

# Declaration of Compliance 2017

The Board of Management and the Supervisory Board of SGL Carbon SE declare:

1. The last Declaration of Compliance was given on September 7, 2016. Since that date, SGL Carbon SE has been in full compliance with the recommendations of the "Government Commission on the German Corporate Governance Code" ("Regierungskommission Deutscher Corporate Governance Kodex") in the version dated May 5, 2015 (published on June 12, 2015) as published by the Federal Ministry of Justice and Consumer Protection in the section of official notice of the German Federal Gazette.
2. The "Government Commission on the German Governance Code" presented a new version of the German Corporate Governance Code on February 7, 2017 (published on April 24, 2017). As has been declared under item 1. hereof, SGL Carbon SE is also in compliance with the new version of the Code with the exception of the new recommendations in Article 4.1 (2) and (4) of the revised Code. According to these new recommendations, the Supervisory Board should develop a skills profile for the entire board, and proposals of the Supervisory Board to the annual general meeting for the election of the Supervisory Board members should strive to meet the skills profile. Following a detailed discussion in its meeting of today, the Supervisory Board adopted such a skills profile, which is also meant to be taken into account as proposed for proposals for election of Supervisory Board members. As of today, SGL Carbon SE is thus in full and complete compliance with the recommendations of the "Government Commission on the German Corporate Governance Code in the version of the Code dated February 7, 2017.

The Corporate Governance Principles of SGL Carbon SE furthermore satisfy a majority of the non-obligatory suggestions of the German Corporate Governance Code

Wiesbaden, July 13, 2017

For the Supervisory Board  
of SGL Carbon SE

Susanne Klatten  
(Chair of the Supervisory Board  
of SGL Carbon SE)

For the Board of Management  
of SGL Carbon SE

Dr. Jürgen Köhler  
(Chair of the Board of Management  
of SGL Carbon SE)