



Building a major additives player

LANXESS to acquire Chemtura

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Safe harbor statement

The presentation relates to the proposed acquisition of Chemtura Corp. by LANXESS AG.

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Important Additional Information

This communication may be deemed to be solicitation material in respect of the proposed acquisition of Chemtura Corp. by LANXESS AG. The proposed acquisition will be submitted to the stockholders of Chemtura Corp. for their consideration. In connection therewith, Chemtura Corp. intends to file a proxy statement with the U.S. Securities and Exchange Commission ("SEC") and mail such proxy statement to its stockholders of record. **BEFORE MAKING ANY VOTING OR ANY INVESTMENT DECISION, INVESTORS AND STOCKHOLDERS ARE URGED TO READ THE DEFINITIVE PROXY STATEMENT REGARDING THE PROPOSED TRANSACTION AND ANY OTHER RELEVANT DOCUMENTS FILED OR TO BE FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION.** Investors and stockholders will be able to obtain free copies of the proxy statement, any amendments or supplements thereto and other documents containing important information about Chemtura Corp., once such documents are filed with the SEC, through the website maintained by the SEC at www.sec.gov. Copies of the documents filed with the SEC by Chemtura Corp. will be available free of charge on Chemtura Corp.'s website at <http://investor.chemtura.com> under the heading "Financials & Filings". Stockholders of Chemtura Corp. may also obtain a free copy of the definitive proxy statement by contacting Chemtura Corp.'s Investor Relations Department at (203) 573-2153.

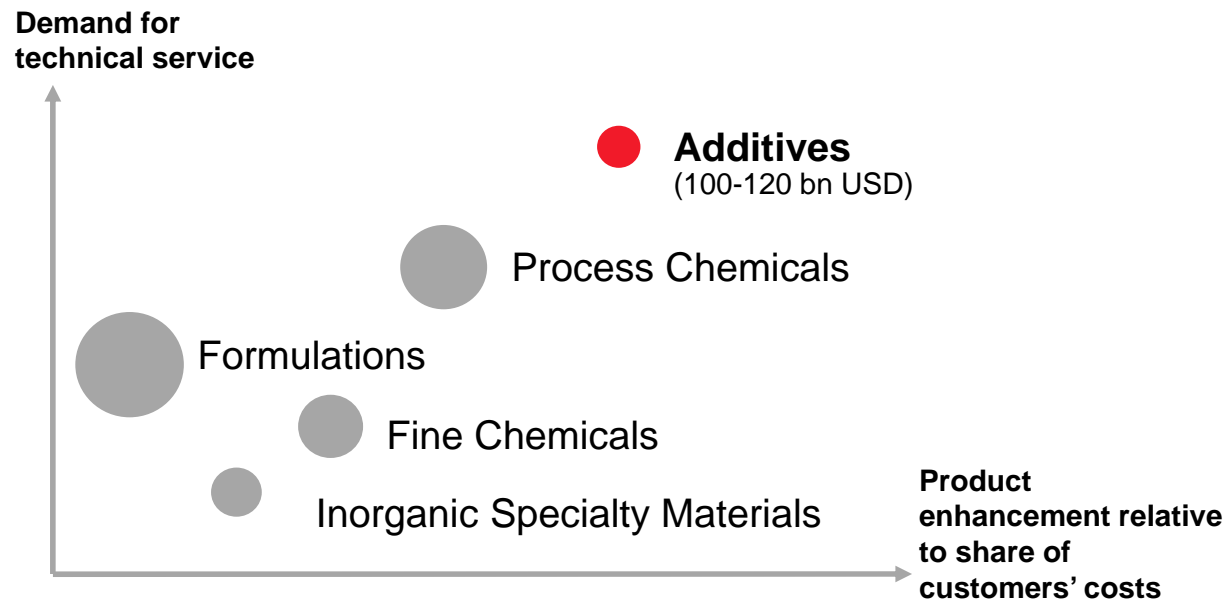
LANXESS to acquire Chemtura – building a major, global additives player

Acquisition	<p>Agreed acquisition of Chemtura, a US-based specialty chemical company and a major player in the field of additives</p> <p>All cash consideration of USD 33.50 per share</p>
Rationale	<p>Establishing a major global additives player, strengthening business risk profile</p> <ul style="list-style-type: none">▪ Complementary additive businesses with significant synergies (~€100 m)▪ Strengthen global presence and end-market diversification
Financial valuation	<p>Enterprise value: ~€2.4 bn*</p> <p>EV/EBITDA including synergies: ~7x</p> <p>Financing: hybrid and senior bonds in line with investment grade commitment</p> <p>Fast deleveraging expected after closing through strong free cash flow</p>
Timing & milestones	<p>Approval of Chemtura shareholder meeting</p> <p>Subject to regulatory clearances</p> <p>Closing anticipated mid 2017</p>

