

FAQs Annual General Meeting

Before the Annual General Meeting

Date and Location

The next Annual General Meeting of SGL Carbon SE will take place on May 10, 2019 at Kurhaus Wiesbaden, Kurhausplatz 1, 65189 Wiesbaden, Germany.

Important dates for the Annual General Meeting

Record Date:	19.04.2019
Estimated start of shipment of AGM invitations by custodian banks:	23.04.2019
Last registration date for the Annual General Meeting:	03.05.2019

Invitation and Agenda

The Annual General Meeting of SGL Carbon SE on May 10, 2019 was convened by publication of the agenda in the Federal Gazette on March 29, 2019.

Attendance at the Annual General Meeting

Shareholders intending to attend the Annual General Meeting or to exercise their voting rights must register in person or through a proxy prior to the meeting. The registration form 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 3, 2019 (24.00 hours CEST).

Furthermore, shareholders must provide evidence of their entitlement to attend the Annual General Meeting. For this purpose, evidence of their shareholding provided in text form by the custodian bank or financial services institution is sufficient. The verification must be drawn up in German or English and 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 3, 2019 (24.00 hours CEST). The verification of the shareholding must relate to the start of the 21st day before the meeting (verification date), i.e. April 19, 2019 (0.00 hours CEST).

The registration form 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

Upon due receipt of the registration form and proof of shareholdings, shareholders will be issued an admission ticket to attend the Annual General Meeting. These admission tickets are for organizational purposes and do not constitute an additional requirement for participating at the Annual General Meeting.

What do shareholders who have not received an invitation do?

The AGM documents are generally sent to our shareholders via the custodian banks, as the shares in SGL Carbon SE are bearer shares. Therefore, if you do not receive an AGM invitation from your custodian bank shortly after the date the AGM invitations are expected to be sent (23.4.2019), please contact your custodian bank immediately.

Process of voting by proxy

Shareholders may have their voting rights at the Annual General Meeting exercised by an authorized representative, e.g. a bank or shareholders' association or by a proxy designated by the Company. Timely registration is also required in such cases (see above under "Attendance at the Annual General Meeting"). A previously granted proxy is deemed to be automatically revoked in the event of the personal attendance of the shareholder. Please also be advised that the Company is entitled in the event of the authorization of several persons or institutions to reject one or several of them.

Shareholders who would like to avail themselves of the possibility of voting through a proxy are particularly advised of the following:

Power of Attorney

A power of attorney that is not issued to a bank or shareholders' association or any other person or institution specified in Section 135 (8) and Section 135 (10) German Stock Corporation Act in conjunction with Section 125 (5) German Stock Corporation Act must be issued in text form. The same applies to the revocation of the power of attorney and the evidence of the authorization

to the Company. The power of attorney and its revocation may either be declared in text form toward the Company at the following address, fax number or E-mail address

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: sglgroup-hv2019@better-orange.de

or in text form to the authorized representative. If the power of attorney is granted to the authorized representative, evidence of the authorization in text form must be furnished to the Company. Such evidence may be submitted to the Company at the above address (also by way of fax transmission or electronic communication, as mentioned above). In addition, such evidence in text form can also be furnished at the entrance and exit desks on the day on which the Annual General Meeting is held. To facilitate voting by a proxy, shareholders will receive a proxy form together with the admission ticket for the Annual General Meeting, which may be used by the proxy.

If a shareholder intends to authorize a bank, a shareholders' association or a person or institution equivalent to them pursuant to Section 135 (8) and Section 135 (10) German Stock Corporation Act in conjunction with Section 125 (5) German Stock Corporation Act, we request that the required form of the power of attorney be agreed to in good time with the person or institution to be authorized as they may require a special form of power of attorney for their services. In this case, the representative's evidence of the authorization will be subject to Section 135 (5) sentence 4 German Stock Corporation Act.

Proxy representatives

We also offer our shareholders the opportunity to authorize proxies designated by the Company. If authorized, the proxies designated by the Company will exercise the voting right in accordance with the instructions given to them. They will abstain from voting in matters where no express instruction was given. Shareholders intending to make use of this opportunity may also use the proxy form which they received together with their admission ticket to the Annual General Meeting to this end. The power of attorney and the instructions to the proxies designated by the Company must be provided in text form and must be delivered to the address, fax number or E-mail address under "Power of Attorney" above by no later than May 8, 2019 (24.00 hours CEST) (date of receipt). Shareholders will receive detailed information on how to grant a power of attorney and give instructions to the proxies appointed by the Company together with their admission ticket. At the Annual General Meeting, the granting of powers of attorney to the

proxies designated by the Company will also be possible for shareholders which intend to leave the Annual General Meeting before its ends until shortly before the agenda items are up for vote.

Internet Voting

As in past years, the Company is offering a web-based system for granting powers of attorney to proxies and/or for revoking such power of attorney or amending instructions given to them online at www.sglcarbon.de (under “Company / Investor Relations / Annual General Meeting”). In order to be able to use the web-based system, a personal PIN code is required, which will be sent to the shareholders together with their admission ticket after they give notice of their intention to attend the Annual General Meeting. By using this web-based system, proxies can be granted a power of attorney and/or such power of attorney can be revoked or instructions to them can be amended by no later than May 9, 2019 (18.00 hours CEST), as opposed to all other means of transmission. Proxies granted by means of transmission other than the web-based system cannot be amended or revoked via the web-based system. Shareholders will find further details at the above-mentioned internet address.

Process of voting by postal vote

Shareholders or shareholder representatives can vote without personally attending the Annual General Meeting (postal vote). Voting by postal vote is subject to the same participation requirements as those applying to personal attendance at the Annual General Meeting. Consequently, a timely registration is also required in such case (see above under “Attendance at the Annual General Meeting”).

