SEIZE THE MOMENT

SECURING THE FUTURE

Morgan Stanley Conference

Tim Roberts
EVP – O&P - Americas

lyondellbasell

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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, 2012, 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.

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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 slide # 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.

LYB Highlights

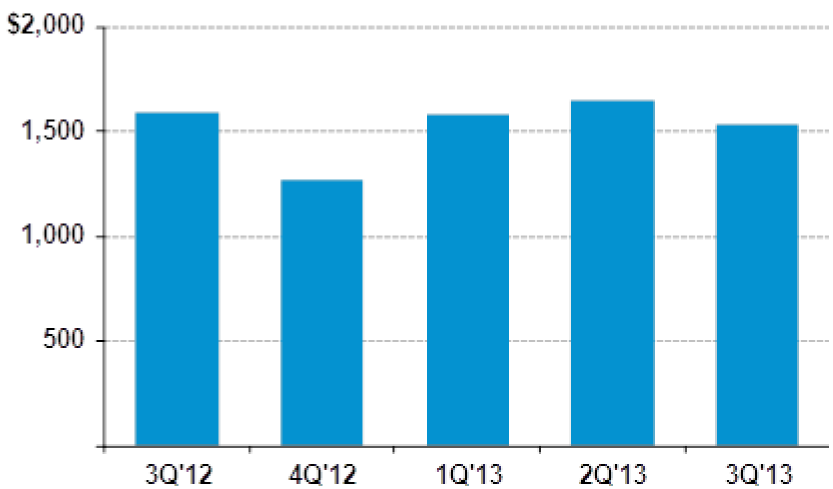
($ in millions, except per share data)	LTM Sept 2013	FY 2012	FY 2011
EBITDA(1)	$6,033	$5,808	$5,469
Income from Continuing Operations(1)	$3,328	$2,858	$2,472
Diluted Earnings ($ / share) from Continuing Operations	$5.80	$4.96	$4.32

LTM September 2013 EPS Growth

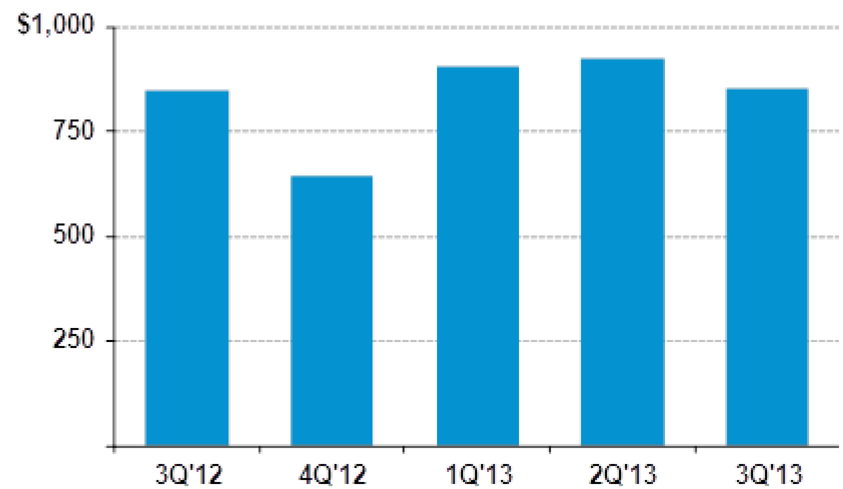
vs. 2012: 17% **vs. 2011: 34%**

($ in millions)

EBITDA(1)



Income from Continuing Operations(1)

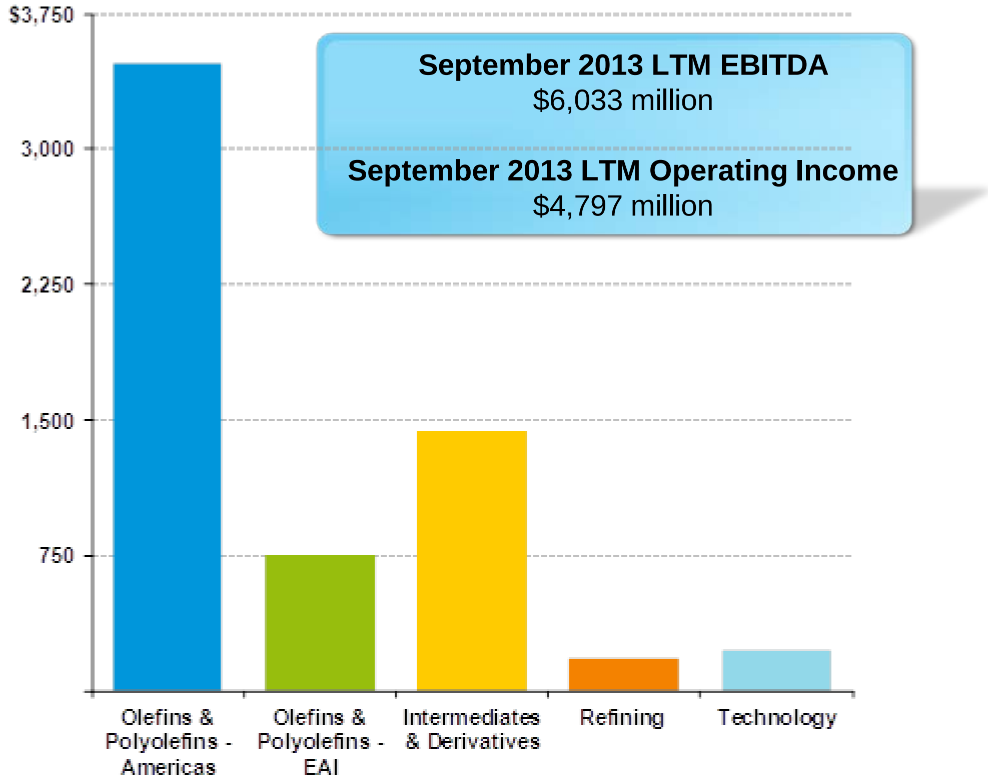


(1) EBITDA and Income from continuing operations include a pre-tax lower of cost or market inventory valuation adjustment of $71 million in the third quarter which reversed a charge in the second quarter of 2012, due to a recovery in market price.

World-Class Scale, Leading Market Positions

September 2013 LTM EBITDA

($ in millions)

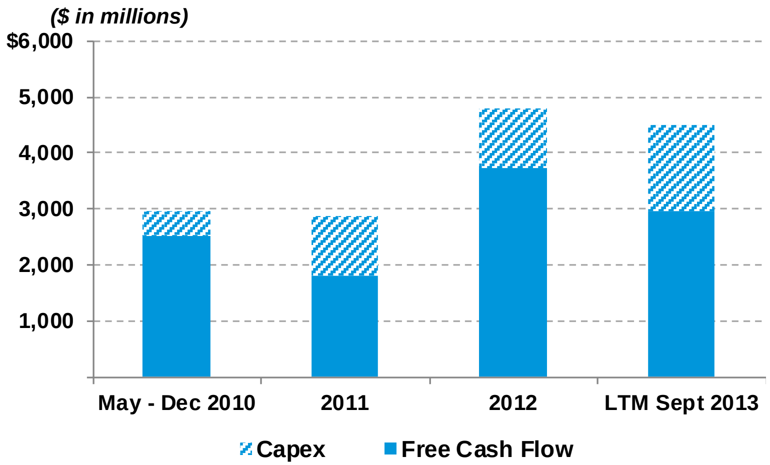


Products	Global Position
Chemicals	
Ethylene	#5
Propylene	#5
Propylene Oxide	#2
Polymers	
Polyolefins (PE + PP)	#1
Polypropylene	#1
Polyethylene	#4
Polypropylene Compounds	#1
Fuels	
Oxyfuels	#1
Technology and R&D	
Polyolefins Licensing	#2

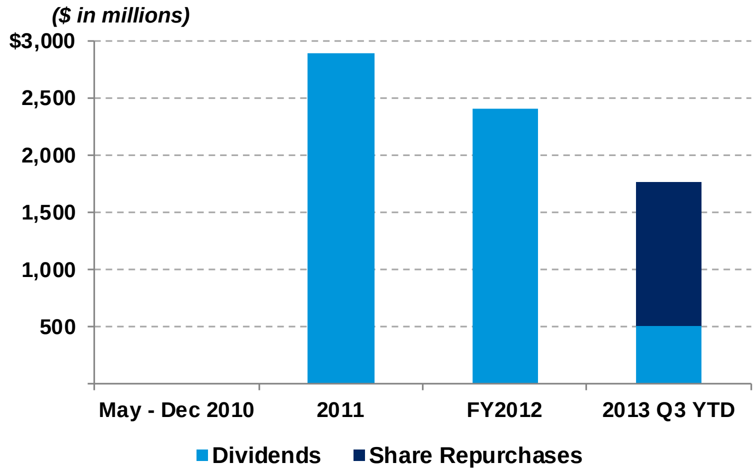
Note: Positions based on LyondellBasell wholly owned capacity and pro rata share of JV capacities as of December 31, 2012.

