

Declaration of Conformity pursuant to Section 161 German Stock Corporation Act

FUCHS PETROLUB AG complies with all recommendations of the "Government Commission of the German Corporate Governance Code" in the version valid since June 15, 2012 (also in future) with the following exception:

Clause 5.4.3

According to clause 5.4.3 elections to the Supervisory Board shall be made on an individual basis. For purposes of the conversion into a SE, FUCHS PETROLUB has decided to appoint the four representatives of the shareholders of the first Supervisory Board of FUCHS PETROLUB SE by the statutes. This corresponds to the option for appointing members of the first Supervisory Board of a SE specified in the law (Art. 40, paragraph 2, sentence 2 of the SE Regulation). Hence, this difference refers only to the appointment of the first Supervisory Board of the future FUCHS PETROLUB SE. This decision does not imply any further statement for the future.

Mannheim, December 14, 2012

Dr. Jürgen Hambrecht
Chairman of the Supervisory Board

Stefan R. Fuchs
Chairman of the Executive Board