

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2019 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2019 or fiscal plan year beginning <u>01/01/2019</u> and ending <u>12/31/2019</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>LYONDELLBASELL PENSION PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>012</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>04/29/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>012</u>	1c Effective date of plan <u>04/29/1987</u>	
1b Three-digit plan number (PN) ▶	<u>012</u>				
1c Effective date of plan <u>04/29/1987</u>					
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>LYONDELL CHEMICAL COMPANY</u> <u>1221 MCKINNEY, SUITE 300</u> <u>HOUSTON, TX 77010-2006</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>95-4160558</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>713-309-7200</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>325900</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>95-4160558</u>	2c Plan Sponsor's telephone number <u>713-309-7200</u>	2d Business code (see instructions) <u>325900</u>	
2b Employer Identification Number (EIN) <u>95-4160558</u>					
2c Plan Sponsor's telephone number <u>713-309-7200</u>					
2d Business code (see instructions) <u>325900</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/08/2020	REBECCA PATTERSON HOLMES
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2019)
v. 190130

3a Plan administrator's name and address ☐ Same as Plan Sponsor BENEFITS ADMINISTRATIVE COMMITTEE 1221 MCKINNEY, SUITE 300 HOUSTON, TX 77010-2006	3b Administrator's EIN 20-3443655 3c Administrator's telephone number 713-309-7200
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name EQUISTAR CHEMICALS, LP c Plan Name PDG CHEMICAL INC. PENSION PLAN	4b EIN 76-0550481 4d PN 004
5 Total number of participants at the beginning of the plan year	5 11118
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year	6a(1) 6332
a(2) Total number of active participants at the end of the plan year	6a(2) 6263
b Retired or separated participants receiving benefits.....	6b 2251
c Other retired or separated participants entitled to future benefits	6c 2218
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 10732
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 294
f Total. Add lines 6d and 6e	6f 11026
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 116
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1B 1C 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2019 Form M-1 annual report. If the plan was not required to file the 2019 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	<small>OMB No. 1210-0110</small> 2019 This Form is Open to Public Inspection
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For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>LYONDELLBASELL PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>012</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>LYONDELL CHEMICAL COMPANY</u>	D Employer Identification Number (EIN) <u>95-4160558</u>	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I	Basic Information		
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2019</u>		
2	Assets:		
	a Market value	2a	<u>976295277</u>
	b Actuarial value	2b	<u>1021094014</u>
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment.....	<u>2513</u>	<u>304952741</u>
	b For terminated vested participants.....	<u>2318</u>	<u>156261272</u>
	c For active participants	<u>6328</u>	<u>508419842</u>
	d Total.....	<u>11159</u>	<u>969633855</u>
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐		
	a Funding target disregarding prescribed at-risk assumptions	4a	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b	
5	Effective interest rate	5	<u>5.53</u> %
6	Target normal cost.....	6	<u>34277829</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<div style="border-bottom: 1px solid black; height: 30px; margin-bottom: 5px;"></div> <div style="text-align: center;">Signature of actuary</div> <div style="border-bottom: 1px solid black; height: 30px; margin-bottom: 5px;"></div> <div style="text-align: center;">Type or print name of actuary</div> <div style="border-bottom: 1px solid black; height: 30px; margin-bottom: 5px;"></div> <div style="text-align: center;">Firm name</div> <div style="border-bottom: 1px solid black; height: 30px; margin-bottom: 5px;"></div> <div style="text-align: center;">Address of the firm</div>	<div style="text-align: center; margin-bottom: 5px;"><u>09/10/2020</u></div> <div style="text-align: center;">Date</div> <div style="text-align: center; margin-bottom: 5px;"><u>20-05451</u></div> <div style="text-align: center;">Most recent enrollment number</div> <div style="text-align: center; margin-bottom: 5px;"><u>314-588-2500</u></div> <div style="text-align: center;">Telephone number (including area code)</div>
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2019 v. 190130

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	114883717
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	25857179
9 Amount remaining (line 7 minus line 8)	0	89026538
10 Interest on line 9 using prior year's actual return of <u>-3.59</u> %	0	-3378163
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		14153542
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.58</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		-537835
c Total available at beginning of current plan year to add to prefunding balance		13615707
d Portion of (c) to be added to prefunding balance		13615707
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	99264082

Part III Funding Percentages		
14 Funding target attainment percentage	14	94.08 %
15 Adjusted funding target attainment percentage	15	104.21 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.61 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/07/2019	1457768	0	03/05/2020	3100000	0
10/31/2019	1342232	0			
11/05/2019	2800000	0			
12/05/2019	2800000	0			
01/06/2020	3100000	0			
02/05/2020	3100000	0			
Totals ►			18(b)	17700000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	16790016
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th
		0

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost
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21 Discount rate:			
a Segment rates:	1st segment: 3.74 %	2nd segment: 5.35 %	3rd segment: 6.11 %
	☐ N/A, full yield curve used		
b Applicable month (enter code)	21b	4	
22 Weighted average retirement age	22	63	
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI	Miscellaneous Items
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24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27	

Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years
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28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII	Minimum Required Contribution For Current Year
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31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	34277829	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	57993165		11810908
b Waiver amortization installment	0		0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	46088737	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	43205584	43205584
36 Additional cash requirement (line 34 minus line 35)	36	2883153	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	16790016	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	13906863	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	13906863	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX	Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)
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41 If an election was made to use PRA 2010 funding relief for this plan:	
a Schedule elected	☐ 2 plus 7 years ☐ 15 years
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2019
		This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan LYONDELLBASELL PENSION PLAN	B Three-digit plan number (PN) ▶	012
C Plan sponsor's name as shown on line 2a of Form 5500 LYONDELL CHEMICAL COMPANY	D Employer Identification Number (EIN) 95-4160558	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MERCER

13-2834414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 13 50	NONE	1096081	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

THE BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 50	TRUSTEE	327772	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MORNEAU SHEPELL LIMITED

52-1883918

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	163865	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PRICEWATERHOUSECOOPERS LLP

13-4008324

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	102000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

CURCIO WEBB, LLC

34-4171366

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
17 70	NONE	6674	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

<div>SCHEDULE D (Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2019</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019					
A Name of plan LYONDELLBASELL PENSION PLAN				B Three-digit plan number (PN) ▶	012
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 LYONDELL CHEMICAL COMPANY				D Employer Identification Number (EIN) 95-4160558	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: LYONDELLBASELL MASTER TRUST					
b Name of sponsor of entity listed in (a): LYONDELL CHEMICAL COMPANY					
c EIN-PN 95-4160558-009		d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1040059257		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of		

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2019 This Form is Open to Public Inspection
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan LYONDELLBASELL PENSION PLAN	B Three-digit plan number (PN) ►	012
C Plan sponsor's name as shown on line 2a of Form 5500 LYONDELL CHEMICAL COMPANY	D Employer Identification Number (EIN) 95-4160558	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	25300000	9300000
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	952133759	1040059257
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1)	
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f	977433759 1049359257
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	227403 143475
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	227403 143475
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	977206356 1049215782

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	17700000
	(B) Participants	2a(1)(B)	
	(C) Others (including rollovers)	2a(1)(C)	
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	17700000
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	
	(F) Other	2b(1)(F)	
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	0
(2)	Dividends: (A) Preferred stock	2b(2)(A)	
	(B) Common stock	2b(2)(B)	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	0
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	0
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	
	(B) Other	2b(5)(B)	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		140469706
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		158169706

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	84351650	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		84351650
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	1197919	
(2) Contract administrator fees	2i(2)	498310	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	112401	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1808630
j Total expenses. Add all expense amounts in column (b) and enter total	2j		86160280

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		72009426
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unmodified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS

(2) EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		55949690
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No
 If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4216712. (See instructions.)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2019</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan LYONDELLBASELL PENSION PLAN		B Three-digit plan number (PN) ▶ 012
C Plan sponsor's name as shown on line 2a of Form 5500 LYONDELL CHEMICAL COMPANY		D Employer Identification Number (EIN) 95-4160558
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 13-7073479		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3 273
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☒ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2019 v. 190130		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:	
a	The current year	14a
b	The plan year immediately preceding the current plan year	14b
c	The second preceding plan year	14c
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:	
a	The corresponding number for the plan year immediately preceding the current plan year	15a
b	The corresponding number for the second preceding plan year	15b
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:	
a	Enter the number of employers who withdrew during the preceding plan year	16a
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐	

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment
19	<p>If the total number of participants is 1,000 or more, complete lines (a) through (c)</p> <p>a Enter the percentage of plan assets held as: Stock: <u>29.0</u> % Investment-Grade Debt: <u>28.0</u> % High-Yield Debt: <u>1.0</u> % Real Estate: <u>7.0</u> % Other: <u>35.0</u> %</p> <p>b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more</p> <p>c What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☒ Modified duration ☐ Other (specify):</p>
20	<p>PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.</p> <p>a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☒ No</p> <p>b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation _____</p>

LYONDELLBASELL PENSION PLAN
(Formerly PDG Chemical Inc. Pension Plan)

FINANCIAL STATEMENTS

As of December 31, 2019 and 2018
and for the years ended December 31, 2019 and 2018

LYONDELLBASELL PENSION PLAN

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Schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of LyondellBasell Pension Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the LyondellBasell Pension Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2019 and 2018, and the related statements of changes in net assets available for benefits for the years then ended and the statement of accumulated plan benefits as of December 31, 2018 and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 8, 9, and 10, which were certified by The Bank of New York Mellon, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019 and 2018 and for the years then ended that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.



Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Pratt & Whitney LLP

Houston, Texas
September 25, 2020

LYONDELLBASELL PENSION PLAN**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

	December 31,	
	2019	2018
ASSETS		
Plan interest in the LyondellBasell Master Trust, at fair value	\$ 1,040,059,257	\$ 9,692,117
Employer contributions receivable	9,300,000	—
Total assets	1,049,359,257	9,692,117
LIABILITIES		
Accrued administrative expenses	143,475	154,481
Net assets available for benefits	<u>\$ 1,049,215,782</u>	<u>\$ 9,537,636</u>

The accompanying notes are an integral part of these financial statements.