Sustained Cash Generation: Share Repurchases & Dividends

Cash From Operations



Dividends & Share Repurchases



Key Statistics

<u>Snapshot at September 30, 2013</u>
LTM FCF: $3.0 billion
LTM Capex: $1.5 billion
Cash: $4.4 billion
Total Debt/LTM EBITDA: 1.0x
Total Debt/Book Capital: 33%

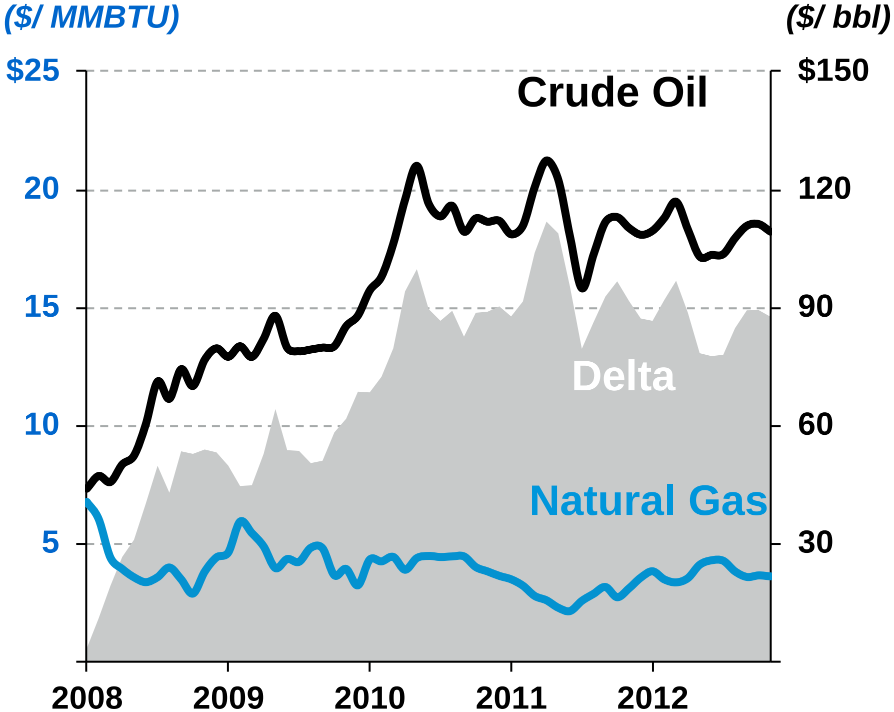
~ $1.3 billion invested in share repurchases since May 22, 2013 shareholders' meeting through September 30, 2013

Optimizing Our Businesses

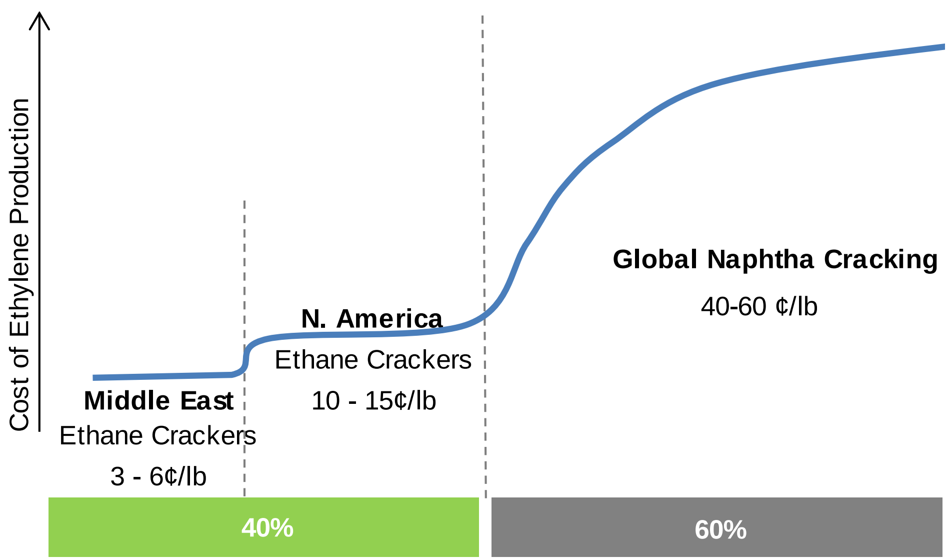
Segment	LYB Market Position	Portfolio Role
Olefins & Polyolefins – Americas	• NGL advantage • Cyclical upside	**Invest**
Olefins & Polyolefins – EAI	• Commodities – naphtha based, with cyclical upside • Differentiated positions in *Catalloy*, PP compounding, and JVs	**Restructure**
Intermediates & Derivatives (I&D)	• Proprietary technologies • Natural gas advantage	**Invest**
Refining	• Large, heavy crude refinery	**Sustain**
Technology	• Strong technology position • Maintain leadership	**Optimize**

Macroeconomic Background

U.S. Crude Oil vs. Natural Gas Price



Ethylene Production Cost Curve

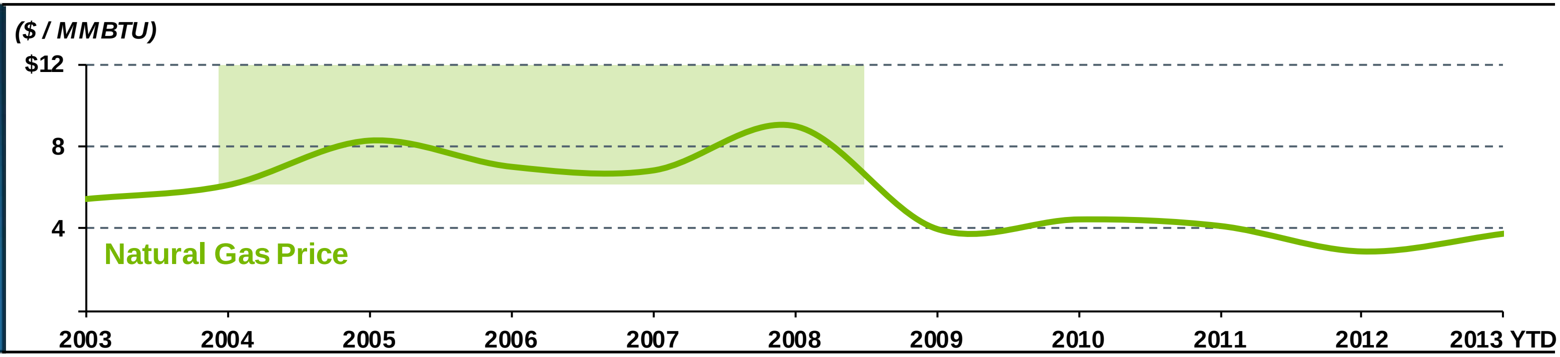


U.S. shale gas revolution significant driver of profitability in North American Olefins and Polyolefins and Intermediate and Derivatives business units

