

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

FUCHS PETROLUB SE complies with all recommendations of the “Government Commission of the German Corporate Governance Code” in the version valid since September 30, 2014 (also in future) with the following exception:

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 weighted 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.

Mannheim, December 9, 2014

**Dr. Jürgen Hambrecht**

Chairman of the Supervisory Board

**Stefan R. Fuchs**

Chairman of the Executive Board