* FX: 1.10 USD/EUR

LANXESS creates a major, global additives business

Additives among the most attractive product groups in the specialty chemical industry



Increasing performance requirements drive growth above GDP

Attractive characteristics of additives business

- Small part of the customers' costs
- Desired result is key for customer
- Knowledge and technical service intensive
- Low capital-intensity

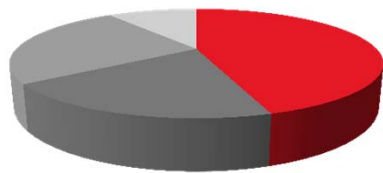


Chemtura has a growing and profitable additives business with a strong US footprint



A global, specialty chemical company*

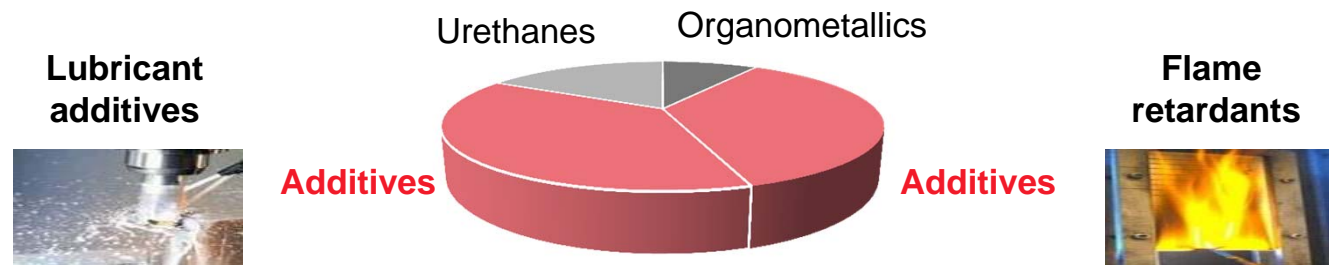
- Sales ~€1.5 bn
- EBITDA pre ~€245 m
- ~2,500 employees
- 20 sites in 11 countries



■ North America ■ Europe
■ Asia ■ Latin America

Well established in lubricant additives and flame retardants

Sales split



Key customer bases growing**

Building & construction



~3.0%

Electrical & Electronics



~5.5%

Energy



~2.0%

Transportation



~3.5%

Sales and EBITDA are based on Q2 2016 LTM, USD/EUR 1.10

* Listed at NYSE, Headquarters: Philadelphia, PA (US)

**CAGR: 2016-2020 (based on IHS)

LANXESS has established a strong additives platform with strong footprint in Europe in 2014



Business Unit ADD in Performance Chemicals

- Sales ~€850 m
- Employees: ~1,600
- Globally operating in 20 production sites



■ North America ■ Europe
■ Asia ■ Latin America

Sales are based on Q2 2016 LTM

A broad product portfolio in the additives field

Business Unit Additives

Bundling forces (2014):

All additives in one business unit

Flame retardants & plastic additives



Unitex (2011)

Lubricant additives



Thermphos site (2013)

Rubber additives



Tire Curing Bladders (2012)

