

Statement of compliance in accordance with section 161 of the German Stock Corporation Act (*Aktiengesetz*)

On 14 February 2020, the Managing Board and on 18 February 2020, the Supervisory Board resolved to submit the following statement of compliance in accordance with section 161 para. 1 of the German Stock Corporation Act:

Managing Board and Supervisory Board of HeidelbergCement AG declare, in accordance with section 161 para. 1 of the German Stock Corporation Act, that HeidelbergCement AG has fully complied with, and is fully in compliance with, the recommendations of the Government Commission on the German Corporate Governance Code in the version dated 7 February 2017, since submission of last year's statement of compliance in February 2019.

Heidelberg, 14/18 February 2020

HeidelbergCement AG

The Managing Board

The Supervisory Board