LYONDELLBASELL PENSION PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	For the Year Ended December 31,	
	2019	2018
Investment income (loss) from the LyondellBasell Master Trust	\$ 140,469,706	\$ (395,184)
Employer contributions	17,700,000	—
Transfer from LyondellBasell Retirement Plan	967,668,720	—
Benefits paid to participants	(84,351,650)	(675,227)
Administrative expenses	<u>(1,808,630)</u>	<u>(231,085)</u>
Net increase (decrease)	1,039,678,146	(1,301,496)
Net assets available for benefits:		
Beginning of year	9,537,636	10,839,132
End of year	<u><u>\$ 1,049,215,782</u></u>	<u><u>\$ 9,537,636</u></u>

The accompanying notes are an integral part of these financial statements.

LYONDELLBASELL PENSION PLAN
STATEMENT OF ACCUMULATED PLAN BENEFITS

	December 31, 2018
Actuarial present value of accumulated plan benefits:	
Vested plan benefits:	
Participants currently receiving benefits	\$ 254,555,035
Other participants	572,773,321
Total vested plan benefits	827,328,356
Non-vested plan benefits	14,511,668
Total actuarial present value of accumulated plan benefits	\$ 841,840,024

The accompanying notes are an integral part of these financial statements.

LYONDELLBASELL PENSION PLAN**STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS**

	For the Year Ended December 31, 2018
Actuarial present value of accumulated plan benefits at beginning of year (January 1, 2018)	\$ 7,275,017
Increase (decrease) during the year attributable to:	
Additional benefits accumulated, including actuarial experience losses	159,874
Interest	518,195
Benefits paid to participants	(675,227)
Change in actuarial assumptions	92,336
Other changes (includes merger of LyondellBasell Retirement Plan to LyondellBasell Pension Plan)	834,469,829
Net increase	834,565,007
Actuarial present value of accumulated plan benefits at end of year (December 31, 2018)	\$ 841,840,024

The accompanying notes are an integral part of these financial statements.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

1. Description of Plan

General – The LyondellBasell Pension Plan (“LBPP” or the “Plan”) is a defined benefit plan for non-represented employees of Lyondell Chemical Company (“Lyondell” or “Company”), Equistar Chemicals, LP (“Equistar”), and Houston Refining LP (“HRO”), (collectively, “Lyondell and the participating employers”), and for eligible represented employees of Equistar at Equistar’s Beaumont facility. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). Participants should refer to the Plan document for a complete description of the Plan provisions.

Effective January 1, 2019, the LyondellBasell Retirement Plan (“LBRP”) merged into the PDG Chemical Inc. Pension Plan (“PDG”), and the merged plan was renamed as the LyondellBasell Pension Plan. Additionally, the actuarial present value of the LBRP accumulated plan benefits as of January 1, 2019 were transferred to PDG. LBPP reflects the terms of the merged Plan which incorporates the terms of LBRP and PDG as in effect immediately before the merger.

Pension Benefits – Eligible employees become participants in the Plan immediately upon employment and are fully vested in their benefits upon the earlier of completion of three years of service, death or attainment of age 65 while employed. With respect to the Plan benefits accrued prior to January 1, 2009, participants are entitled to monthly pension benefits upon retiring on or after the normal retirement age of 65, as defined in the Plan document, and with respect to most participants, the Plan also permits early retirement at a reduced benefit level for participants retiring after reaching age 55 with ten or more years of service as defined in the Plan. If a participant is vested but terminates employment prior to eligibility for normal or early retirement, the participant is eligible for a deferred pension benefit commencing at age 65 or, if the participant terminates with ten or more years of membership service, as early as age 55, subject to reduction for early commencement. Participants receive these accumulated plan benefits as a monthly benefit or in an optional form available under the Plan. These benefits accrued through December 31, 2008 were calculated using the Plan’s final average pay benefit formula as defined in the Plan document.

Benefits accrued from and after January 1, 2009 are calculated using the Plan’s cash balance benefit formula as defined in the Plan document. The cash balance formula credits dollar amounts as a percentage of pay (pay credits) and at a stated interest rate (interest credits). Certain participants (“Grandfathered Members”) are entitled to additional pay credits (“Transition Credits”) under the cash balance formula based on age and benefit service on December 31, 2008 or December 31, 2009, as described in the Plan document. Vested benefits accrued from January 1, 2009 are payable upon separation from service as a monthly benefit or in an optional form available under the Plan.

Some participants may be eligible for frozen benefits accrued under the Equistar Chemicals, LP Retirement Plan, the Houston Refining LP Retirement Plan for Non-Represented Employees, or the Basell Retirement Income Plan (collectively, the “Merged Plans”), which were merged into LBRP effective December 31, 2010, as defined in the Merged Plans.

Some participants may be eligible for benefits under the PDG formula as defined in the Plan.

Death Benefits – If a participant dies, any death benefits are paid to the participant’s beneficiary, as described in the Plan document.

Contributions – LBPP contributions are made by Lyondell and the participating employers and participant contributions are not permitted under the terms of the Plan.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

Administration – The Plan is administered by the Benefits Administrative Committee (“BAC”). Mercer is the Plan’s recordkeeper and actuary. Plan assets are maintained in the LyondellBasell Master Trust (“Master Trust”) under the custody of The Bank of New York Mellon (“Trustee”). Management of portfolio assets is directed by external investment managers hired and monitored by the Benefits Finance Committee (“BFC”). Both the BAC and BFC consist of individuals appointed by the Lyondell Board of Directors.

2. Summary of Significant Accounting Policies

Basis of Accounting – The financial statements of the Plan are prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”).