Colorants

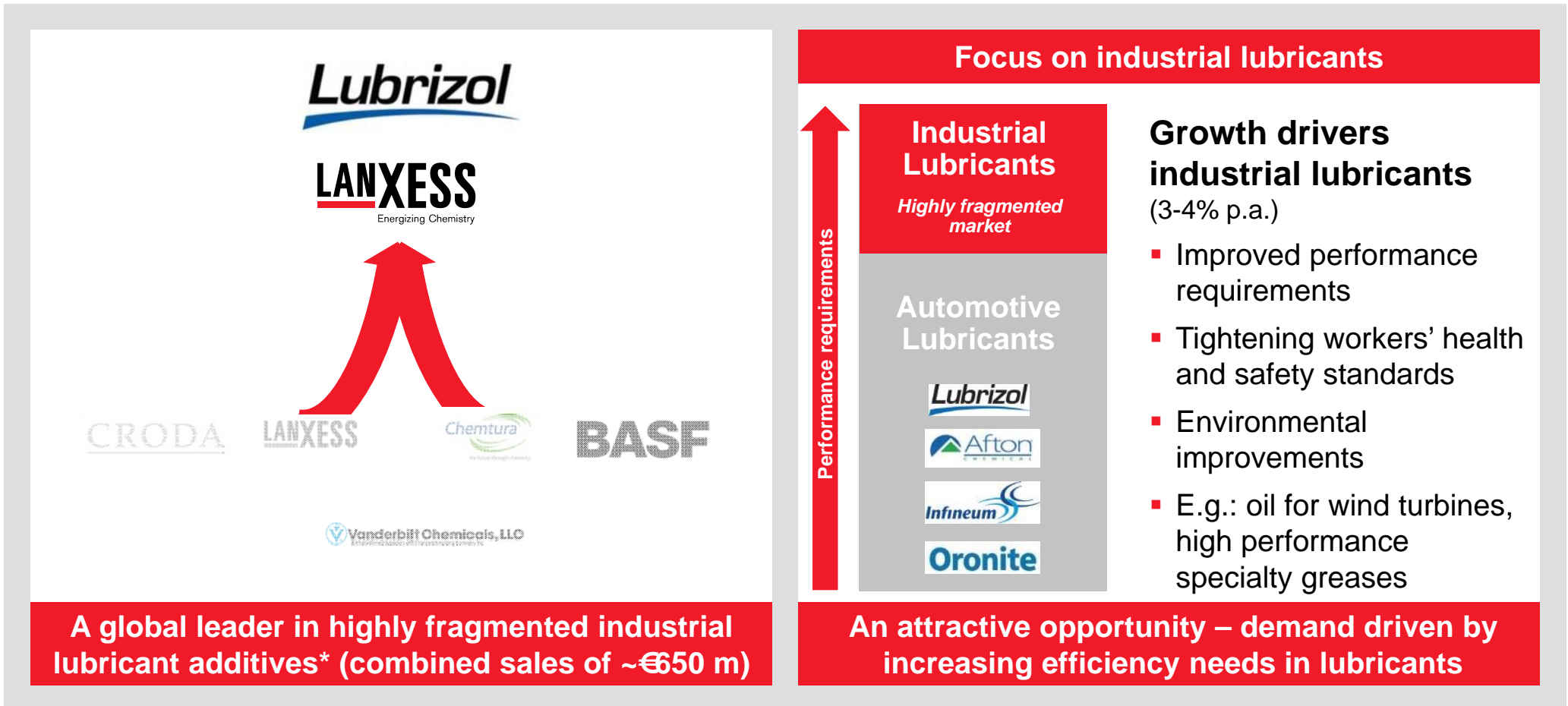
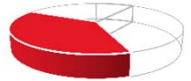


Darmex (2011)

Management with proven M&A track record

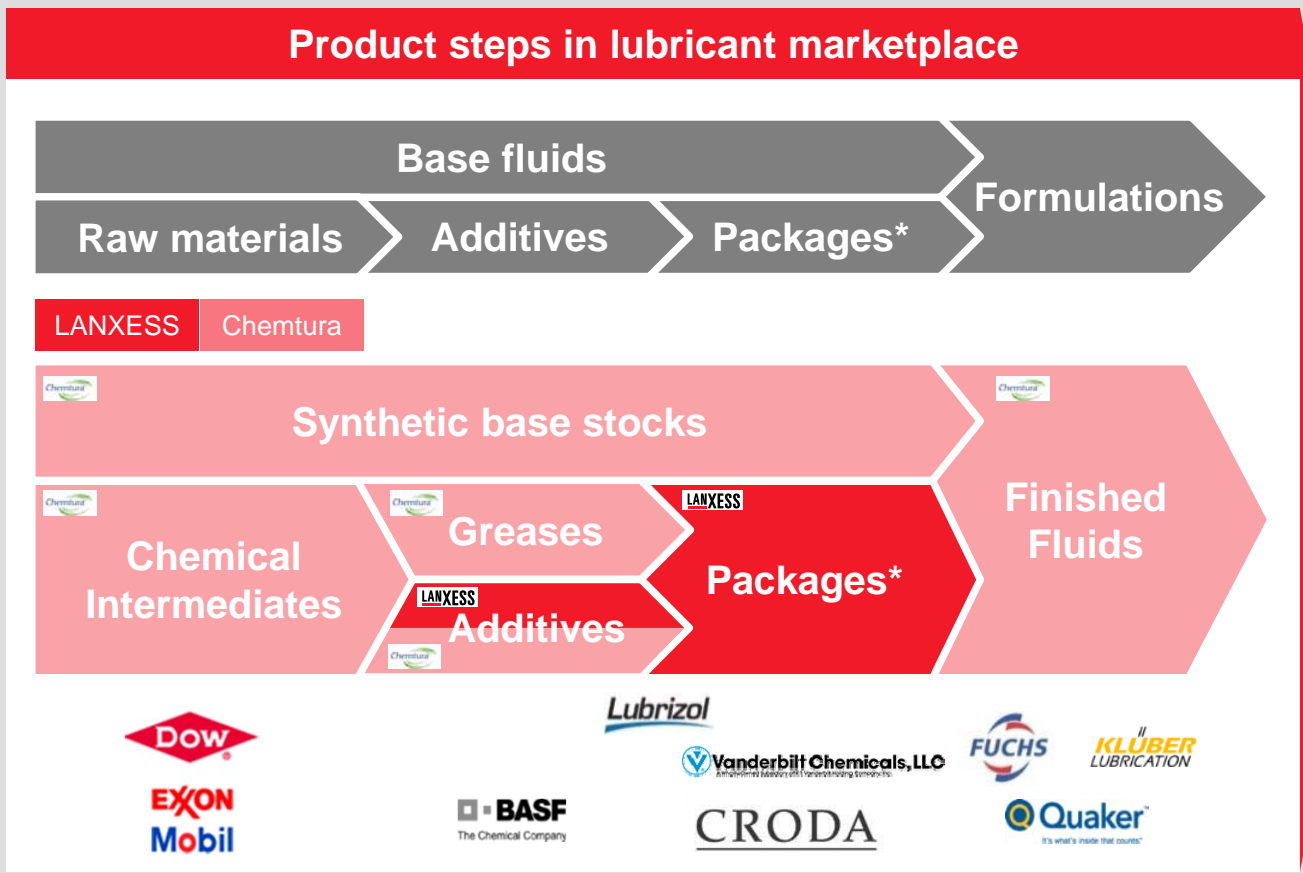
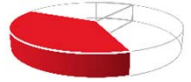
A global player with tailor-made solutions and clear customer focus

