



Orion Engineered Carbons Group Investor Relations and Corporate Communications Policy

I. Introduction

As a public company, Orion Engineered Carbons S.A. (together with its subsidiaries the "**Company**") has an obligation to ensure that all communications of material information are timely, factual, accurate, transparent, consistent and credible, and in compliance with the applicable securities laws of the United States and the applicable legal requirements of the various regulatory agencies to which the Company is subject to including, without limitation, the requirements of the Securities and Exchange Commission (the "**SEC**") and the New York Stock Exchange (the "**NYSE**"). It is imperative that communication is consistent, that selective disclosure is avoided at all times and that all parties in the investment community have fair access to information. The goal of this Investor Relations and Corporate Communications Policy (this "**Policy**") is to promote compliance with Regulation Fair Disclosure ("**Regulation FD**") and Regulation G – Conditions for Use of Non- GAAP Financial Measures ("**Regulation G**"), as well as with NYSE-listed company disclosure requirements. Failure to fulfill these obligations may result in significant liability for the Company and, in some instances, certain directors, officers, employees and independent contractors individually.

II. **In short: General Principles to be observed by all Individuals**

For quick reference, this Policy is applicable to all directors, officers, employees and independent contractors (collectively, "**Individuals**") of the Company.

The Policy states in short that:

- Any disclosure and communication to third persons outside the Company is handled exclusively by Authorized Spokespersons (as defined and further described in item VI. below) or is channeled by those to other authorized spokespersons or committees.
- Individuals may not discuss or otherwise disclose material, nonpublic information with any person outside the Company (see item VIII. below). Any Individual that is contacted by a member of the investment community shall direct all such inquiries to the Investor Relations Director (see item XVI. below)
- Any Individual who believes that a disclosure of material nonpublic information about the Company may have occurred should notify the CEO, CFO or General Counsel immediately (see item VIII. below)
- All press releases issued by or on behalf of the Company in any form or medium must be approved in advance by the Disclosure Committee, the General Counsel, the Audit Committee or the full Board of Directors (see item IX. below)
- Quarterly earnings information must be disclosed as set forth under item X. below
- In advance of an earnings release, the Company must observe a "quiet period" with respect to communication with the investment community (see item XV. below)

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- Forward looking information and guidance shall only be disclosed as set forth under item XIV. below
- The Company shall not provide analyst reports or models through any means to any person outside the Company (see item XVII. below)
- Investment community meetings and conferences, tradeshow presentations, road- shows or similar events must be conducted in a Regulation FD compliant manner as set forth under item XII. below
- In compliance with Regulation FD, if the Company discloses material nonpublic information to certain specific persons it must disseminate the same information to the public simultaneously for intentional disclosures or promptly for non-intentional disclosures (see item IV. below)
- All questions relating to this Policy should be referred to the Investor Relations Director and/or the General Counsel (see item XVIII. below)
- Violations of Regulation FD (as further described herein) are subject to SEC enforcement action, which may include administrative action or civil action against the Company or an Individual

III. Statement of Policy

This Policy mandates that the Individuals shall not disclose internal matters or developments that relate in any way to material, nonpublic information with any person not affiliated with the Company (including, without limitation, family members, relatives and friends) except as required in the performance of such Individuals' duties and in accordance with this Policy.

This Policy covers: disclosures in statements made in the Company's annual and quarterly reports; any SEC-filed documents; product news releases and/or earnings releases; communications between the Company and analysts, investors and the news media; senior management speeches and presentations; and information contained on the Company's website, social media channels and intranet, and includes discussion of material, nonpublic information in public or quasi-public areas where conversations may be overheard.

Further, no Individual may participate in, host or link material nonpublic information to internet chat rooms, bulletin boards, blogs or other similar social media that discuss the Company or any of its products or subsidiaries in any fashion, except as, and only to the extent required in the performance of such Individual's duties and in accordance with this prior review by the Investor Relations Director per this Policy.

Nothing in this Policy should be construed as prohibiting an Individual from complying with local, state and federal laws and regulations, including those dealing with reporting emergencies to appropriate non-Company agencies.

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This Policy 1) prohibits the selective disclosure of material nonpublic information about the Company in violation of Regulation FD; and 2) sets forth procedures to prevent such improper selective disclosures.

For purposes of this Policy, “**material information**” includes any information that a reasonable investor would consider important in making a decision to buy, sell or hold securities.

“**Nonpublic information**” includes information that has not been disclosed to the public and, even after disclosure has been made, until a reasonable time has passed after it has been disclosed by means likely to result in widespread public awareness (e.g., SEC filings, press releases or publicly accessible conference calls).

IV. Regulation FD

Regulation FD requires that whenever the Company, or a person acting on behalf of the Company, discloses material nonpublic information to certain specified persons (including brokers, dealers, analysts and security holders/stockholders) the Company must disseminate the same information to the public:

- simultaneously (for intentional disclosures) or,
- promptly (for non-intentional disclosures)

Public disclosure of such material non-public information may be made either through the issuance of a press release, the filing or “furnishing” of a report on Form 8-K or through another Regulation FD compliant method. If public disclosure is to be made through a conference call and/or webcast, the conference call and/or webcast must be preceded by adequate advance notice of the conference call and/or webcast, including the means of accessing it.

Regulation FD specifically prohibits selective disclosure to the following groups of persons:

- brokers, dealers and persons associated with them, including investment analysts;
- investment advisers, certain institutional investment managers and their associated persons;
- investment companies and affiliated persons; and
- holders of any of the Company’s securities under circumstances in which it is reasonably foreseeable that the security holders would purchase or sell securities on the basis of the information.

Each such person above is referred to herein as an “**FD Person**.” If you are in doubt as to whether someone is covered by this Policy, then either (i) assume that they are, or (ii) contact a member of the Disclosure Committee (see below) for guidance.

Regulation FD does not specifically prohibit communications with the following:

- Company employees (even when the employees are stockholders);



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- Any person who owes a duty of trust or confidence to the Company through professional responsibility or by contract (e.g., an attorney, accountant or investment banker); and
- Any person who has entered into an express confidentiality agreement with the Company (whether written or oral).

Although Regulation FD does not specifically prohibit communication with the individuals above, it is the Company's policy to follow Regulation FD guidelines with communication to these individuals/groups as well.

Regulation FD also does not apply to communications made "in connection with" registered public offerings for issuer capital-raising purposes (e.g., to an underwriter in connection with an initial public offering).
