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Bernstein 33rd Annual Strategic Decisions Conference

Bob Patel CEO

June 1, 2017



Cautionary Statement



The statements in this presentation relating to matters that are not historical facts are forward-looking statements. These forwardlooking statements are based upon assumptions of management which are believed to be reasonable at the time made and are subject to significant risks and uncertainties. Actual results could differ materially based on factors including, but not limited to, the business cyclicality of the chemical, polymers and refining industries; the availability, cost and price volatility of raw materials and utilities, particularly the cost of oil, natural gas, and associated natural gas liquids; competitive product and pricing pressures; labor conditions; our ability to attract and retain key personnel; operating interruptions (including leaks, explosions, fires, weather-related incidents, mechanical failure, unscheduled downtime, supplier disruptions, labor shortages, strikes, work stoppages or other labor difficulties, transportation interruptions, spills and releases and other environmental risks); the supply/demand balances for our and our joint ventures' products, and the related effects of industry production capacities and operating rates; our ability to achieve expected cost savings and other synergies; our ability to successfully execute projects and growth strategies; legal and environmental proceedings; tax rulings, consequences or proceedings; technological developments, and our ability to develop new products and process technologies; potential governmental regulatory actions; political unrest and terrorist acts; risks and uncertainties posed by international operations, including foreign currency fluctuations; and our ability to comply with debt covenants and service our debt. Additional factors that could cause results to differ materially from those described in the forwardlooking statements can be found in the "Risk Factors" section of our Form 10-K for the year ended December 31, 2016, which can be found at www.lyondellbasell.com on the Investor Relations page and on the Securities and Exchange Commission's website at www.sec.gov.

The illustrative results or returns of growth projects are not in any way intended to be, nor should they be taken as, indicators or guarantees of performance. The assumptions on which they are based are not projections and do not necessarily represent the Company's expectations and future performance. You should not rely on illustrated results or returns or these assumptions as being indicative of our future results or returns.

This presentation contains time sensitive information that is accurate only as of the date hereof. Information contained in this presentation is unaudited and is subject to change. We undertake no obligation to update the information presented herein except as required by law.

Reconciliations for our non-GAAP measures can be found in the Appendix to this presentation or on our website at www.lyb.com/investorrelations

World-Class Scale With Leading Positions



#5

#6

#2

#3

#2

#6

#1

#1

#1

Who We Are 2016 Global Market Positions⁽³⁾ Ethylene \$37 billion market capitalization⁽¹⁾ Global independent chemical company, incorporated under Chemicals Propylene Dutch law Executive offices in London, Rotterdam, and Houston **Propylene** Oxide Products sold in ~100 countries, with 55 manufacturing sites across 17 countries Polyolefins (PE and PP) EBITDA / Diluted EPS Performance Polypropylene Polymers EBITDA EPS USD, millions (\$/share) Polyethylene \$20 \$10,000 ■ EBITDA as Reported ■ EPS as Reported — Excluding LCM⁽²⁾ 18 8,000 16 Polypropylene Compounds 14 6,000 12 10 4,000 8 Oxyfuels MTBE and ETBE 6 4 2,000 2 Technology **Polyolefins Licensing** 2012 2013 2014 2015 2016 and R&D

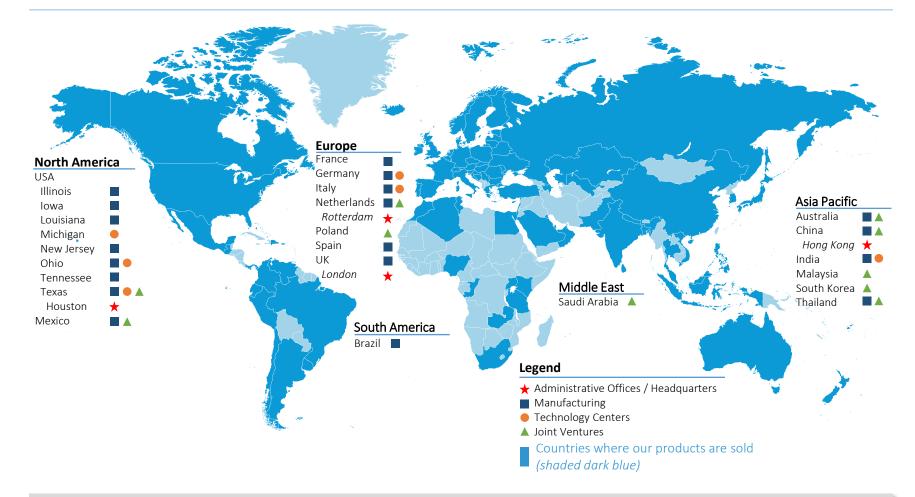
(1) As of March 31, 2017

(2) LCM stands for "lower of cost or market." Further detail regarding LCM adjustments can be found in the Appendix under "Information Related to Financial Measures."

(3) Source: IHS, LYB. Reflects market positions of chemical-grade and polymer-grade propylene (not refinery-grade).