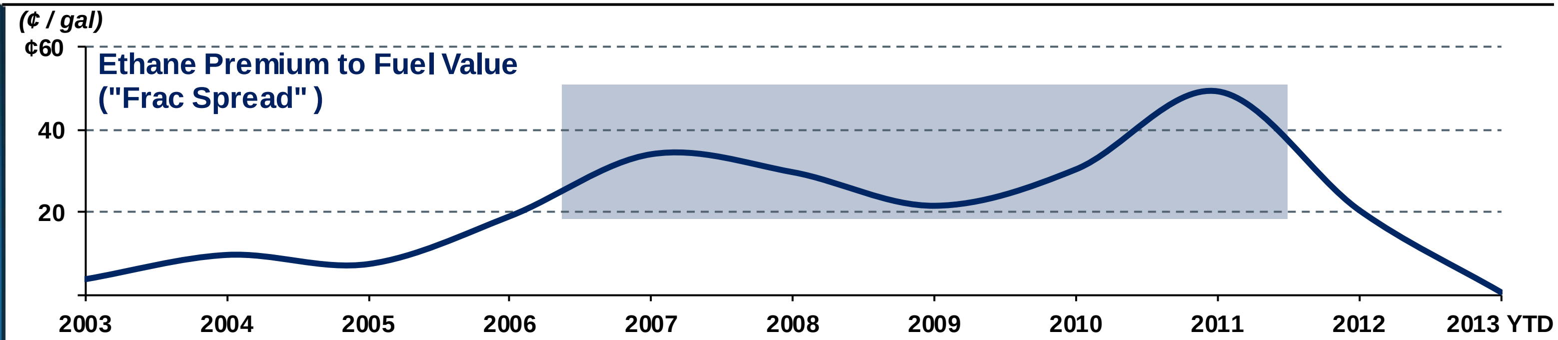
Sources: LYB estimates, third party consultants. Crude oil and natural gas data updated through October 2013.

Evolution of Shale Gas Value Chain

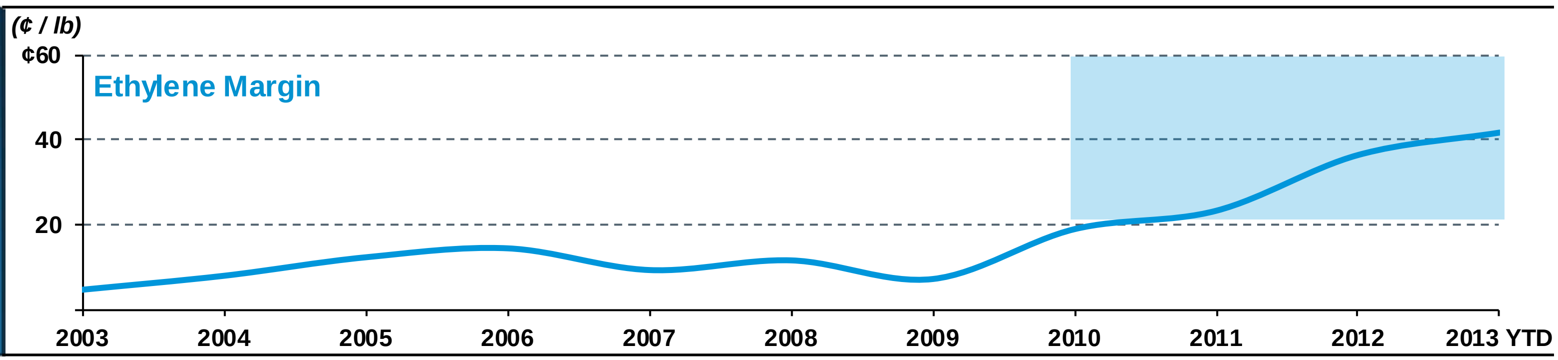
Upstream
(Natural Gas E&P)



Midstream
(Fractionation & Pipelines)



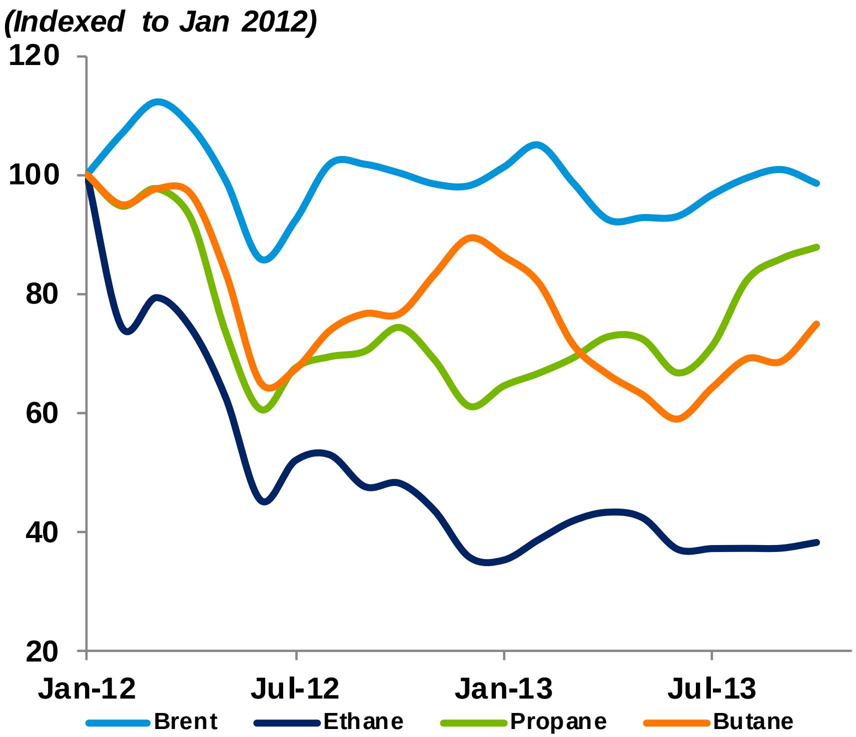
Chemicals
(Ethylene Crackers)



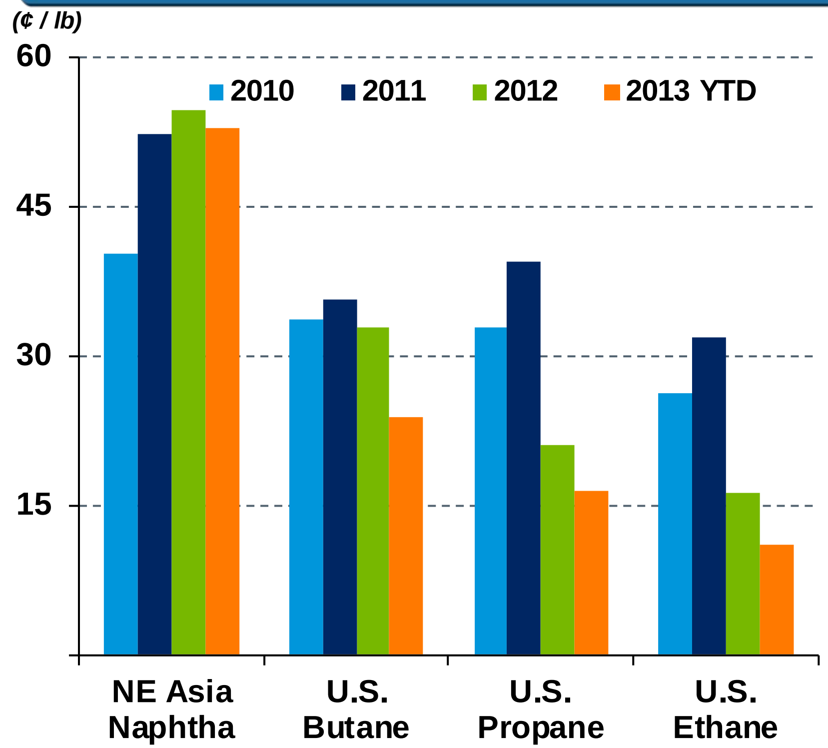
Source: Third party consultants. 2013YTD as of October 2013.

