

CHARTER OF THE HEALTH, SAFETY, ENVIRONMENTAL AND OPERATIONS COMMITTEE OF THE BOARD OF DIRECTORS OF LYONDELLBASELL INDUSTRIES N.V.

General

The Health, Safety, Environmental and Operations Committee (the “Committee”) of the Board of Directors (the “Board”) of LyondellBasell Industries N.V. (together, with its subsidiaries, the “Company”) shall consist of not less than three members of the Board.

The Committee is established to assist the Board in fulfilling its oversight responsibilities by assessing operational performance, the effectiveness of environment, health and safety programs and the Company’s position with respect to key technologies. The Committee also advises the Board on matters impacting corporate social responsibility and the Company’s public reputation.

A quorum of the Committee shall consist of a majority of the Committee members and the act of a majority of the Committee members present at any meeting at which there is a quorum shall be the act of the Committee.

The members of the Committee shall be appointed and may be removed at any time without cause by the affirmative vote of a majority of the Board in its discretion, and shall serve for such term as the Board determines or until their successors are elected or appointed.

The Committee shall meet at least two times annually in regularly scheduled sessions, and at such other times as the Chairman of the Committee, in consultation with the Committee members, shall determine necessary, with reasonable prior notice to the members of the Committee. The agenda will be developed by the Chairman of the Committee in consultation with members of the Committee and senior management of the Company. Materials relating to the agenda will be provided to Committee members in advance of the meeting where necessary to allow members to prepare for discussion at the meeting.

Subject to the Company’s Articles of Association and Rules of the Board of Directors, the Committee may meet by telephone conference call or by any other means permitted by law or may act by unanimous written consent of all members in lieu of a meeting.

Responsibilities and Authority

The Committee shall have the following responsibilities and authority:

1. Review the status of the Company's health, safety and environmental policies and performance, including processes to ensure compliance with applicable laws and regulations.

2. Review and monitor the Company's health, safety and environmental performance statistics, and ensure processes and resources are in place to record such statistics consistently.
3. Review and approve the scope of the operational excellence audit program and regularly monitor program results.
4. Review and approve the annual budget for the operational excellence audit program.
5. Review and provide input to the Company on the management of current and emerging environment, health and safety risks and issues.
6. Review and monitor the Company's progress and results, as compared to management's milestones and performance objectives, for major capital projects such as turnarounds, debottlenecking and new construction.
7. Report periodically to the Board on operational, health, safety and environmental matters affecting the Company.
8. Review the Company's progress on sustainable development, and health, safety and environmental regulatory priorities.
9. Review any sustainability or other reports the Company publishes or third-party sustainability evaluations in which the Company decides to participate.
10. Review Company health, safety and environmental oversight and interaction with joint ventures.
11. Review the Company's Crisis Management Plan.
12. Conduct an annual review of the Company's position with respect to key technologies that can have a material financial impact on the Company, including oversight of management's efforts to mitigate competitive risks which may exist with respect to same.
13. Review and monitor the physical security of the Company and its assets.
14. Conduct an annual self-evaluation and annually evaluate the adequacy of this Charter.
15. Participate individually or collectively in at least one plant visit annually, preferably during a scheduled activity such as an audit, inspection or special safety program.

Responsibilities of the Chair of the Committee

The Chair of the Committee, in addition to the duties of a Committee member shall have the following responsibilities:

1. Schedule and preside at each meeting of the Committee. In the absence of the Chair of the Committee, the majority of the members of the Committee present at a meeting shall appoint a member to preside at the meeting.
2. Cause minutes of the deliberations at each such meeting to be prepared and retained in the Company's records.

3. Following each meeting, report to the Board concerning the Committee's actions, conclusions and recommendations.

The Committee shall have sole authority to retain and terminate special legal counsel and other advisors and experts as it deems necessary or appropriate to carry out its duties and to approve all such counsel and advisors' fees and terms of retention. The Committee may request any officer or employee of the Company to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee and will have the power, in its discretion, to conduct any investigation it deems necessary or appropriate to enable it to carry out its duties. Each Committee member shall be fully protected in relying in good faith upon such information, opinions, reports or statements presented to the Committee by any of the Company's officers or employees, or by any other person as to matters the member reasonably believes are within such other person's professional or expert competence.

The Committee will meet regularly in executive session. Reports of meetings of the Committee shall be made to the Board at its next regularly scheduled meeting following the Committee meeting, accompanied by any recommendations approved by the Committee that require Board approval.

Amended and Restated as of June 1, 2018