

SGL CARBON SE
Wiesbaden, Germany

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

– German Securities Code Number (WKN) A2G8YM –
– ISIN DE000A2G8YM4 –

Shareholders of our Company are hereby invited to the

Annual General Meeting

to be held on Tuesday, **May 29, 2018**, at **10.00 a.m.**
at the Kurhaus Wiesbaden, Kurhausplatz 1, 65189 Wiesbaden, Germany.

Agenda

- 1. Presentation of the adopted annual financial statements of SGL Carbon SE and the approved consolidated financial statements for the year ended December 31, 2017, the management reports of SGL Carbon SE and SGL Group for fiscal year 2017, the report of the Supervisory Board, the report pursuant to Sections 289a (1), 315a (1) of the German Commercial Code (*Handelsgesetzbuch – HGB*).**

There will be no resolution by the Annual General Meeting on Item 1 of the Agenda. On March 13, 2018, the Supervisory Board of SGL Carbon SE approved the annual financial statements of SGL Carbon SE for the year ended December 31, 2017 presented by the Board of Management. The annual financial statements were thus adopted pursuant to Section 172 of the German Stock Corporation Act (*Aktiengesetz – German Stock Corporation Act*). The consolidated financial statements were also approved by the Supervisory Board at its meeting on March 13, 2018. The aforementioned documents must only be presented to the Annual General Meeting and serve as information.

- 2. Resolution approving the actions of the Board of Management during fiscal year 2017.**

The Board of Management and the Supervisory Board propose that the actions of the sitting members of the Board of Management during fiscal year 2017 be approved.

- 3. Resolution approving the actions of the Supervisory Board during fiscal year 2017.**

The Board of Management and the Supervisory Board propose that the actions of the sitting members of the Supervisory Board during fiscal year 2017 be approved.

- 4. Appointment of the Auditor and Group Auditor for fiscal year 2018 and the Auditor for any eventual review of interim financial information.**

The Supervisory Board – based on its Audit Committee's recommendation – proposes to appoint KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, Germany,

- a) as auditor of the financial statements of SGL Carbon SE and of the consolidated financial statements of SGL Group for fiscal year 2018,
- b) in case of a review (*prüferische Durchsicht*) of the condensed set of financial statements and the interim management report (Sections 115 (5) and 117 no. 2 German Securities Trading Act (*Wertpapierhandelsgesetz – WpHG*)) for the first six months of fiscal year 2018 as auditor for such review; and

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- c) in case of a review (*prüferische Durchsicht*) of additional interim financial information (Sections 115 (7) and 117 no. 2 WpHG) for fiscal year 2018 as well as for fiscal year 2019, if and to the extent such interim financial information be issued before the 2019 Annual General Meeting,

as auditor for such review.

5. Resolution on the amendment of Articles 8 (1), 12 (3) and 16 (1) of the Articles of Association.

Taking account of the re-organization of SGL Group and the divestment of business segments in recent past, the Company and representatives of the employees agreed – subject to the approval of the Annual General Meeting – to reduce the number of Supervisory Board members from currently twelve to eight members in the future while maintaining co-determination on the basis of parity. In addition, in some respects the Articles of Association should be updated and allow more flexibility.

The Board of Management and the Supervisory Board therefore propose as follows:

5.1 Article 8 (1) of the Articles of Association shall be revised as follows:

“(1) The Supervisory Board comprises eight members. Four members are appointed by the Stockholders` Meeting. Four members are appointed in accordance with the appointment procedure as provided for in the agreement on the participation of employees in SGL Carbon SE based on the SE Participation Act (SEBG).”

5.2 Article 12 (3) of the Articles of Association shall be revised as follows:

“(3) Each member of the Audit Committee shall receive €3,000.00 for each committee meeting; every member of another permanent, i.e. not only project-related, Supervisory Board committee shall receive €2,000.00 for each committee meeting when in attendance. Deviating from sentence 1, the chairman of the Audit Committee shall receive €6,000.00 for each committee meeting, and the chairman of another permanent Supervisory Board committee shall receive €3,000.00.”