Significant Global Footprint

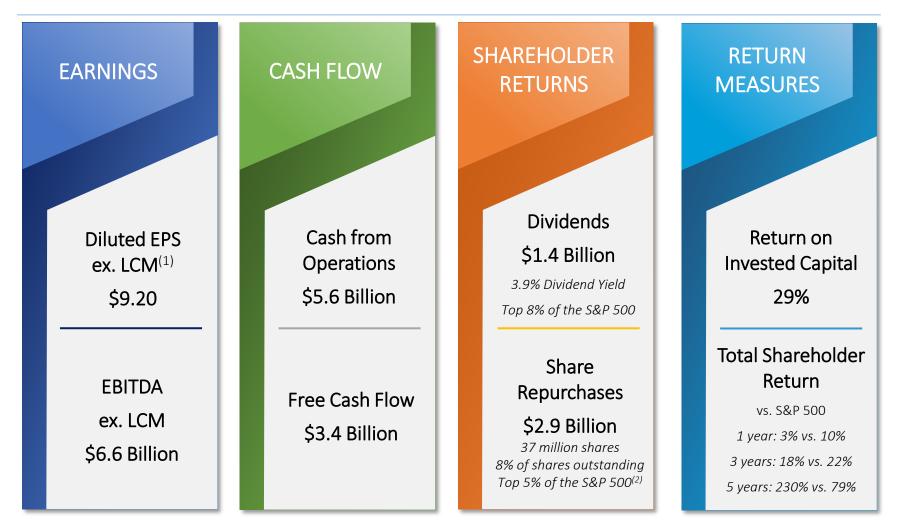
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More than half of our 13,000 employees are outside the U.S.

LyondellBasell in 2016

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(1) LCM stands for "lower cost or market." Further detail regarding LCM adjustments can be found under "Information Related to Financial Measures."

(2) Share repurchases ranked as a percentage of LTM Average Market Capitalization.

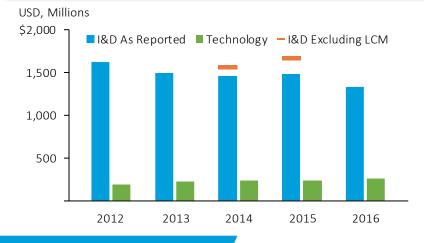
A High Performing Portfolio: EBITDA (ex. LCM) Across Time

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Olefins & Polyolefins - Americas



Intermediates and Derivatives and Technology







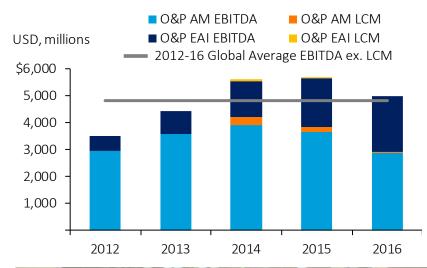
Refining



Global O&P Overview



EBITDA (ex. LCM) History





Key Messages

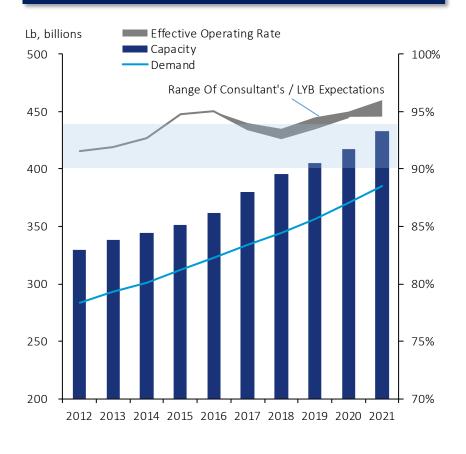
- LYB O&P is a strong earnings and cash generator
- Strong global presence
- Global trends favor continued demand growth
- Favorable global operating rates
- U.S. remains feedstock advantaged



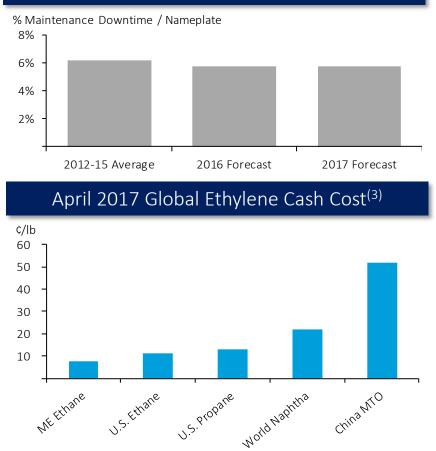
O&P: Industry Capacity Delays and Demand Growth Support Strong Operating Rates



Global Ethylene Supply / Demand ⁽¹⁾



Global Ethylene Downtime⁽²⁾



(1) Source: IHS, LYB estimates, effective operating rate assuming 6% industry downtime. Based on 2017 updated balances.

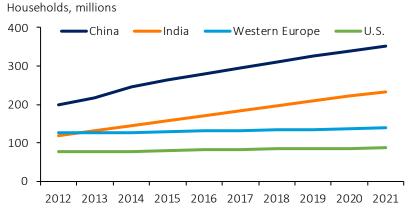
(2) Source: IHS. Economic downtime excluded.

(3) Source: IHS and LYB analysis.

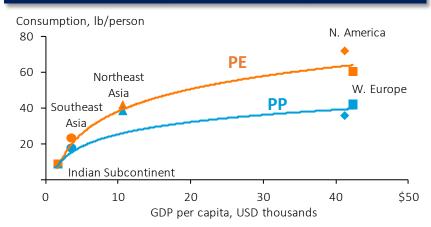
Global Macro Trends Demographics Driving Demand

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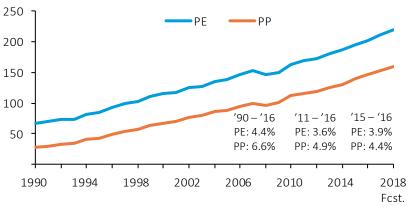
Upper/Middle Class Households

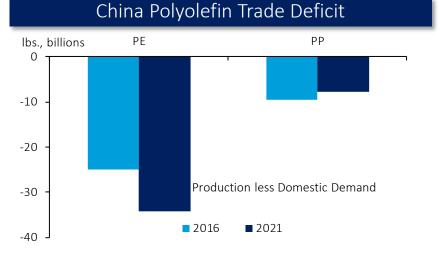


2016 Polyolefins Consumption



World PE and PP Demand

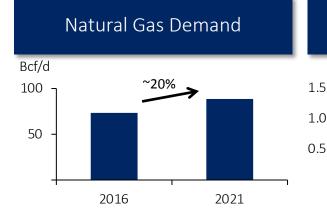




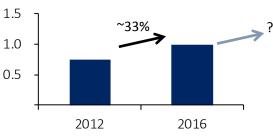
Source: IHS.