O&P – Americas: Fundamentals of Natural Gas / NGLs Have Defined the Environment

U.S. NGL Prices vs. Brent



Cost of Ethylene Production

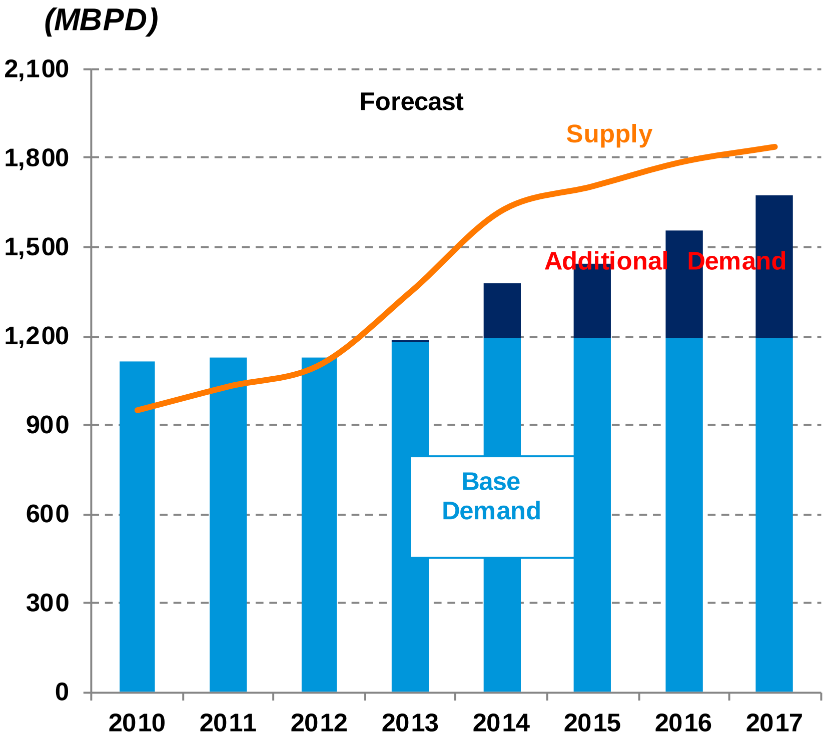


- U.S. NGL advantage has grown steadily
- Cost of ethylene production from naphtha has been high but stable
- LYB has increased NGL cracking capability from ~70% in 2010 to ~ 88% in the first nine months of 2013

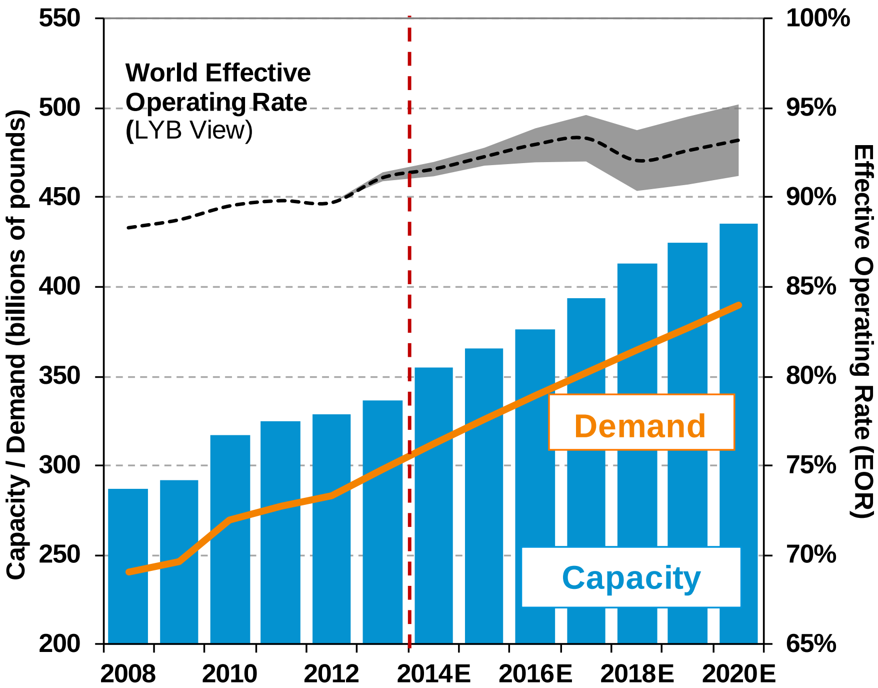
Source: Third party consultants. 2013 YTD as of October 2013.

Favorable Supply/Demand Balances

U.S. Ethane Supply/Demand



Ethylene Global Operating Rates

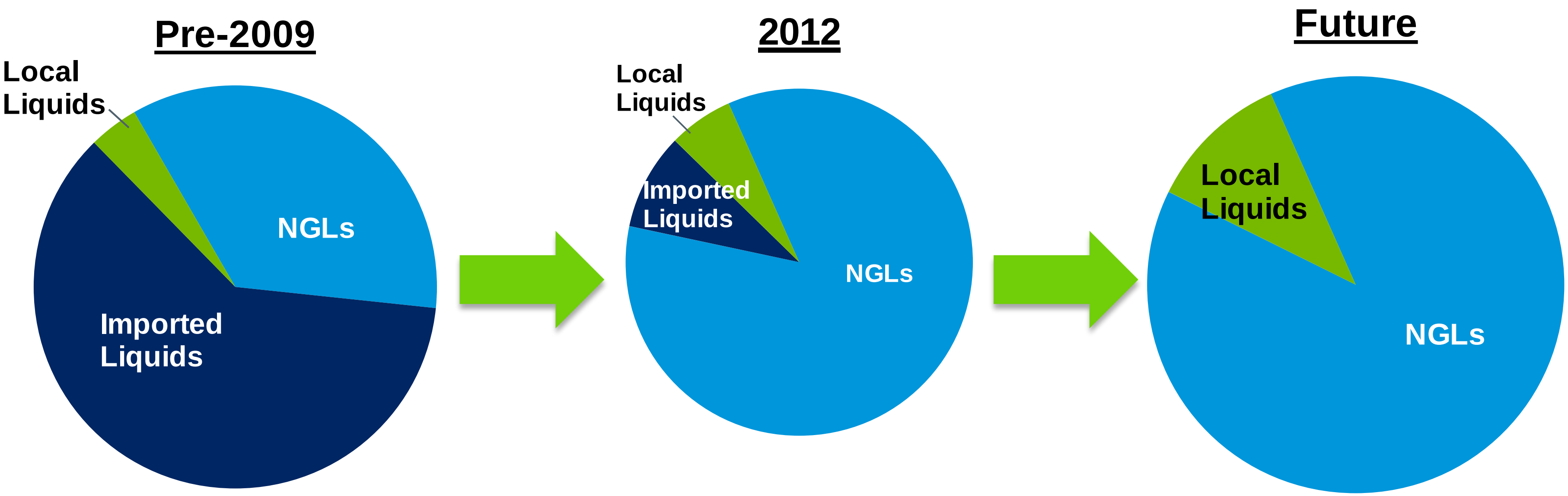


- N. America effective ethylene industry operating rate ~ 95% in 2013 YTD
- Ethane production is expected to continue exceeding demand

Source: Third party consultants and LYB estimates.

