



Q1 2017 Roadshow

Despite challenges, 2017 should be the strongest year ever

Matthias Zachert, CEO



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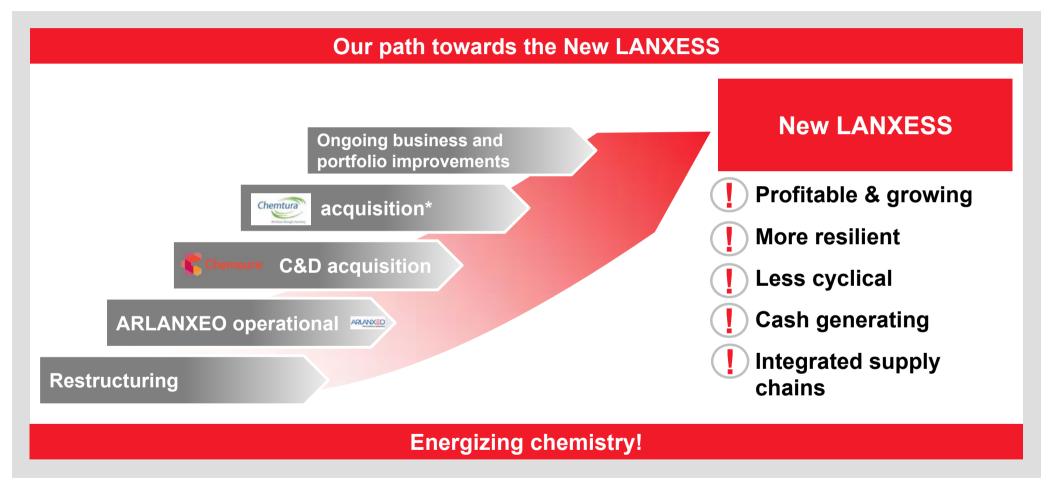


Agenda

- Building a more resilient New LANXESS
- Q1 2017 and guidance Transformation on track
- Backup



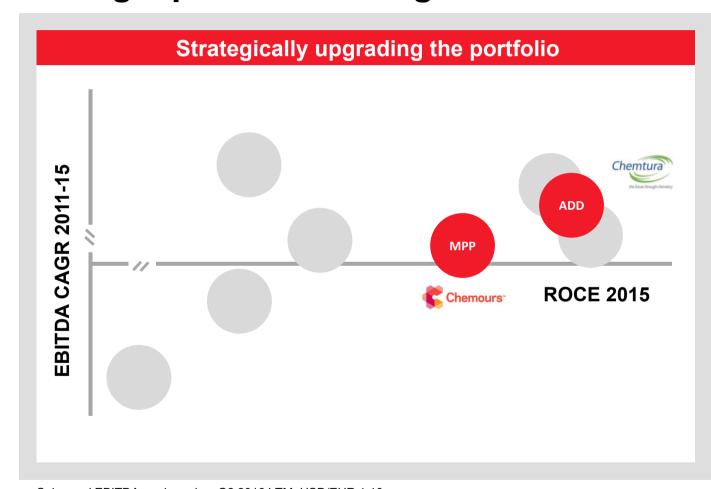
On track to change the company into the New LANXESS



^{*} Closing on April 21, 2017



2 out of 8 business units have already been upgraded through strategic portfolio management



Sound financials

Sales ~€1.5 bn

EBITDA ~€245 m

Synergies: ~€100 m by 2020

EV/EBTIDA incl. synergies: ~7x

Closing: 21 April 2017

Chemours*

Chemtura

Sales ~€100 m

EBITDA ~€20 m

Synergies: ~€10 m by 2020

EV/EBTIDA incl. synergies: ~7x

Closing: 31 August 2016

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



A more diversified and balanced portfolio

Well balanced business set-up								
Sales [€]	~2.0 bn	~2.0 bn	~1.5 bn	~1.5 bn	~3 bn			
	Advanced Intermediates	Specialty Additives**	Engineering Materials	Performance Chemicals	ARLANXEO* joint venture for synthetic rubber			
Key strategic rationale	Building a global and resilient intermediates player	Creating a major global additives business	Building an integrated engineering plastics player	Building a specialty division	Market leading in production and marketing of synthetic rubber			

^{*}ARLANXEO to be fully consolidated for the first three years (as of April 1, 2016)



^{**} Reporting structure after closing of Chemtura acquisition

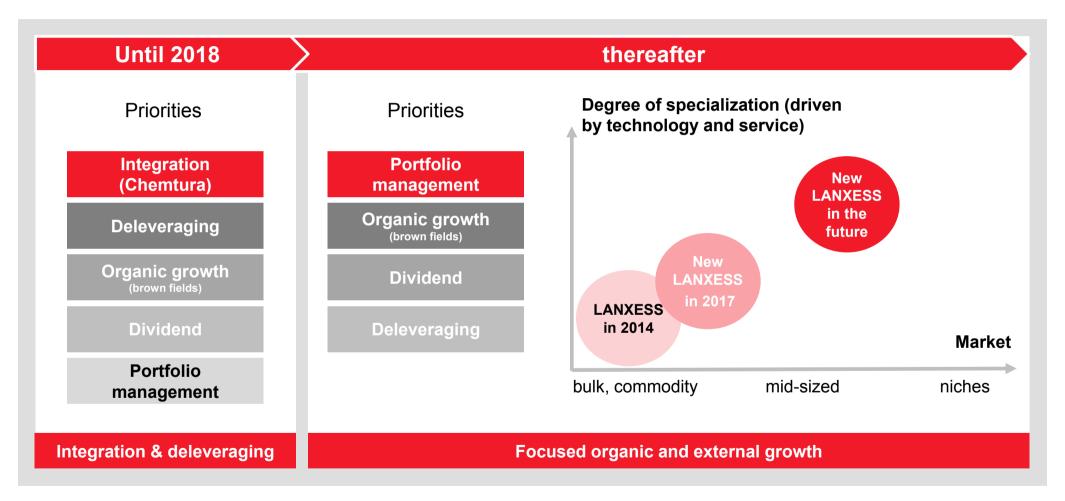
A better end market exposure







Progressing very focused





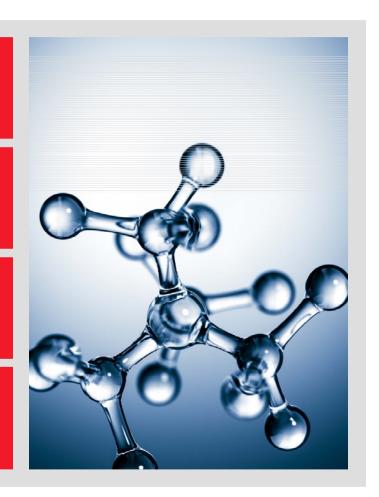
Building on our core strength

New LANXESS with strong foundation

Clear and prudent criteria for growth

Attractive organic and inorganic growth opportunities

Building a more resilient and cash generating company



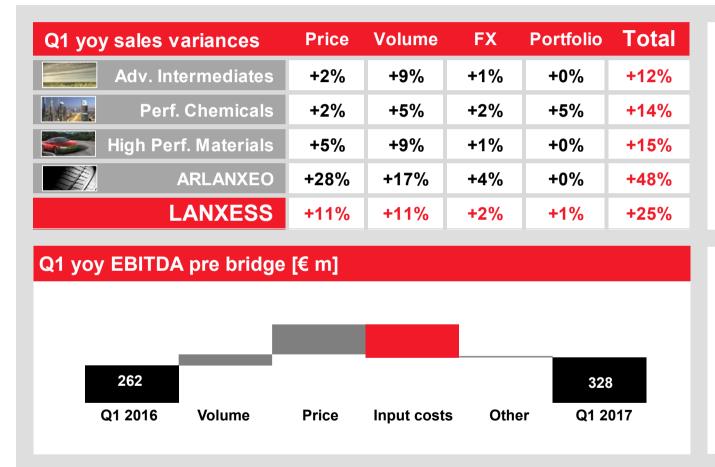


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Q1 2017: Strong volumes and successful management of raw material price increases