5.3 Article 16 (1) of the Articles of Association shall be revised as follows:

“(1) The Stockholders` Meeting shall be chaired by the Chairman of the Supervisory Board or, if he or she is unable to do so, by a person to be appointed by the Supervisory Board which does not have to be a member of the Supervisory Board or being employed with the Company, except for persons that are excluded from the chair by mandatory law. In the event that neither the Chairman of the Supervisory Board nor a person appointed by the Supervisory Board takes the chair, the chairman of the Meeting is elected by the Stockholders` Meeting.”

6. Election of Supervisory Board Members.

The Annual General Meeting will have to elect three Supervisory Board members representing the shareholders as the term of office of the current Supervisory Board members Dr. Christine Bortenlänger, Dr. Daniel Camus and Dr.-Ing. Hubert Lienhard, who all were appointed at the 2013 Annual General Meeting, expires.

Pursuant to Article 40 (2), (3) of Council Regulation (EC) No 2157/2001 of October 8, 2001 on the Statute for a European company (SE) (SE-VO), Section 17 SE Implementation Act (SE-Ausführungsgesetz, SEAG), Section 21 (3) SE Participation Act (SE-Beteiligungsgesetz, SEBG), Part III of the Agreement on the Participation of Employees in SGL Carbon SE of February 1, 2018 (Employee Participation Agreement), and Section 8 (1) of the Articles of Association of the Company, the Supervisory Board at the moment comprises twelve (12) members. Of the twelve members, the six (6) employee representatives are appointed directly by the SE Works Council (Sections 16.1, 18.3 Employee Participation Agreement). The six (6) representatives of the shareholders are appointed by the Annual General Meeting (Article 40 (2) SE-VO).

In the Supervisory Board of SGL Carbon SE, each gender must also have at least 30% of the seats (Section 17 (2) SEAG). This gender quota must be fulfilled separately by the bench of the

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shareholder representatives and by the bench of the employee representatives, unless, as an exception, the shareholder and employee sides in the Supervisory Board agree for a joint fulfilment within the whole plenum before an election (Section 16.3 Employee Participation Agreement). In the present case, no joint fulfilment has been agreed so that at least two members of each gender must be represented among each of the six (6) Supervisory Board seats of both the shareholders' and the employee representatives' side.

For the present election of three shareholder representatives, this means that at least one female Supervisory Board member must be elected to meet the gender quota.

In addition, the proposal to reduce the size of the Supervisory Board under agenda Item 5.1 shall be taken into account in connection with the election of the three Supervisory Board members. Two of the members of the Supervisory Board to be elected shall therefore be appointed for a term of office which is limited to the registration of the reduction of the Supervisory Board size with the commercial register. With the registration, the shareholders' side in the Supervisory Board would then be reduced from the present six to four members (analogously, the number of employee representatives on the Supervisory Board would also be reduced from six to four members). If the candidates proposed by the Supervisory Board below are appointed, the gender ratio described above would be fulfilled even after the reduction of the Supervisory Board.

The Supervisory Board proposes – based on the recommendation of its Nomination Committee and taking into account its competences profile and its objectives for the composition of the Supervisory Board – that the following individuals be elected as members of the Supervisory Board representing the shareholders:

6.1. **Ms. Ingeborg Neumann**; Berlin; Managing Shareholder (*Geschäftsführende Gesellschafterin*) Peppermint Holding GmbH, Berlin, Germany,

for a term of office until the end of the Annual General Meeting which resolves on the approval of actions of the Supervisory Board members in respect of fiscal year 2022, but for no longer than five years since the beginning of her term, and

6.2. **Dr. Christine Bortenlänger**; Pullach, Germany; Managing Director of Deutsches Aktieninstitut e.V., Frankfurt / Main, Germany; and

6.3. **Dr. Daniel Camus**; Westmount, Canada; (non-executive) member of board of directors of Cameco Corporation, Saskatoon, Canada and of Contour Global plc, London, United Kingdom, as well as (non-executive) member of board of directors (*Conseil d'administration*) of Valéo S.A. Paris, France;

in each case for a term of office until the effectiveness of the registration of the intended amendment of the Articles of Association to reduce the size of the Supervisory Board to a total of eight (8) members in the commercial register of SGL Carbon SE pursuant to Agenda Item 5.1 of this Annual General Meeting, but in any case no longer than until the occurrence of one of the following two circumstances, whichever is earlier: (i) termination of the Annual General Meeting which resolves on the approval of actions of the Supervisory Board members in respect of fiscal year 2022, or (ii) expiry of five years since the beginning of his or her term of office.