O&P – Americas: Feedstock Flexibility Boosts Profitability

LYB U.S. Ethylene Cracker Feedstock Flexibility



11.0 B lbs. ethylene capacity

9.8 B lbs. ethylene capacity

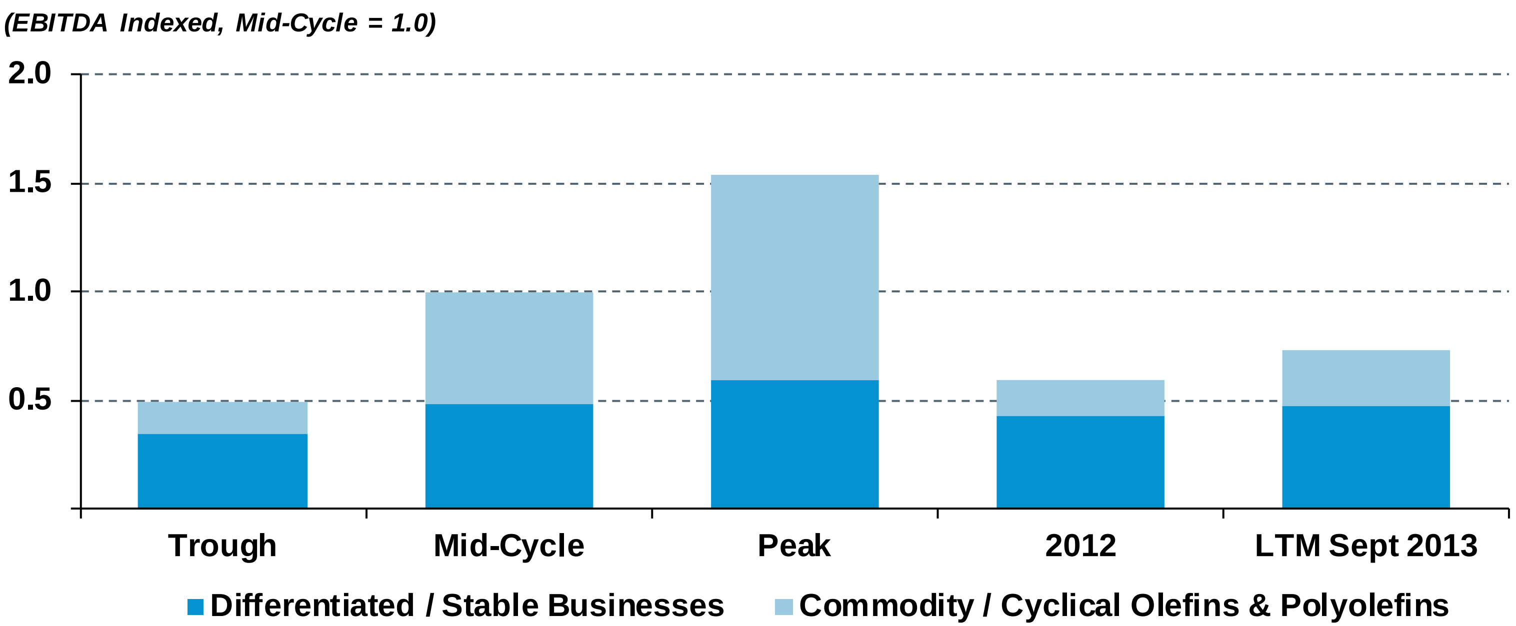
11.6 B lbs. ethylene capacity

~ 88% of ethylene production in 2013 Q3 to date from NGLs

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

O&P – EAI: Our Recent Profits Were Primarily Generated from Our Differentiated Position

Indexed O&P EAI EBITDA Scenarios [1]



- 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.

O&P – EAI: Significant Progress Through Restructuring and Improved Operations

Focus business management processes

Segment markets and customers

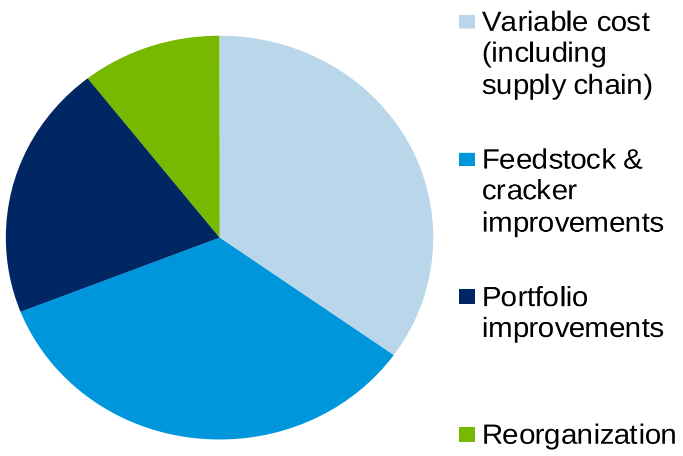
Simplify supply chain processes

Improve feedstock purchasing

Previously announced restructuring

Additional actions taken

Estimated Efficiency Gains Thru December 2012

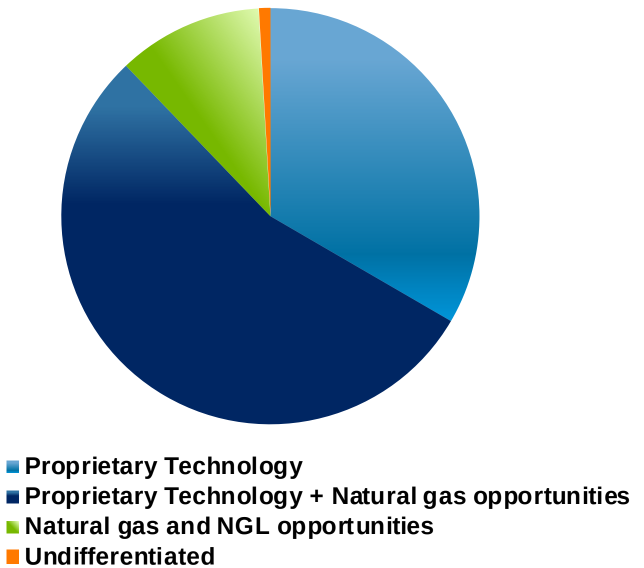


- Recent actions:
  - Initiated closure of 100KT per year HDPE unit in Germany
  - Increase ethylene from advantaged feedstocks from mid 20% in 2012 to mid 40% in Q3'2013
  - Butadiene expansion

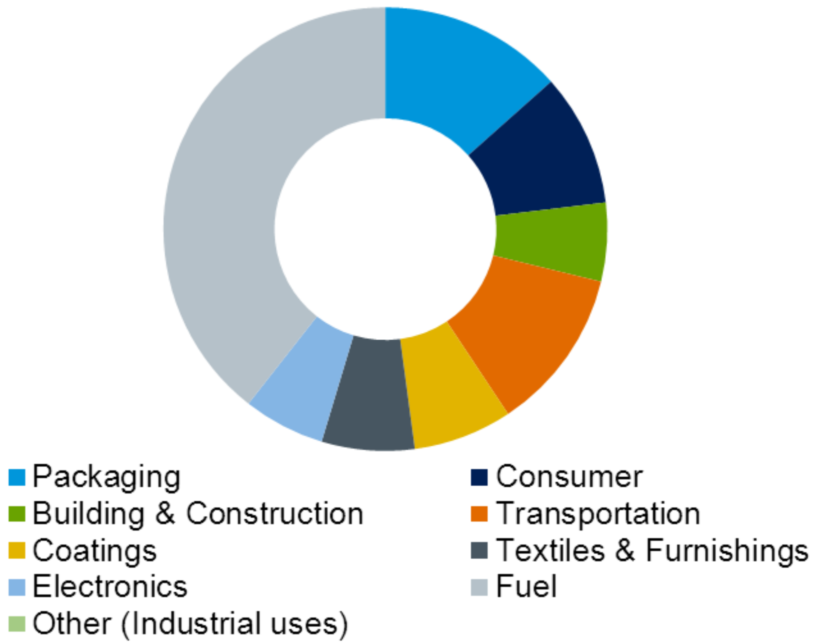
I&D: Businesses Key Advantages

	PO	C4's / Oxyfuels	Acetyls	EO & Derivatives
Proprietary Technology	✓	✓	✓	
Advantaged NGL / Crude Oil Price Ratio		✓	✓	✓

2012 Intermediates & Derivatives EBITDA



2012 Sales by End Use(1)



(1) Estimated based on LYB 2012 Intermediates and Derivatives third party sales, and third party industry estimates of products end uses.