Recently Adopted Guidance – In February 2017, the Financial Accounting Standards Board (the “FASB”) issued Accounting Standards Update (“ASU”) 2017-06, *Plan Accounting (Topics 960,962,965)-Employee Benefit Plan Master Trust Reporting*. The amendments require that for each master trust in which a plan holds an interest, the plan’s interest in that master trust and any change in that interest, be presented in separate line items in the statement of net assets available for benefits and in the statement of changes in net assets available for benefits, respectively. In addition, the amendments remove the requirement to disclose the percentage interest in the master trust for plans with divided interests and require that all plans disclose the dollar amount of their interest in each of those general types of investments within the plan’s financial statements. This amendment is effective for periods beginning after December 15, 2018. Early adoption of this ASU was permitted but not required. The adoption of this amendment did not have a material impact on the presentation of the Plan’s financial statements.

Accounting Guidance Issued But Not Adopted as of December 31, 2019 – In August 2018, the Financial Accounting Standards Board (the “FASB”) issued Accounting Standards Update (“ASU”) 2018-13, *Fair Value Measurement Accounting (Topic 820)*. The amendments require that for investments in certain entities that calculate net asset value, the timing of liquidation of investee’s assets, and the date when restrictions from redemption might lapse need to be disclosed only if known; communicate information about the uncertainty in measurement as of the reporting date; the term “at a minimum” is removed from the disclosure requirements to make it clear that materiality and discretion are appropriate considerations. In addition, the amendments remove the requirement to disclose the amount of and reasons for transfers between Level 1 and Level 2, the policy of timing of transfers between the various Levels and the valuation policies and procedures for Level 3 measurements. This amendment will be effective for periods beginning after December 15, 2019. Early adoption of this ASU is permitted but not required. The adoption of this amendment is not expected to have a material impact on the presentation of the Plan’s financial statements.

Use of Estimates – The preparation of the Plan’s financial statements in conformity with U.S. GAAP requires management to make significant estimates and assumptions that affect the reported amounts of net assets available for benefits and accumulated plan benefits at the date of the financial statements, the changes in net assets available for benefits and changes in accumulated plan benefits during the reporting period, and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition – A separate account for the Plan is maintained by the Master Trust reflecting the Plan’s share of the Master Trust. Interest in the Master Trust is determined on a monthly basis and is based upon the beginning of the month value of the Plan’s interest in the Master Trust plus actual contributions and allocated investment income (loss), less actual distributions and an allocation of administrative expenses. Investments of the Master Trust are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 10 for discussion of fair value measurements.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

From time to time the Master Trust's investment managers may use derivative financial instruments including forward exchange contracts and future contracts. Derivative instruments are used primarily to mitigate exposure to foreign exchange rate and interest rate fluctuations as well as manage the investment mix in the portfolio. The Master Trust's interest in funds which utilize such financial instruments is not considered significant to the Plan's financial statements.

Purchases and sales of securities by the Master Trust are accounted for on a trade date basis (the date the order to buy or sell is originated). Gains or losses on the sale or distribution of securities are computed on a first-in, first-out basis. Dividend income is recorded on the ex-dividend date. Income from other investments is recorded as earned. The net appreciation or depreciation in the fair value of investments, which consist of the realized gains or losses and the unrealized appreciation or depreciation on those investments, is included in "Investment income from the LyondellBasell Master Trust" in the Statements of Changes in Net Assets Available for Benefits.

Interest and dividends earned, net appreciation or depreciation in the fair value of investments, and expenses incurred under the collective investment accounts of the Master Trust are allocated to the Plan based upon the average monthly investment balance in the Master Trust of each plan participating in the trust.

Risks and Uncertainties – The Master Trust invests in a combination of common and preferred stock, fixed income securities, bank common and commingled funds, short-term investments, open ended real estate funds, hedge funds, private equity funds, convertible securities, U.S. government securities, and cash and cash equivalents. Investment securities are exposed to various risks, such as market and credit risks. Changes in the values of investment securities will continue to occur in the near term and such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits.

The actuarial present value of accumulated plan benefits is reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumption process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Benefits Paid to Participants – Benefits are paid by the Plan and are recorded when paid.

Administrative Expenses – Certain administrative expenses are paid by the Plan and Plan sponsor. Administrative expenses paid by the Master Trust and allocated to the Plan were \$4,862,134 and \$44,252 for the years December 31, 2019 and 2018, respectively, and are included in "Investment income from the LyondellBasell Master Trust" in the Statements of Changes in Net Assets Available for Benefits. See Note 11 for discussion of related-party transactions.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

3. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions, which are attributable under the Plan's provisions to the service that employees have rendered, as of the beginning of the plan year. Accumulated plan benefits include benefits expected to be paid to: (a) retired or terminated employees or their beneficiaries; (b) beneficiaries of employees who have died; and (c) present employees or their beneficiaries.

The 2018 actuarial present value of accumulated plan benefits was determined by the Plan's actuary, Mercer. The actuarial method used to determine the present value of accumulated plan benefits is the projected unit credit actuarial cost method. The more significant assumptions underlying the actuarial valuation are as follows:

	<u>December 31, 2018</u>
Investment return	7.50% per year
Interest rate	7.50% per year
Mortality table	Pri-2012 separate employee/ annuitant/ contingent survivor healthy mortality tables for males and females with no collar adjustment (contingent survivor applied to spouses and other beneficiaries, upon participant's commencement), projected generationally with scale MP- 2019
Assumed average retirement age	63 years of age

In the Statement of Changes in Accumulated Plan Benefits, the change in actuarial assumptions was \$92,336. This amount represents actuarial assumption changes since January 1, 2018 and includes changes to the mortality assumption.