Industrial Lubricant additives: Combination of both companies to form another major global player



* according to LANXESS' market intelligence

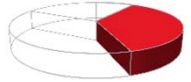
Strengthened integrated value chain in lubricants and lubricant additives



- Backward integration potential
- Complementary product groups; optimization of sales channels and cross selling potential
- Good platform for growth; recent investments in Netherlands (base stocks) and China (greases and fluids) offer volume growth potential

* Packages: technical term for formulations / mixtures of different additive components

Flame retardants: Combination of Chemtura and LANXESS creates another global player in growing sector



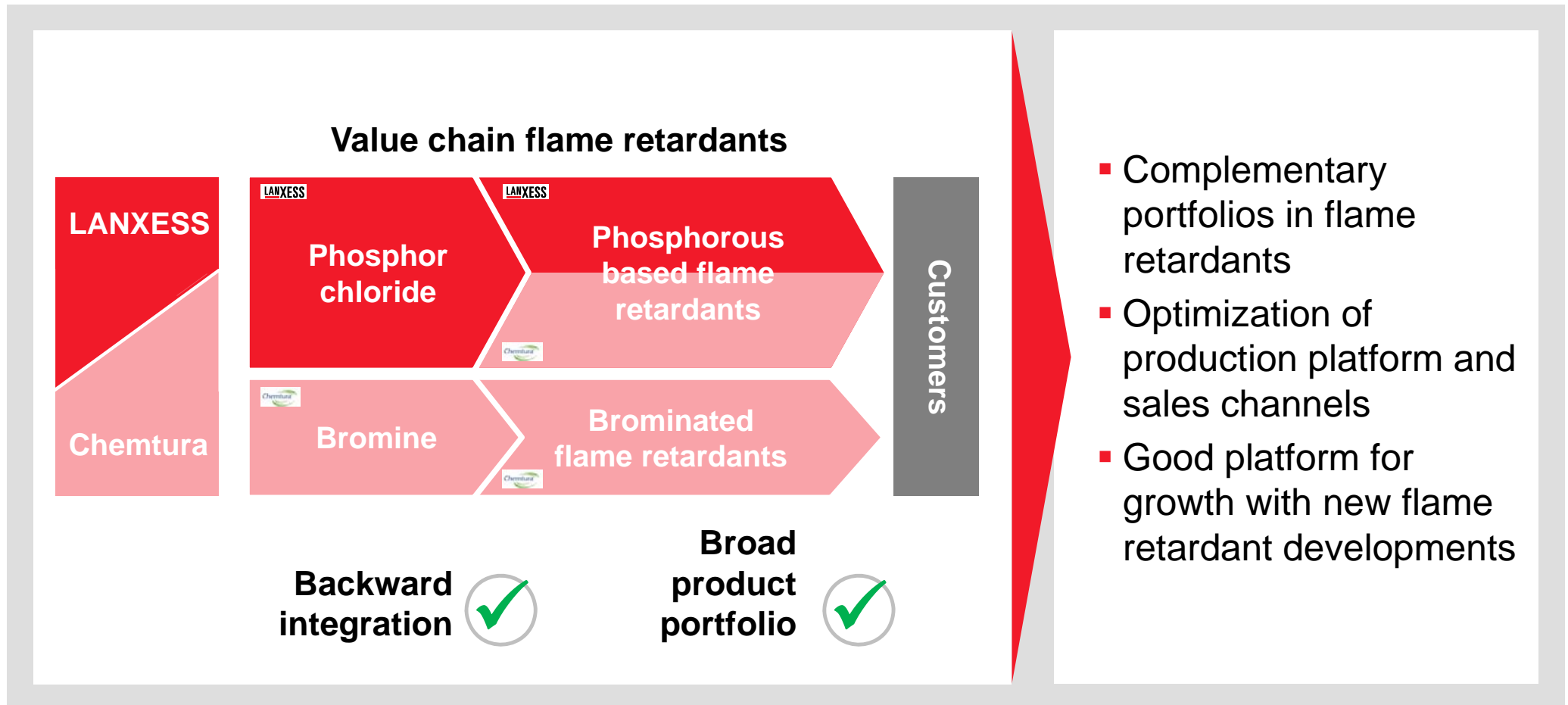
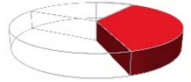
- Flame retardants reduce flammability
- Main applications:
 - Furniture (upholstery)
 - Construction (e.g. styrene insulation panels)
 - E&E (e.g. PCBs, TVs, computers)
- Demand growth 3-4% p.a. driven by
 - Increasing regulations
 - Increasing fire protection standards



