

Postal and proxy voting form

This form does not replace the orderly registration for the Annual General Meeting. Please note the information on the page below.

Person making the declaration

Last name or company*

Number of shares*

First name*

Admission card number*

Zip code/City*

Internet access code

*Mandatory fields (please obtain the data from the Annual General Meeting admission card sent to you following completion of registration procedures).

A. Postal vote or proxy / instructions to proxies appointed by the Company (“proxy / instructions”)


















I/we am/are exercising my/our voting rights at the Annual General Meeting of SGL CARBON SE on April 30, 2014 by postal vote as specified below, or by issuing a proxy to Dr. Stephan Bühler and Dr. Dirk Matthes, Wiesbaden, (proxies appointed by the Company), each individually, under disclosure of my/our name, to exercise my/our voting rights as specified below, including the right to delegate this proxy authority.

Postal votes and/or proxy / instructions are revoked by personal participation in the Annual General Meeting by the party who issued the proxy or his or her representative.

I/we issue a proxy to the proxies appointed by the Company

If you do not check this box and/or do not sign or conclude the proxy in accordance with § 126b of the German Civil Code, you will exercise your voting rights by postal vote.

Proposed resolutions according to the German Federal Gazette

	YES	NO
2. Resolution approving the actions of the members of the Executive Committee during fiscal year 2013	<input type="checkbox"/>	<input type="checkbox"/>
	 01	 02
3. Resolution approving the actions of the members of the Supervisory Board during fiscal year 2013	<input type="checkbox"/>	<input type="checkbox"/>
	 03	 04
4. Appointment of the auditor and group auditor for fiscal year 2014	<input type="checkbox"/>	<input type="checkbox"/>
	 05	 06
5. Resolution to approve the amended system of remuneration for Executive Committee members	<input type="checkbox"/>	<input type="checkbox"/>
	 07	 08
6. Resolution to cancel the Conditional Capital 2004/II in Article 3 (10) of the Articles of Association and corresponding amendments of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>
	 09	 10
7. Resolution for the adjustment of the remuneration of the Supervisory Board and for an amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>
	 11	 12
8. Resolution on the deletion of Article 8 (3) and amendment of Article 10 (6) of the Articles of Association		
a) Resolution on the deletion of Article 8 (3)	<input type="checkbox"/>	<input type="checkbox"/>
	 13	 14
b) Resolution on the amendment of Article 10 (6)	<input type="checkbox"/>	<input type="checkbox"/>
	 15	 16
_____ Date, signature(s) or other conclusion of the declaration acc. to § 126b of the German Civil Code		 00

B. Proxy to a third party

I/we hereby authorise

Last name or company

First name

City

to represent me/us in the Annual General Meeting mentioned above under disclosure of my/our name(s). The proxy revokes any proxies issued by other means and encompasses exercising of all shareholder meeting related rights, including delegating the proxy authority. It is revoked by personal participation in the Annual General Meeting by the party who issued the proxy.

Date, signature(s) or other conclusion of the declaration acc. to § 126b of the German Civil Code

Notes

Registration for the Annual General Meeting

You may only participate in the Annual General Meeting and exercise your voting rights if your registration procedure is complete and you submit evidence of your shareholding as of the beginning of the 21st day before the Annual General Meeting, i.e. April 9, 2014 (00:00 hours CEST).

The registration and the evidence of your shareholding must be received no later than April 23, 2014 (24:00 hours CEST) at the following address:

SGL CARBON SE

c/o Computershare Operations Center

80249 Munich

Fax: +49-(0)89-30903-74675

E-mail: anmeldestelle@computershare.de

The registration may be processed by your securities custodian bank. The receipt of your registration documents by the securities custodian bank does not represent valid registration for the Annual General Meeting. Registration is only valid on timely receipt of the registration and evidence of share ownership at the above address by the date stated.