It is intended that the Annual General Meeting will vote on the election of Supervisory Board members on an individual basis (*Einzelwahl*).

Further details regarding the candidates for election to the Supervisory Board proposed above under Items 6.1 – 6.3 can be found in this document below following the Agenda.

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Additional information on the Supervisory Board candidates proposed for election under Agenda Item 6

Ms. Ingeborg Neumann; Berlin; Managing Shareholder (*Geschäftsführende Gesellschafterin*) Peppermint Holding GmbH, Berlin, Germany.

Membership in other domestic supervisory boards whose establishment is required by law or in comparable domestic and foreign controlling bodies of business enterprises

- FUCHS PETROLUB SE, Mannheim, Germany (listed company)
- BERLINER WASSERBETRIEBE AöR, Berlin, Germany
- Scienion AG, Dortmund, Germany

Ms. Neumann meets the requirements of Section 100 (5) German Stock Corporation Act in terms of expertise in the areas of accounting and auditing of financial statements.

Dr. Christine Bortenlänger; Pullach, Germany; Managing Director of Deutsches Aktieninstitut e.V., Frankfurt / Main, Germany.

Membership in other domestic supervisory boards whose establishment is required by law or in comparable domestic and foreign controlling bodies of business enterprises

- Covestro AG, Leverkusen, Germany (listed company)
 - Covestro Deutschland AG, Leverkusen, Germany (Covestro Group)
- OSRAM Licht AG, Munich, Germany (listed company)
 - OSRAM GmbH, Munich, Germany (OSRAM Group)
- MTU Aero Engines AG, Munich, Germany (listed company)
- TÜV Süd Aktiengesellschaft, Munich, Germany

Dr. Daniel Camus; Westmount, Canada; (non-executive) member of board of directors of Cameco Corporation and of Contour Global plc, as well as (non-executive) member of board of directors (Conseil d'administration) of Valéo S.A.

Membership in other domestic supervisory boards whose establishment is required by law or in comparable domestic and foreign controlling bodies of business enterprises

- Cameco Corporation, Saskatoon, Canada (listed company)
- Contour Global plc, London, United Kingdom (listed company)
- Valéo S.A., Paris, France (listed company)

With regard to Section 5.4.1 (6) – (8) of the German Corporate Governance Code, the following is declared:

Dr. Bortenlänger is Managing Director of Deutsches Aktieninstitut e.V. Deutsches Aktieninstitut e.V. is a registered association that works in close dialogue with legislators on the development of capital markets and their overall framework, thereby pooling the interests of currently around 200 stock companies of

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various industries, banks and financial service providers, investors, stock exchanges, law firms, leading consulting firms and other major capital market players. Members of Deutsches Aktieninstitut e.V. are also SGL Carbon SE and Bayerische Motoren Werke Aktiengesellschaft (BMW AG), a significant shareholder of SGL Carbon SE. Together, BMW AG and SGL Carbon SE account for about 2.5 % of the annual contributions to Deutsches Aktieninstitut e.V., which is equivalent to just under 2 % of its budget.

Apart from the above and in the assessment of the Supervisory Board, none of the candidates proposed by the Supervisory Board has further personal or business relations with SGL Carbon SE or its Group companies, the governing bodies of SGL Carbon SE, or with a shareholder holding a material interest in SGL Carbon SE subject to disclosure requirements under this provision.

The CVs of Ms. Neumann, Dr. Bortenlänger and Dr. Camus can be found hereafter and are also accessible on the Company's website at www.sglgroup.de (there under "Investor Relations / Annual General Meeting / 2018").

