

**LANXESS Aktiengesellschaft, Leverkusen
Annual Stockholders' Meeting on 28 May 2010**

Proxy Form for Third-Party Authorization

This form does not replace the orderly registration for the Annual Stockholders' Meeting. Please pay attention to the explanations made in the convening of the Annual Stockholders' Meeting, which can also be found on the Company's website and on the admission ticket.

Person/s giving the proxy

Last name or name of the company*

Number of shares *

First name*

Admission ticket no. *

* Please derive the information from the admission ticket to the Annual Stockholders' Meeting. Please print clearly and legibly.

I/We appoint as my/our proxy person

Last name**

First name**

Place of residence**

to represent me/us in the Annual Stockholders' Meeting on 28 May 2010 and particularly to exercise the voting rights for the shares mentioned above. The right of issuing further substitute proxies is included.

Date Ending of the statement
(e.g. by signature, simulation of the signature or otherwise)

** Please print clearly and legibly.