Barclay's Americas Select Franchise Conference

Bob Patel EVP – Olefins and Polyolefins – EAI and Technology May 13, 2014

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Cautionary Statement

The statements in this presentation relating to matters that are not historical facts are forward-looking statements. These forward-looking 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; 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 forward-looking statements can be found in the "Risk Factors" section of our Form 10-K for the year ended December 31, 2013, 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.

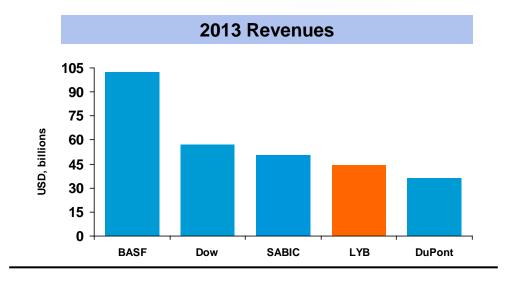
This presentation contains time sensitive information that is accurate only as of the date hereof. Information contained in this presentation is unaudited and is subject to change. We undertake no obligation to update the information presented herein except as required by law.

Information Related to Financial Measures

We have included EBITDA in this presentation, which is a non-GAAP measure, as we believe that EBITDA is a measure commonly used by investors. However, 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. For purposes of this presentation, EBITDA means 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. See slides # 24 and 26 for reconciliations of EBITDA to net income.

While we also believe that free cash flow (FCF) is a measure commonly used by investors, free cash flow, 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. For purposes of this presentation, free cash flow means net cash provided by operating activities minus capital expenditures.

World-Class Scale With Leading Positions



(\$ in millions, except per share data)	FY 2013	FY 2012	FY 2011
EBITDA	\$6,311	\$5,808	\$5,469
Income from Continuing Operations	\$3,860	\$2,858	\$2,472
Diluted Earnings (\$/share) from Continuing Operations	\$6.76	\$4.96	\$4.32

	~	
Products	Global Capa	acity Position
Chemicals Ethylene Propylene Propylene O	vxide	#5 #5 #2
Polymers Polyolefins (Polypropyler Polyethylene Polypropyler	ne	#3 #1 #5 #1
Fuels Oxyfuels		#1
Technology an Polyolefin Li		#3
	Bayport,	TX, USA

Source of data: revenues chart from capital IQ. Positions based on LyondellBasell wholly owned capacity and pro rata share of JV capacities as of December 31, 2013.

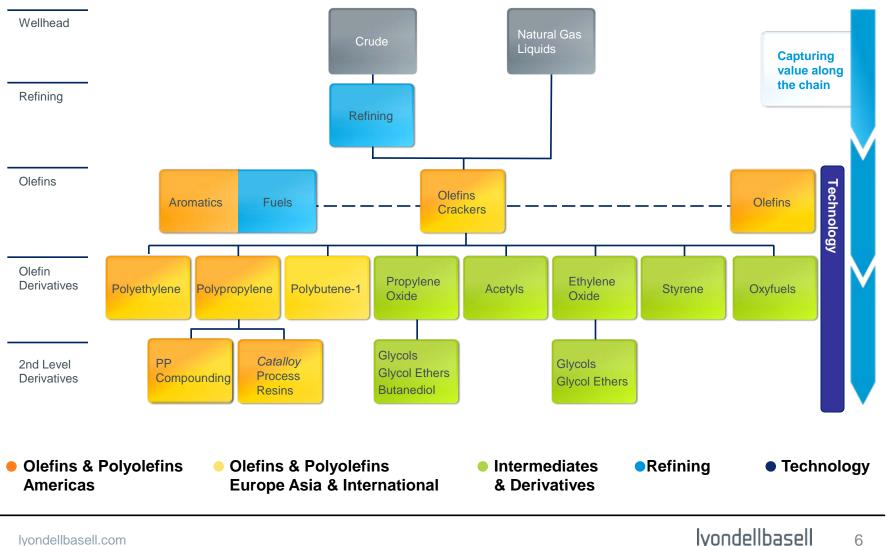


LYB Operates With a Simple Direct Back to Basics Strategy





Diversified and Vertically Integrated Portfolio



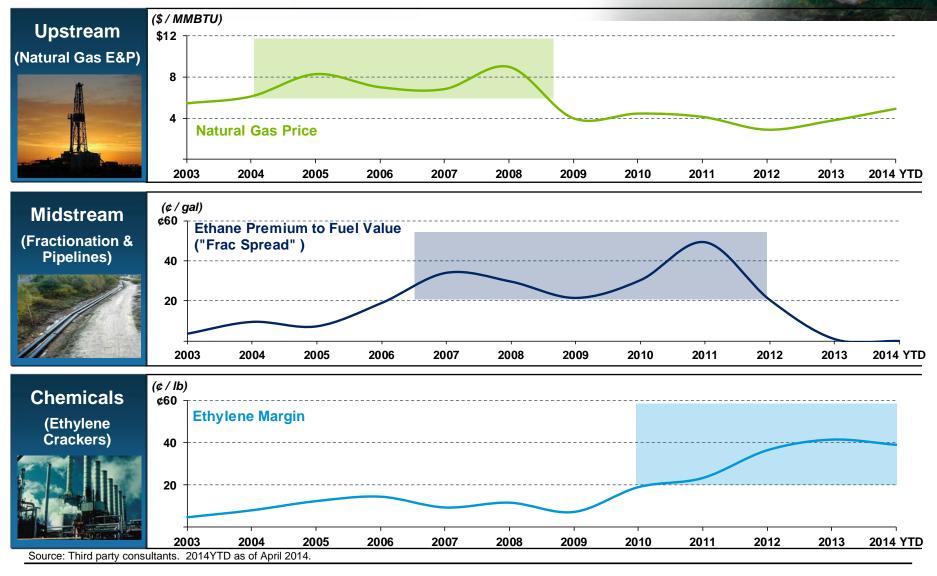
Our Businesses Benefit from Shale Advantage and Differentiated Positions