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Curricula Vitae

Ingeborg Neumann

Managing Shareholder (*Geschäftsführende Gesellschafterin*) Peppermint Holding GmbH, Berlin, Germany

Other mandates / activities:

- Bundesverband der Deutschen Industrie (BDI, Federation of German Industries), Berlin, Germany (vice president and treasurer)
- Gesamtverband Textil + Mode (Confederation of the German Textile and Fashion Industry), Berlin, Germany (president)

Curriculum Vitae

Year / place of birth: 1957 in Krefeld, Germany

Studies / Apprenticeship:

Studies in business administration in Münster and Munich (graduate in business management (*Diplom-Kaufmann*))

Professional career:

- Investor and portfolio manager of two venture capital funds, Berlin, Germany (since 2000)
- Founder and managing shareholder of Peppermint Holding GmbH, Berlin, Germany (since 1997)
- Managing Shareholder, Schröder + Partner Management KG, Berlin, Germany (1993-1997)
- Arthur Andersen Wirtschaftsprüfungsgesellschaft, Munich, Germany (1982-1993, auditor, ultimately partner)

Dr. Christine Bortenlänger

Managing Director Deutsches Aktieninstitut e.V., Frankfurt / Main, Germany

Member of the Supervisory Board of SGL Carbon SE (since 2013)

Curriculum Vitae

Year / place of birth: 1966 in Munich, Germany

Studies / Apprenticeship:

Doctorate in Business Economics, Munich, Germany

Bank apprenticeship, Bayerische Vereinsbank AG, Munich, Germany

Professional career:

- Managing Director, Deutsches Aktieninstitut e.V., Frankfurt/Main (since 9/2012)
- Board member of Bayerische Börse AG and CEO of Börse München (2000-2012)
- Deputy CEO of Börse München (1998-2000)
- Senior consultant in the financial services sector at Dr. Seebauer & Partner, Munich (1997-1998)
- Project head for Electronic Commerce, Bayerische Landesbank, Munich (1996-1997)
- Project head of the international research project "Electronic Markets" of Deutsche Forschungsgemeinschaft (1994-1996)

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Dr. Daniel Camus

(non-executive) member of board of directors of Cameco Corporation and of Contour Global plc, as well as (non-executive) member of board of directors of Valéo S.A
Member of the Supervisory Board of SGL Carbon SE (since 2008)

Curriculum Vitae

Year / place of birth: 1952 in Ugny, France

Studies / Apprenticeship:

Doctorate Economics, Paris, France
Institut d'Etudes Politiques (Laureate), Paris, France
Master in Economics, Nancy, France

Professional career:

- (Independent) Board Member in various companies (see above)
- Chief Financial Officer, The Global Fund, Geneva, Switzerland (until April 30, 2017)
- Member of EDF Executive Committee, Paris, France:
 - Group Senior Executive Vice President, International & Strategy
 - Group Chief Financial Officer
- Member of the Board of Management and Executive Committee
Chief Financial Officer, Aventis Pharma and Hoechst Marion Roussel AG, Frankfurt/Main and Bridgewater, USA
- Member of the Board of Management, Managing Director and Chief Financial Officer, Roussel Uclaf S.A., Paris, France
- Corporate Vice President and General Manager Industrial Chemicals Division, Hoechst Canada Inc, Toronto
- Chief Financial Officer, Hoechst Maroc and Polymedic, Casablanca, Morocco
- Corporate Development Manager, Hoechst Canada, Montreal

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Additional Information

Documents and information pursuant to Section 124a German Stock Corporation Act

The following documents are available online at www.sglgroup.de (under "Investor Relations / Annual General Meeting/ 2018") from the day on which the Annual General Meeting is convened. These documents are also available for inspection by shareholders at the Company's premises at Soehnleinstrasse 8, 65201 Wiesbaden, Germany. They will also be available for inspection during the Annual General Meeting:

- Annual financial statements of SGL Carbon SE, consolidated financial statements of the SGL Group, management reports of SGL Carbon SE and SGL Group, report of the Supervisory Board, report pursuant to Sections 289a (1) and 315a (1) HGB, in each case for the 2017 fiscal year
- Additional information (including curricula vitae) on the Supervisory Board candidates proposed for election under Agenda Item 6

As an additional service, copies of the above-mentioned documents will be sent free of charge to each shareholder on request. Please note that by posting the above-mentioned documents on the website of the Company we have fulfilled all legal obligations in this regard. The Company will therefore only undertake one attempt at postal delivery by regular letter.