Plan contributions and the actuarial present value of accumulated plan benefits are prepared based upon certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change.

The foregoing actuarial assumptions are based upon the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

4. Funding Policy

The funding policy of the Company is to satisfy legal minimum funding requirements, as determined under the standard unit credit method, as adopted January 1, 2008, under the Pension Protection Act of 2006 ("PPA"), with the discretion to make additional contributions from time to time. Fluctuations in the return (interest, dividends, and net appreciation or depreciation in fair value) on investments of the Plan from the assumed rate serve to reduce or increase the future contributions required to provide for the benefits defined under the Plan.

Contributions for the years ended December 31, 2019 and 2018 were \$17,700,000 and \$0 respectively, as determined by the Plan's actuaries, met the minimum funding requirements under ERISA and the Internal Revenue Code of 1986 (the "Code"), each as amended by the PPA.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

5. Plan Termination

Although it has not expressed any intention to do so, Lyondell has the right, under the terms of the Plan document, to discontinue benefit accruals at any time and to terminate the Plan, subject to the applicable provisions of ERISA and the Code.

Participants' retirement allowances under the Plan are insured to the extent required by law through the Pension Benefit Guaranty Corporation ("PBGC"). If the Plan were to be terminated, priorities of payment of benefits would be made in accordance with the requirements of ERISA and the Code.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

6. Tax Status

U.S. GAAP requires the Plan's management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service ("IRS"). The plan administrator has analyzed the tax positions of the Plan, and has concluded that as of December 31, 2019 and 2018, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

The IRS issued a determination letter dated February 10, 2012, stating that the Plan and related Master Trust are designed in accordance with applicable sections of the Code. The Plan has been amended since receiving the determination letter. However, the BAC believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code and, therefore, that the related trust is tax-exempt. Accordingly, no provision is made for federal income taxes.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	2019	2018
Net assets available for benefits per the financial statements	\$ 1,049,215,782	\$ 9,537,636
Transfer from other plans	—	967,668,720
Net assets available for benefits per Form 5500	<u>\$ 1,049,215,782</u>	<u>\$ 977,206,356</u>
	2019	2018
Transfer from other plans per the financial statements	\$ 967,668,720	\$ —
Transfer from other plans	—	967,668,720
Transfer from other plans per Form 5500	<u>\$ 967,668,720</u>	<u>\$ 967,668,720</u>

The Form 5500 was prepared as if the merger of the LBRP and PDG occurred on December 31, 2018.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

8. Information Certified by the Plan's Trustee

The plan administrator has elected the method of compliance permitted by Section 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the following data included in the accompanying financial statements are complete and accurate:

- Plan interest in the Master Trust, at fair value, excluding accrued administrative expenses of \$1,157,301 and \$9,176 at December 31, 2019 and 2018, respectively
- Investment income from the Master Trust
- Investment amounts as shown in Note 9 and Note 10, except for the non-monetary information included in the net asset value per share table as shown in Note 10 which was not certified by the Trustee

9. Interest in LyondellBasell Master Trust

The Master Trust is a pooled investment trust composed of the beneficial interests of certain participating defined benefit plans ("Master Trust Plans") of Lyondell and certain of its subsidiaries and affiliates. The Master Trust consists of a portfolio of investments in a combination of common and preferred stock, fixed income securities, bank common and commingled funds, short-term investments, open ended real estate funds, hedge funds, private equity funds, convertible securities, U.S. government securities, and cash and cash equivalents.

Master Trust Plans do not own specific securities or other assets in the Master Trust but have an undivided interest in the Master Trust. Investment income related to the Master Trust is allocated to the Master Trust Plans based upon each plan's average monthly investment balance in the Master Trust.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

The net assets of the Master Trust as of December 31, 2019 are as follows:

	December 31, 2019	
	Master Trust Balances	Plan's Interest in Master Trust Balances
Assets		
Investments, at fair value:		
Common and preferred stock	\$ 350,250,305	\$ 220,687,547
Fixed income securities	216,452,174	136,383,320
Commingled funds	459,938,343	289,800,361
Real estate	106,306,504	66,982,159
Hedge funds	215,509,930	135,789,626
Private equity	130,610,027	82,295,450
U.S. government securities	144,836,490	91,259,335
Cash and cash equivalents	25,436,105	16,026,914
Total investments	<u>1,649,339,878</u>	<u>1,039,224,712</u>
Receivables:		
Sales of securities	2,042,294	1,286,819
Accrued interest and dividends	5,477,223	3,451,117
Total receivables	<u>7,519,517</u>	<u>4,737,936</u>
Cash - noninterest bearing	(16,188)	(10,200)
Total assets	<u>1,656,843,207</u>	<u>1,043,952,448</u>
Liabilities		
Purchase of securities	3,793,399	2,390,164
Other payables	548,724	345,743
Total liabilities	<u>4,342,123</u>	<u>2,735,907</u>
Net assets	<u><u>\$ 1,652,501,084</u></u>	<u><u>\$ 1,041,216,541</u></u>