Shale Advantage	 U.S. Olefins Chain U.S. ethylene U.S. polyethylene EO & EG 	2013 EBITDA ⁽¹⁾
Shale Advantage & Differentiated Positions	 Oxyfuels C4 chemicals Acetyls 	
Differentiated Positions	 Propylene oxide and derivatives Polypropylene compounding and Polybutene-1 Technology segment Joint ventures <i>Catalloy</i> 	 Shale Advantage Shale Advantage + Differentiated Positions Differentiated Positions
Commodity Products	 European olefins and polyolefins Refined products Styrene U.S. polypropylene 	Commodity Products

(1) EBITDA presented in this chart excludes "other", which includes items not allocated to the segments. U.S. polyethylene benefits from shale gas advantage and is therefore included in the "Shale advantage" portion of the chart rather than the "commodity products" portion.



Evolution of Shale Gas Value Chain

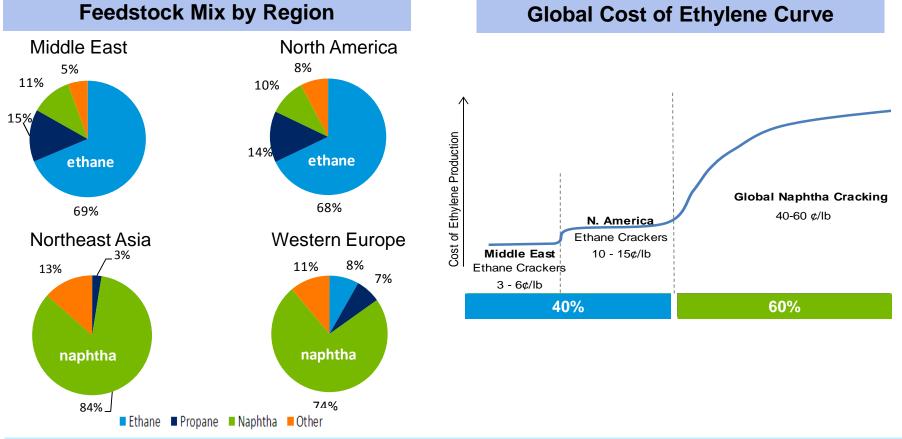


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Low Cost Ethane Has Improved North American Competitiveness

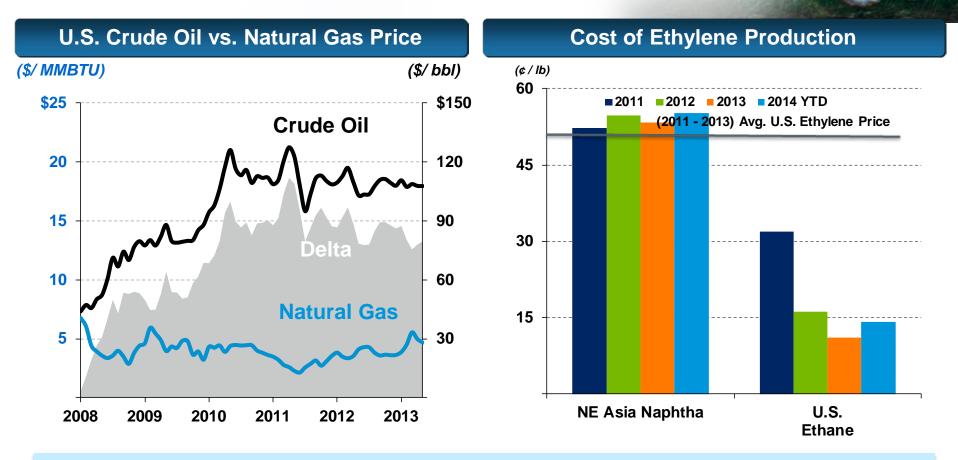




- U.S. cost of ethylene production, at 10-15 ¢/lb, competes with Middle Eastern production
- Europe and Asia still dependent on higher cost naphtha

Source: Third party consultants and LYB estimates.