- Sales increase reflects strong
 Asian demand and successful raw material price pass-through
- Pre-buying effects visible
- Performance Chemicals benefits from Chemours acquisition
- Volume growth in all segments drives EBITDA pre
- Successful raw material price pass-through protects EBITDA pre development
- "Other" reflects mainly improved utilization and positive currency effects



Q1 2017 financial overview: A successful start to the year

[€ m]	Q1 2016	Q1 2017	yoy in %
Sales	1,920	2,401	25%
EBITDA pre	262	328	25%
margin	13.6%	13.7%	
EPS	0.58	0.85	47%
EPS pre*	0.73	1.01	38%
Capex	49	57	16%
[€ m]	31.12.2016	31.03.2017	Δ %
Net financial debt**	269	298	11%
Net working capital	1,628	1,905	17%
ROCE**	9.6%	10.3%	

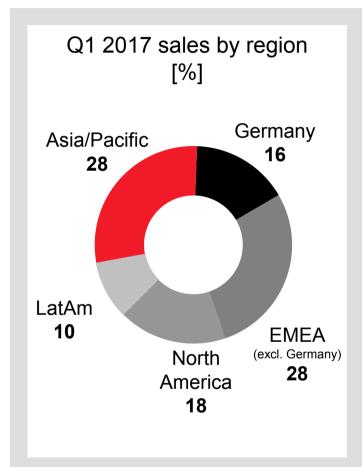
- Substantial increase in sales driven by higher prices (raw material price pass-through) and volumes
- EBITDA pre rises on strong volume growth; relatively weak comparable base
- Low net financial debt does not yet reflect payment for Chemtura acquisition
- Net working capital increases mainly on higher receivables
- ROCE improves steadily due to business evolution

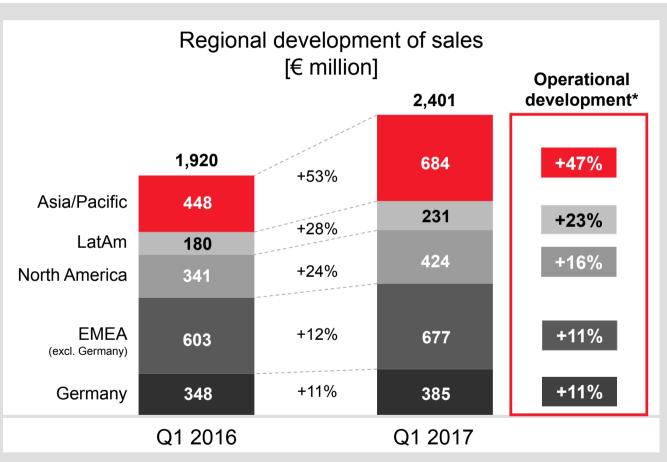


^{*} net of exceptionals and amortization of intangible assets as well as attributable tax effects

^{**} after deduction of current financial assets

Q1 2017: Higher prices and volumes in all regions







^{*} Currency and portfolio adjusted

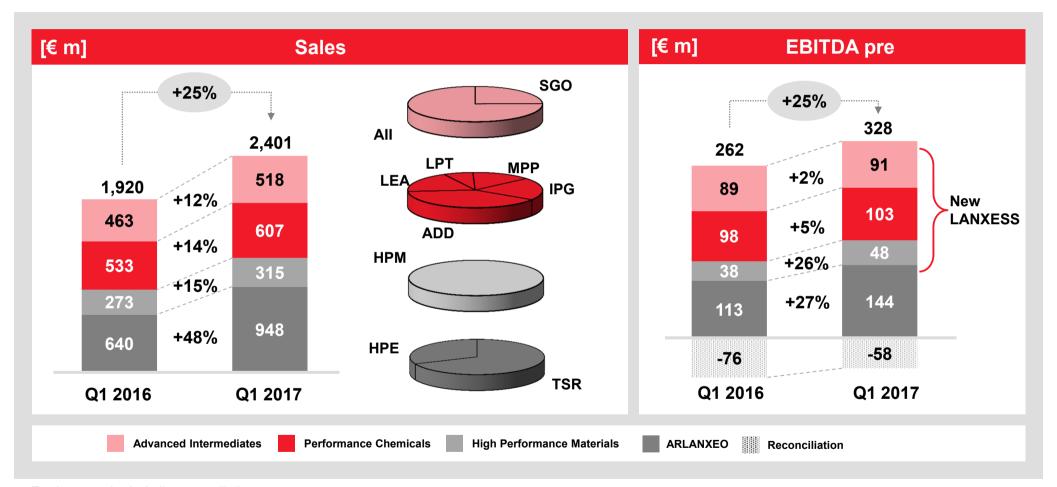
Q1 2017: Visible increase in top and bottom line

[€ m]	Q1	2016		Q1	2017	yoy in %			
Sales	1,920	(100%)		2,401	(100%)	25%	 Sales increase with strong 		
Cost of sales	-1,459	(-76%)		-1,855	(-77%)	-27%	volumes and higher prices (raw		
Selling	-194	(-10%)		-218	(-9%)	-12%	material price pass-through)		
G&A	-72	(-4%)		-72	(-3%)	0%	 Cost of sales driven by higher input prices and volumes; the 		
R&D	-30	(-2%)		-34	(-1%)	-13%	latter also drives selling		
EBIT	131	(7%)		192	(8%)	47%	expenses		
Non-controlling interests	0	(0%)		25	(1%)	>100%	 Strong operational performance reflected in all earnings figures 		
Net Income	53	(3%)		78	(3%)	47%			
EPS pre*	0.73			1.01		38%	 EBITDA pre margin slightly above prior-year level despite 		
EBITDA	251	(13%)		316	(13%)	26%	inflation in top line		
thereof exceptionals	-11	(-1%)		-12	(0%)	-9%			
EBITDA pre exceptionals	262	(14%)		328	(14%)	25%			
Strong	Strong volume growth and raw material price volatility under control								

^{*} net of exceptionals and amortization of intangible assets as well as attributable tax effects



