

Remuneration of the Supervisory Board members

The remuneration of the Supervisory Board members is set forth in Article 12 of the Articles of Association of SGL Carbon SE. In summary, the following is stated there:

Supervisory Board members shall receive, in addition to the reimbursement of their expenditures, a fixed annual remuneration in the amount of Euro 50,000.

The assumption of a position on the Supervisory Board associated with additional responsibility and a bigger workload, such as chairman and deputy chairman, as well as work in or chairmanship of a committee of the Supervisory Board shall be compensated for by a higher fixed remuneration:

- The chairman of the Supervisory Board shall receive two and a half times and the deputy chairman of the Supervisory Board shall receive one and a half times the annual remuneration.
- Every member of the Audit Committee shall receive Euro 3,000 per committee meeting attended; every member of any other permanent, i.e. not only project-related, Supervisory Board committee, shall receive Euro 2,000 for every committee meeting attended.
- The chairman of the Audit Committee shall receive Euro 6,000 per meeting attended, the chairman of any other permanent committee of the Supervisory Board shall receive Euro 3,000 per committee meeting attended.

In addition, the Company shall grant the members of the Supervisory Board a meeting fee of Euro 400 for their attendance at a meeting of the Supervisory Board. Finally, the Company shall include the members of the Supervisory Board in the coverage obtained under a financial loss liability insurance (D&O insurance); this insurance provides a deductible of 10% of the damages up to at least the amount of one and a half times of the annual remuneration for the Supervisory Board member.

The Supervisory Board remuneration determined in accordance with the Articles of Association is based on the following Supervisory Board Remuneration System:

The share of the fixed remuneration components in the remuneration amounts to 100% in the existing system of Supervisory Board remuneration, the variable share is 0%. The Company considers this fixed remuneration without a variable, success-related remuneration component to be appropriate, not least due to the consideration that the workload and the risk profile of the Supervisory Board activity increases in difficult Company circumstances; and in such a situation, misdirected incentives should not be set by a decrease in remuneration. Moreover, the appearance is to be avoided that the Supervisory Board is not acting independently when performing its controlling function, which could be the case, if there are parallel structures of target-oriented remuneration for the Board of Management and the Supervisory Board. The same consideration also applies with regard to the shareholding requirements for Supervisory Board members, which do not exist for this reason. This stability in the remuneration of the Supervisory Board, which is not affected by fluctuations in business development therefore with regard to their consulting and monitoring function, appears to the Company to be particularly suitable for promoting the long-term development of the Company. It thus serves as a structural balance to the Board of Management remuneration, which to a large degree has a variable nature related to the business strategy. The Board of Management and the Supervisory Board also believe that the specific design of the remuneration system for the Supervisory Board in detail is appropriate in view of the tasks of the Supervisory Board members and the Company's situation.

The Supervisory Board remuneration shall be granted to the members of the Supervisory Board during their term of office on the basis of this corporate legal relationship and shall be due and paid out at the end of the fiscal year with respect to the fixed annual remuneration and after the relevant meetings with respect to the committee meeting and meeting fees. Supervisory Board members may be dismissed subject to the pertinent statutory requirements, and they may resign prematurely. In the event of a departure from the Supervisory Board during a year, the pro rata annual compensation for this time period together with the remunerations and meeting fees for attended Supervisory Board and committee meetings shall be due and payable with the departure. There is no further compensation for dismissals or provisions for remuneration following their term of office.

The remuneration system for the Supervisory Board will be reviewed regularly as needed, but at least every four (4) years by the Supervisory Board and by the Board of Management. In doing so, the existing remuneration will be compared with the development of the Supervisory Board remuneration of comparable companies, for example, the development of the remuneration of SDAX companies. With planned changes, and otherwise no later than every four (4) years, the Board of Management and the Supervisory Board will submit the remuneration for the Supervisory Board to the Annual General Meeting for a resolution on the remuneration of the Supervisory Board, be it by way of a proposal to amend the Articles of Association, to approve the remuneration by a resolution adopted by the Annual General Meeting, or by way of a confirmation of the existing remuneration of Supervisory Board. All members of the Board of Management and the Supervisory Board are obligated to disclose any conflicts of interest in accordance with the pertinent rules of internal procedure.

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