Global Market – Naphtha Crackers Set The Price

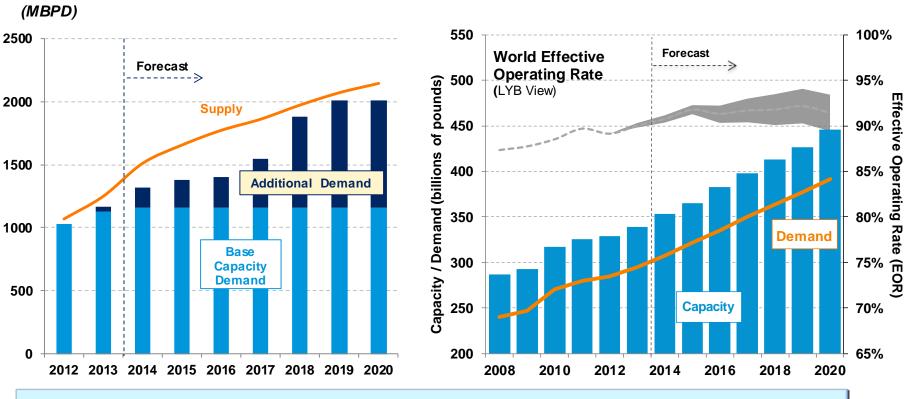


U.S. shale gas revolution is a significant driver of profitability in North American Olefins and Polyolefins and Intermediates and Derivatives segments

Sources: LYB estimates, third party consultants. Crude oil and natural gas data updated through April 2014.



Favorable Supply/Demand Balances



U.S. Ethane Supply/Demand

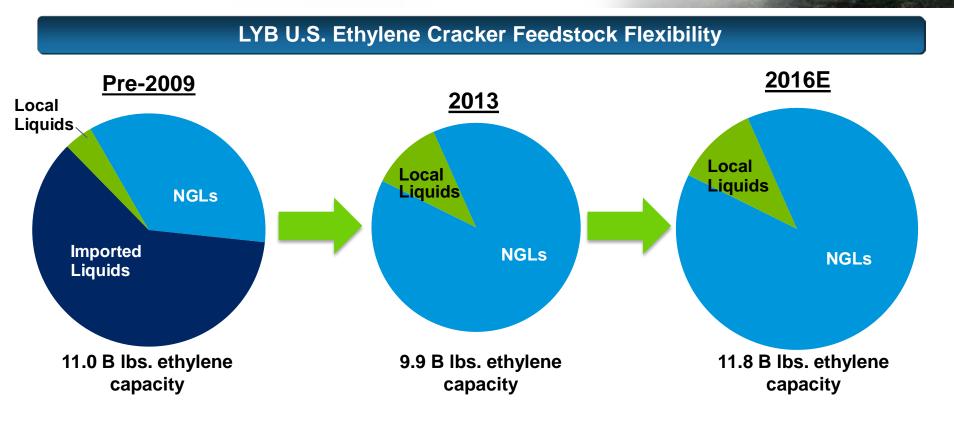
Ethylene Global Operating Rates

• Ethane production is expected to continue exceeding demand

N. America ethylene industry effective operating rate ~ 95% in 2013

Source: Third party consultants and LYB estimates.

O&P – Americas: Feedstock Flexibility Boosts Profitability



~ 90% of ethylene production in 2013 from NGLs, and almost 100% from U.S. sourced feedstocks

Source: LYB. Note: Percentages based on volume of feedstock consumed. Future feedstock mix is LYB estimate.

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O&P – EAI: Driven by Our Differentiated Position

(EBITDA Indexed, Mid-Cycle = 1.0) 2.0 1.5 1.0 0.5 Trough Mid-Cycle Peak 2012 2013 Differentiated / Stable Businesses Commodity / Cyclical Olefins & Polyolefins

- O&P EAI portfolio is more than European olefins and commodity polyolefins
 - Global polypropylene compounds
 - Middle East and Asian JVs
 - Premium grades of polyolefins (Catalloy, Polybutene-1)
- Differentiated products typically can represent \$350 \$550 million per year over the cycle

(1) O&P EAI trough, mid-cycle and peak EBITDA values are based on LYB estimates.

Focused on Restructuring and Improved Operations

Focus business management processes

Segment markets and customers

Simplify supply chain processes

Improve feedstock purchasing

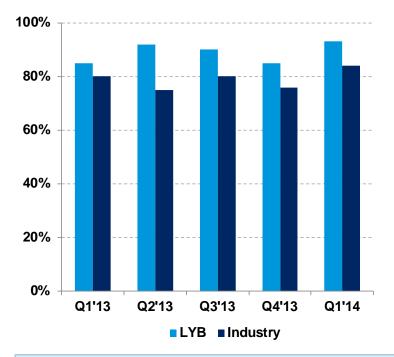
Results

- Centralized organization
- Shuttered non-profitable assets
- Upgraded product mix
- Increased advantaged raw material consumption
- Operating plants above industry average operating rates

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The European Olefins Market is Difficult but LYB Has Generated Profit

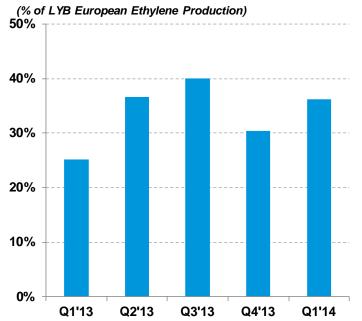
West Europe Olefins Operating Rate



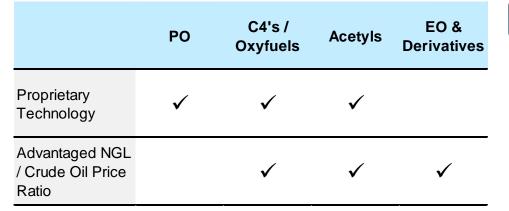
- LYB has captured value through both:
 - Above industry operating rates
 - Processing cost advantaged raw materials

Source: Third party consultants and LYB estimates.

