

## SGL CARBON SE Wiesbaden

– German Securities Code Number WKN 723530 –  
– ISIN DE0007235301 –

### FAQs Annual General Meeting

#### Date and Location

The next Annual General Meeting (AGM) of SGL Carbon SE will be held on **May 17, 2022** as a **virtual General Meeting without the physical presence of shareholders or their proxies** (except for the proxies designated by the Company (*Stimmrechtsvertreter der Gesellschaft*)).

#### Important dates for the Annual General Meeting

Record Date (acc. to § 123 (4) 2 Stock Corporation Act ( <i>AktG</i> ))	26/04/2022 / 0 hrs
Latest receipt for counter motions to be made accessible	02/05/2022 / 24 hrs
Last registration date for the Annual General Meeting:	10/05/2022 / 24 hrs
Latest receipt of questions	15/05/2022 / 24 hrs

#### Invitation and Agenda

The Annual General Meeting of SGL Carbon SE on May 17, 2022 was convened by publication of the agenda in the Federal Gazette on March 31, 2022.

#### Attendance at the Annual General Meeting

Shareholders intending to participate in the virtual Annual General Meeting or to exercise their voting rights in accordance with the regulations and further details set forth below, must register themselves – personally or through a proxy – prior to the meeting. The registration must be received by the Company by no later than on the sixth day prior to the Annual General Meeting (excluding both the day on which the Annual General Meeting is held and the day on which the notification is received), which is May 10, 2022 (24.00 hours CEST).

Furthermore, shareholders must provide evidence of their entitlement to participate in the Annual General Meeting. For this purpose, evidence of their shareholding provided in text form by the last intermediary according to Section 67c (3) AktG is sufficient. The verification must be received by the Company by no later than on the sixth day prior to the Annual General Meeting (excluding both the day on which the Annual General Meeting is held and the day on which the verification is received), which is May 10, 2022 (24.00 hours CEST). The verification of the shareholding must relate to the start of the 21<sup>st</sup> day before the meeting (Verification Date), i.e. April 26, 2022 (0.00 hours CEST).

The registration and verification of shareholding must be sent to:

SGL Carbon SE  
c/o Better Orange IR & HV AG  
Haidelweg 48  
81241 Munich / Germany  
Fax: +49 - (0)89 - 88 96 906 33  
E-mail: [anmeldung@better-orange.de](mailto:anmeldung@better-orange.de)

Upon due receipt of the registration and the verification of shareholding, the Company will send voting cards (*Stimmrechtskarten*) for the Annual General Meeting to the shareholders.

### **What do shareholders who have not received an invitation do?**

The relevant AGM information is generally sent via the custodian banks (so-called ultimate intermediaries) to our shareholders, as the shares of SGL Carbon SE are bearer shares and therefore the Company does not have the contact details of our shareholders. Therefore we kindly ask our shareholders who have not received the AGM notification from their custodian bank to contact their custodian bank immediately.

Please note that - similar to previous years - we have not prepared a printed version of the invitation and agenda this year.

### **How can I as shareholder exercise my voting rights at the virtual Annual General Meeting?**

Shareholders or shareholder representatives can vote without attending the virtual Annual General Meeting (postal vote). In the alternative, shareholders (and/or their representatives) can authorize the proxies designated by the Company to exercise their voting rights at the AGM. The prerequisite for both, exercising voting rights by postal vote or through the proxy designated by the Company, is compliance with the formalities and deadlines stipulated for registering for the Annual General Meeting.

#### **1. Process of voting by postal vote at our password-protected AGM Internet-Service-Portal**

For the transmission of postal votes and/or their revocation or modification, the Company offers the password-protected AGM Internet-Service-Portal at [www.sglcarbon.com/AGM](http://www.sglcarbon.com/AGM), which is also available on the day of the virtual Annual General Meeting until the point of time at which the voting process commences. Shareholders can find the necessary login details for the AGM Internet-Service-Portal and further details on the voting card sent by post.

#### **2. Process of voting by proxy**

Shareholders may have their voting rights exercised by an authorized representative, e.g. by an intermediary, a shareholders' association, proxy advisors, or other third parties (who, for this year's virtual Annual General Meeting, however, must then utilize the proxies designated by the Company and/or exercise the voting rights by postal vote).

#### **3. Authorization of proxies designated by the Company**

We also offer our shareholders the opportunity to authorize proxies designated by the Company who will exercise the voting rights in accordance with the instructions given to them.

##### **a. Password-protected AGM Internet-Service-Portal**

You can use the password-protected AGM Internet-Service-Portal at [www.sglcarbon.com/AGM](http://www.sglcarbon.com/AGM), which is also available on the day of the virtual Annual General Meeting until the point of time at which the voting process commences. Shareholders can find the necessary login details for the AGM Internet-Service-Portal and further details on the voting card sent by post.

#### **b. Use of proxy form**

You can also use the proxy form, which you receive together with the voting card for the virtual Annual General Meeting to issue a power of attorney and instructions to the proxies designated by the Company.

The completed form must be received by the Company by May 16, 2022 (18.00 hours CEST) at the address or email address

SGL Carbon SE  
c/o Better Orange IR & HV AG  
Haidelweg 48  
81241 München  
E-Mail: [SGL-HV2022@better-orange.de](mailto:SGL-HV2022@better-orange.de)

Please find detailed information on how to exercise your voting rights in the invitation of our Annual General Meeting.