Trends Support Further Increases in U.S. Gulf Coast Ethane Supply

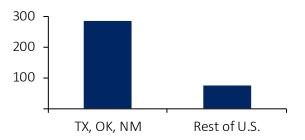
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Ethane gal/Mscf Gas Increasing



Rig Count Additions Jun '16 – Mar'17



- Growing demand focused on U.S. Gulf Coast markets and exports to Mexico
- Current/Planned LNG 2017-2020
 - Cheniere Sabine Pass, 4 Bcf/d
 - Corpus Christi, 1 Bcf/d
 - Cameron, 2 Bcf/d
 - Freeport, 2 Bcf/d

- Ethane content in natural gas steadily increasing
- Drilling concentrated in oil fields with rich associated gas
- Increased drilling concentrated in Texas, Oklahoma, and New Mexico
- ~60% in Permian and Eagle Ford

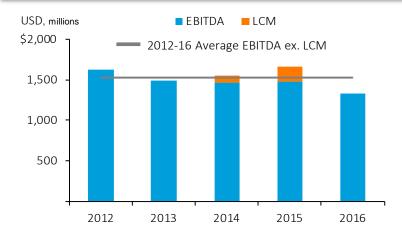
These trends could lead to an upside of several hundred thousand barrels per day of ethane

Source: Tudor Pickering Holt, Baker Hughes, Enterprise, Bentek, EIA, FERC, company websites and LYB.

Intermediates and Derivatives: A Platform for Earnings Stability & Growth



EBITDA (ex. LCM) History



2016 Product Capacities and Positions⁽¹⁾

Product	Capacity	Global Position
Propylene Oxide	5.1 Blbs.	#2
Oxyfuels	75 MBPD	#1
Styrene	5.9 B Lbs.	#1

(1) Source: IHS. Capacity data represents 100% capacity share.

Building for the Future

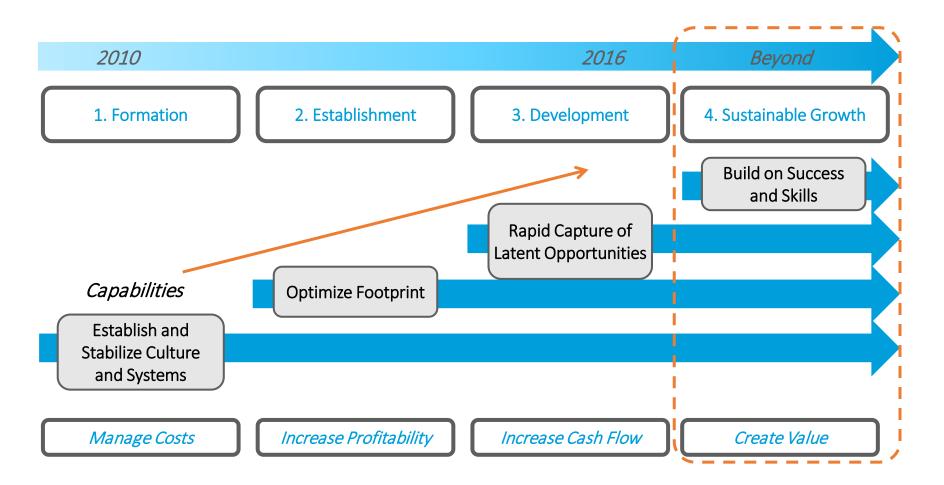
Key Messages

- Stable earnings and consistent cash generation
- Broad product portfolio with feedstock integration
- Leading market positions and differential technologies
- Strong market outlook and platform for growth



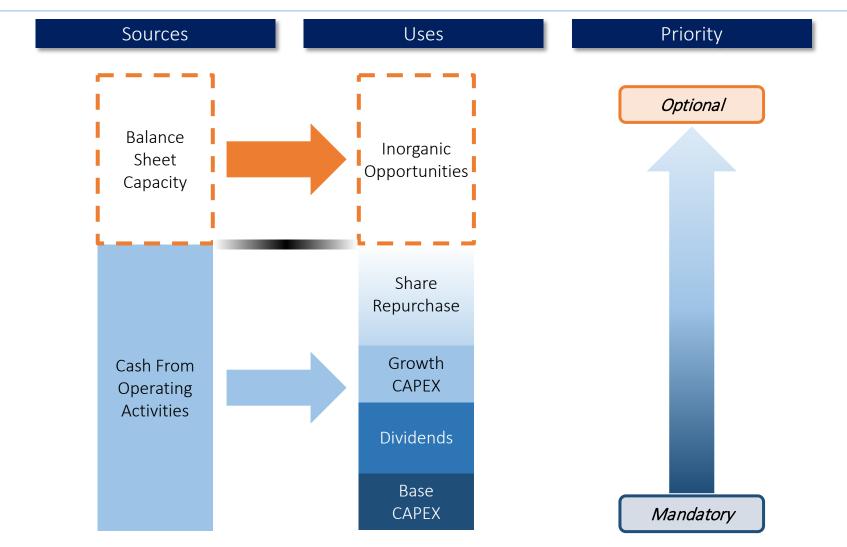
We Can Generate Value by Leveraging Skills and Strategy