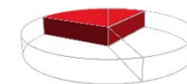
Flame retardants with 3-4% annual volume growth

* according to LANXESS' market intelligence

A strong platform and value proposition in the flame retardants business will be created



Urethanes and Organometallics: Broadening LANXESS' portfolio



Strengthening segment High Performance Materials

High Performance
Materials

Urethanes



- Urethanes offer new product class of high-tech materials for e.g., mining, oil and leisure
- Low asset intensity
- Well-positioned in hot cast pre-polymers
- New capacities in place to cater future growth in Asia (Nantong, China)



Integration into BU Advanced Industrial Intermediates

Aromatic Network

Benzyl Products and
Inorganic acids

Polyols and Oxidation
products

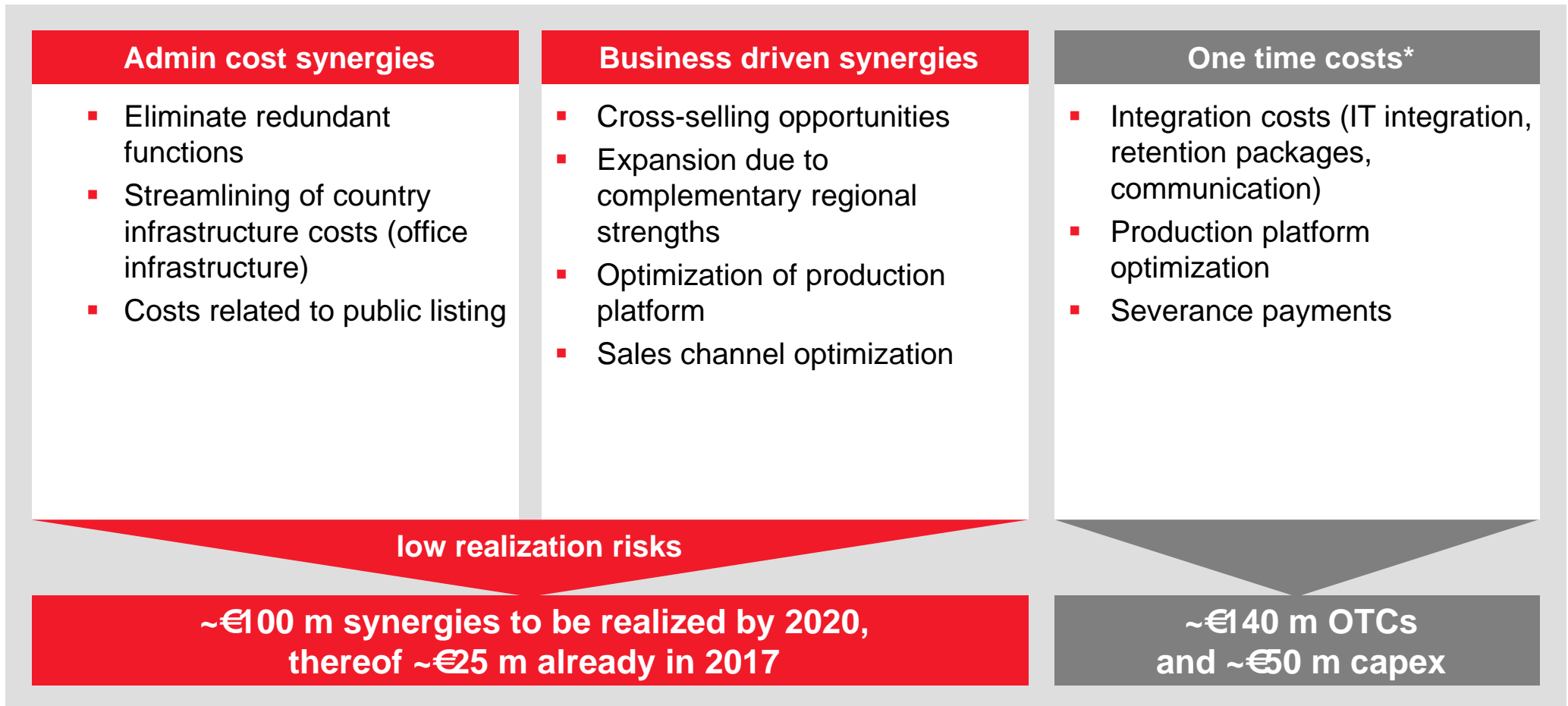
Antioxidants &
Accelerators

Organometallics



- Within BU All, Organometallics forms smaller business class (<€200 m sales)
- Established presence in Europe for Organometallics, esp. for catalysts in polymers
- Excellent production know-how
- Overall Organometallics facing a very competitive market environment