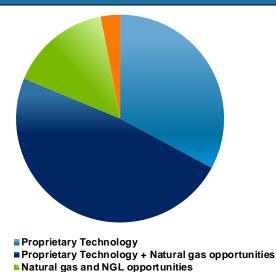
LYB Advantaged Raw Materials



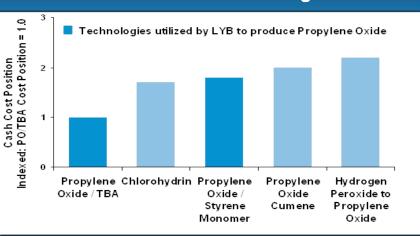
I&D: Key Businesses Advantages



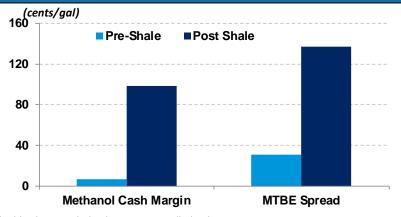
2011 – 2013 Average Intermediates & Derivatives EBITDA⁽¹⁾



Economics of PO Technologies⁽²⁾



I&D Benefits from Shale⁽³⁾

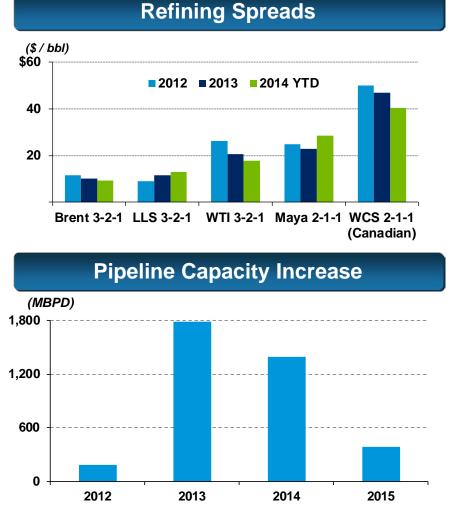


(1) EBITDA, as presented in this chart, excludes intrasegment eliminations.

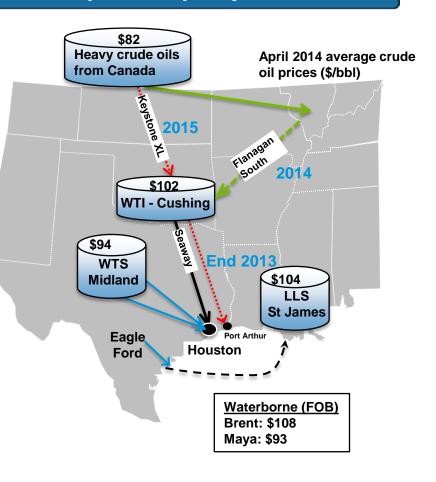
- Source: Economics of PO technologies are based on third party consultants and 2012 LYB data and estimates (2) (3)
 - Pre-shale refers to year 2000 while post-shale refers to year 2012.
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Undifferentiated

Refining: Profitability Has Been Driven by Geography and Complexity



New Pipeline Capacity to Houston



Source: Bloomberg and Wall Street research. Notes: Maya 2-1-1 based on LLS pricing. WCS refers to west Canadian select vs. Gulf Coast products. 2014 YTD as of April 2014.

Cash Deployment Hierarchy

		Current Status	Comments
	Base Capex	~ \$800 - \$900 million/yr	 First priorities for cash
Foundation	Interest	~\$375 million/yr ⁽¹⁾	
	Interim Dividend	\$0.70/share per quarter	 Fund through the cycle with cash flow from operations
	Growth Capex	~\$750 million avg. per year over next 2 years	 High-return in advantaged businesses
Discretionary Opportunities	Share Repurchases / Special Dividend / Acquisitions	Balance of cash generated	 Discretionary cash returned to shareholders M&A if strategic and meaningfully accretive

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Growth and Operational Improvement Programs

Opportunities	Capital Investments	Pre-tax Earnings
Operational Improvements	Minimal	~ \$250 – 400 Million
Complete & Active Growth Projects	~ \$1,700 Million	~ \$1,200 – 1,400 Million
Possible/ Developing Growth Projects	~ \$400 Million	~ \$100 - \$175 Million