Our Balance Sheet Provides Capacity for Value-Driven Growth

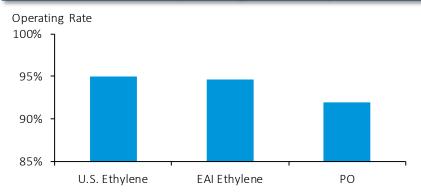


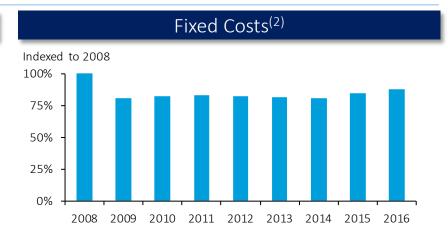


Investment in Base CAPEX and Disciplined Cost Management Supports Efficient Operations

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2016 LYB Operating Reliability⁽¹⁾





SG&A as Percent of Revenue – LYB vs. Peer Companies



LYB continues to have intense focus on reliability and cost discipline, resulting in industry leading performance

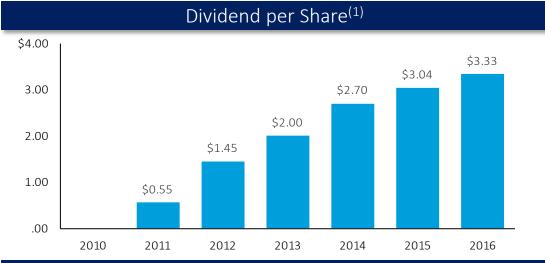
Source: Capital IQ and LYB.

(1) Excludes the impacts of turnarounds.

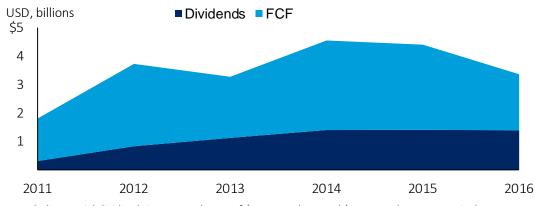
(2) Fixed costs are adjusted for annual bonuses and selected items, and to 2016 FX.

We Are Committed to a Strong, Growing and Sustainable Dividend

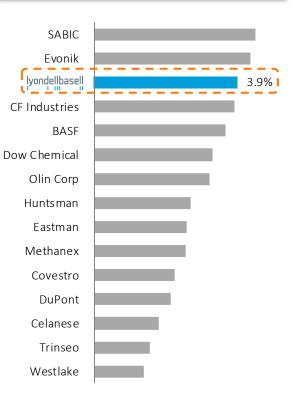
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Dividends and Incremental Free Cash Flow^(1,2)



2016 Dividend Yield⁽³⁾



- (1) Excludes special dividends in 2011 and 2012 of \$4.50 per share and \$2.75 per share, respectively.
- (2) FCF based on cash flow from operating activities less total capital expenditure.
- (3) Source: FactSet as of December 31, 2016.

More Organic Growth in Pipeline



		Scope (MM lbs.)	Start-Up	CAPEX (\$MM)	Potential EBITDA (\$MM/year) '11-'16 Avg. Margins	
	Increase Ethane Capability	500	2012	~\$25	\$50 - \$70	
ects	EU Butadiene Expansion	155	2013	~\$100	\$40 - \$50	
Completed Projects	Methanol Restart	250 MM Gal.	2013	~\$180	\$190-210	
nplete	Matagorda PE Debottleneck	220	2014	~\$20	\$10 - \$20	
Cor	U.S. Ethylene Expansions	~ 2,000	2012 - 2016	\$1,825	\$450 - \$600	CAPEX / EBITDA ⁽¹⁾
	TOTAL			~\$2,150	\$740 - \$950	2.5x
					Potential EBITDA (\$MM/year) 2016 Avg. Margins	
Future ^{>} rojects	Hyperzone HDPE	1,100	2019	~\$700 - \$750	\$150 - \$200	
Fut Proj	New PO/TBA Plant	1,000 PO	2021	~\$2,000 - \$2,500	\$300 - \$400	

(1) EBITDA is average potential EBITDA using 2011 – 2016 average margins.

Update on Major Projects



La Porte *Hyperzone* Polyethylene

- 1.1 billion pounds per year
- Groundbreaking May 2017
- Startup 2019
- Est. cost: ~\$700 750 million

