized registered shares had been issued.

Note 7 - Authorized and Conditional Share Capital Increases: (Continued)**Conditional capital**

In September 2008, the Holding Company's shareholders approved an amendment to the Holding Company's Articles of Incorporation to reserve conditional capital of 25.0 million shares for potential issuance on the exercise of rights granted under the Holding Company's employee equity incentive plans. The shareholders also approved the creation of conditional capital representing the issuance of up to 25.0 million shares to cover any conversion rights under a future convertible bond issuance. This conditional capital was created in order to provide financing flexibility for future expansion, investments or acquisitions.

As of March 31, 2019, none of the aforementioned conditional registered shares had been issued. During fiscal years 2019 and 2018, all employee equity incentive commitments were satisfied from treasury shares held by the Holding Company. A description of the employee equity incentive commitments outstanding is presented in the consolidated financial statements of Logitech International S.A.

Note 8 - Significant Shareholders:

The Holding Company's share capital consists of registered shares. To the knowledge of the Holding Company, the beneficial owners holding more than 3% of the voting rights of the Holding Company as of March 31, 2019 were as follows:

<u>Name</u>	<u>Number of Shares⁽¹⁾</u>	<u>Percentage of Voting Rights⁽²⁾</u>	<u>Relevant Date</u>
BlackRock, Inc. ⁽³⁾	9,601,441	5.5%	December 31, 2018
Credit Suisse AG ⁽⁴⁾	6,929,971	4.0%	February 16, 2016
UBS Fund Management (Switzerland) AG ⁽⁵⁾	5,239,853	3.0%	September 29, 2014
Daniel Borel ⁽⁶⁾	5,193,200	3.0%	March 31, 2019

(1) Financial instruments other than shares are not taken into consideration for the calculation of the relevant shareholdings.

(2) Shareholdings are calculated based on the aggregate number of voting rights entered into the Swiss commercial register. This aggregate number was 173,106,620 voting rights as of March 31, 2019.

(3) The number of shares held by BlackRock, Inc. is based on the number of shares reported as beneficially owned by BlackRock, Inc. and its subsidiaries on a Schedule 13G filed with the U.S. Securities and Exchange Commission on February 8, 2019.

(4) The number of shares held by Credit Suisse AG through its indirect subsidiaries is based on a Schedule 13G filed with the U.S. Securities and Exchange Commission on February 16, 2016.

(5) The number of shares held by UBS Fund Management (Switzerland) AG is based on a notification filed with the SIX Exchange Regulation on October 7, 2014.

(6) Pursuant to a notification filed with the SIX Swiss Exchange on April 4, 2019, Mr. Daniel Borel currently holds less than 3% of the Holding Company shares.

The Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading of June 19, 2015 ("FMIA") requires shareholders who own or have discretionary authority to exercise voting rights exceeding certain percentage thresholds of a company incorporated in Switzerland whose shares are listed on a stock exchange in Switzerland to notify the company and the relevant Swiss exchange of such holdings. Following receipt of this notification, the company is required to inform the public in Switzerland.

Note 9 - Share Ownership of Board Members and Group Management Team:

The following tables set forth the shares and options held by each of the individual members of the Board of Directors and the Group Management Team as of March 31, 2019 and 2018:

	As of March 31, 2019			
	Shares Held	Options, PRSUs and RSUs Held ⁽¹⁾	Exercise Price	Fiscal Years of Expiration
Non-Group Management Team Members of the Board of Directors:				
Patrick Aebischer	9,293	3,573	n/a	n/a
Wendy Becker	4,193	3,573	n/a	n/a
Edouard Bugnion	24,637	3,573	n/a	n/a
Sally Davis ⁽²⁾	80,059	—	n/a	n/a
Guerrino De Luca ⁽³⁾	303,076	180,441	\$7.83	2023
Sue Gove ⁽²⁾	8,831	—	n/a	n/a
Didier Hirsch	55,366	3,573	n/a	n/a
Neil Hunt	60,526	3,573	n/a	n/a
Marjorie Lao ⁽⁴⁾	—	3,573	n/a	n/a
Neela Montgomery	3,221	3,573	n/a	n/a
Dimitri Panayotopoulos	33,897	3,573	n/a	n/a
Lung Yeh	16,121	3,573	n/a	n/a
Total Non-Group Management Team Members of the Board of Directors	599,220	212,598		
Members of the Group Management Team:				
Bracken Darrell ⁽⁵⁾	427,733	2,199,202	\$8.03-\$20.08	2023
Vincent Pilette ⁽⁶⁾	192,265	247,002	n/a	n/a
Marcel Stolk ⁽⁷⁾	32,622	100,048	n/a	n/a
L. Joseph Sullivan ⁽⁸⁾	16,841	31,893	n/a	n/a
Total Group Management Team	669,461	2,578,145		

- (1) Each option provides the right to purchase one share at the exercise price. For Mr. Guerrino De Luca, market-based options granted under the Logitech International S.A. 2006 Stock Incentive Plan became exercisable at the later of two years from the grant date or upon meeting certain minimum share price performance criteria. For Mr. Bracken Darrell, some options became exercisable over four years in equal annual installments from the date of grant, and premium-priced stock options granted under the Logitech International S.A. 2012 Stock Inducement Equity Plan vested if and only when Logitech's average closing share price, over a consecutive ninety-day trading period, met or exceeded the exercise price of the applicable tranche of the three tranches of the grant. PRSUs granted to executive officers (including members of the Group Management Team and Mr. De Luca) are market-based restricted stock units that may vest upon meeting certain minimum share price performance criteria measured against market conditions at the end of three years from the grant date, performance-based restricted stock units that may vest upon the later of one to three years from the grant date or upon meeting certain operating performance criteria, and performance-based restricted stock units that may vest upon meeting certain operating performance criteria and share price performance criteria measured against market conditions at the end of three years from the grant date. RSUs granted to executive officers are time-based restricted stock units that vest in four equal annual installments from the date of grant. RSUs granted to non-executive Directors vest in one annual installment.