Postal votes can be transmitted to the Company in writing by letter, by fax or by E-mail by May 8, 2019 (24.00 hours CET) at the address

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: sglgroup-hv2019@better-orange.de

We kindly ask our shareholders to use the form which is sent to the shareholders together with their admission ticket after they gave notice of their intention to attend the Annual General Meeting for voting by postal vote.

Postal voters cannot exercise any other rights of participation above and beyond voting rights such as the right to file applications, to ask questions or to make declarations. Postal voters can support counter-motions exclusively geared to rejecting a proposed resolution by voting against the proposal of the Board of Management and the Supervisory Board. Due to a lack of express voting instructions, postal voters cannot vote on any further applications such as content-related counter-motions or procedural motions. Shareholders who desire to exercise their rights of participation above and beyond the described scope must either attend the meeting in person or authorize a third party to do so.

Postal votes may still be revoked or amended up to the point in time at which votes can be cast at the aforementioned address. Personal attendance at the Annual General Meeting or attendance by an authorized representative other than the proxies appointed by the Company will also be deemed to be a revocation of any postal votes already cast.

The Company also offers a web-based system for transmitting postal votes and/or for their revocation or amendment online at www.sglcarbon.de (under “Company / Investor Relations / Annual General Meeting”). In order to be able to use the web-based system, a personal PIN code is required, which will be sent to the shareholders together with their admission ticket after they give notice of their intention to attend the Annual General Meeting. By using this web-based system, postal votes can be transmitted and/or revoked or amended by no later than on May 9, 2019 (18.00 hours CEST), as opposed to all other means of transmission. Postal votes transmitted by means of transmission other than the web-based system cannot be amended or revoked via the web-based system. The shareholders will find further details at the above-mentioned Internet address.

Should both postal votes and powers of attorney for proxies appointed by the Company be received, postal votes will always be regarded as taking precedence over powers of attorney for proxies designated by the Company.

The form provided together with the admission ticket contains further details for shareholders on this matter.

What documents will be made available to shareholders?

Since the publication of the invitation to the Annual General Meeting in the Federal Gazette (Bundesanzeiger) on 29 March 2019, the documents required to be made available, shareholder proposals and further information in connection with the Annual General Meeting are posted on the website www.sglcarbon.com/unternehmen/investor-relations/hauptversammlung

These documents are also available for review at the offices of SGL Carbon SE, Söhnleinstr. 8, 65201 Wiesbaden, Germany.

What do shareholders do who are registered for the Annual General Meeting but have not received their admission ticket?

Shareholders who registered in due time but have not received an admission ticket are requested to contact the accreditation desk in the entrance area on the day of the Annual General Meeting. After identification, the registration data will be checked there and, if necessary, a replacement admission ticket will be issued entitling the holder to participate (including the exercise of voting rights) or, alternatively, a guest card will be issued.

On the day of the Annual General Meeting

Who is entitled to vote at the Annual General Meeting?

Only the shareholders or their duly authorised representatives are entitled to vote at the Annual General Meeting.

What other documents will shareholders receive on the day of the Annual General Meeting?

Shareholders or their representatives will receive their voting block at the accreditation desk upon presentation of their admission ticket. An "Information for Shareholders" letter and a pen for completing the voting block are also handed out here.

At the information desk, shareholders can obtain an SGL fabric bag containing the SGL Annual Report 2018, the Q1 Report 2019, the latest issue of the SGL corporate magazine thinc and a notepad.

Will the speech of the CEO be broadcasted on the Internet?

The Company's shareholders and other interested parties can follow the speech of the Chairman of the Management Board at the Annual General Meeting on May 10, 2019, subject to technical availability, on the Internet at www.sgllcarbon.de (under "Company / Investor Relations / Annual General Meeting / 2019").

How can shareholders register as speakers?

Shareholders who wish to speak on the agenda are kindly requested to complete a "request to speak" form at the Annual General Meeting in good time and hand it in at the request desk. You will receive the forms for your request to speak at the request desk which is located on the left-hand side in the front area of the meeting room.

To ensure that the speakers can be heard by all participants of the meeting, only the speaker's desk set up in the meeting room can be used.

Can the Annual General Meeting be left temporarily?

Shareholders may temporarily leave the Annual General Meeting at any time. If you wish to leave the Annual General Meeting, please log off at the exit control desk by presenting your voting block. If you wish to re-enter the Annual General Meeting, please re-register by presenting your voting block.

Please understand that for legal reasons we have to monitor the presence until the official closing of the Annual General Meeting by the chairman of the meeting.

Can shareholders also transfer their voting rights during the Annual General Meeting?

If you leave the Annual General Meeting prematurely and finally and still wish to exercise your shareholder rights, you can authorize the proxies designated by SGL Carbon SE or another meeting participant.

If proxies of the Company are to be authorized to vote on your behalf, please use the card "Proxy proxies" of the voting block for authorization and hand it in at the exit control desk.

You can grant power of attorney to another meeting participant if you coordinate this with him accordingly, complete the card "Power of Attorney for Third Parties" of the voting block and hand this card in at the exit control desk. Please provide the third party authorized by you with the remainder of your voting block beforehand.

Will the voting results be published on the Internet?

The voting results will be published on the website of SGL Carbon SE at www.sglcarbon.com/unternehmen/investor-relations/hauptversammlung after the Annual General Meeting.

Contact details

Do you have any questions, requests or suggestions?

We are available for you from Monday to Friday (except on public holidays) from 9.00 a.m. to 6.00 p.m. by telephone or email.

Phone: +49 611 6029-234

Email: HV2019@sglcarbon.com

Information on data protection

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