Association with a registration

This form can only be recognised if it can be clearly associated with a registration. If such an association is not possible due to failure to register or due to improper registration, or to information on this form being illegible or incomplete, the voting rights cannot be exercised by postal vote or by instruction to the Company's proxy representative, nor can a representative participate or exercise the shareholder voting rights.

Relationship to other forms

You can also use the forms printed on the admission card to exercise postal votes or to issue proxy voting instructions. The admission card will be sent to you on completion of the registration procedure. The use of this form ensures the association with the registration.

Instructions for completing this form

Please fill out this form completely and legibly. The required information about the party issuing this declaration can be found on your admission card, which is sent to you on completion of your registration. It is not a binding requirement to use this form. You can also use another declaration in text form. The explanations above concerning the association of the power of authority to a registration apply accordingly.

Personal participation in the Annual General Meeting or representation by a third party (see B above)

With the admission card sent to you after proper registration, you or a party authorised by you can personally participate in the Annual General Meeting. If you would like to issue a proxy to a third party, you may use this proxy representative form or the third party authority form on the first third of the admission card (overleaf). If so, please furnish your representative with this proxy instruction form, fully completed, or the admission card with the third-party authority form completed. You may also furnish your representative with the admission card and forward the proxy or evidence thereof to the company address listed below. Please inform your proxy representative specifically of this situation.

Postal vote or proxy / instructions to proxies appointed by the Company (see A above)

If you are not personally participating in the Annual General Meeting and you are not authorising a third party, you can exercise your voting rights by postal vote or have them exercised by proxies appointed by the Company. You can also use the form printed on the admission card for this purpose. Please select the preferred option and issue a vote on all proposed resolutions. Please mark the YES box to approve or the NO box to reject. If you do not make a mark, this will be counted as an abstention. Double marks are considered invalid. If individual votes are taken on a combined resolution proposal, your voting instructions apply respectively to the individual resolution proposal. Conclude the proxy / instructions e.g. by signing.

Please send the postal voting instructions or proxy / instructions by no later than April 28, 2014 (24:00 hours CEST) to:

SGL Carbon SE

c/o Computershare Operations Center

80249 Munich

Fax: +49-(0)89-30903-74675

E-Mail: SGL-HV2014@computershare.de

Where both postal voting instructions and a proxy / instructions are received, the postal voting instructions are given precedence.

When voting by postal vote, you cannot exercise participation rights that go beyond your voting rights, such as putting forward a motion, asking questions or issuing declarations. Proxies appointed by the Company can only exercise voting rights for you on the basis of explicit instructions. Proxies appointed by the Company will not implement any instructions beyond these. If you would like to exercise other participation rights than those described, you must participate in the Annual General Meeting yourself or authorise a third party as your proxy.

Even after voting by postal vote or issuing a proxy / instructions, you have the right to personally participate in the Annual General Meeting. The personal registration by you or your representative at the entrance to the Annual General Meeting is considered a revocation of any postal vote or proxy / instructions.

You may review shareholder motions (or counter-motions) and voting proposals that are subject to disclosure regulations on the internet at:

www.sglgroup.de (under "Investor Relations / Annual General Meeting / 2014")

A counter-proposal that is directed exclusively at rejecting a proposed resolution can be supported by voting against the recommendation of management. Lacking explicit voting instructions, issuing a vote via postal vote or via proxy / instructions on more detailed proposals, such as counter-proposals with specific content or procedural proposals, is not possible.

Postal voting and proxies via the internet

Postal voting instructions, proxies and a proxy / instructions issued via the internet-based system can also be changed or revoked via the internet-based system. Use the following internet address for this purpose: www.sglgroup.de (under "Investor Relations / Annual General Meeting / 2014"). In contrast to the other methods of transmission, postal votes, proxies or a proxy / instructions can be issued, changed or revoked by the internet-based system up no later than April 29, 2014 (18:00 hours CEST). Additional explanations can be found on the specified internet site.

Postal votes, proxies or a proxy / instructions that you have issued or conveyed in another way cannot be changed or revoked via the internet-based system.