Note 9 - Share Ownership of Board Members and Group Management Team: (Continued)

- (2) Ms. Sally Davis and Ms. Sue Gove did not stand for re-elections as directors at the Annual General Meeting in September 2018.
- (3) Mr. Guerrino De Luca, Logitech's Chairman is an executive member of the Board of Directors and his compensation, including equity awards, is structured similarly to the members of the Group Management Team.
- (4) Ms. Marjorie Lao was first elected as a director at the Annual General Meeting in September 2018.
- (5) Mr. Bracken Darrell, Logitech's President and Chief Executive Officer, is also a member of the Board of Directors.
- (6) Mr. Vincent Pilette resigned from the Group Management Team, effective as of May 17, 2019.
- (7) Mr. Marcel Stolk resigned from the Group Management Team, effective as of March 31, 2019.
- (8) Mr. L. Joseph Sullivan resigned from the Group Management Team, effective as of May 2, 2018.

	As of March 31, 2018			
	Shares Held	Options, PRSUs and RSUs Held ⁽¹⁾	Exercise Price	Fiscal Years of Expiration
Non-Group Management Team Members of the Board of Directors:				
Patrick Aebischer	4,904	4,675	n/a	n/a
Wendy Becker ⁽²⁾	—	4,675	n/a	n/a
Edouard Bugnion	20,248	4,675	n/a	n/a
Sally Davis	82,795	4,675	n/a	n/a
Guerrino De Luca ⁽³⁾	279,676	196,707	\$7.83	2023
Sue Gove	9,545	4,675	n/a	n/a
Didier Hirsch	51,860	4,675	n/a	n/a
Neil Hunt	57,305	4,675	n/a	n/a
Neela Montgomery ⁽²⁾	—	4,675	n/a	n/a
Dimitri Panayotopoulos	30,391	4,675	n/a	n/a
Lung Yeh	12,615	4,675	n/a	n/a
Total Non-Group Management Team Members of the Board of Directors	<u>549,339</u>	<u>243,457</u>		
Members of the Group Management Team:				
Bracken Darrell ⁽⁴⁾	527,160	2,343,161	\$8.03 - \$20.08	2023
Vincent Pilette	187,106	350,048	n/a	n/a
Marcel Stolk	37,634	122,757	n/a	n/a
L. Joseph Sullivan	44,909	85,237	n/a	n/a
Total Group Management Team	<u>796,809</u>	<u>2,901,203</u>		

Note 9 - Share Ownership of Board Members and Group Management Team: (Continued)

- (1) Each option provides the right to purchase one share at the exercise price. For Mr. Guerrino De Luca, market-based options granted under the Logitech International S.A. 2006 Stock Incentive Plan became exercisable at the later of two years from the grant date or upon meeting certain minimum share price performance criteria. For Mr. Bracken Darrell, some options became exercisable over four years in equal annual installments from the date of grant, and premium-priced stock options granted under the Logitech International S.A. 2012 Stock Inducement Equity Plan vested if and only when Logitech's average closing share price, over a consecutive ninety-day trading period, met or exceeded the exercise price of the applicable tranche of the three tranches of the grant. PRSUs granted to executive officers (including members of the Group Management Team and Mr. De Luca) are market-based restricted stock units that may vest upon meeting certain minimum share price performance criteria measured against market conditions at the end of three years from the grant date, performance-based restricted stock units that may vest upon the later of one to three years from the grant date or upon meeting certain operating performance criteria, and performance-based restricted stock units that may vest upon meeting certain operating performance criteria and share price performance criteria measured against market conditions at the end of three years from the grant date. RSUs granted to executive officers are time-based restricted stock units that vest in four equal annual installments from the date of grant. RSUs granted to non-executive Directors vest in one annual installment.
- (2) Ms. Wendy Becker and Ms. Neela Montgomery were first elected as directors at the Annual General Meeting in September 2017.
- (3) Mr. Guerrino De Luca, Logitech's Chairman, is an executive member of the Board of Directors and his compensation, including equity awards, is structured similarly to the members of the Group Management Team.
- (4) Mr. Bracken Darrell, Logitech's President and Chief Executive Officer, is also a member of the Board of Directors.

Note 10 - Full-time equivalents:

Logitech International S.A. does not have any employees.

PROPOSAL OF THE BOARD OF DIRECTORS FOR APPROPRIATION OF RETAINED EARNINGS

The proposal of the Board of Directors for appropriation of retained earnings was as follows for the fiscal year 2019 (in thousands):

	Year ended March 31, 2019	
Available earnings brought forward	CHF	671,584
Profit for the year		269,270
Retained earnings available at end of fiscal year 2019		940,854
Proposed dividend ⁽¹⁾		(121,839)
Balance of retained earnings to be carried forward	CHF	819,015

- (1) The Board of Directors proposes a distribution of an aggregate gross dividend of CHF 121,838,830 or approximately CHF 0.7346 per share. The per share estimate is based on 165,862,887 shares outstanding, net of treasury shares, as of March 31, 2019.

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