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

The net assets of the Master Trust as of December 31, 2018 are as follows:

	December 31, 2018	
	Master Trust Balances	Plan's Interest in Master Trust Balances
Assets		
Investments, at fair value:		
Common and preferred stock	\$ 310,938,008	\$ 1,964,131
Fixed income securities	206,455,667	1,304,138
Commingled funds	389,388,834	2,459,688
Real estate	107,169,222	676,966
Hedge funds	231,038,047	1,459,419
Private equity	113,047,719	714,099
U.S. government securities	145,695,263	920,327
Cash and cash equivalents	27,375,734	172,927
Total investments	<u>1,531,108,494</u>	<u>9,671,695</u>
Receivables:		
Sales of securities	592,941	3,745
Accrued interest and dividends	5,391,646	34,058
Total receivables	<u>5,984,587</u>	<u>37,803</u>
Cash - noninterest bearing	20,790	131
Total assets	<u>1,537,113,871</u>	<u>9,709,629</u>
Liabilities		
Purchase of securities	760,736	4,805
Other payables	576,289	3,640
Total liabilities	<u>1,337,025</u>	<u>8,445</u>
Net assets	<u>\$ 1,535,776,846</u>	<u>\$ 9,701,184</u>

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

The components of total investment income (loss) of the Master Trust for the years ended December 31, 2019 and 2018 are as follows:

	<u>2019</u>	<u>2018</u>
Investment income (loss):		
Net appreciation in fair value of investments	\$ 211,817,653	\$ (79,366,082)
Interest, dividend and other income:		
Interest income	10,525,700	10,923,038
Dividend income	9,984,102	11,616,976
Other (loss)/income ^(a)	(97,494)	1,762,427
Total	<u>20,412,308</u>	<u>24,302,441</u>
Total investment income (loss)	<u>\$ 232,229,961</u>	<u>\$ (55,063,641)</u>

^(a) Comprised of income/(loss) generated from the Master Trust's investment in partnership arrangements.

10. Fair Value Measurements

ASC 820, *Fair Value Measurements*, defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants. ASC 820 also specifies a fair value hierarchy based upon the observability of inputs used in valuation techniques. Observable inputs (highest level) reflect market data obtained from independent sources, while unobservable inputs (lowest level) reflect internally-developed market assumptions. In accordance with ASC 820, fair value measurements are classified using the following hierarchy:

Level 1 – Quoted prices for identical instruments in active markets.

Level 2 – Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs or significant value-drivers are observable in active markets.

Level 3 – Model-derived valuations in which one or more significant inputs or significant value-drivers are unobservable.

When available, quoted market prices are used to determine fair value and such measurements are classified within Level 1. In some cases where market prices are not available, observable market based inputs are used to calculate fair value, in which case the measurements are classified within Level 2. If quoted or observable market prices are not available, fair value is based upon internally-developed models that use, where possible, current market-based parameters such as interest rates, yield curves and currency rates. These measurements are classified within Level 3.

Fair value measurements are classified according to the lowest level input or value-driver that is significant to the valuation. A measurement may therefore be classified within Level 3 even though there may be significant inputs that are readily observable.

Changes in Fair Value Levels – Management reviews the disclosures regarding fair value measurements annually at year end. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified as Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which cases it is reclassified as Level 3.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

Valuation methodologies used for major investment types measured at fair value include:

Common and preferred stock – Valued at the closing price reported on the active market on which the individual securities are traded.

Fixed income securities – Certain securities that are not traded on an exchange are valued at the closing price reported by pricing services. Other securities are valued based on yields currently available on comparable securities of issuers with similar credit ratings.

Commingled funds – Valued based upon the unit values of such collective trust funds held by the Master Trust at year end. Unit values are based on the fair value of the underlying assets of the fund derived from inputs principally from, or corroborated by, observable market data by correlation or other means.

Real estate – Valued on the basis of a discounted cash flow approach, which includes the future rental receipts, expenses, and residual values as the highest and best use of the real estate from a market participant view as rental property.

Hedge funds – Valued based upon the unit values of such alternative investments held by the Master Trust at year end. Unit values are based on the fair value of the underlying assets of the fund.

Private equity – Valued based upon the unit values of such alternative investments held by the Master Trust at year end. Unit values are based on the fair value of the underlying assets of the fund. Certain securities held in the fund are valued at the closing price reported on the exchange or other established quotation service for over-the-counter securities. Other assets held in the fund are valued based on the most recent financial statements prepared by the fund manager.

Convertible securities – Valued at the quoted prices for similar assets or liabilities in active markets.

U.S. government securities – Certain securities are valued at the closing price reported on the active market on which the individual securities are traded. Other securities are valued based on yields currently available on comparable securities of issuers with similar credit ratings.