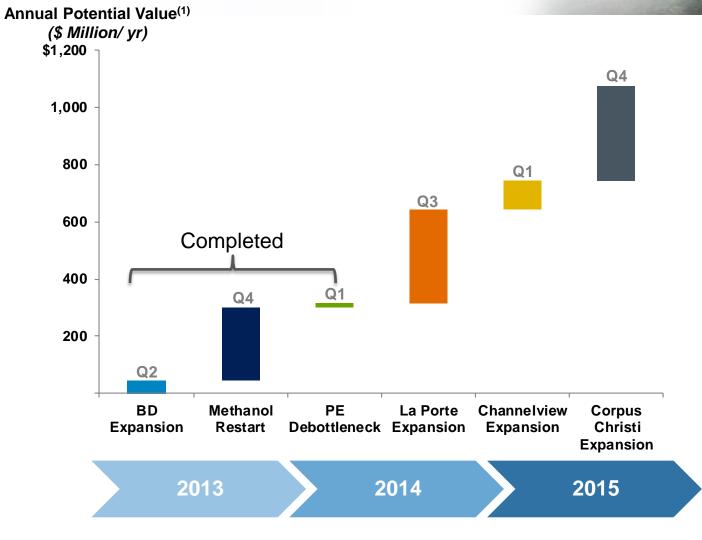
- 2012 2013, spending ~ \$350 million
- By end of 2013, pre-tax earnings of ~ \$300 \$350 million from completed growth and improvement programs at 2013 industry conditions

(1) Costs are based on company estimates and earnings values are based on FY2013 industry benchmark margins.





Projects Annual Potential Values & Completion Timeline



1) Annual potential values are based on FY 2013 industry benchmark margins.

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Summary

- Leading chemical company with a "Back to Basics" strategy and strong integrated portfolio
- Advantaged by proprietary technology and North American shale revolution
- Growth program bearing results now
- Strong cash flow drives shareholder return:
 - Dividend growth
 - -Share repurchase





2013 – 2014 Reconciliation of Segment Information to Consolidated Financial Information

Reconciliation of Segment Information to Consolidated Financial Information

			-	2013				2014
(Millions of U.S. dollars)		Q1	 Q2	Q3	Q4	Total		Q1
Sales and other operating revenues:								
Olefins & Polyolefins - Americas	\$	3,244	\$ 3,251	\$ 3,315				3,357
Olefins & Polyolefins - Europe, Asia, International		3,800	3,708	3,594	3,583	14,68		3,778
Intermediates & Derivatives		2,282	2,217	2,452	2,521	9,47		2,429
Refining		2,468	3,077	3,177	2,976	11,69	8	2,756
Technology		134	132	124	142	53	2	136
Other		(1,259)	 (1,282)	(1,510)	(1,363)	(5,41	4)	(1,321)
Continuing Operations	\$	10,669	\$ 11,103	\$ 11,152	\$ 11,138	\$ 44,06	2 \$	11,135
Operating income (loss):				_	_	-		
Olefins & Polyolefins - Americas	\$	821	\$ 872	\$ 759	\$ 801	\$ 3,25	3 \$	656
Olefins & Polyolefins - Europe, Asia, International		93	189	78	17	37	7	225
Intermediates & Derivatives		323	285	371	321	1,30	D	316
Refining		(17)	(16)	(37)	92	2	2	86
Technology		50	39	35	33	15	7	60
Other		(3)	 (5)	1		(7)	(3)
Continuing Operations	\$	1,267	\$ 1,364	\$ 1,207	\$ 1,264	\$ 5,10	2 \$	1,340
Depreciation and amortization:								
Olefins & Polyolefins - Americas	\$	75	\$ 69	\$ 73	\$ 76	\$ 29	3\$	73
Olefins & Polyolefins - Europe, Asia, International		77	76	78	56	28	7	70
Intermediates & Derivatives		48	50	50	56	20	4	55
Refining		36	37	45	42	16	C	42
Technology		17	20	16	22	7	5	16
Other			2				2	
Continuing Operations	\$	253	\$ 254	\$ 262	\$ 252	\$ 1,02	1 \$	256
EBITDA: ^(a)								
Olefins & Polyolefins - Americas	\$	898	\$ 951	\$ 841	\$ 883	\$ 3,57	3 \$	736
Olefins & Polyolefins - Europe, Asia, International		225	295	204	115	83	9	356
Intermediates & Derivatives		373	338	427	354	1,49	2	375
Refining		20	20	8	134	18	2	129
Technology		66	59	52	55	23	2	76
Other		3	(11)	(1)	2	(7)	(4)
Continuing Operations	\$	1,585	\$ 1,652	\$ 1,531	\$ 1,543	\$ 6,31	1 \$	1,668
Capital, turnarounds and IT deferred spending:							_	
Olefins & Polyolefins - Americas	\$	122	\$ 122	\$ 218	\$ 183	\$ 64	5\$	231
Olefins & Polyolefins - Europe, Asia, International		63	46	44	76	22	Э	33
Intermediates & Derivatives		106	141	119	77	44	3	45
Refining		93	67	36	13	20	Э	32
Technology		7	6	7	10	3	0	2
Other			5	(1)) 1		5	
Total		391	387	423	360	1,56	1	343
Deferred charges included above						-	-	
Continuing Operations	\$	391	\$ 387	\$ 423	\$ 360	\$ 1,56	1 \$	343
	<u> </u>	201	 231		. <u></u>		- <u>-</u>	210

(a) See slide # 24 for EBITDA calculation.

