

Declaration of Conformity, in accordance with Section 161 of the German Stock Corporation Act (AktG)

FUCHS PETROLUB SE complies with all recommendations of the "Government Commission on the German Corporate Governance Code Government Commission" in the version valid since June 10, 2013 (also in future) with the following exceptions:

Section 4.2.3

The variable compensation, and thereby the overall compensation, of the Executive Board is not subject to any upper limits. The variable compensation is based on FUCHS VALUE ADDED (FVA) and the underlying KPIs of EBIT, capital employed, and average cost of capital, as well as a performance assessment to be performed annually by the Supervisory Board. In the light of the above, the Supervisory Board does not currently see any need to introduce any upper limits for compensation.

Section 5.4.3

As per Section 5.4.3 of the Code, elections to appoint members of the Supervisory Board should take the form of individual elections. Within the scope of the process for changing its corporate form to a European Company (SE), FUCHS PETROLUB decided to appoint the four shareholder representatives of the first Supervisory Board at FUCHS PETROLUB SE by the company's Articles of Association and in accordance with Section 40 (2) sentence 2 of the SE Regulation. The company's Articles of Association were passed by the Annual General Meeting on May 8, 2013, and entered into the commercial register on July 18, 2013.

Mannheim, December 9, 2013

Dr. Jürgen Hambrecht
Chairman of the Supervisory Board

Stefan R. Fuchs
Chairman of the Executive Board