Cash and cash equivalents – Valued at the quoted prices for similar assets or liabilities in active markets.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

The investments of the Master Trust that are measured at fair value as of December 31, 2019 are summarized below:

	December 31, 2019			
	Fair Value	Level 1	Level 2	Level 3
Common and preferred stock measured at net asset value*	\$ 350,250,305	\$ 348,253,430	\$ 22,500	\$ —
Fixed income securities measured at net asset value*	216,452,174	—	216,452,174	—
Commingled funds measured at net asset value*	459,938,343	—	—	—
Real estate measured at net asset value*	106,306,504	—	—	—
Hedge funds measured at net asset value*	215,509,930	—	—	—
Private equity measured at net asset value*	130,610,027	—	—	—
U.S. government securities	144,836,490	144,836,490	—	—
Cash and cash equivalents	25,436,105	25,436,105	—	—
Total investments in Master Trust	<u>\$ 1,649,339,878</u>	<u>\$ 518,526,025</u>	<u>\$ 216,474,674</u>	<u>\$ —</u>

The investments of the Master Trust that are measured at fair value as of December 31, 2018 are summarized below:

	December 31, 2018			
	Fair Value	Level 1	Level 2	Level 3
Common and preferred stock measured at net asset value*	\$ 310,938,008	\$ 310,347,183	\$ 107,700	\$ —
Fixed income securities measured at net asset value*	206,455,667	—	206,455,667	—
Commingled funds measured at net asset value*	389,388,834	—	—	—
Real estate measured at net asset value*	107,169,222	—	—	—
Hedge funds measured at net asset value*	231,038,047	—	—	—
Private equity measured at net asset value*	113,047,719	—	—	—
U.S. government securities	145,695,263	145,695,263	—	—
Cash and cash equivalents	27,375,734	27,375,734	—	—
Total investments in Master Trust	<u>\$ 1,531,108,494</u>	<u>\$ 483,418,180</u>	<u>\$ 206,563,367</u>	<u>\$ —</u>

* In accordance with Fair Value Measurement Topic 820, Subtopic 10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The amounts presented in this table are intended to facilitate reconciliation to the Financial Statements.

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

The following table summarizes investments measured at fair value based on net asset value (NAVs) per share as of December 31, 2019 and 2018, respectively:

	December 31, 2019					Redemption Frequency (if currently eligible)	Trade to Settlement Terms	Redemption Notice Period
	Fair Value	Unfunded Commitments	Remaining Life					
Common and preferred stock ^(a)	\$ 1,974,376	\$ —	N/A		pending market condition	N/A		daily
Fixed income securities ^(b)	—	—	N/A		daily, pending market condition	2 to 5 days		daily
Commingled fund investing in Domestic Equity ^(c)	136,181,612	—	N/A		daily, pending market condition	1 to 3 days		3 to 4 days
Commingled fund investing in International Equity ^(d)	69,352,488	—	N/A		daily, pending market condition	1 to 3 days		3 days
Commingled fund investing in Fixed Income ^(e)	254,404,243	—	N/A		daily, pending market condition	1 to 3 days		3 to 7 days
Real Estate ^(f)	106,306,504	18,598,267	10 years		quarterly, pending market condition	15 to 25 days		45 to 90 days
Hedge Funds ^(g)	215,509,930	—	N/A		monthly, pending market condition	10 to 30 days		20 to 90 days
Private Equity ^(h)	130,610,027	86,315,153	10 years		quarterly, pending market condition	N/A		N/A
Total	<u>\$ 914,339,180</u>	<u>\$ 104,913,420</u>						

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2018						
	Fair Value	Unfunded Commitments	Remaining Life	Redemption Frequency (if currently eligible)	Trade to Settlement Terms	Redemption Notice Period
Common and preferred stock ^(a)	\$ 483,126	\$ —	N/A	pending market condition	N/A	daily
Fixed income securities ^(b)	0	—	N/A	daily, pending market condition	2 to 5 days	daily
Commingled fund investing in Domestic Equity ^(c)	92,109,982	—	N/A	daily, pending market condition	1 to 3 days	3 to 4 days
Commingled fund investing in International Equity ^(d)	56,079,581	—	N/A	daily, pending market condition	1 to 3 days	3 days
Commingled fund investing in Fixed Income ^(e)	241,199,271	—	N/A	daily, pending market condition	1 to 3 days	3 to 7 days
Real Estate ^(f)	107,169,222	8,016,724	10 years	quarterly, pending market condition	15 to 25 days	45 to 90 days
Hedge Funds ^(g)	231,038,047	—	N/A	monthly, pending market condition	10 to 30 days	20 to 90 days
Private Equity ^(h)	113,047,719	92,408,541	10 years	quarterly, pending market condition	N/A	N/A
Total	<u>\$ 841,126,948</u>	<u>\$ 100,425,265</u>				

