

Declaration by the Board of Management and the Supervisory Board of LANXESS AG pursuant to Article 161 of the German Stock Corporation Act regarding the German Corporate Governance Code

After careful consideration, the Board of Management and the Supervisory Board hereby issue the following declaration:

Since issuing its last declaration of compliance on 10 December 2020, LANXESS AG has complied with the recommendations of the Government Commission on the German Corporate Governance Code ("Government Commission") as amended on 16 December 2020, which was published on 20 March 2020 by the Federal Ministry of Justice in the official section of the Federal Gazette with the exception described below and will comply with them in the future with the exception described below:

After publication of the new version of the German Corporate Governance Code ("GCGC") on 20 March 2020, the Supervisory Board adopted a new compensation system for the Board of Management according to the recommendations of the new GCGC which was approved by the Annual Stockholders' Meeting of LANXESS AG on May 19, 2021. Although according to the explanatory memorandum amendments to the new version of the Code did not have to be reflected in current Management Board contracts, the new compensation system has already been implemented in existing Management Board contracts with effect from 1 January 2021, with one exception. Insofar as this was not already reflected in the Management Board contracts, the recommendation in G.6 that the share of long-term variable compensation should outweigh that of short-term variable compensation has not yet been implemented for some of the current Management Board contracts in order to maintain the previously agreed weighting of the individual compensation elements and thus the level of total compensation. In the event of future reappointments or new appointments of Management Board members, the Supervisory Board will apply the recommendation in G.6 in all new Management Board contracts to be concluded in accordance with the new compensation system. This was already done when the new contract was concluded for Dr. Borkowsky in connection with his reappointment as a member of the Management Board with effect from June 1, 2022.

Cologne, 7 December 2021

For the Supervisory Board For the Board of Management

(Dr. Matthias Wolfgruber) (Matthias Zachert) (Michael Pontzen)