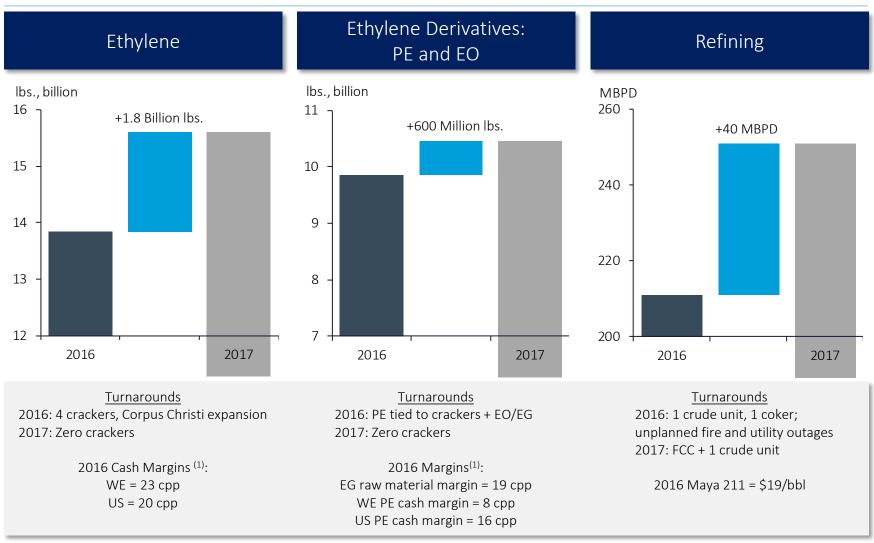
ΡΟ/ΤΒΑ

- 1 billion pounds Propylene Oxide, 29 MBPD Oxyfuels
- Final Investment Decision 3Q 2017
- Est. cost: ~\$2.0 \$2.5 billion





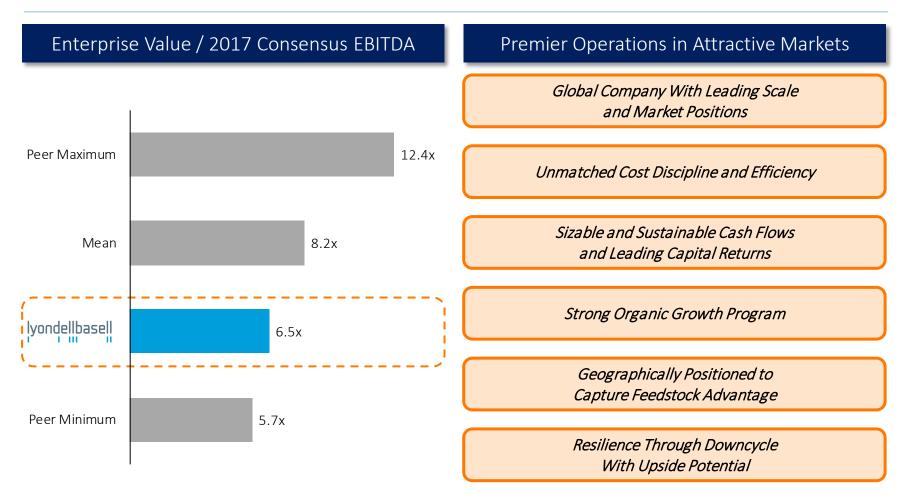
2016 LYB Maintenance and Expansion Investments Provide Increased Available Capacity for 2017



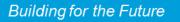
1) Source: IHS.

Share Repurchases Continue as Market Undervalues LYB's Earnings and Cash Flow



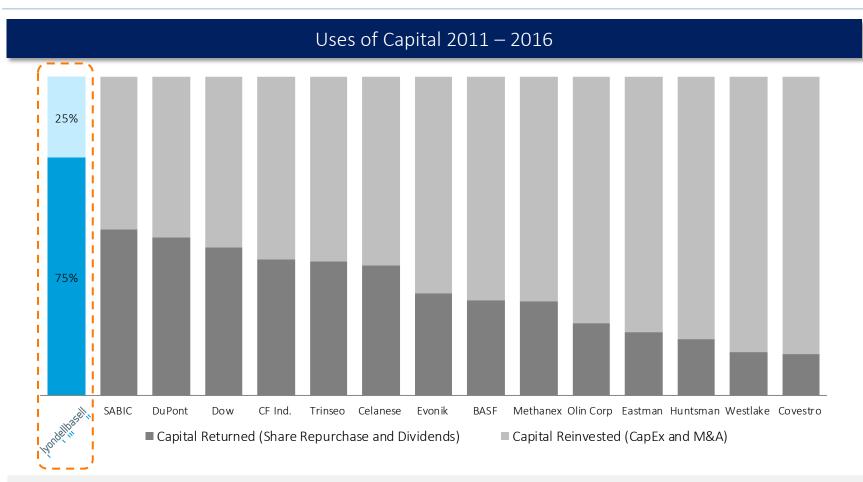


(1) Source: Capital IQ EV and Consensus as of Mar. 31, 2017. Peers are BASF, Celanese, CF Industries, Covestro, Dow, DuPont, Eastman, Evonik, Huntsman, Methanex, Olin, SABIC, Trinseo, Westlake.



Shareholders Benefitted from Peer-Leading Dividends and Share Repurchases





Future Direction: Improved balance of capital returns and value-driven growth

Source: Company filings, Factset and Capital IQ as of March 2017.

Note: Reflects uses of capital from 2011-2016 except for peers with more recent IPOs.

(1) Reflects cumulative 2011-2016 dividends and share repurchases as a % of average market capitalizations from Dec. 2011 to Dec. 2016, except for peers with more recent IPOs.

