



## Press Release

Wiesbaden, April 3, 2019

### **SGL Carbon SE successfully placed EUR 250 million of Senior Secured Notes**

SGL Carbon SE has today successfully placed EUR 250 million in aggregate principal amount of its 4.625% Senior Secured Notes due 2024 (the “Notes”). The transaction was several times oversubscribed.

SGL Carbon plans to use the proceeds, together with cash on hand, to prefund its existing convertible bonds due 2020 (the “2020 Convertible Bonds”), for repayment of the existing SGL ACF loan related to the BMW Joint Venture, and to pay related costs and expenses. In connection with the prefunding of the 2020 Convertible Bonds, SGL Carbon intends to deposit a portion of the proceeds from the offering of the Notes, representing the aggregate amount of principal and interest that will be due under the 2020 Convertible Bonds until their maturity, into an escrow account that will be pledged for the benefit of the holders of the 2020 Convertible Bonds.

The Notes will be issued at par. The transaction is expected to close on April 10, 2019.

SKion GmbH, one of SGL Carbon’s major shareholders, purchased EUR 25 million of the aggregate principal amount of the Notes in the offering.

#### **About SGL Carbon**

SGL Carbon is a technology-based company and world leader in the development and production of carbon-based solutions. Its high-quality materials and products made from specialty graphite and composites are used in industrial sectors that determine the future: automotive, aerospace, solar and wind energy, semiconductor and LEDs as well as in the production of lithium-ion batteries and other energy storage systems. In addition, SGL Carbon develops solutions for chemical and industrial applications.

**In 2018, SGL Carbon generated sales of around 1 billion euros. As of December 31, 2018, the company had approximately 5,000 employees worldwide in 33 locations in Europe, North America, and Asia.**

Materials, products and solutions from SGL Carbon are embedded in the major topics of the future: sustainable mobility, new energies and cross-industry digitization. Further developments

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in these areas demand more intelligent, more efficient, networked and sustainable solutions. This is where the entrepreneurial vision of SGL Carbon evolves around: contributing to a smarter world.

Further information on SGL Carbon can be found at [www.sglcarbon.com/press](http://www.sglcarbon.com/press).

**Important note:**

The Notes were offered in a private placement only to non-U.S. persons pursuant to Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The Notes have not been registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. This press release is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy the Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which, or to any person to whom, such offer, solicitation or sale would be unlawful. This announcement does not constitute and shall not, in any circumstances, constitute a public offering nor an invitation to the public in connection with any offer within the meaning of Directive 2003/71/EC of the Parliament and Council of November 4, 2003, as implemented by the Member States of the European Economic Area (the "Prospectus Directive"). The offer and sale of the Notes was made pursuant to an exemption under the Prospectus Directive, as implemented in Member States of the European Economic Area (EEA), from the requirement to produce a prospectus for offers of securities. Manufacturer target market (MIFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as the offering is not available to retail investors in EEA. In the United Kingdom, this announcement is being distributed to, and is directed at, only (a) persons who have professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"); (b) high net worth companies, and other persons to whom it may otherwise lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order; or (c) persons to whom an invitation or inducement to engage in an investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). The investments to which this announcement relates are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such investments will be available only to or will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its contents. Persons distributing this announcement must satisfy themselves that it is lawful to do so. The distribution of this announcement may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the laws of any such jurisdiction.

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