

SIEMENS

This edition of our Bylaws for the Compliance Committee, prepared for the convenience of English-speaking readers, is a translation of the German original.

Bylaws

for the Compliance Committee
of the Supervisory Board
of Siemens Aktiengesellschaft

Version dated April 28, 2009

§ 1
Composition

1. The Compliance Committee comprises the Chairman of the Supervisory Board, two of the Supervisory Board's shareholder representatives and three of the Supervisory Board's employee representatives.
2. The Compliance Committee shall be chaired by the Chairman of the Supervisory Board.

§ 2
Duties

The Compliance Committee shall perform all of the duties assigned to it by a decision of the Supervisory Board and by these Bylaws. In particular, the Compliance Committee shall monitor the company's adherence to statutory provisions, official regulations and internal company policies (Compliance).

§ 3
Meetings and voting procedures

1. The Compliance Committee meets at least four times each fiscal year at the invitation of its Chairman. Meetings of the Compliance Committee shall be convened, with at least two weeks notice, by the Chairman or, if he or she is unable to do so, by a representative, whom the Chairman has designated sufficiently in advance where possible.
2. The provisions of the Bylaws for the Supervisory Board regarding the convening, form and recording of meetings and decisions and regarding quorums and voting procedures shall apply analogously to the proceedings of the Compliance Committee. At least three Compliance Committee members must vote on a resolution in order for it to be adopted.

§ 4
Attendance at meetings

1. The President of the Managing Board, the head of the Finance and Controlling portfolio of the Managing Board, the head of the Legal and Compliance portfolio of the Managing Board and the Chief Compliance Officer shall attend the meetings of the Compliance Committee if the Chairman of the Compliance Committee so determines in a particular case.
2. The Chairman may permit other individuals, in particular members of the Supervisory Board and representatives of the independent auditors, to attend meetings of the Compliance Committee and may revoke this permission at any time.

§ 5
Internal procedures

1. Each member of the Compliance Committee is entitled to examine all business-related documents and books and all business information stored on data carriers.
2. The Compliance Committee is entitled through its Chairman to obtain information relevant to its activities from the independent auditors, from the Managing Board and from the executive employees of the company who report directly to the Managing Board.
3. To perform its duties, the Compliance Committee can call in auditors, legal specialists and other internal and external consultants, if it so desires. The Chairman of the Committee may permit these and other respondents to attend Committee meetings. The costs shall be borne by the company.
4. The Bylaws for the Compliance Committee shall be published.

§ 6
Reporting and explanations

1. The Chairman of the Compliance Committee shall provide the Supervisory Board with regular reports regarding the activities of the Compliance Committee.
2. The issuance and receipt of any explanations required to implement the decisions of the Compliance Committee shall be handled by the Chairman of the Compliance Committee or, if he or she is unable to do so, by a representative, whom the Chairman has designated sufficiently in advance where possible.

§ 7
Confidentiality

The members of the Compliance Committee and all other individuals who have taken part in meetings of the Compliance Committee may not disclose the information contained in the reports they receive, the contents of discussions or confidential information regarding the company – in particular, business and trade secrets – which have become known to them through their activities in connection with the Compliance Committee. This confidentiality obligation continues to apply after their activity ends and beyond the term of the Compliance Committee.