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Strong Foundation

- Global reach
- Leading technology
- World-class operator
- Balance sheet capacity

Strong Earnings Upside at a Low Valuation

- Portfolio breadth with differentiated products
- Feedstock advantage and flexibility
- Strong and secure dividend

Talented People and Robust Processes

- Ownership culture
- Incentives aligned with shareholders
- Disciplined capital deployment processes

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Appendix



Information Related to Financial Measures



This presentation makes reference to certain "non-GAAP" financial measures as defined in Regulation G of the U.S. Securities Exchange Act of 1934, as amended. The non-GAAP measures we have presented include diluted earnings per share from continuing operations excluding LCM, EBITDA and EBITDA excluding LCM. LCM stands for "lower of cost or market," which is an accounting rule consistent with GAAP related to the valuation of inventory. Our inventories are stated at the lower of cost or market. Cost is determined using the last-in, first-out ("LIFO") inventory valuation methodology, which means that the most recently incurred costs are charged to cost of sales and inventories are valued at the earliest acquisition costs. Market is determined based on an assessment of the current estimated replacement cost and selling price of the inventory. In periods where the market price of our inventory declines substantially, cost values of inventory may be higher than the market value, which results in us writing down the value of inventory to market value in accordance with the LCM rule, consistent with GAAP. This adjustment is related to our use of LIFO accounting and the decline in pricing for many of our raw material and finished goods inventories. We report our financial results in accordance with U.S. generally accepted accounting principles, but believe that certain non-GAAP financial measures, such as EBITDA and EBITDA excluding LCM, provide useful supplemental information to investors regarding the underlying business trends and performance of the company's ongoing operations and are useful for period-over-period comparisons of such operations. Non-GAAP financial measures should be considered as a supplement to, and not as a substitute for, or superior to, the financial measures prepared in accordance with GAAP.

EBITDA, as presented herein, may not be comparable to a similarly titled measure reported by other companies due to differences in the way the measure is calculated. We calculate EBITDA as income from continuing operations plus interest expense (net), provision for (benefit from) income taxes, and depreciation & amortization. EBITDA should not be considered an alternative to profit or operating profit for any period as an indicator of our performance, or as an alternative to operating cash flows as a measure of our liquidity. We have also presented financial information herein exclusive of adjustments for LCM.

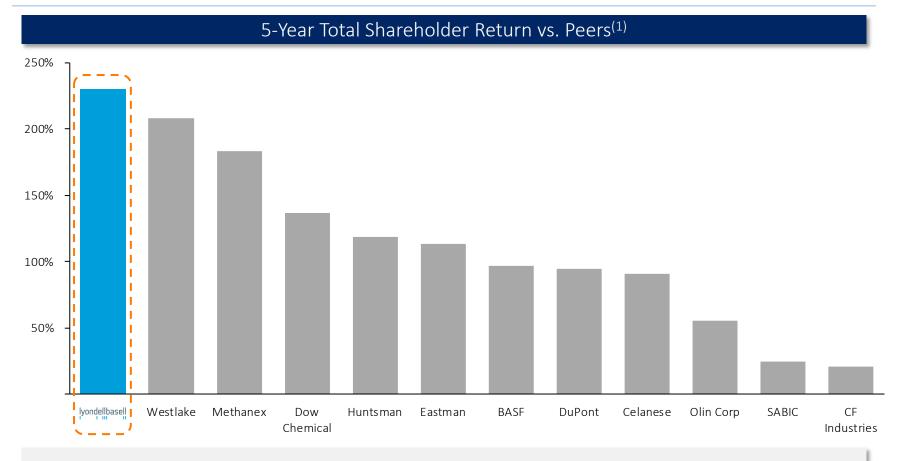
While we also believe that free cash flow (FCF) and free cash flow yield are measures commonly used by investors, free cash flow and free cash flow yield, as presented herein, may not be comparable to similarly titled measures reported by other companies due to differences in the way the measures are calculated. For purposes of this presentation, free cash flow means net cash provided by operating activities minus capital expenditures and free cash flow yield means free cash flow divided by end of period market capitalization.

Additionally, the ratio of total funded debt to LTM EBITDA excluding LCM is a measure which provides an indicator of value to investors. For purposes of this presentation, net debt is total debt at par less cash and cash equivalents, short term investments and repurchase agreements unless otherwise indicated.

Reconciliations for our non-GAAP measures can be found on our website at www.lyb.com/investorrelations

Delivering Leading Total Shareholder Returns

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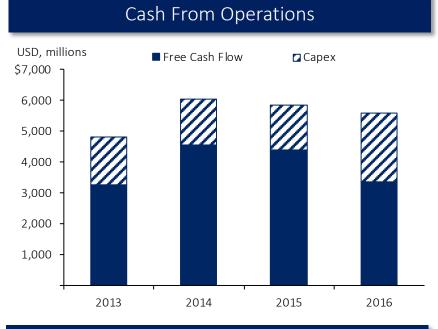


TSR outperformance vs. peers underpinned by strong cash flows, robust dividends and share repurchases

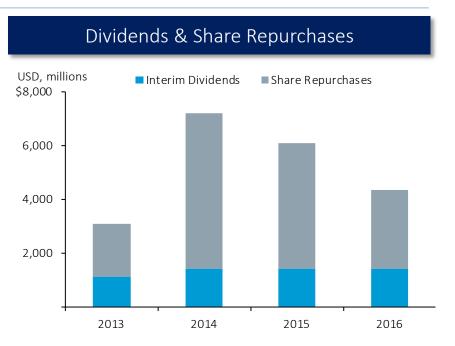
(1) Total shareholder return over period from Jan 1, 2012 to Dec. 31, 2016. Source: Factset.