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2013 – 2014 Reconciliation of EBITDA to Income from Continuing Operations

EBITDA Calculation

	2013		2014							
(Millions of U.S. dollars)		Q1	 Q2		23	Q4		Total		Q1
Net income attributable to the Company shareholders	\$	901	\$ 929	\$	853	\$ 1 ,1	74 \$	3,857	\$	945
Net income (loss) attributable to non-controlling interests		(1)	(2)		(2)		1	(4)		(1)
(Income) loss from discontinued operations, net of tax		6	 (4)		3		2	7		(1)
Income from continuing operations		906	923		854	1,1	77	3,860		943
Provision for income taxes		357	410		339		30	1,136		383
Depreciation and amortization		253	254		262	2	52	1,021		256
Interest expense, net		69	 65		76		84	294		86
EBITDA	\$	1,585	\$ 1,652	\$	1,531	<u>\$ 1,5</u>	43 <u>\$</u>	6,311	\$	1,668
				_		_		-		

2011 – 2012 Reconciliation of Segment Information to Consolidated Financial Information

Reconciliation of Segment Information to Consolidated Financial Information

(Millions of U.S. dollars)		2011		2012
Sales and other operating revenues:				
Olefins & Polyolefins - Americas	\$	14,880	\$	12,934
Olefins & Polyolefins - Europe, Asia, International		15,591		14,521
Intermediates & Derivatives		9,500		9,658
Refining		13,706		13,291
Technology		506		498
Other		(6,000)		(5,550)
Continuing Operations	\$	48,183	\$	45,352
Operating income (loss):				
Olefins & Polyolefins - Americas	\$	1,855	\$	2,650
Olefins & Polvolefins - Europe, Asia, International		435		127
Intermediates & Derivatives		1,156		1,430
Refining		809		334
Technoloav		107		122
Other		(25)		13
Continuing Operations	\$	4,337	\$	4,676
Depreciation and amortization:				
Olefins & Polyolefins - Americas	\$	246	\$	281
Olefins & Polyolefins - Europe, Asia, International		262		285
Intermediates & Derivatives		186		194
Refining		153		148
Technology		84		73
Other		-		2
Continuing Operations	\$	931	\$	983
EBITDA: (a)				
Olefins & Polvolefins - Americas	\$	2,137	\$	2,968
Olefins & Polyolefins - Europe, Asia, International		865		548
Intermediates & Derivatives		1,410		1,621
Refining		977		481
Technoloav		191		197
Other		(111)		(7)
Continuing Operations	\$	5,469	\$	5,808
Capital, turnarounds and IT deferred spending:			-	
Olefins & Polvolefins - Americas	\$	425	\$	468
Olefins & Polvolefins - Europe, Asia, International		235		254
Intermediates & Derivatives		101		159
Refining		224		136
Technology		26		43
Other		17		5
Total		1,028		1,065
Deferred charges included above		(7)		(5)
Continuing Operations	\$	1,021	\$	1,060
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(a) See slide # 26 for EBITDA calculation.

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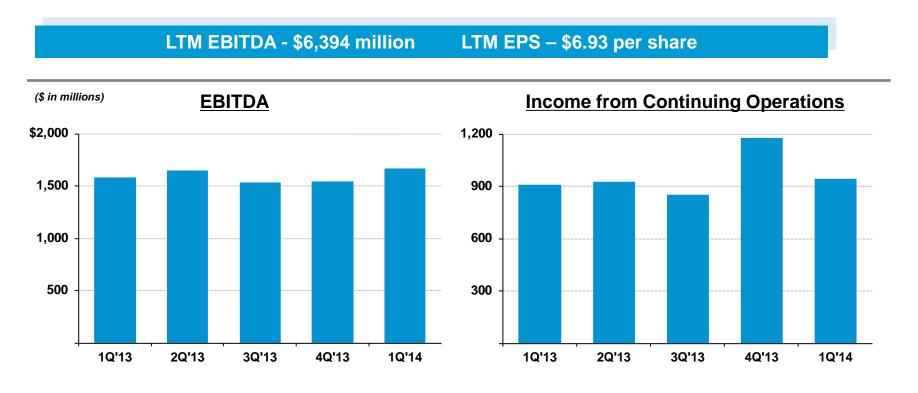
2011 – 2012 Reconciliation of EBITDA to Income from Continuing Operations

(Millions of U.S. dollars) 2011 2012 Net income attributable to the Company shareholders \$ 2,147 \$ 2,848 (7) Net loss attributable to non-controlling interests (14) (Income) loss from discontinued operations, net of tax 332 24 Income from continuing operations 2,472 2,858 Provision for income taxes 1,059 1.327 931 983 Depreciation and amortization Interest expense, net 1,007 640 EBITDA 5,469 \$ 5,808