Around €100 m synergies on EBITDA level by 2020 by combining Chemtura's and LANXESS' platforms



* Synergy related one time costs, excluding ~€80 m transaction related costs (including cost of planned refinancing of target debt), which are considered in purchase price

Transaction with fair valuation

Key facts of acquisition

Business

- ~€1.5 bn of sales
- ~€245 m EBITDA pre excep. (16% margin)
- Expected annual synergies of ~€100 m by 2020 (thereof already ~€25 m in 2017)

Transaction

- Equity value ~€1.9 bn (\$33.50 per share)
- Net financial debt and pension ~€500 m
- ➔ Enterprise value of ~€2.4 bn
- Closing anticipated mid 2017

**EV/EBITDA ~7x
including synergies**

**~10x
excluding synergies**

Attractive EPS accretion* from year 1



FX: 1.10 USD/EUR

Sales and EBITDA pre exceptionals based on Q2 2016 LTM; 62.94 million share of common stock outstanding

* EPS before one-time costs and amortization from PPA

Initial financing in place - Balanced takeout financing and deleveraging will follow quickly

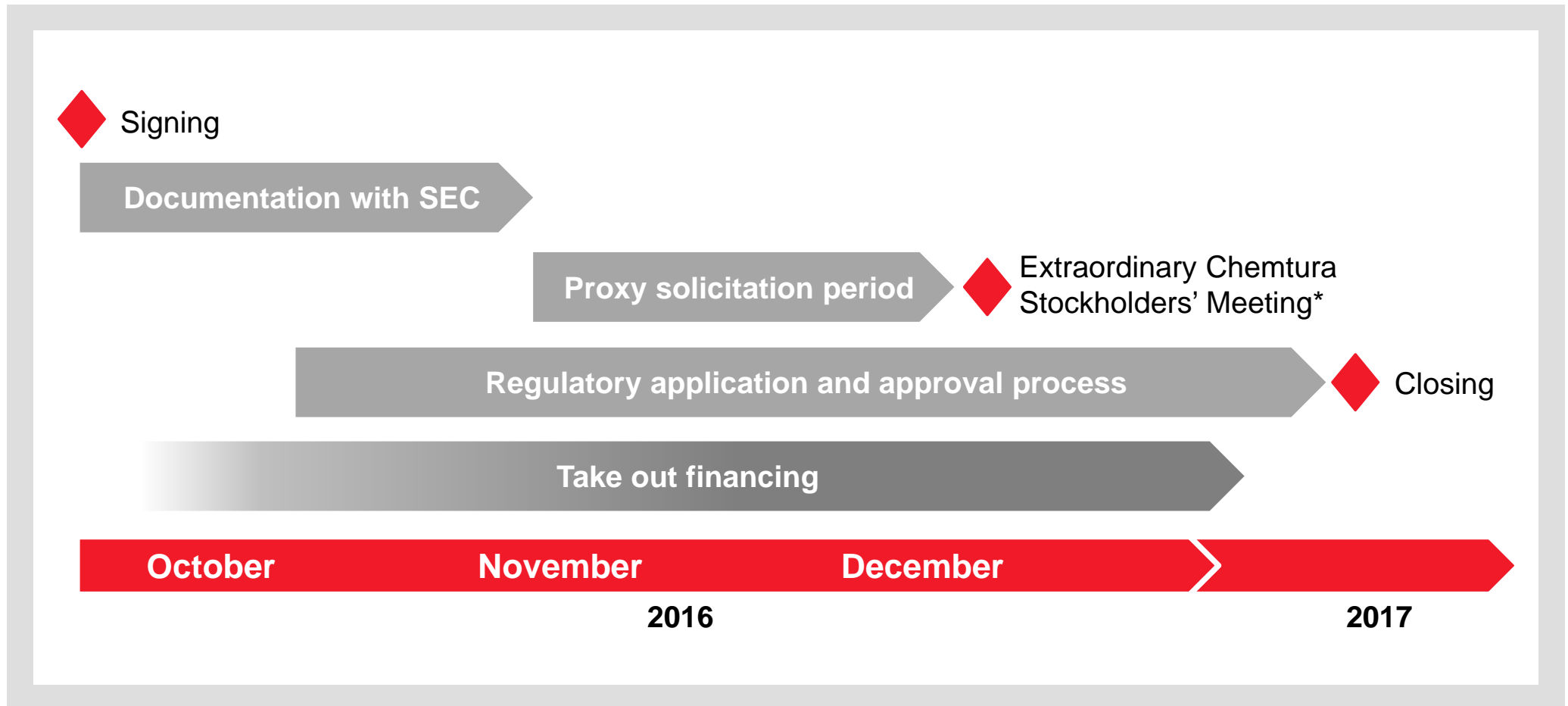
Solid financing with commitment to investment grade rating