I&D: Profitability Drivers for Propylene Oxide

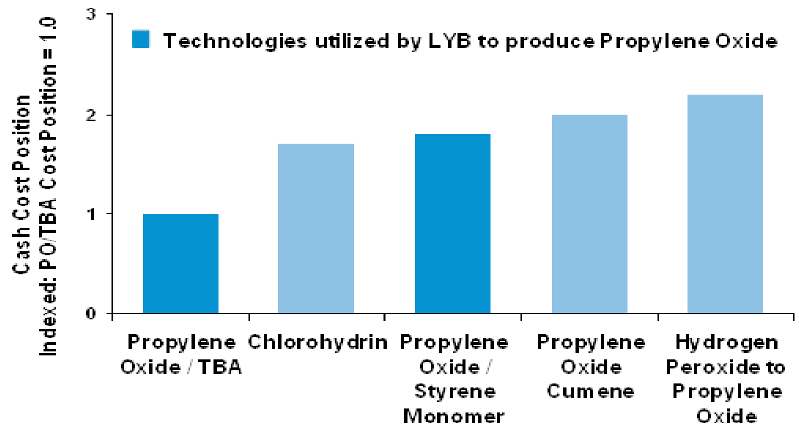
Key Drivers

- Propylene oxide demand growth
  - 5% per year globally
  - 9% per year in Asia
- High barrier to entry

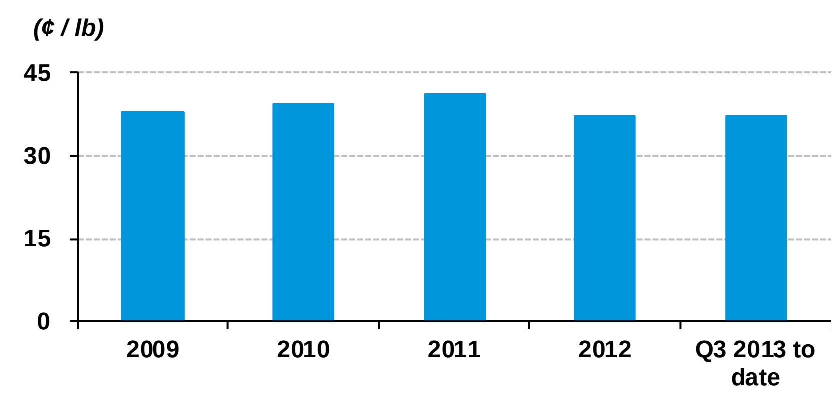
Sources of LYB Competitive Advantage

- Large global system
- Proprietary low cost technology

Economics of PO Technologies



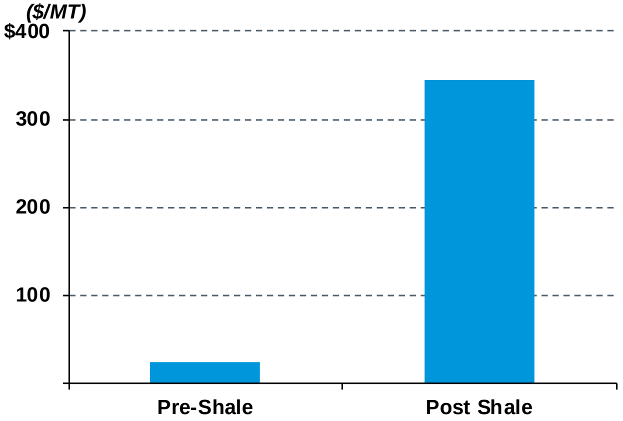
Propylene Glycol Raw Material Margin



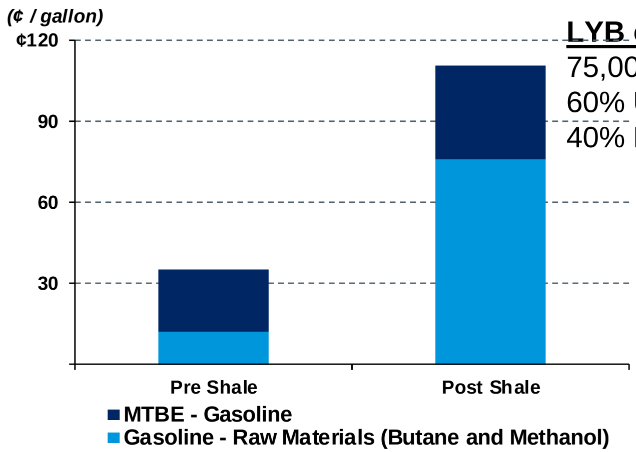
Source: Third party consultants and LYB estimates.

I&D Benefits from Shale Gas Development – Methanol & Oxyfuels

Methanol Cash Margins



MTBE Spread Factors



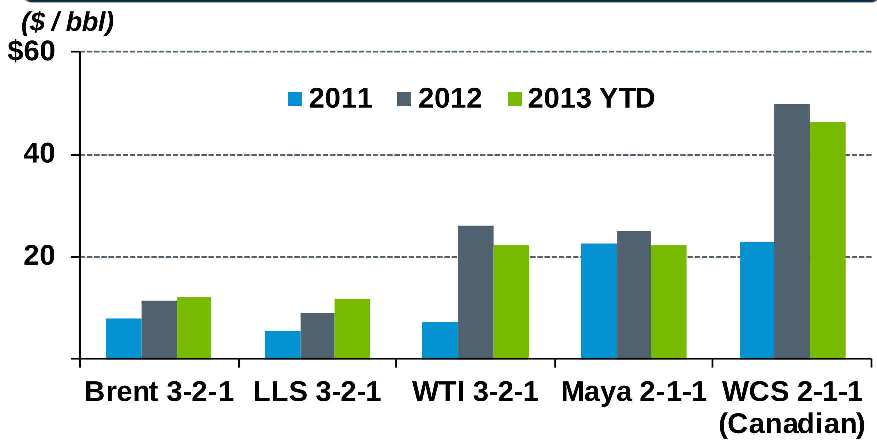
LYB capacity:
75,000 BBls/day
60% U.S.
40% EU

Methanol Unit, Channelview, TX

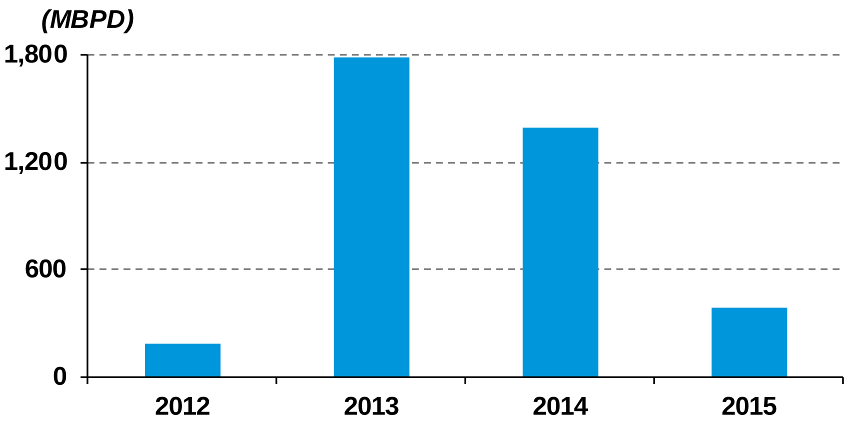
Sources: Third party consultants.