#### **What documents will be made available to shareholders?**

All documents related to the Annual General Meeting, including potential shareholder proposals as well as further information in connection with the Annual General Meeting are posted on the website [www.sglcarbon.com/AGM](http://www.sglcarbon.com/AGM).

#### **Shareholders' Rights: Right to ask questions**

After due registration for this year's (virtual) Annual General Meeting, shareholders are entitled to submit questions by electronic means.

The Board of Management, with approval of the Supervisory Board, has stipulated that any questions must be submitted by electronic means by no later than May 15, 2022 (24:00 hours CEST), by using the password-protected AGM Internet-Service-Portal at [www.sglcarbon.com/AGM](http://www.sglcarbon.com/AGM). Another form for submitting questions is not available. Shareholders can find the necessary login details for the AGM Internet-Service-Portal on the voting card sent by post. In your own interest, please contact your custodian bank as early as possible to ensure early registration and timely receipt of the voting card.

#### **Shareholders' Rights: Opportunity to submit Statements**

The Board of Management has decided, with the approval of the Supervisory Board, to grant shareholders or their authorized representatives the possibility – above and beyond the requirements specified in the COVID-19 Act – to submit statements with their view on Agenda topics either in writing or by means of video messages. The prerequisite for this is that the shareholders have duly registered for the Annual General Meeting and provided the Company with proof of their shareholding.

Written statements and video messages can only be submitted in the German language and by not later than May 11, 2022 (24:00 hours CEST), by using the password-protected AGM Internet-Service-Portal at [www.sglcarbon.com/agm](http://www.sglcarbon.com/agm). The shareholders can find the necessary login details for the AGM Internet-Service-Portal on the voting card sent by post.

A written statement should not exceed 10,000 characters, and a video message should not exceed three minutes and also not exceed 2 GB data volume. In addition, only video messages in which the shareholder or his or her authorized representative appears himself / herself are permitted. By submitting a submission, the shareholder or his/her authorized representative agrees that the written statement or video message may be published on the AGM Internet-Service-Portal, stating his or her name. Details

on the technical and legal requirements for submitting written statements or video messages are available on the AGM Internet-Service-Portal.

It is intended to publish properly submitted written statements and video messages in the password-protected AGM Internet-Service-Portal, which is only accessible to registered shareholders or their authorized representatives, before the Annual General Meeting. The Company also reserves the right to show submitted video messages at the Annual General Meeting. However, it is expressly pointed out that there is no legal entitlement to the publication of statements or video messages on the AGM Internet-Service-Portal or to the broadcasting of video messages at the Annual General Meeting.

The Company reserves the right not to publish statements and video messages with insulting, discriminatory or criminally relevant or obviously false or misleading content as well as those without any reference to the Agenda or in a language other than German. The same applies to statements longer than 10,000 characters, video messages lasting more than three minutes or more than 2 GB data volume and submissions that do not meet the technical requirements. Only one statement or video message will be considered per shareholder.

Please note that counter motions, proposals for elections, questions and objections to resolutions of the Annual General Meeting that are included in a written statement or in a video message will not be considered. They are to be submitted exclusively in the ways described in the invitation to the AGM and in compliance with the requirements and deadlines described therein in each case.

### **What do shareholders do who are registered for the Annual General Meeting but have not received their voting card?**

Shareholders who registered in due time but have not received the voting card are requested to contact our AGM hotline or their custodian bank promptly and before the end of the registration period.

### **Public transmission of the Annual General Meeting**

The entire Annual General Meeting on May 17, 2022 will be webcasted in audio and video for the duly registered shareholders and/or their authorized representatives via the password-protected AGM Internet-Service-Portal at [www.sgllcarbon.com/AGM](http://www.sgllcarbon.com/AGM).

In addition, shareholders and other interested persons may follow the speech by the Board of Management at the Annual General Meeting on May 17, 2022 outside of the password-protected AGM Internet-Service-Portal at [www.sgllcarbon.com/AGM](http://www.sgllcarbon.com/AGM).

### **When does the video transmission of the Annual General Meeting start?**

The transmission of the entire Annual General Meeting in the password-protected AGM Internet-Service-Portal will start on May 17, 2022 at 10 a.m. The transmission of the Board of Management speech on the freely available Internet will start at around 10:15 a.m.

### **Will the voting results be published on the Internet?**

The voting results will be published after the termination of the Annual General Meeting on the website of SGL Carbon SE at [www.sgllcarbon.com/AGM](http://www.sgllcarbon.com/AGM).

### Confirmation of the recording and counting of your votes pursuant to § 129 (5) AktG

If you would like confirmation of the recording and counting of your votes after the Annual General Meeting in accordance with § 129 (5) AktG, please contact us at [HV2022@sglcarbon.com](mailto:HV2022@sglcarbon.com) and state your name.

### Contact details

Do you have any questions, requests or suggestions?

We are available for you from Monday to Friday (except on holidays) from 9.00 to 18.00 hours by phone or email.

Phone: +49 611 6029-234

Email: [HV2022@sglcarbon.com](mailto:HV2022@sglcarbon.com)

### Information on data protection

In this respect, we refer to the notes in the invitation to the Annual General Meeting.