Strong Cash Generation, Share Repurchases & Dividends

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Key Statistics									
	2013	2014	2015	2016					
FCF Yield ⁽¹⁾	7.4%	11.8%	11.5%	9.7%					
Dividend Yield ⁽²⁾	2.5%	3.4%	3.5%	3.9%					
Shares Repurchased ⁽³⁾	4.8%	11.5%	10.6%	8.3%					



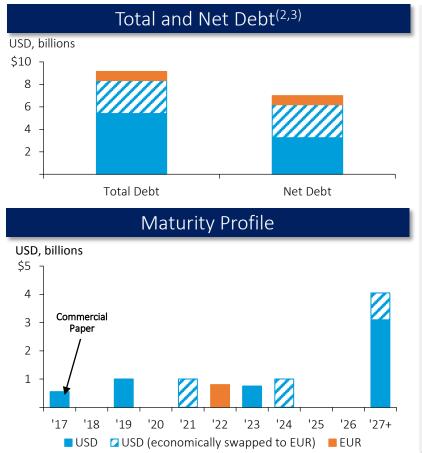
- 37 million shares (8.3% of outstanding) purchased during 2016
- \$4.3 billion in share repurchases and dividends during 2016

(1) Free Cash Flow Yield= (Cash from Operations – Capital Expenditures) / End of Period Market Capitalization.

- (2) Dividend Yield = Annual Dividend per Share / Closing Share Price.
- (3) Percent of Shares Repurchased as of balance at the beginning of the year.

Debt Portfolio Characteristics As of 3/31/2017





Liquidity

\$5 bn of liquidity⁽¹⁾

Debt Characteristics⁽²⁾

- Total Debt \$9.2 bn
- Fixed to Floating Ratio⁽⁴⁾ 73% to 27%
- Weighted Average Maturity⁽⁵⁾
 13.1 years
- Weighted Average Cost of Debt 4.51%
- Total Funded Debt / LTM EBITDA ex. LCM⁽⁶⁾
 1.4x

Currency Composition⁽⁷⁾

- 59% USD Debt
- 41% EUR Debt, including ~\$2.95 bn economically swapped to EUR
- (1) ~\$2.2 bn of cash, short-term investments and repurchase agreements + ~\$2.8 bn of undrawn credit facilities. Cash excludes restricted cash.
- (2) Debt stated above is at par value and differs from what is reported externally. Debt figures exclude capital leases, fair value adjustments, bond amortization and precious metals leases.
- (3) Net Debt is total debt less cash and cash equivalents, short term investments and repurchase agreements.
 (4) Final to floating up to be added as a net debt basis and equivalents at each balance of \$1.5 km
- (4) Fixed to floating ratio based on a net debt basis and assuming a target cash balance of \$1.5 bn.
- (5) Weighted average maturity based on par value and includes short-term debt.
- (6) As defined by the revolving credit agreement.
- (7) Based on par value and includes short-term debt.

EBITDA Excluding LCM Adjustments to EBITDA

Reconciliation of EBITDA Excluding LCM Adjustments to EBITDA

For the Years Ended December 31,											
In Millions of Dollars		2012 2013		2013		2014		2015		2016	erage 2-2016
EBITDA Excluding LCM Adjustments:											
Olefins & Polyolefins - Americas	\$	2,968	\$	3,573	\$	4,190	\$	3,821	\$	2,906	\$ 3,492
Olefins & Polyolefins - EAI		548		839		1,410		1,855		2,067	1,344
Intermediates & Derivatives		1,621		1,492		1,552		1,656		1,333	1,531
Refining		481		182		409		519		72	333
Technology		197		232		232		243		262	233
Other		(7)		(7)		17		(13)		(9)	 (4)
Total		5,808		6,311		7,810		8,081		6,631	 6,928
Less: LCM Adjustments: Olefins & Polyolefins - Americas		_		_		279		160		29	94
Olefins & Polyolefins - EAI		-		-		44		30		-	15
Intermediates & Derivatives		-		-		93		181		-	55
Refining		-		-		344		177		-	104
Technology		-		-		-		-		-	-
Other		-		-		-		-		-	-
Total		-		-		760		548		29	 267
EBITDA:											
Olefins & Polyolefins - Americas		2,968		3,573		3,911		3,661		2,877	\$ 3,398
Olefins & Polyolefins - EAI		548		839		1,366		1,825		2,067	1,329
Intermediates & Derivatives		1,621		1,492		1,459		1,475		1,333	1,476
Refining		481		182		65		342		72	228
Technology		197		232		232		243		262	233
Other		(7)		(7)		17		(13)		(9)	 (4)
Total	\$	5,808	\$	6,311	\$	7,050	\$	7,533	\$	6,602	\$ 6,661

Building for the Future

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Net Income to EBITDA



Reconciliation of Net Income To EBITDA

	For the Years Ended December 31,									
In Millions of Dollars		2012		2013		2014		2015		2016
Net Income	\$	2,834	\$	3,853	\$	4,168	\$	4,474	\$	3,837
(Income) Loss from Discontinued Operations		24		7		4		5		10
LCM Adjustments, After Tax				-		483		351		18
Income from Continuing Operations Excluding LCM Adjustments		2,858		3,860		4,655		4,830		3,865
Less:										
LCM Adjustments, After Tax						(483)		(351)		(18)
Income from Continuing Operations		2,858		3,860		4,172		4,479		3,847
Provision for Income Taxes		1,327		1,136		1,540		1,730		1,386
Depreciation and Amortization		983		1,021		1,019		1,047		1,064
Interest expense, net		640		294		319		277		305
LCM Adjustments, Pre Tax		-		-		760		548		29
EBITDA Excluding LCM Adjustments		5,808		6,311		7,810		8,081		6,631
LCM Adjustments, Pre Tax		-		-		(760)		(548)		(29)
EBITDA	\$	5,808	\$	6,311	\$	7,050	\$	7,533	\$	6,602