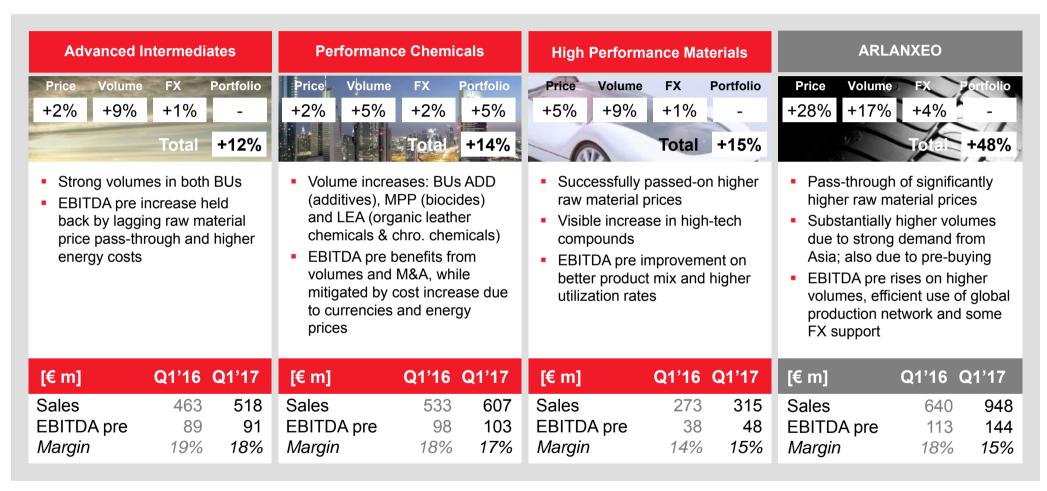
Q1 2017: Strong increases in sales and EBITDA pre



Total group sales including reconciliation



Q1 2017: Strong volumes fuel EBITDA growth in all segments





Advanced Intermediates: Reliable, stable earnings generator

[€ m]	Q1 2016	Q1 2017	Δ				
Sales	463	518	12%				
EBIT	64	65	2%				
Depr./Amort.	25	26	4%				
EBITDA pre exceptionals	89	91	2%				
Margin	19.2%	17.6%					
Capex	9	16	78%				
Q1 sales bridge yoy [€ m]							
+2% +9%	+1%	0%					
463			518				
Q1 2016 Price Volume Currency Portfolio Q1 2017							



- BU All sales with raw material-driven price increases (e.g. benzene)
- Strong volumes in both BUs: BU AII with strong demand across all end markets and BU SGO due to different timing patterns yoy in custom manufacturing
- EBITDA pre increase held back by lagging raw material price pass-through and higher energy prices
- Higher capex due to investments in BU SGO



Performance Chemicals: Continued improvement

[€ m]	Q1 2016	Q1 2017	Δ					
Sales	533	607	14%					
EBIT	76	77	1%					
Depr./Amort.	22	26	18%					
EBITDA pre exceptiona	ls 98	103	5%					
Margin	18.4%	17.0%						
Capex	16	18	13%					
Q1 sales bridge yoy [€ m]								
+2% +5	% +2 %	+5%						
533		6	607					
Q1 2016 Price Volume Currency Portfolio Q1 2017								



- Higher or stable prices in all business units
- Volume increase due to strong demand in BUs ADD (additives), MPP (biocides) and LEA (organic leather chemicals and chrome chemicals)
- EBITDA pre benefits from higher volumes and contribution from acquisition of Clean&Disinfect business
- Cost increase due to currencies and energy prices



High Performance Materials: Engineering compounds drive volumes

[€ m]		C	21 2016	Q1 2017	Δ		
Sales			273	315	15%		
EBIT			27	37	37%		
Depr./Amort.			11	11	0%		
EBITDA pre exceptionals			38	48	26%		
Margin			13.9%	15.2%			
Capex			5	4	-20%		
Q1 sales bridge yoy [€ m]							
	+5% +	9%	+1%	0% 			
273					315		
(approximate numbers) Q1 2016 Price Volume Currency Portfolio Q1 2017							



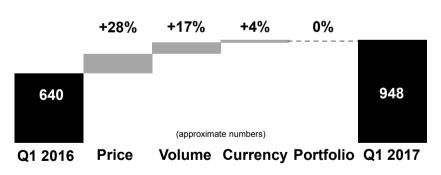
Q1 yoy effects

- Successfully passed-on higher raw material prices (cyclohexane)
- Strong volume increase across all product groups and regions; visible increase in high-tech compounds
- EBITDA pre improvement on better product mix and very good utilization rates



ARLANXEO: Temporary strong demand with record sales in March

[€ m]	Q1 2016	Q1 2017	Δ				
Sales	640	948	48%				
EBIT	57	85	49%				
Depr./Amort.	56	57	2%				
EBITDA pre exceptionals	113	144	27%				
Margin	17.7%	15.2%					
Capex	16	17	6%				
Q1 sales bridge yoy [€ m]							
+28% +17%	+4%	0%					
	_						





- Significant price increase driven by BU TSR: successful pass-through of higher raw materials prices (butadiene)
- Substantially higher volumes in both BUs with strong demand from Asia; also due to pre-buying
- EBITDA pre increases visibly due to higher volumes, efficient use of global production network and some currency support
- Competitive pressure in EPDM persists



Q1 2017: Cash flow mitigated by inflated working capital

[€ m]	Q1 2016	Q1 2017	
Profit before tax	94	162	 Profit before tax higher on
Depreciation & amortization	120	124	strong business performance
Financial (gain) losses	17	20	 Higher cash taxes due to improved results and some
Income taxes paid	-42	-65	timing effects
Changes in other assets and liabilities	77	42	 Changes in other assets and liabilities mainly reflect
Operating cash flow before changes in WC	266	283	personnel-related provision
Changes in working capital	-218	-273	buildingWorking capital: normal
Operating cash flow	48	10	seasonal pattern; however
Investing cash flow	56	-15	significantly higher raw materia prices vs. year end and higher
Thereof capex	-49	-57	receivables due to strong
Financing cash flow	-137	52	volumes sold



Strong balance sheet

[€ m]	Dec 2016	Mar 2017
Total assets	9,877	10,202
Equity (incl. Non-controlling interest)	3,728	3,816
Equity ratio	38%	37%
Net financial debt (after deduction of current financial assets)	269	298
Near cash, cash & cash equivalents	395	494
Pension provisions	1,249	1,300
ROCE ¹	9.6%	10.3%
Net working capital	1,628	1,905
DSI (in days) ²	67	56
DSO (in days) ³	51	50

- Total assets increase mainly due to higher receivables from strong business momentum
- Equity ratio remains strong
- Net financial debt at low level; LANXESS well prepared for Chemtura acquisition
- Net working capital increases due to significant increase of raw material prices; a reduction of inventory volume mitigates



¹ Based on last twelve months for EBIT pre after deduction of current financial assets

² Days sales of inventory calculated from quarterly sales

³ Days of sales outstanding calculated from quarterly sales

Total assets extended mainly due to an increase in receivables

€ m]	Dec 2016	Mar 2017		Dec 2016	Mar 2017
Non-current assets	4,519	4,487	Stockholders' equity	3,728	3,816
Intangible assets	494	490	attrib. to non-contr. interests	1,176	1,203
Property, plant & equipment	3,519	3,456	Non-current liabilities	4,516	4,586
Equity investments	0	0	Pension & post empl. provis.	1,249	1,300
Other investments	12	11	Other provisions	319	336
Other financial assets	19	19	Other financial liabilities	2,734	2,733
Deferred taxes	442	478	Tax liabilities	31	31
Other non-current assets	33	33	Other liabilities	100	97
			Deferred taxes	83	89
Current assets	5,358	5,715			
Inventories	1,429	1,494	Current liabilities	1,633	1,800
Trade account receivables	1,088	1,338	Other provisions	406	487
Other current financial assets	2,130	2,039	Other financial liabilities	78	135
Other current assets	316	350	Trade accounts payable	889	927
Near cash assets	40	90	Tax liabilities	44	57
Cash and cash equivalents	355	404	Other liabilities	216	194
Total assets	9,877	10,202	Total equity & liabilities	9,877	10,202