The other information pursuant to Section 124a German Stock Corporation Act is also available at the above Internet address.

Shares and voting rights

On the date of the invitation convening the Annual General Meeting, the Company's share capital is composed of 122,341,478 no-par value bearer shares, each of which will generally convey one vote. Of the total number of shares, the Company holds 70,501 treasury shares without rights.

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 22, 2018 (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 22, 2018 (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. May 8, 2018 (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

Telefax: +49 - (0)89 - 88 96 906 33
E-Mail: anmeldung@better-orange.de

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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.

Significance of the verification date

Pursuant to Section 123 (4) sentence 5 German Stock Corporation Act, persons shall only be deemed shareholders for the purpose of attending the Annual General Meeting and exercising the voting right if they have provided verification as to their shareholding within due time. For this reason, the Company may prevent a person from attending the Annual General Meeting and exercising voting rights if such verification is not produced at all or not in due time. The shares will not be blocked upon notification of the intention to attend the Annual General Meeting but will remain freely available. Any disposal after the verification date will not have any effect on the authority to attend the Annual General Meeting and to exercise voting rights related to such shares as for these rights one's shareholding on the verification date is relevant. The same principle applies for acquisitions of shares after the verification date. Therefore, any person not yet holding shares as of the verification date who only became shareholder after the verification date will not be entitled to attend the Annual General Meeting and to exercise voting rights.

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:

- a) 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 towards 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

Telefax: +49 - (0)89 - 88 96 906 33
E-Mail: sglgroup-hv2018@better-orange.de

or in text form towards 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

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representative's evidence of the authorization be subject to Section 135 (5) sentence 4 German Stock Corporation Act.

- b) 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 lit. a) above by no later than May 27, 2018 (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.
- c) 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.sglgroup.de (under "Investor Relations / Annual General Meeting / 2018"). 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 28, 2018 (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 attending the Annual General Meeting (postal vote). Voting by postal vote is subject to the same participation requirements as those that apply 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 27, 2018 (24.00 hours CEST) at the address

SGL Carbon SE
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich
Germany

Telefax: +49 - (0)89 - 88 96 906 33

E-Mail: sglgroup-hv2018@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.

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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.sglgroup.de (under "Investor Relations / Annual General Meeting / 2018"). 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 28, 2018 (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 postal votes and powers of attorney for proxies appointed by the Company be received, postal votes will always be regarded as taking preference 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.

Partial transmission of the Annual General Meeting

The shareholders of the Company and other interested persons may watch the speech of the Chairman of the Board of Management to the Annual General Meeting on May 29, 2018 on the internet at www.sglgroup.de (under "Investor Relations / Annual General Meeting / 2018"), subject to technical availability.

Shareholders' Rights: Counter-motions and Voting Proposals

Counter-motions and voting proposals within the meaning of Sections 126, 127 German Stock Corporation Act may be sent at least 14 days before the day of the Annual General Meeting, i.e. by no later than on May 14, 2018 (24.00 hours CEST) to the following address, fax number or E-mail address only:

SGL Carbon SE
Group Legal
Soehnleinstrasse 8
65201 Wiesbaden
Germany

Telefax: +49-(0)611 -6029-4234
E-mail: HV2018@sglgroup.com

Any counter-motions and voting proposals to be made available will be published on the Internet at www.sglgroup.de (under "Investor Relations / Annual General Meeting / 2018"). Any comments by the Board of Management or the Supervisory Board will also be published at the same internet address.