Refining: Profitability Has Been Driven by Geography and Complexity

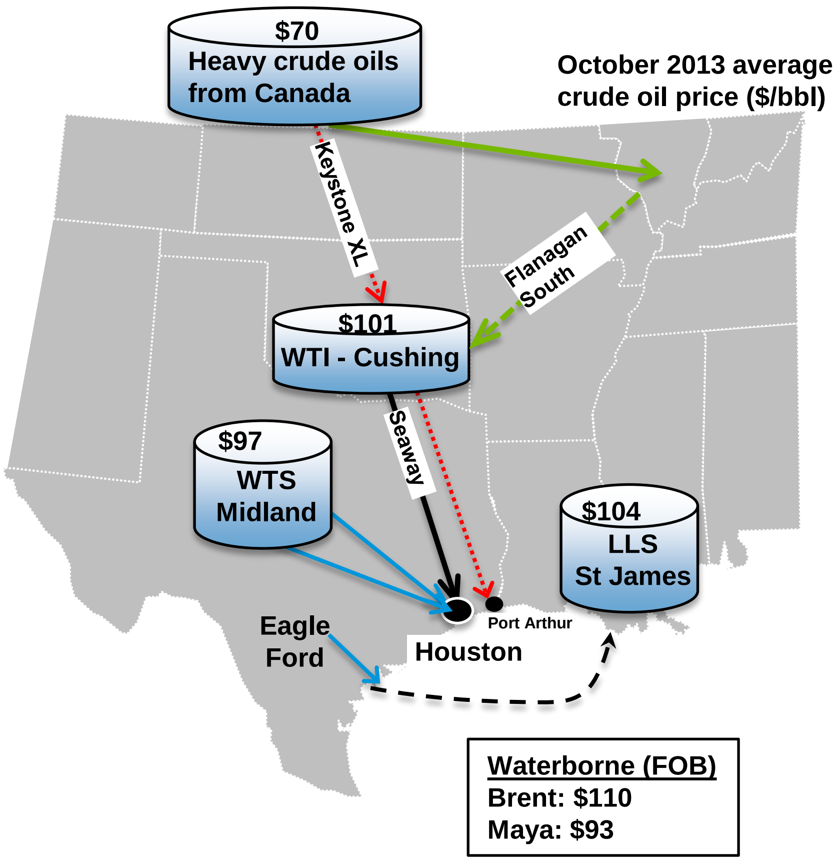
Refining Spreads



Pipeline Capacity Increase



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. 2013 YTD as of October 2013.

Cash Deployment Hierarchy

		Current Status	Comments
Foundation	Base Capex	$700 - $800 million/yr	• First priorities for cash
	Interest	~$330 million/yr	
	Interim Dividend	$0.50/share per quarter	• Fund through the cycle with cash flow from operations
Discretionary Opportunities	Growth Capex	~$750 million per year over next 2 years	• High-return in advantaged businesses
	Share Repurchases / Special Dividend / Acquisitions	Balance of cash generated	• Discretionary cash returned to shareholders • M&A if strategic and meaningfully accretive

Growth and Operational Improvement Programs

Opportunities	Capital Investments	Pre-tax Earnings
Operational Improvements	Minimal	~ $250 – 400 Million
Complete & Active Growth Projects	~ $1,490 Million	~ $1,140 - $1,320 Million
Possible/ Developing Growth Projects	~ $440 Million	~ $300 - $410 Million

At September 2013 LTM conditions, our growth and improvement programs are expected to generate an additional $1.7 – 2.1 billion pre-tax earnings per year by 2017

(1) Costs are based on company estimates and earnings values are based on LTM September 2013 industry benchmark margins.

Projects Completed and Active

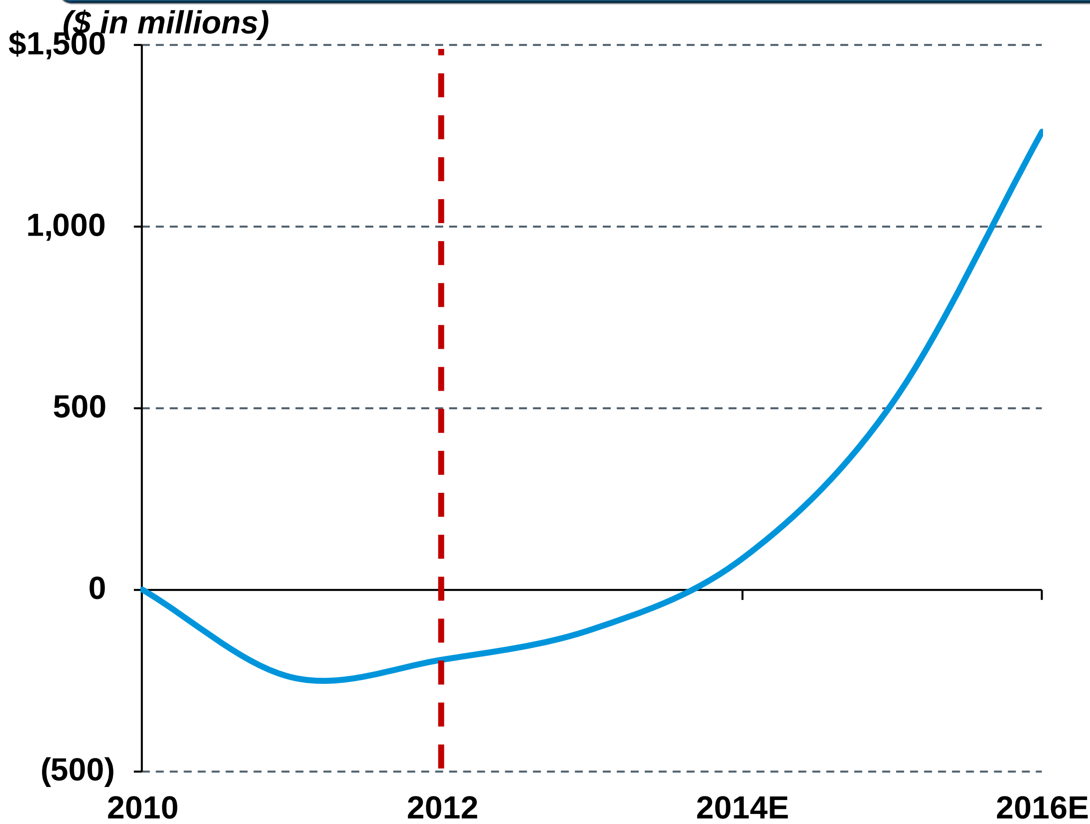
Project	Cost ($Million)	Start-up	Potential Pre-Tax Earnings ($ Million/year)
Increase Ethane Capability	~$25	2012	$120 - $140
Midwest Debottlenecks	~$25	2012	$30 - $40
EU Butadiene Expansion	~$100	Mid 2013	$40 - $50
Methanol Restart	~$170	Late 2013	$250 - $260
PE Debottleneck	~$20	Early 2014	$10 - $20
La Porte Expansion	~$420	Mid 2014	$300 - $350
Channelview Expansion	~$200	Early 2015	$90 - $110
Corpus Christi Expansion	~$530	Late 2015	$300 - $350
Total	**~ $1,490**		**~ $1,140 - $1,320**

Complete **In Construction** **Permit Pending**

(1) Costs are based on company estimates and values are based on LTM September 2013 industry benchmark margins.

Importance of Capital Project Selection

Annual Cash Flow from Announced Growth Projects[1]



Fast Execution & High Returns

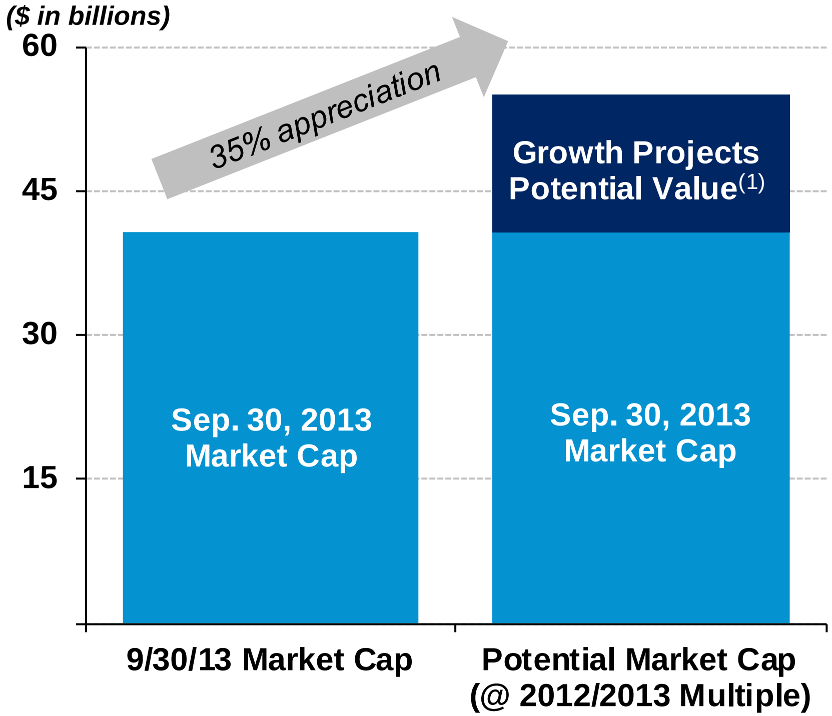
- Announced projects expected to be on line by 2016
- $1.9 billion of announced growth capital expenditures from 2013 to 2016
- Over $1.5 billion per year of additional EBITDA at LTM Sept 2013 margins by 2017

