

## **DIEBOLD NIXDORF, INCORPORATED TECHNOLOGY COMMITTEE CHARTER**

### **Purposes**

The Technology Committee (the “Committee”) of the Board of Directors (the “Board”) of Diebold Nixdorf, Incorporated (the “Company”) provides oversight of and guidance regarding the strategy and management of the Company’s information technology infrastructure and security, and the Company’s intellectual property, including its software portfolio and research and development undertaken by the Company. The Committee assists the Board with other matters as described in this Charter or requested by the Board from time-to-time.

### **Composition**

*Number.* The Committee shall consist of no fewer than three members.

*Qualifications.* At all times, each Committee member must satisfy the applicable independence requirements set forth in the rules of the New York Stock Exchange.

*Appointment and Removal.* The Board appoints Committee members and appoints a Committee Chair from among those members. Each Committee member shall serve at the pleasure of the Board for such term as the Board may decide or until such Committee member is no longer a Board member.

### **Duties and Responsibilities**

The Committee shall conduct oversight and provide guidance to the Company regarding the purposes set forth above.

### **Meetings**

The Committee shall meet in person or telephonically at least twice annually, to comply with its responsibilities as set forth herein. The Committee Chair shall, in consultation with the other members of the Committee and appropriate officers of the Company, establish the agenda for each Committee meeting. Each Committee member may submit items to be included on the agenda. Committee members may also raise subjects that are not on the agenda at any meeting. The Committee Chair or a majority of the Committee members may call a meeting of the Committee at any time.

A majority of the number of Committee members shall constitute a quorum for conducting business at a meeting of the Committee. The act of a majority of Committee members present at a Committee meeting at which a quorum is in attendance shall be the act of the Committee, unless a greater number is required by law, the Company’s Articles of Incorporation, its Code of Regulations, or this Charter.

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The Committee may request any officer or employee of the Company, or any representative of the Company's advisors, to attend a meeting or to meet with any member or representative of the Committee.

### **Delegation**

The Committee may, at its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee.

### **Resources and Authority**

The Committee shall have the resources and authority appropriate, in the Committee's discretion, to discharge its responsibilities and to engage consultants, independent counsel and other independent advisors. By adoption of this Charter, the Board authorizes funding for the Committee appropriate, in the Committee's discretion, for the discharge of the Committee's functions and responsibilities. The Committee shall exercise such other powers and authority as the Board shall, from time-to-time, confer upon it. In carrying out its responsibilities, the Committee's practices and policies shall remain flexible in order for the Committee to respond to changing facts and circumstances.

### **Annual Review**

The Committee will participate (in connection with the Board Governance Committee's annual review of Board and Committee performance) in an annual review and evaluation of the Committee's performance with respect to the requirements of this Charter. The Committee shall conduct this evaluation in such manner as the Committee, in its business judgment, deems appropriate.