- Financial liabilities include three bonds totaling €1.5 bn that were issued to finance the Chemtura acquisition
- Other current financial assets include the proceeds of these bonds plus part of the €1.2 bn cash received from Saudi Aramco for 50% in ARLANXEO



2017 should be the strongest year ever, despite several challenges that still need to be tackled

Macro economics

- Europe and North America should grow similar to prior year
- Asia/Pacific with improved growth rates against 2016: Very strong at the beginning of the year, but fading towards H2 2017
- Latin America should turn positive in 2017 (driven by Brazil)

FY 2017

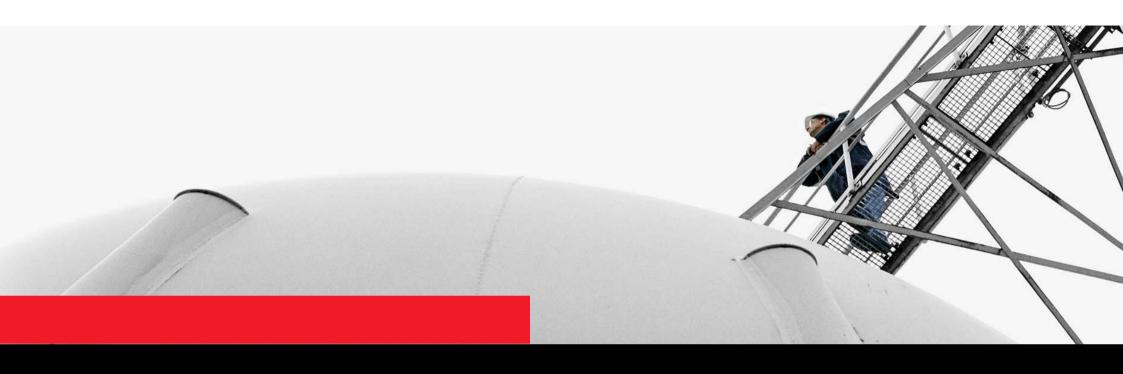
- Major maintenance shutdowns in Q2 (ARLANXEO) and Q4 (BU HPM)
- Strong start to the year, however with some pre-buying in Asia
- Despite raw material price volatility, business dynamics remain healthy in Q2
- Growth rates expected to soften in H2 (seasonality and high comparables)
- FY 2017 EBITDA pre expected between €1,225 m €1,300 m



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Backup

Housekeeping items excluding Chemtura

Additional financial expectations excluding Chemtura

Capex 2017: ~€450-500 m (thereof ~€150 m ARLANXEO)

Operational D&A 2017: ~€480 m (thereof ~€220 m ARLANXEO)

Reconciliation 2017: ~-€170 m EBITDA pre incl. hedging

Tax rate: Mid-term: 30-35% (for New LANXESS)

Dividend policy: Aiming for a rising or at least stable dividend



Please note:

- From Q2 2018 onwards, ARLANXEO will be shown as "discontinued operations"
- From Q2 2019 onwards, ARLANXEO will be accounted for "at equity"



Chemtura impact: Financial indications

Chemtura 2016 - US GAAP based

- Sales: \$1,654 m [~€1,504 m]
- EBITDA adj.* \$282 m [~€256 m]
- Capex 2016: \$88 m [~€80 m]
- D&A 2016: \$85 m [~€77 m]
- Net financial debt \$256 m [~€233 m]

2017

- EBITDA contribution for 2/3 of the year
- Detailed financial information for 2017 to follow with Q2 2017 reporting
- → Detailed bottom-up analysis has started

First indicative considerations after closing

- Inventory step-up: ~-€60 m, mainly in Q2
 2017 (treated as exceptional)
- Additional impact on D&A due to purchase price allocation:

— 2017: ~€40 m

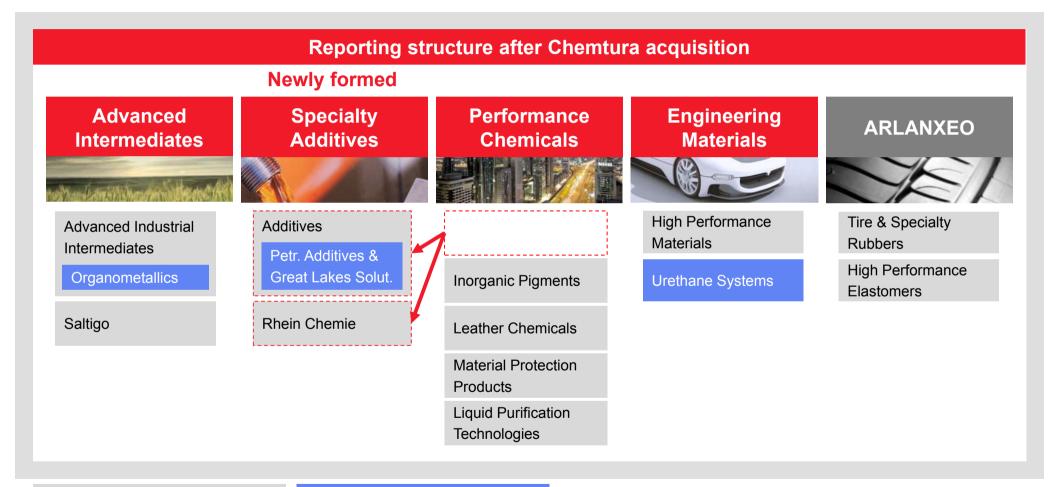
— 2018ff p.a.: ~€60 m



All Euro figures translated at USD/EUR 1.10

^{*} Excluding Chemtura's agro business

LANXESS has formed five strong segments

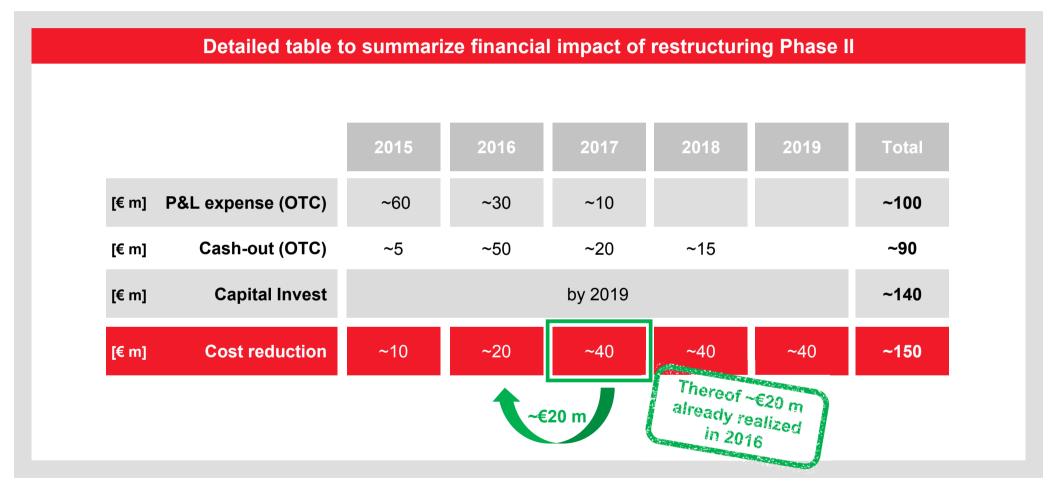


LANXESS Business Units

Former Chemtura Business Units



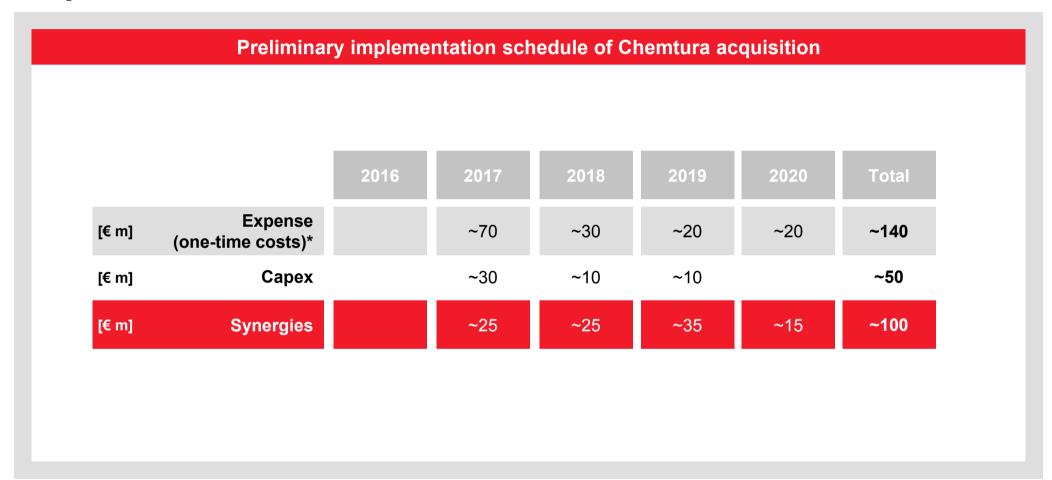
Phase II: progressing faster – ~€20 m savings pulled forward from 2017 to 2016



Includes €20 m savings from the EPDM and Nd-PBR reconfiguration already communicated in March 2015 / OTCs include ~€55 m already communicated and booked in 2015 (Marl / Nd-PBR reconfiguration) / OTC = one-time-costs booked as exceptionals



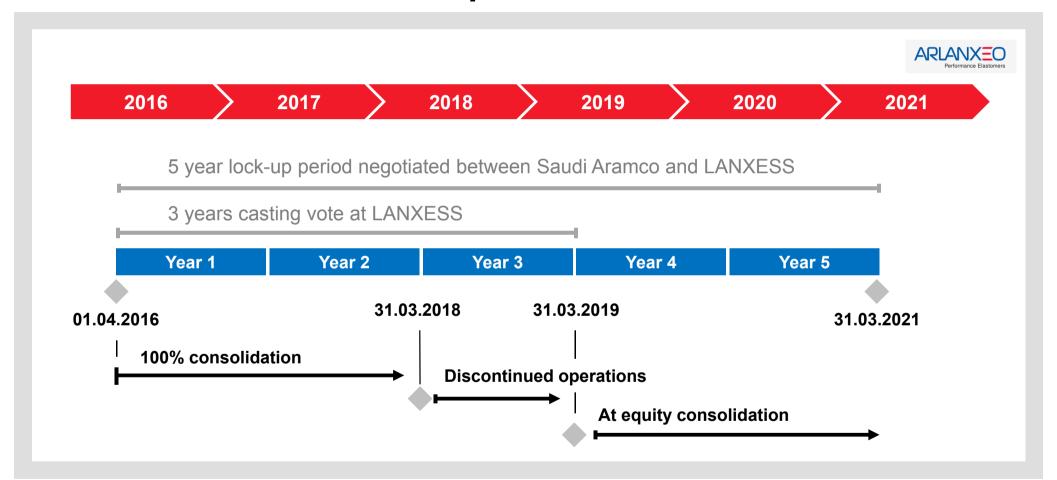
Details on synergies and one-time costs of Chemtura acquisition



^{*} Excluding ~€80 m transaction related cash-outs



Reporting treatment of ARLANXEO with significant impact on LANXESS' financial shape





ARLANXEO effects on LANXESS' income statement, P&L and cash flow

Discontinued operations from Q2 2018

P&L:

- P&L down to after tax income will stop reflecting ARLANXEO
- 100% of ARLANXEO net income* will be shown as "income from discontinued operations"
- 50% of ARLANXEO net income is then attributable to "non-controlling interest"

Balance sheet:

 ARLANXEO assets will be bundled in one position "assets -" and "liabilities from discontinued operations"

Cash Flow:

 Operating / investing / financing cash flow will each be split in "continuing" and "discontinued" portion either in the statement or in the notes

At equity consolidation from Q2 2019

P&L:

 LANXESS will account for its 50% ARLANXEO stake at equity

Balance sheet:

- ARLANXEO's assets & liabilities and Aramco's equity share leave LANXESS' balance sheet
- 50% of ARLANXEO stake will be reflected in "investments accounted for using the equity method"

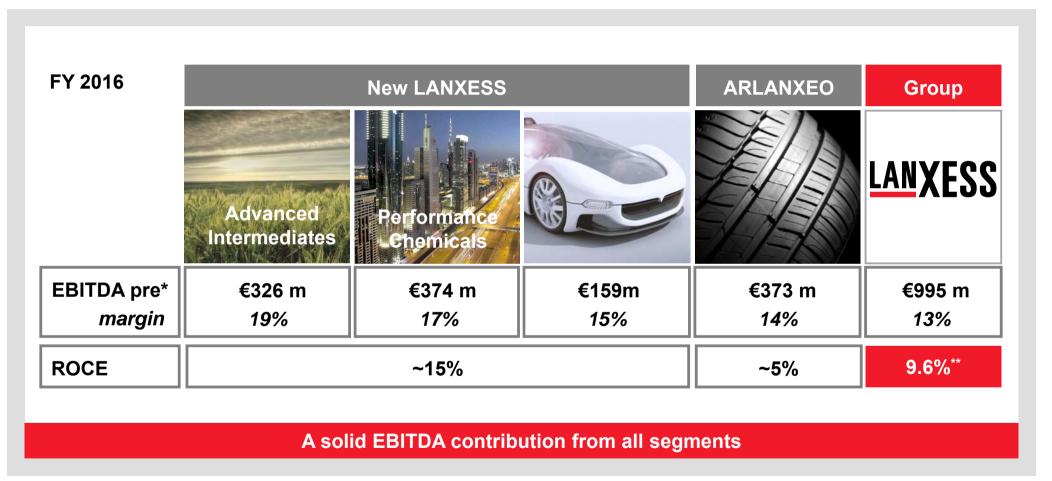
Cash Flow:

 In case dividends are paid from ARLANXEO to both parents, this will be shown in investing cash flow