Capital project portfolio selected for optimum use of cash to maximize returns

(1) EBITDA estimates assume LTM September 2013 benchmark margins for future periods. Cash flow defined as EBITDA less depreciation, cash taxes and capital expenditures.

Value from Both Growth and Cash Distributions

Growth Projects Value Potential



Annual Discretionary Cash Potential

Potential Discretionary Cash → Potential Shareholder Distributions

~ $2.0 - $3.5 billion discretionary cash in addition to interim dividends[1]

- **Share repurchases**

AND / OR

- **Special dividend**

Significant potential shareholder return from both growth investments and discretionary cash distributions

(1) Based on: Sep. 30 , 2013 market capitalization, growth projects potential values at constant LTM September 2013 industry benchmark margins, the increase in 2013 interim dividends and interest on new debt issuance.

Appendix

Reconciliation of Segment Information to Consolidated Financial Information

Reconciliation of Segment Information to Consolidated Financial Information

	2012					2013			
(Millions of U.S. dollars)	Q1	Q2	Q3	Q4	Total	Q1	Q2	Q3	YTD
Sales and other operating revenues:									
Olefins & Polyolefins - Americas	$ 3,349	$ 3,283	$ 3,217	$ 3,085	$ 12,934	$ 3,244	$ 3,251	$ 3,315	$ 9,810
Olefins & Polyolefins - Europe, Asia, International	3,898	3,575	3,448	3,600	14,521	3,800	3,708	3,594	11,102
Intermediates & Derivatives	2,485	2,285	2,637	2,251	9,658	2,282	2,217	2,452	6,951
Refining	3,203	3,496	3,272	3,320	13,291	2,468	3,077	3,177	8,722
Technology	119	115	124	140	498	134	132	124	390
Other	(1,320)	(1,506)	(1,425)	(1,299)	(5,550)	(1,259)	(1,282)	(1,510)	(4,051)
Continuing Operations	$ 11,734	$ 11,248	$ 11,273	$ 11,097	$ 45,352	$ 10,669	$ 11,103	$ 11,152	$ 32,924
Operating income (loss):									
Olefins & Polyolefins - Americas	$ 519	$ 700	$ 738	$ 693	$ 2,650	$ 821	$ 872	$ 759	$ 2,452
Olefins & Polyolefins - Europe, Asia, International	3	203	15	(94)	127	93	189	78	360
Intermediates & Derivatives	370	390	424	246	1,430	323	285	371	979
Refining	10	124	114	86	334	(17)	(16)	(37)	(70)
Technology	38	30	31	23	122	50	39	35	124
Other	- -	2	6	5	13	(3)	(5)	1	(7)
Continuing Operations	$ 940	$ 1,449	$ 1,328	$ 959	$ 4,676	$ 1,267	$ 1,364	$ 1,207	$ 3,838
Depreciation and amortization:									
Olefins & Polyolefins - Americas	$ 65	$ 71	$ 69	$ 76	$ 281	$ 75	$ 69	$ 73	$ 217
Olefins & Polyolefins - Europe, Asia, International	69	69	63	84	285	77	76	78	231
Intermediates & Derivatives	47	48	49	50	194	48	50	50	148
Refining	38	37	36	37	148	36	37	45	118
Technology	18	19	18	18	73	17	20	16	53
Other	- -	- -	1	1	2	- -	2	- -	2
Continuing Operations	$ 237	$ 244	$ 236	$ 266	$ 983	$ 253	$ 254	$ 262	$ 769
EBITDA: [a]									
Olefins & Polyolefins - Americas	$ 595	$ 781	$ 814	$ 778	$ 2,968	$ 898	$ 951	$ 841	$ 2,690
Olefins & Polyolefins - Europe, Asia, International	115	305	102	26	548	225	295	204	724
Intermediates & Derivatives	417	432	475	297	1,621	373	338	427	1,138
Refining	48	160	150	123	481	20	20	8	48
Technology	56	50	49	42	197	66	59	52	177
Other	(4)	(1)	(1)	(1)	(7)	3	(11)	(1)	(9)
Continuing Operations	$ 1,227	$ 1,727	$ 1,589	$ 1,265	$ 5,808	$ 1,585	$ 1,652	$ 1,531	$ 4,768
Capital, turnarounds and IT deferred spending:									
Olefins & Polyolefins - Americas	$ 102	$ 135	$ 126	$ 105	$ 468	$ 122	$ 122	$ 218	$ 462
Olefins & Polyolefins - Europe, Asia, International	60	39	60	95	254	63	46	44	153
Intermediates & Derivatives	18	24	44	73	159	106	141	119	366
Refining	38	27	24	47	136	93	67	36	196
Technology	9	8	12	14	43	7	6	7	20
Other	2	3	1	(1)	5	- -	5	(1)	4
Total	229	236	267	333	1,065	391	387	423	1,201
Deferred charges included above	(1)	(3)	(1)	- -	(5)	- -	- -	- -	- -
Continuing Operations	$ 228	$ 233	$ 266	$ 333	$ 1,060	$ 391	$ 387	$ 423	$ 1,201

(a) See slide 26 for EBITDA calculation.

Reconciliation of EBITDA to Income from Continuing operations

(Millions of U.S. dollars)	2012 Q1	2012 Q2	2012 Q3	2012 Q4	2012 Total	2013 Q1	2013 Q2	2013 Q3	2013 YTD
Net income attributable to the Company shareholders	$ 600	$ 770	$ 846	$ 632	$ 2,848	$ 901	$ 929	$ 853	$ 2,683
Net income (loss) attributable to non-controlling interests	(1)	(2)	(2)	(9)	(14)	(1)	(2)	(2)	(5)
(Income) loss from discontinued operations, net of tax	(5)	- -	7	22	24	6	(4)	3	5
Income from continuing operations	**594**	**768**	**851**	**645**	**2,858**	**906**	**923**	**854**	**2,683**
Provision for income taxes	301	306	435	285	1,327	357	410	339	1,106
Depreciation and amortization	237	244	236	266	983	253	254	262	769
Interest expense, net	95	409	67	69	640	69	65	76	210
EBITDA	**$ 1,227**	**$ 1,727**	**$ 1,589**	**$ 1,265**	**$ 5,808**	**$ 1,585**	**$ 1,652**	**$ 1,531**	**$ 4,768**

(Millions of U.S. dollars)	2011 Q1	2011 Q2	2011 Q3	2011 Q4	2011 Total
Net income (loss) attributable to the Company shareholder	$ 663	$ 804	$ 895	$ (215)	$ 2,147
Net loss attributable to non-controlling interests	(3)	(1)	-	(3)	(7)
Loss from discontinued operations, net of tax	22	48	17	245	332
Income from continuing operations	682	851	912	27	2,472
Provision for (benefit from) income taxes	263	388	506	(98)	1,059
Depreciation and amortization	215	224	237	255	931
Interest expense, net	156	163	146	542	1,007
EBITDA	$ 1,316	$ 1,626	$ 1,801	$ 726	$ 5,469