

Bayer and LANXESS to sell their stakes in Currenta to Macquarie Infrastructure and Real Assets

Currenta valued with an attractive enterprise value of EUR 3.5 billion (100%)

Leverkusen/Cologne – Bayer and LANXESS sell their stakes in the chemical park operator Currenta to funds managed by Macquarie Infrastructure and Real Assets (MIRA), the world's largest infrastructure investor. Both companies signed corresponding agreements with MIRA today, August 6, 2019. The transaction still requires the approval of the responsible authorities. Currenta manages and operates infrastructure, energy supply and other essential services across the chemical parks in Leverkusen, Dormagen and Krefeld-Uerdingen and is currently a joint venture of Bayer (60%) and LANXESS (40%). Currenta, including a transferred real estate portfolio by Bayer, is valued with a total enterprise value of EUR 3.5 billion before deduction of net debt and pension obligations.

Bayer and Currenta to continue to work together closely

“We are delighted to announce that in MIRA, the world’s leading infrastructure asset manager, we have found the right partner to drive the successful development of Currenta while leveraging its international expertise,” said Dr. Hartmut Klusik, member of the Board of Management and Labor Director of Bayer AG. “In addition, MIRA has a long term focus and will also be a reliable employer for Currenta’s employees.” Bayer and MIRA have reached an agreement on long-term service and supply contracts, he added. “We will continue to work closely with Currenta moving forward,” Klusik underlined.

Bayer’s 60 percent stake in Currenta has an equity value of approximately EUR 1.17 billion (after deduction of net debt and

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pension obligations). In addition, in order to strengthen the Currenta Group, Bayer is selling to it an extensive package of real estate and infrastructure for EUR 180 million.

Bayer had announced in November 2018 that it was looking to sell its stake in Currenta. The main reasons behind this are that Bayer's position as a Chempark customer has changed following the carve-out of Covestro and that Bayer has stepped up its focus on its core activities. Bayer expects its part of the transaction to close in the fourth quarter of 2019.

LANXESS safeguards strategic interest

LANXESS as one of Currenta's main customers will provide MIRA with operational support during the transition phase and will therefore continue to hold its stake in Currenta for several months longer. Thus, the company expects its transaction to be completed by the end of April 2020. The 40 percent stake of Currenta held by LANXESS accounts for an equity value (after deduction of net debt and pensions) of approximately EUR 780 million pre tax. In addition, LANXESS is entitled to a profit participation until completion of the transaction. Moreover, LANXESS has reached an agreement with MIRA on service and supply contracts for the three sites in Leverkusen, Dormagen and Krefeld which will initially run for 10 years. LANXESS operates a significant portion of its global production facilities there.

"The heart of LANXESS production beats at the Lower Rhine sites. It was therefore crucial for us that the future Currenta owner structure should safeguard our strategic interest in an industry-oriented set-up of the chemical parks. With MIRA as an experienced and strong partner and with the long-term contract package, we have achieved this and secured a reliable infrastructure at competitive conditions for the future," said Matthias Zachert, Chairman of the Board of Management of LANXESS AG. "At the same time, the sale of our

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stake will give us additional financial leeway to drive forward our growth course in specialty chemicals.”

MIRA, a long-term partner

“MIRA is delighted to partner with Bayer and LANXESS to acquire Currenta. As a long-term owner of essential infrastructure, MIRA is committed to working with the Currenta management team to ensure the longevity and ongoing success of the business for both customers and employees,” said Hilko Schomerus, Head of Germany, MIRA.

MIRA has been active in Germany for 30 years, and has extensive experience in Currenta’s core business areas including utilities, transport, logistics, storage, waste management and treatment services. Through these investments MIRA has demonstrated its commitment to sustainability, helping to create stronger businesses that are better positioned to meet the needs of the communities they serve. Utilising this experience, MIRA intends to invest significantly to enhance Currenta’s environmental and operational performance – aiming to add real and lasting value for its customers and stakeholders.