New LANXESS with strong ROCE



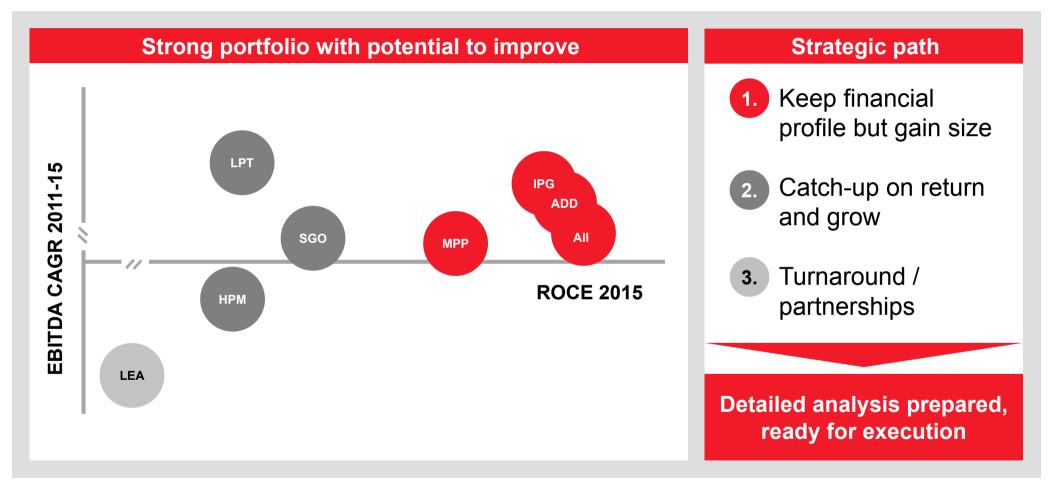
EBITDA pre and margin for HPM and ARLANXEO are unaudited figures; ROCE split is an approximation



^{*} For segments: Operational EBITDA pre without allocation of hedging expenses

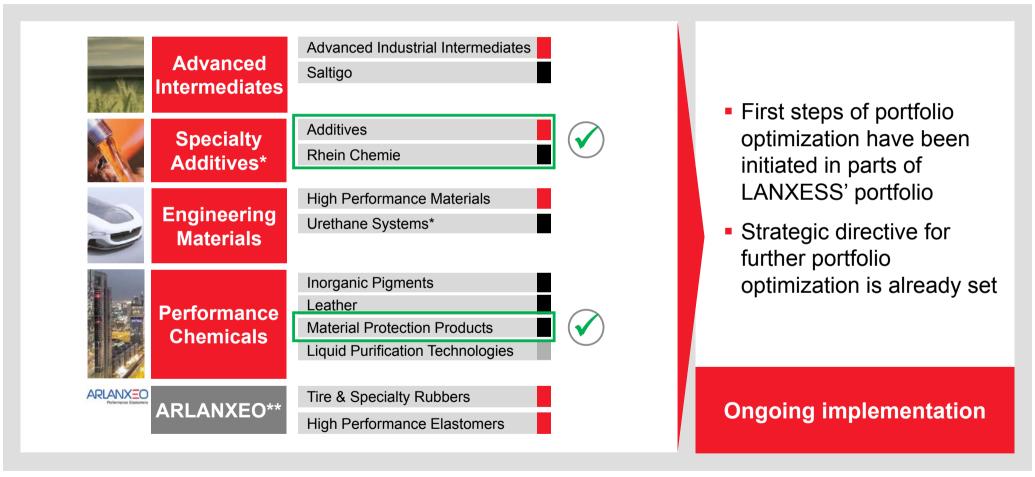
^{**} Adjusted for current financial assets

Dedicated value maximizing strategy for each business unit





Further potential for portfolio optimization



^{*} Reporting segment after acquisition of Chemtura

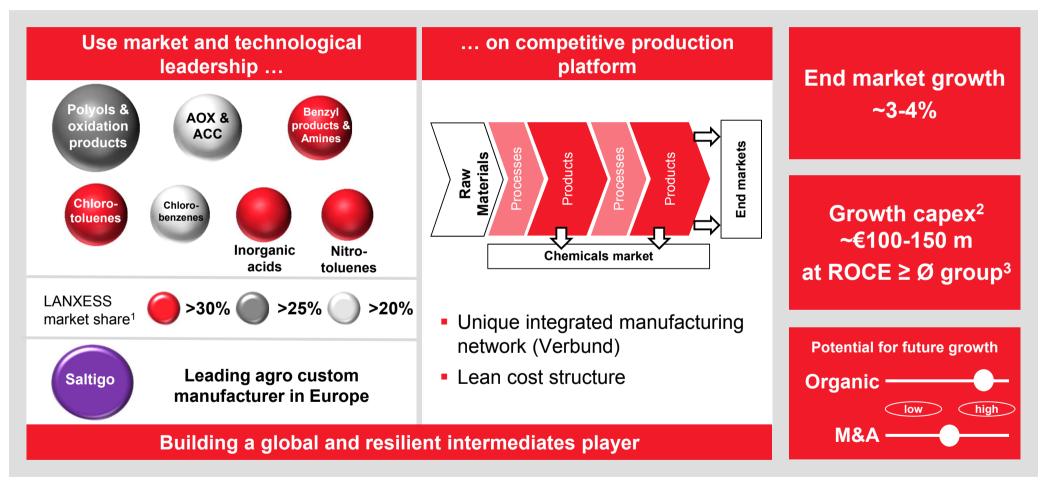
Sales: > €500 m

Sales: €200 m – 500 m

Sales: < €200 m

^{**} ARLANXEO fully consolidated by LANXESS for the first three 36 years (as of April 1, 2016)

