

Orion Engineered Carbons S.A.

Statement of Significant Corporate Governance Differences

As a foreign private issuer with registered office in Luxembourg that is listed on the New York Stock Exchange (“NYSE”), we are generally entitled to follow the corporate governance practices applicable to Luxembourg issuers under the corporate and securities laws of the Grand Duchy of Luxembourg (“Luxembourg Law”). We are, however, required by Section 303A.11 of the NYSE Listed Company Manual to identify any significant ways in which our corporate governance practices differ from those required to be followed by U.S. domestic companies under NYSE listing standards. The significant differences are summarized below.

- Rule 10A-3(b)(2) under the U.S. Securities Exchange Act requires that a U.S. public company's independent auditors be appointed by the company's audit committee. As required under Luxembourg Law and our Articles of Association, our independent auditors are appointed by a general meeting of shareholders upon the recommendation of the Audit Committee.