Diluted EPS from Continuing Operations Excluding LCM Adjustments to Diluted EPS from Continuing Operations

Reconciliation of Diluted EPS from Continuing Operations Excluding LCM Adjustments to Diluted EPS from Continuing Operations

	For the Years Ended December 31,									
		2012		2013		2014		2015		2016
Diluted Earnings Per Share from Continuing Operations Excluding LCM Adjustments	\$	4.96	\$	6.76	\$	8.92	\$	10.35	\$	9.20
Less:										
LCM Adjustments		-		-		0.92		0.75		0.05
Diluted Earnings Per Share from Continuing Operations	\$	4.96	\$	6.76	\$	8.00	\$	9.60	\$	9.15

Free Cash Flow

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Reconciliation of Free Cash Flow to Net Cash Provided by Operating Activities

	For the Years Ended December 31,											
In Millions of Dollars		2011		2012		2013		2014		2015		2016
Free Cash Flow	\$	1,810	\$	3,727	\$	3,274	\$	4,549	\$	4,402	\$	3,363
Add:												
Capital Expenditures		1,050		1,060		1,561		1,499		1,440		2,243
Net Cash Provided by Operating Activities	\$	2,860	\$	4,787	\$	4,835	\$	6,048	\$	5,842	\$	5,606

Calculation of Free Cash Flow Yield

	For the Years Ended December 31,									
In Millions of Dollars (except share data)		2013		2014		2015	2016			
Net Cash Provided by Operating Activities	\$	4,835	\$	6,048	\$	5,842	\$	5,606		
Less:										
Capital Expenditures		1,561		1,499		1,440		2,243		
Free Cash Flow	\$	3,274	\$	4,549	\$	4,402	\$	3,363		
Divided by:										
Market Capital:										
Common stock outstanding		548,824,138		486,969,402		440,150,069		404,046,331		
Closing Share Price, end of period	\$	80.28	\$	79.39	\$	86.90	\$	85.78		
Market Capital	\$	44,060	\$	38,661	\$	38,249	\$	34,659		
Free Cash Flow Yield		7.4%		11.8%		11.5%		9.7%		

Return on Invested Capital



Calculation of LYB Return on Invested Capital (ROIC)

	Ye	ears Ended	December 31,			
In Million of Dollars		2015		2016		
Income from Continuing Operations			\$	3,847		
Add:						
Interest Expense, Net				305		
Effective Tax Rate				26.5%		
Interest Expense, Net, After Tax				224		
Adjusted Income from Continuing Operations				4,071		
Divided by:						
Average Invested Capital:						
Property, Plant & Equipment, Net	\$	8,991		10,137		
Current Assets		9,789		9,599		
Less:						
Current Liabilities		4,349		4,540		
Cash and Cash Equivalents		924		875		
	\$	13,507		14,321		
Average Invested Capital			\$	13,914		
Return on Invested Capital				29%		

Calculation of Total Debt, Debt at Par and Net Debt at Par



Calculation of Total Debt, Debt at Par and Net Debt at Par					
In Million of Dollars	March 31, 2017				
Total Long-Term Debt, including Current Maturities	\$	8,421			
Short-Term Debt		611			
Total Debt		9,032			
Less:					
Capital Leases		63			
Add:					
Unamortized Discount		69			
Unamortized Debt Issuance Costs		67			
Fair Value Adjustments		52			
Total Debt at Par		9,157			
Less:					
Cash and Cash Equivalents		485			
Short-Term Investments		1,176			
Repurchase Agreements		497			
		2,158			
Net Debt at Par	\$	6,999			

Ratio of Total Debt at Par to LTM EBITDA Excluding LCM



Ratio of Total Debt at Par to LTM EBITDA Excluding LCM

In Million of Dollars	March 31, 2017			
Total Long-Term Debt, Including Current Maturities	\$	8,421		
Short-Term Debt		611		
Total Debt		9,032		
Less:				
Capital leases		63		
Add:				
Unamortized Discount		69		
Unamortized Debt Issuance Costs		67		
Fair Value Adjustments		52		
Total Debt at Par		9,157		
LTM EBITDA		6,412		
Add:				
LTM LCM Adjustment		(39)		
LTM EBITDA Excluding LCM	\$	6,373		
Ratio of Total Debt at Par to EBITDA Excluding LCM		1.4x		

Ratio of LYB Enterprise Value to 2017 EBITDA Consensus



Calculation of Ratio of LYB Enterprise Value (EV) to 2017 EBITDA Consensus

In Million of Dollars except for common shares outstanding				
Common Shares Outstanding, March 31, 2017	402,781,384			
Multiplied by:				
Closing Share Price, March 31, 2017	\$	91.19		
Market Capitalization	\$	36,730		
Add:				
Current Maturities of Long-Term Debt		2		
Short-Term Debt		611		
Long-Term Debt		8,419		
Less:				
Cash		485		
Short-Term Investments		1,176		
Net Debt		7,371		
Non-Controlling Interests		25		
Enterprise Value		44,126		
Divided by:				
2017 EBITDA Consensus		6,747		
Ratio of Enterprise Value to 2017 EBITDA Consensus		<u>6.5</u> x		

Dividends and Share Repurchases

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Schedule of Spending for Dividends and Share Repurchases

	For the Years Ended December 31,							
In Millions of Dollars	2013		2014		2015		2016	
Dividends	\$	1,127	\$	1,403	\$	1,410	\$	1,395
Repurchases of Ordinary Shares		1,949		5,788		4,656		2,938
Total	\$	3,076	\$	7,191	\$	6,066	\$	4,333