- Full bridge financing in place for €2.0 bn underwritten by JPMorgan and Barclays
- Balanced capital market financing to follow quickly
 - Hybrid of €500–750 m
 - Senior bonds of ~€1.0–1.25 bn
 - Remainder from existing liquidity
- Currency risk management for purchase price
- LANXESS share buy-back of ~€200 m will not be considered for the time being
- Strong combined free cash flow will support quick deleveraging
- No material M&A activity during integration and deleveraging phase



Strong focus on investment grade rating in financing approach

Closing anticipated mid 2017



* At stockholders' meeting >50% (of outstanding shares) approval threshold required

LANXESS and Chemtura – strong strategic and financial fit

Creating a global and major additives business with visible synergy potential

Fair valuation with high shareholder return and delivery on investment grade commitment

Fast transformation of LANXESS to a more resilient, higher value and more cash generative company





Backup – supporting material

Petroleum Additives: A well-positioned customer-oriented solution provider in lubricant additives with back-integration

Key products

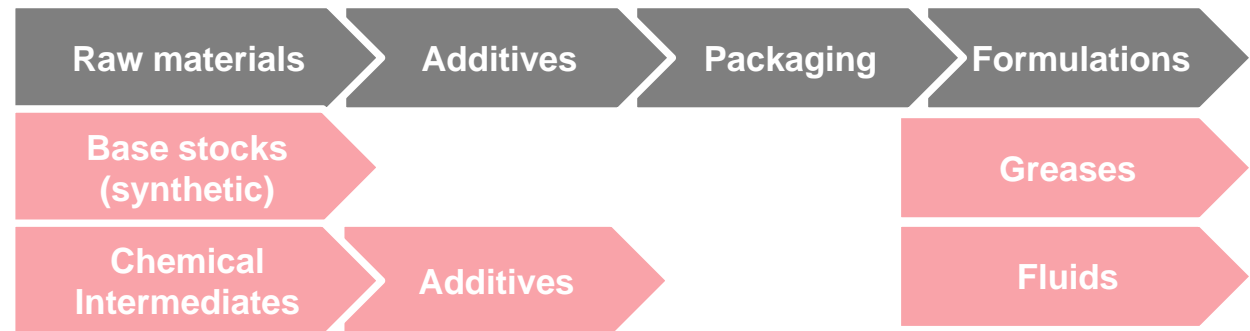
- Synthetic lubricant base stocks
- Lubricant additives
- Finished fluids

Customers

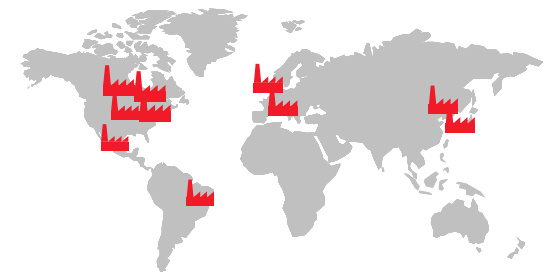
- Industrial oils and greases
- Engine and gear oils
- Automotive, aviation and marine lubricants
- Ø growth rate: 3-4%

Competition

- Established positions in selected products and applications



- Backward integration into base stocks and chemical intermediates
- Good platform for growth (investment in NL (base stocks) and CN (components and fluids))
- Growth driven by substitution of traditional lubricants and higher performance requirements



Globally operating in 10 sites with new capacity in China

Great Lakes Solutions: A major player in flame retardants, elemental bromine and bromine derivatives