EBITDA Calculation

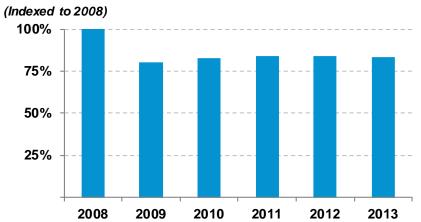
First Quarter, 2014 Highlights

(\$ in millions, except per share data)	1Q'14	4Q'13	1Q'13
EBITDA	\$1,668	\$1,543	\$1,585
Income from Continuing Operations	\$943	\$1,177	\$906
Diluted Earnings (\$ / share) from Continuing Operations	\$1.72	\$2.11	\$1.56



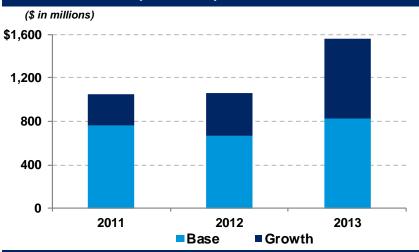
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Key Financial Statistics

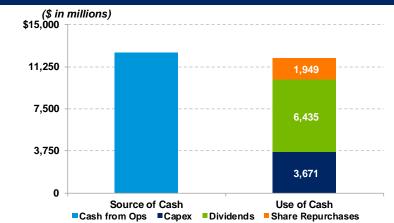


Indexed Cash Fixed Cost⁽¹⁾

Capital Expenditures

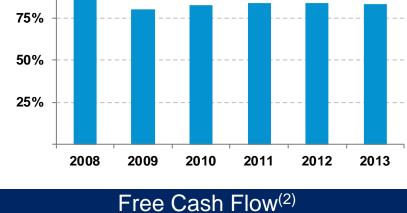


2011 – 2013 Cash Deployment



1) Cash fixed costs include costs related to compensation, travel, insurance, third party services, maintenance, marketing, selling, and administration; 2) Free Cash Flow = net cash provided by operating activities - capex

2013



2012

Free Cash Flow

(\$ in millions)

\$6,000

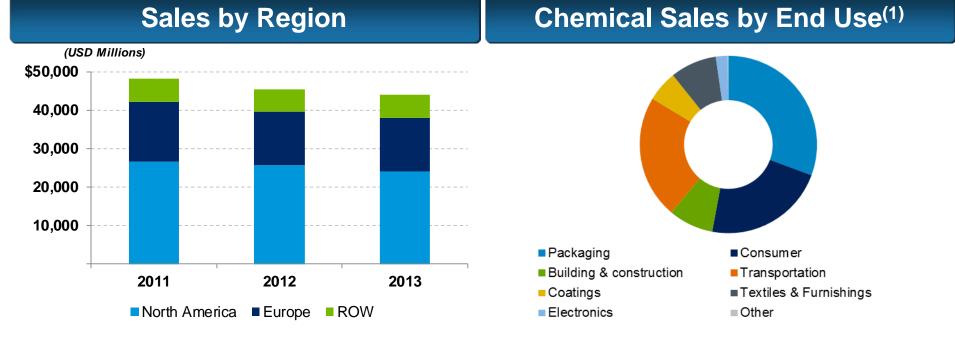
4,500

3,000

1,500



LYB Has Diverse Footprint and End Uses



N. America sales represent ~ 55% of total company revenues

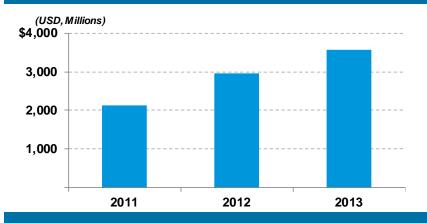
(1) Estimated based on LYB 2012 third party chemical sales (O&P and Intermediates & Derivatives segments excluding olefin fuel products and oxyfuel sales) and third party industry volume estimates of product end uses.

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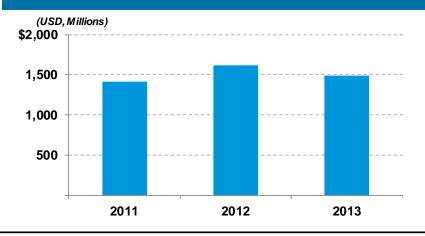


Segment Annual EBITDA Profile

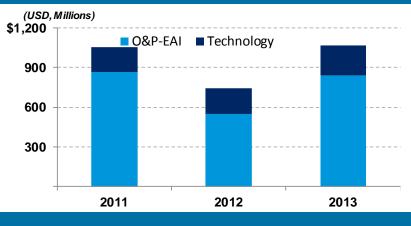
O&P - Americas



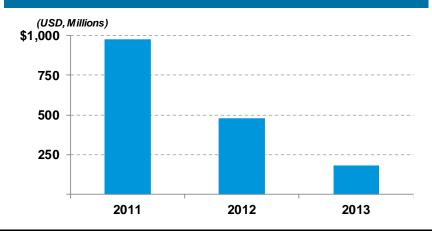
Intermediates & Derivatives



O&P – EAI & Technology



Refining



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Olefins & Polyolefins – Americas

- Largest light olefins producer in North America
 - Significant competitive advantage with scale, feedstock supply flexibility and vertical integration
- Third largest polyethylene producer in North America
 - Broad product portfolio
- Largest polypropylene producer in North America
 - High degree of integration
 - Catalloy adds specialty component

Product Capacity Position and Footprint

<u>Product</u> Light Olefins	Facilities 6 Crackers	Capacity(1)NA9.9 Bn lbs (ethylene)	Ranking #1
Polypropylene	4 sites ⁽²⁾	4.4 Bn lbs	#1
Polyethylene	6 sites	5.9 Bn lbs	#3



Strong Capacity Position + U.S. Natural Gas Liquids Advantage

Sources: Third party consultant, LYB.