Advanced Intermediates: Efficient, resilient, expandable

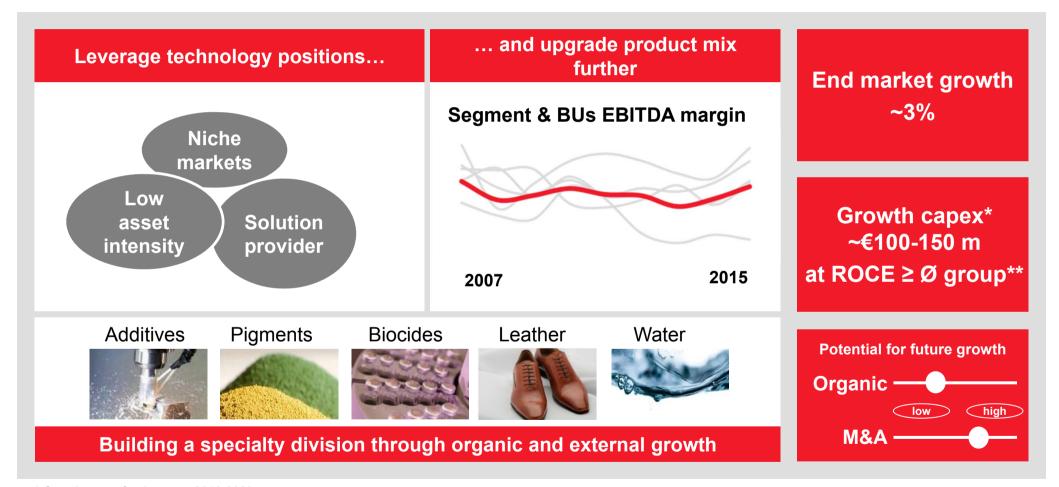


Bubble sizes represents sales



¹ By capacity; ² Growth capex for the years 2016-2020; ³ Refers to New LANXESS

Performance Chemicals: Making them shine

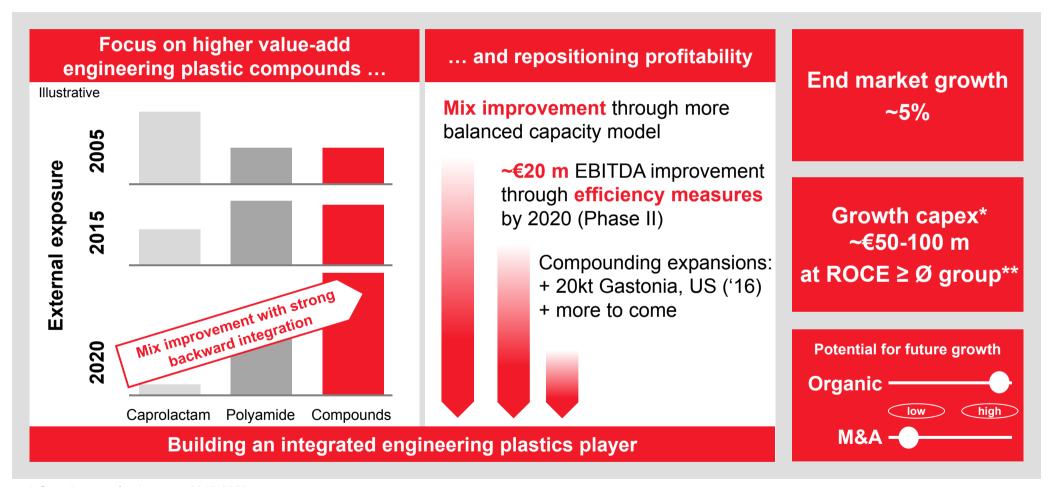


^{*} Growth capex for the years 2016-2020



^{**} Refers to New LANXESS

High Performance Materials: It's growth and mix



^{*} Growth capex for the years 2016-2020



^{**} Refers to New LANXESS

And finally a few thoughts on ARLANXEO

Excellent position through the strength of both partners End market growth Leadership position in most rubber types with global reach ~3-4% Leadership in quality and technology Improvement of production costs (restructuring and implementation of efficiency measures) Improvement of raw material access by building and integrating supply chains Well invested asset **Peak profitability** base 5 year lock-up period ends Restructuring/ Supply chain Potential for future growth **Efficiencies** integration currently Organic -2015 2019 2021 **Trough profitability** M&A



Acquisition of Chemtura: Establishing a major global additives player



A global, specialty chemical company operating in the attractive field of additives

Lubricant additives



Flame retardants



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

Rationale of acquisition:

- Complementary additive businesses with significant synergies (~€100 m)
- Strengthening global presence and end market diversification
- Strengthening business risk profile

- Equity value ~€1.9 bn (\$33.50 per share)
- Net financial debt and pensions ~€500 m
 - → Enterprise value of ~€2.4 bn

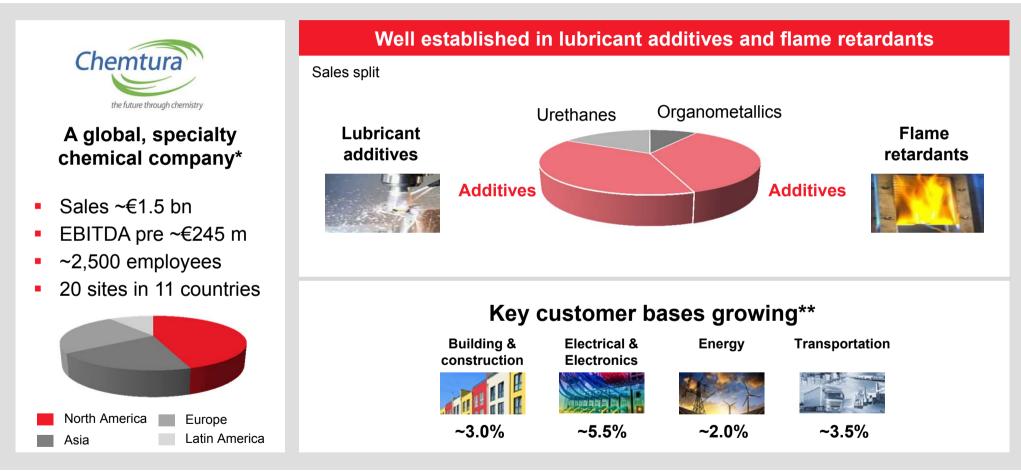
EV/EBITDA ~7x including synergies

Closing anticipated mid-2017

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



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



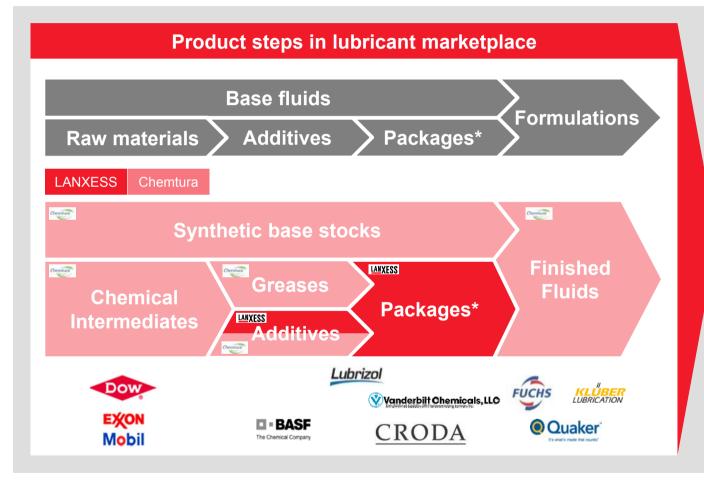
Sales and EBITDA are based on Q2 2016 LTM, USD/EUR 1.10



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

^{42 **}CAGR: 2016-2020 (based on IHS)

Strengthened integrated value chain in lubricants and lubricant additives

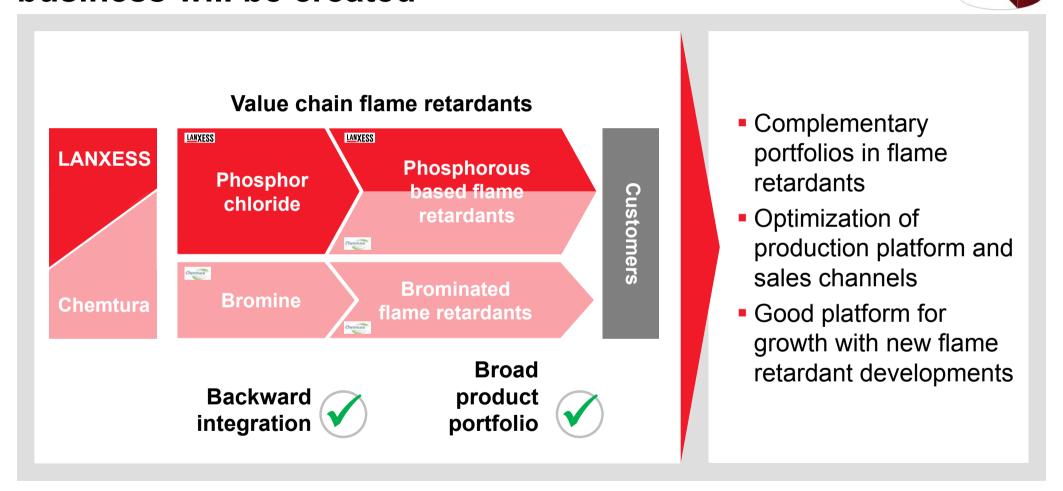


- Backward integration potential
- Complementary product groups; optimization of sales channels and cross selling potential
- Good platform for growth; recent investments in Netherlands (base stocks) and China (greases and fluids) offer volume growth potential