MIRA believes Currenta’s experienced workforce are critical to the businesses’ success. As such, MIRA’s plans for Currenta ensure full continuity of service without any restructuring or any planned changes to the existing workforce. In addition, long-term contracts have been agreed with the current customers, demonstrating the commitment of all parties to the ongoing success of Currenta.

About LANXESS

LANXESS is a leading specialty chemicals company with sales of EUR 7.2 billion in 2018. The company currently has about 15,400 employees in 33 countries and is represented at 60 production sites worldwide. The core business of LANXESS is the development, manufacturing and marketing of chemical intermediates, additives, specialty chemicals and plastics. LANXESS is listed in the leading sustainability indices Dow Jones Sustainability Index (DJSI World and Europe) and FTSE4Good.

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About Bayer

Bayer is a global enterprise with core competencies in the life science fields of health care and nutrition. Its products and services are designed to benefit people by supporting efforts to overcome the major challenges presented by a growing and aging global population. At the same time, the Group aims to increase its earning power and create value through innovation and growth. Bayer is committed to the principles of sustainable development, and the Bayer brand stands for trust, reliability and quality throughout the world. In fiscal 2018, the Group employed around 117,000 people and had sales of 39.6 billion euros. Capital expenditures amounted to 2.6 billion euros, R&D expenses to 5.2 billion euros. For more information, go to www.bayer.com.

About Macquarie Infrastructure and Real Assets

Macquarie Infrastructure and Real Assets (MIRA) is the world's largest infrastructure manager. For more than two decades, MIRA has partnered with investors, governments and communities to manage, develop and enhance assets relied on by more than 100 million people each day. As at 31 March 2019, MIRA managed €115 billion in assets that are essential to the sustainable development of economies and communities, including; 155 portfolio businesses, ~600 properties and 4.7 million hectares of farmland.

MIRA is a part of Macquarie Group, a top 10 Australian company listed on the Australian Securities Exchange (ASX:MQG). Macquarie has been operating in Germany for 30 years and currently employs ~200 people across its offices in Frankfurt and Munich. Today, Macquarie is trusted to manage investments in critical infrastructure business across Germany, including Open Grid Europe and TanQuid.

Cologne, August 6, 2019
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Forward-Looking Statements

This company release contains certain forward-looking statements, including assumptions, opinions, expectations and views of the company or cited from third party sources. Various known and unknown risks, uncertainties and other factors could cause the actual results, financial position, development or performance of LANXESS AG to differ materially from the estimations expressed or implied herein. LANXESS AG does not guarantee that the assumptions underlying such forward-looking statements are free from errors nor does it accept any responsibility for the future accuracy of the opinions expressed in this presentation or the actual occurrence of the forecast developments. No representation or warranty (expressed or implied) is made as to, and no reliance should be placed on, any information, estimates, targets and opinions, contained herein, and no liability whatsoever is accepted as to any errors, omissions or misstatements contained herein, and accordingly, no representative of LANXESS AG or any of its affiliated companies or any of such person's officers, directors or employees accept any liability whatsoever arising directly or indirectly from the use of this document.

Forward-Looking Statements Bayer

This release may contain forward-looking statements based on current assumptions and forecasts made by Bayer management. Various known and unknown risks, uncertainties

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News Release

and other factors could lead to material differences between the actual future results, financial situation, development or performance of the company and the estimates given here. These factors include those discussed in Bayer's public reports which are available on the Bayer website at www.bayer.com. The company assumes no liability whatsoever to update these forward-looking statements or to conform them to future events or developments.

Information for editors:

All LANXESS news releases and their accompanying photos can be found at <http://press.lanxess.com>. Recent photos of the Board of Management and other LANXESS image material are available at <http://photos.lanxess.com>.

You can find further information concerning LANXESS chemistry in our WebMagazine at <http://webmagazine.lanxess.com>.

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