(1) - Includes LYB wholly owned capacity and 100% of JV capacity as of December 31, 2013. Light olefins capacity based on combined ethylene and propylene capacities. (2) - Includes Indelpro JV.



Olefins & Polyolefins - Europe, Asia, International

Moderate olefins capacity position

- Medium-size light olefins player in Western Europe
- Large scale polymer capacity position
 - Largest polyethylene producer in Western Europe
 - #1 high density polyethylene capacity
 - #3 low density polyethylene capacity
 - Largest polypropylene producer in Western Europe with *Catalloy* adding to differentiation capability
 - Largest PP Compounds producer globally

• Significant Joint Ventures

Product Capacity Position and Footprint

Product	Facilities	Capacity ⁽¹⁾	W.E. Ranking
Light Olefins	5 Crackers (1 JV)	6.5 Bn Ibs (ethylene)	#6
Butadiene	2 sites	700 Mn Ibs	#3
Polypropylene	15 sites (6 JVs)	13.0 Bn lbs	#1
Polyethylene	6 sites (2 JVs)	7.0 Bn Ibs	#1
PP Compounding	16 sites (3 JVs)	2.6 Bn lbs	#1



Differentiated positions have provided steady results

Sources: Third party consultant, LYB.

(1) - Includes LYB wholly owned capacity and 100% of JV capacity as of December 31, 2013. Light olefins capacity based on combined ethylene and propylene capacities.



Intermediates & Derivatives (I&D)

- Strong propylene oxide capacity position and leader in PO technology processes
 - #2 propylene oxide producer worldwide
- Several products benefit from natural gas vs. crude oil
 - Acetyls
 - Ethylene oxygenates
 - HP-Isobutylene
 - Oxyfuels

Product Capacity Position and Footprint

Products	Facilities	Capacity ⁽¹⁾
Propylene Oxide	6 Sites	5.1 Bn lbs
Acetic Acid	1 Site	1.2 Bn lbs
Methanol	2 sites	440 Mn gal
Ethylene Glycol	1 Site	0.7 Bn Ibs
Isobutylene	3 Site	1.4 Bn lbs
Oxyfuels	4 Sites	75,000 bbls/day
Styrene	3 Sites	5.6 Bn Ibs



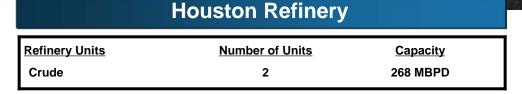
I&D – A robust and diversified portfolio

Sources: Third party consultant, LYB. (1) - Includes LYB wholly owned capacity and 100% of JV capacity as of December 31, 2013.



Refining

- Independent gulf coast refinery
 - Crude capacity of 268 MBPD
 - Nelson complexity index of 12.5
- Process heavy, high sulfur crude oil
 - Typically sold at discount
- Benchmark spread
 - Maya 2-1-1
 - Diesel production approximately equal to gasoline





World class, high conversion, highly integrated refinery



I&D: Globally Diversified End Uses

Home and auto cushioning	Food packaging	Surfactants	Gasoline blending
Insulation foams	Textiles	Antifreeze	 Lube & fuel additives
Polyester composites	Coatings	 Industrial coatings 	• Tires
Coatings	Safety glass Polyester		 Polyester composites
Automotive parts			 Food packaging
Spandex			
Durables Non-Durables	Durables Non-Durables	Durables Non-Durables	Durables Non-Durables
U.S. EU Asia	U.S. EU	U.S. Asia	U.S. EU Asia

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Note: estimated based on LYB 2012 Intermediates and Derivatives third party sales by region, and third party industry estimates of products end uses.

Projects Completed and Active



Project	Cost (\$Million)	Start-up	Potential Pre-Tax Earnings (\$ Million/year)
Increase Ethane Capability and Midwest debottlenecks	~\$50	2012	\$150 - \$180
EU Butadiene Expansion	~\$100	Mid 2013	\$40 - \$50
Methanol Restart	~\$180	Late 2013	\$250 - \$260
PE Debottleneck	~\$20	Early 2014	\$10 - \$20
La Porte Expansion	~\$510	Mid 2014	\$300 - \$350
Channelview Expansion	~\$200	Early 2015	\$90 - \$110
Corpus Christi Expansion	~\$600	Late 2015	\$300 - \$350
PP Compounding Growth	~ \$40	2013 - 2016	\$70 - \$90
New PE line	~ \$400	Mid 2017	\$50 - \$100
PO/TBA Joint Venture	MOU	2018	\$70 - \$90
Total	~ \$2,100		~ \$1,300 - \$1,600

Complete

In Construction/Permit Obtained

In Development

(1) Costs are based on recent company estimates and potential pre-tax values are based on FY 2013 industry benchmark margins.