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

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





Corporate Responsibility well integrated - achieving goals sustainably

Climate / Environmental goals

- Reduction of specific CO2 emission by 25%¹ until 2025
- Reduction of specific energy consumptions by 25%¹ until 2025
- Reduction of volatile organic compounds (NMVOC³) emissions by 25%¹ until 2025

Safety goals

- Xact: Global safety program to improve occupational, process and plant safety (since 2011)
- Global management system for optimization of transportation of (dangerous) goods

Procurement initiatives

- 'Supplier Code of Conduct' for supplier selection and rating
- 'Together for Sustainability' initiative² for higher transparency in the supply chain (implementation of a global auditing program)

Social initiatives and goals

- Global board initiative 'Diversity & Inclusion': raising the proportion of women in management to 20% by 2020
- Leverage water know-how: support of AMREF2⁴
- Education initiatives with local and global commitment







¹ Base year: 2015; for CO₂: Scope 1 and Scope 2 emissions

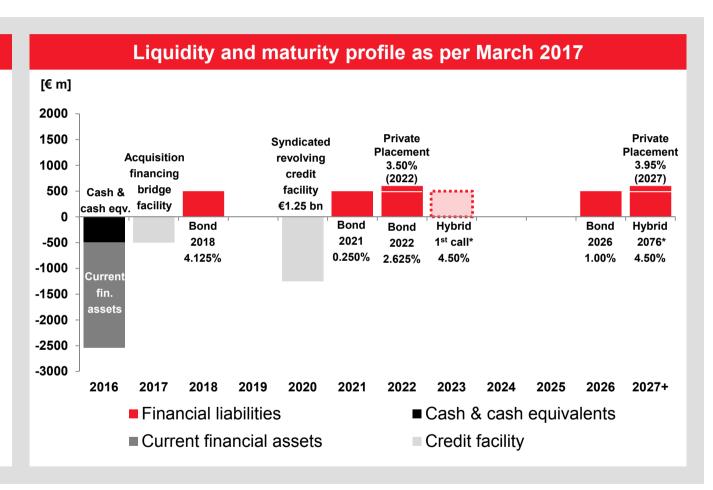
² Members: BASF, Bayer, Evonik, Henkel, LANXESS, Akzo Nobel, Solvay

³ Non methane volatile organic compounds; ⁴ African Medical and Research Foundation

Maturity profile actively managed and well balanced

Long-term financing secured

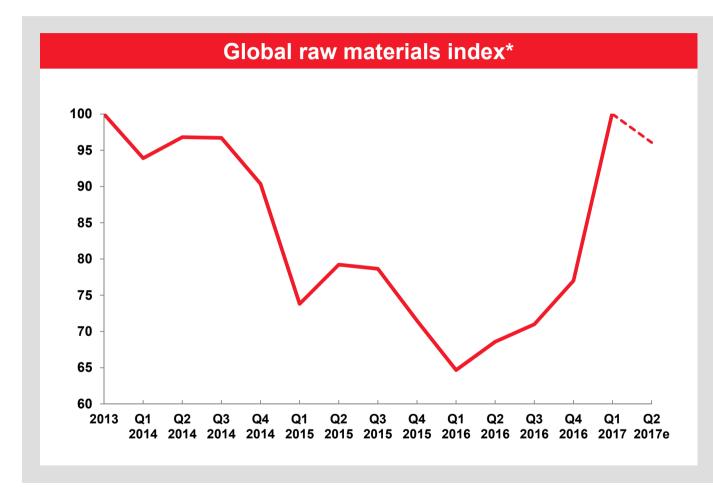
- Liquidity position reduced with closing of Chemtura acquisition on April 21, 2017
- Undrawn bridge facility was cancelled on closing date
- Diversified financing sources
 - Bonds & private placements
 - Syndicated credit facility
- Average interest rate of financial liabilities <3%
- All group financing executed without financial covenants



^{*} Hybrid bond with contractual maturity date in 2076 has a first optional call date in 2023



High volatility in raw material prices



- Sharp decline in raw material prices in Q4 2014/ Q1 2015 driven by a steep drop in the price of oil
- 2015: Volatile raw material prices trended downwards through year end
- 2016 with an upward trend that accelerated during Q4
- 2017 started with a spike in raw material prices which we expect to partially reverse in Q2



^{*} Source: LANXESS, average 2013 = 100%

Overview exceptional items Q1 2017

[€ m]	Q1 2016		Q1 2017	
	Excep.	Thereof D&A	Excep.	Thereof D&A
Advanced Intermediates	0	0	0	0
Performance Chemicals	0	0	0	0
High Performance Materials	0	0	0	0
ARLANXEO	0	0	2	0
Reconciliation	11	0	10	0
Total	11	0	12	0





Abbreviations

Advanced Intermediates High Performance Materials (in future: Engineering Materials) All Advanced Industrial Intermediates HPM **High Performance Materials** SGO Saltigo URE **Urethane Systems* Performance Chemicals** IPG **Inorganic Pigments** LEA Leather MPP Material Protection Products **ARLANXEO**** LPT Liquid Purification Technologies TSR Tire & Specialty Rubbers HPE **High Performance Elastomers Specialty Additives*** ADD Additives* RCH Rhein Chemie



^{*}Future reporting structure after closing of Chemtura acquisition on April 21, 2017

^{**} ARLANXEO to be fully consolidated for the first three years (as of April 1, 2016)

Upcoming events 2017

Proactive capital market communication				
Citi's Inaugural Chemicals Conference	May 16	London		
 Annual General Meeting 	May 26	Cologne		
 Société Générale Nice Conference 2017 	June 1/2	Nice		
 Deutsche Bank dbAccess Berlin Conference 	June 22/23	Berlin		
Morgan Stanley Cannon Ball Run	June 27	Cologne		
 Exane BNP 19th European CEO Conference 	June 13	Paris		
 mBank Chemicals Day 2017 	June 20	Warsaw		
 Credit Suisse Global Chemicals and Agriculture Conference 	June 20	London		
Q2 results 2017	August 10			
 Meeting the Management 2017 	September 6	Cologne		
SdK Börsentag Hannover	September 13	Hanover		
6 th Annual Goldman Sachs & Berenberg German Corp. Conference	September 18/19	Munich		
Baader Investment Conference 2017	September 18-20	Munich		
Q3 results 2017	November 9			
Berenberg European Corporate Conference	December 4	Pennyhill		



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