



**LANXESS Aktiengesellschaft  
Cologne**

- ISIN DE0005470405 -  
- German Securities Identification Number (WKN) 547040 -

**Publication pursuant to Article 5(1)(a) of Regulation (EU) No 596/2014 and Article 2(1)  
of the Commission Delegated Regulation (EU) No 2016/1052**

The Board of Management of LANXESS AG resolved to acquire up to 150,000 own shares pursuant to Section 71 (1) no. 2 of the German Stock Corporation Act (AktG) beginning as of 28 September 2016. The share buy-back serves the sole purpose of meeting obligations arising from an employee share program within the meaning of Article 5(2)(c) of Regulation (EU) No 596/2014 of 16 April 2014 on market abuse ("**Market Abuse Regulation**"). The share buy-back shall be completed at the latest on 7 October 2016.

The share buy-back is limited to a purchase price (excluding incidental costs) of up to EUR 6 million to be paid for the acquisition of the shares. The shares will be solely acquired in the XETRA trading at the Frankfurt Stock Exchange. The buy-back will be lead-managed by a credit institution in accordance with the Market Abuse Regulation and Articles 2 to 4 of the Commission Delegated Regulation (EU) No 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.

The credit institution makes its trading decisions concerning the timing of the purchases of LANXESS AG's shares independently of and uninfluenced by LANXESS AG. LANXESS AG will thus not exercise any influence over the decisions of the credit institution.

The relevant purchase price (excluding incidental acquisition costs) for the shares to be bought back must not exceed or fall below the price of the company's shares determined in the opening auction on the trading day in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange by more than 10%. In addition, the purchase price must not be higher than the higher of the price of the last independent trade and the highest current independent purchase bid on the stock exchange where the purchase is carried out. Orders shall not be placed during an auction phase and the orders placed before the start of the auction phase shall not be modified during that phase. Furthermore, the credit institution shall not purchase in total on any trading day more than 25% of the average daily volume of the shares on the stock exchange on which the purchase is carried out. The average daily volume of shares shall be calculated based on the average daily trading volume during the 20 trading days preceding the date of purchase.

LANXESS AG will regularly provide information on the progress of the share buy-back on its website at [www.lanxess.com](http://www.lanxess.com).

Cologne, September 2016

The Board of Management