Key products

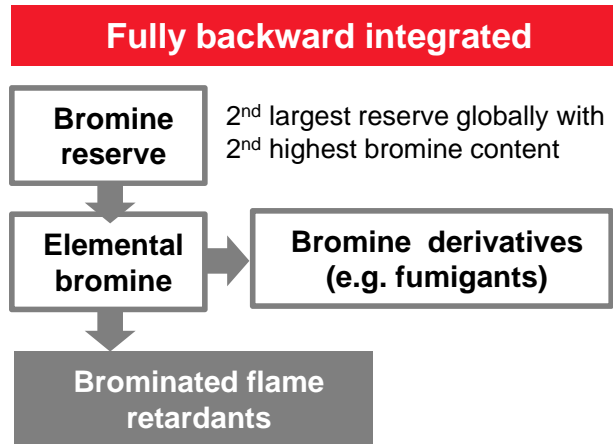
- Flame retardants
- Elemental bromine
- Clear brine fluids
- Bromine derivatives

Customers

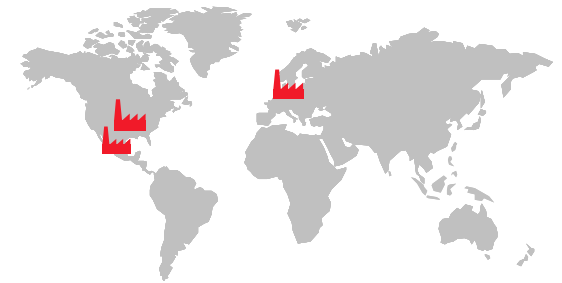
- Electronics
- Building & construction
- Offshore oil & gas
- Fine chemicals
- Ø growth rate: ~3%

Competition

- Among top players in its end markets



- Driven by higher fire safety standards (regulatory)
- Environmentally friendly flame retardants on increasing demand



Globally operating in 3 sites with bromine reserves in US



Urethanes: A player with high level of technical service to offer customer specific solutions

Key products

- Pre-polymers
- Flexible coatings
- Polyester polyols

Customers

- Mining equipment coatings
- Consumer, recreational and sporting goods
- Industrial rollers
- Ø growth rate: ~3.5%

Competition

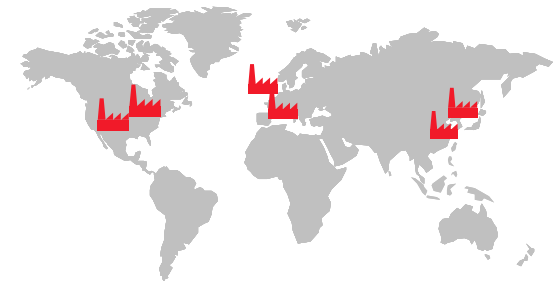
- Successful in profitable segments

- Major player in hot cast pre-polymers and thermoplastic urethanes
- High level of technical service to offer customer specific solutions
- Only manufacturer of low free products – reducing fume exposure during handling
- Well known and established brands

Baxenden Chemicals Ltd

Adiprene®
Vibrathane®

Adiprene®
Duracast®



**Globally operating in 6 sites
with new capacity in China**



Organometallics: mainly focused on polyolefin catalysts

Key products

- Organometallics

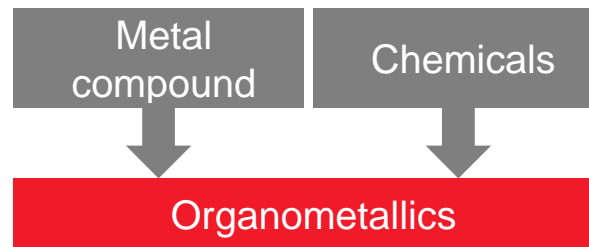
Customers

- Catalysts for polymer production
- Electronics (PV, LED)
- Pharma & fine chemicals
- Ø growth rate: 3-4%

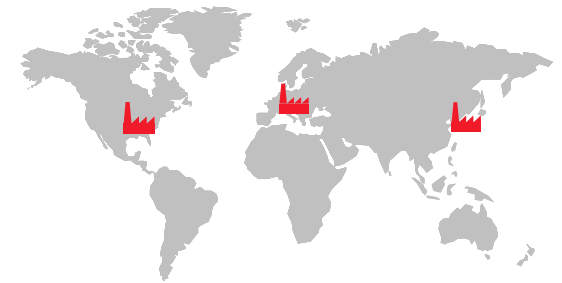
Competition

- Follower position behind Albemarle and Akzo
- Chinese competition

- Production know-how is key: hazardous in production & handling
- Established European presence



Specialized in production of complex, highly reactive organometallic compounds, especially for catalysts uses



Operating in 3 sites with main production plant in Germany



Details on synergies and one-time costs

Preliminary implementation schedule

	2016	2017	2018	2019	2020	Total
[€m] Expense (one-time costs)*		~70	~30	~20	~20	~140
[€m] Capex		~30	~10	~10		~50
[€m] Synergies		~25	~25	~35	~15	~100

* excluding ~€80 m transaction related costs (including cost of planned refinancing of target debt), which are considered in purchase price

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