Shareholders' Rights: Complementary motions regarding the agenda

Pursuant to Article 56 SE-VO, Section 50 (2) SEAG and Section 122 (2) German Stock Corporation Act, shareholders whose shares, taken together, reach the twentieth share of the registered share capital of the Company or the proportionate share in the Company's registered share capital of at least €500,000.00 (which is equal to 195,313 no-par value shares of the Company) may request that items be put on the agenda and announced. Each new item must be accompanied by a statement of reasons or a proposed resolution.

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Such a request for inclusion on the agenda is to be addressed to the Board of Management and must be received by the Company in writing, with the required documents attached, at least 30 days prior to the Annual General Meeting, i.e. by April 28, 2018 (24.00 hours CEST) at the latest. We kindly ask that such requests are sent to the following address:

SGL Carbon SE
Board of Management
Group Legal
Soehnleinstrasse 8
65201 Wiesbaden
Germany

Shareholders' Rights: Information rights pursuant to Section 131 (1) German Stock Corporation Act

Pursuant to Section 131 (1) German Stock Corporation Act, each shareholder and each shareholder representative may request from the Board of Management in the Annual General Meeting information on matters of the Company, the Company's legal and business relationships with an affiliate and on the situation of the Group and of the companies included in the consolidated financial statements, if and to the extent such information is required to properly assess one or several agenda items. We point out that the Board of Management may refuse to provide information under the conditions set out in Section 131 (3) German Stock Corporation Act.

More information on the shareholders' rights pursuant to Article 56 SE-VO, Section 50 (2) SEAG, Sections 122 (2), 126, 127 and 131 (1) German Stock Corporation Act is available online at www.sglgroup.de (under "Investor Relations / Annual General Meeting / 2018").

Wiesbaden, April 2018

SGL Carbon SE

The Board of Management

Important additional Notices:

- In order to avoid that items which may endanger or disturb the Annual General Meeting are brought in by attendees, you will be guided through a security check. If necessary, items will be stored for you until you leave the Annual General Meeting. These measures contribute to a smooth and secure conduction of the Annual General Meeting, but may result in waiting time when entering the venue. For this reason, we would ask that you please arrive in good time prior to the start of the Annual General Meeting.
- Unfortunately, we can only reserve parking spaces in the "Kurhaus" car park for the participants of the Annual General Meeting this year. Therefore, the number of available parking spaces is reduced compared to previous years. Please bear in mind that this may not guarantee parking for each participant and may require you to use public parking.

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- INFORMATION ON DATA PROTECTION

The Company processes personal data in accordance with the applicable data protection laws to enable the shareholders to participate in, as well as to exercise their rights during the course of the Annual General Meeting. Therefore, SGL Carbon SE, Soehnleinstrasse 8, 65201 Wiesbaden, Germany, is the responsible body for data processing. The legal basis for the processing is – as of May 25, 2018 – Article 6 (1) sentence 1 c) of the General Data Protection Regulation.

For the purpose of the Annual General Meeting, the Company will mandate certain service providers. These providers will only receive personal data from the Company to the extent it is needed to provide the requested services. The service providers process this data exclusively in accordance with the instructions of the Company. In addition, personal data will be made available to shareholders and shareholder representatives in the context of the Annual General Meeting in accordance with applicable mandatory law.

The personal data will be stored in accordance with legal obligations by the Company and afterwards deleted.

You are at any time entitled to exercise any of your rights of access, of rectification, of restriction, of objection and of erasure with regard to the processing of your personal data as well as to exercise your right to data portability in accordance with chapter III of the General Data Protection Regulation. You can assert these rights against the Company free of charge by writing an e-mail to the address

HV2018@sglgroup.com

or via the following contact details:

SGL Carbon SE
Group Legal
Soehnleinstrasse 8
65201 Wiesbaden
Germany
Telefax:+49-(0)611 -6029-4234

Furthermore, you have the right to lodge a complaint with the supervisory authorities for data protection according to Article 77 of the General Data Protection Regulation.

You can contact our internal data protection officer at:

SGL Carbon SE
Data Protection Officer (*Datenschutzbeauftragter*)
Werner-von-Siemens-Straße 18
86405 Meitingen
Germany
Telephone: +49-(0)8271-83 1243