LYONDELLBASELL PENSION PLAN

NOTES TO THE FINANCIAL STATEMENTS

- (a) This category represents a group of preferred stocks that, when combined with other equity securities of like characteristics seeks to achieve greater returns than the MSCI World Index. At December 31, 2019, there were no redemption restrictions on these funds.
- (b) This category represents a group of fixed income securities that, when combined with other securities of like characteristics, seeks to achieve greater returns than a custom Liability Hedge Benchmark (60% Bloomberg Barclays Long Credit Index, 40% Citigroup 20+ STRIPS Index). At December 31, 2019, there were no redemption restrictions on these funds.
- (c) This category represents a common collective trust fund that seeks to approximate the total return of the S&P 500 Total Return Index. At December 31, 2019, there were no redemption restrictions on this fund.
- (d) This category represents a group of common collective trusts that seek to achieve greater returns than the MSCI Emerging Market Net Dividend Index. At December 31, 2019, there were no redemption restrictions on these funds.
- (e) This category represents a group of common collective trusts that seek to achieve greater returns than the Citigroup World Government Bond Index, and JP Morgan Emerging Markets Global Bond Index. At December 31, 2019, there were no redemption restrictions on these funds.
- (f) This category represents our investments in real estate funds and private real estate limited partnerships that seek to achieve greater returns than the NCREIF Property IQ in Arrears index. At December 31, 2019, there were no redemption restrictions on these funds. Private real estate partnerships are illiquid investments. As such, the specific redemption restrictions and guidelines are incorporated in a Limited Partnership Agreement, Limited Liability Company Agreement, or other binding agreement as is appropriate for the investment.
- (g) This category represents our investments in hedge funds either directly or through fund of funds that seek to achieve greater returns than the HFRI Fund of Funds Diversified Index. At December 31, 2019, there were no redemption restrictions on these funds.
- (h) This category represents capital commitments to private placement limited partnerships that seek to approximate the total return of the Cambridge Associates U.S. Private Equity IQA Index over a market cycle. Private equity partnerships are illiquid investments. As such, the specific redemption restrictions and guidelines are incorporated in a Limited Partnership Agreement, Limited Liability Company Agreement, or other binding agreement as is appropriate for the investment.

11. Related-Party Transactions

The Plan, through its interest in the Master Trust, holds shares of short-term investment and S&P Index funds managed by Mellon Capital, a subsidiary of The Bank of New York Mellon, the Trustee of the Plan. These transactions fall under the definition of a party-in-interest transaction; however, the Company does not believe that they give rise to prohibited transactions under ERISA. Fees paid by the Company on behalf of the Plan for certain administrative costs were approximately \$133,550 and \$40,821 in 2019 and 2018, respectively.

12. Commitments and Contingencies

The Plan is subject to commitments and contingencies arising from the ordinary course of business to which the Plan is a party. It is management's belief that the ultimate resolution of these commitments and contingencies will not have a material adverse impact on the Plan's financial statements.

13. Subsequent Events

The Company has evaluated subsequent events through September 25, 2020, the date the financial statements were available to be issued.

Schedule SB, line 26 — Schedule of Active Participant Data

In each cell, the top number is the count of active participants for each age/service combination, the middle number is average base pay for 2018 limited to \$275,000, and the bottom number is the average cash balance amount as of December 31, 2018. Average pay and cash balance are not shown for cells with fewer than 20 participants.

*Schedule SB, Part V — Statement of Actuarial Assumptions/Methods***ACTUARIAL ASSUMPTIONS FOR JANUARY 1, 2019**

Discount rate sponsor elections		
• Segment rates or full yield curve	Segment	
• Look-back months	4	
	<u>Stabilized</u>	<u>Nonstabilized</u>
• First 5 years	3.74%	2.28%
• Next 15 years	5.35%	3.81%
• Over 20 years	6.11%	4.46%
Mortality sponsor elections		
• Healthy and disabled participants	Section 430(h)(3) prescribed separate static annuitant and nonannuitant mortality tables. These tables are based on the RP-2014 mortality tables with improvement beyond 2006 removed with static mortality improvement based on the IRS methodology and projection scale MP - 2017.	
417(e) lump sums	Liabilities are determined based on the underlying annuity used by the plan to determine the lump sum amount, rather than valuing the lump sum payment. This annuity is valued based on funding interest rates rather than 417(e) rates and current year 417(e) unisex mortality.	
Cash balance plans		
• Interest accumulation rate	3.36%	
• Whipsaw calculations	No	
• Annuity conversion		
— Mortality table	IRC Section 417(e) unisex mortality for the current plan year	
— Interest rate basis	Funding segment rates	
Frozen Equistar pension equity benefit		
• Annuity conversion		
— Mortality table	IRC Section 417(e) unisex mortality for the current plan year	
— Interest rate basis	Funding segment rates	
Other economic assumptions		
• Salary increases	See table of sample rates	
• Flat-dollar benefit increases	Not applicable	
• Social Security taxable wage base increases	Not applicable	
• Inflation	2.50% per year	
• Expected investment return	7.50% per year for years 2018 through 2019, 8.00% for year 2017	

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

- Expenses Expected administrative expenses (assumed to equal prior year administrative expenses but adjusted for PBGC premiums, with current year PBGC premiums replacing prior year) discounted with the effective interest rate to the beginning of the year are included in normal cost.

Demographic assumptions

- Withdrawal incidence See table of sample rates. (Withdrawal incidence is assumed to cease when participant attains the eligibility for early retirement or normal retirement under terms of the plan.)
- Disability incidence 40% of 1985 Pension Disability Table, Class 1, Unisex published in the 1986 Proceedings of the Conference of Consulting Actuaries. See table of sample rates.

- Retirement incidence

Attained age	Percentage
55	5%
56	5%
57	5%
58	5%
59	8%
60	12%
61	12%
62	17%
63	15%
64	12%
65	25%
66	25%
67	20%
68	20%
69	25%
70 and above	100%

(Retirement incidence is assumed to begin when participant first attains the eligibility for early retirement or normal retirement under terms of the plan.)

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Benefit commencement age for		
— Cash balance benefit	80% immediate upon termination; 20% defer to age 55	
— Frozen benefits		
– All vested deferred (LBRP) ^{1,2}		
– < 10 years of service	65	
– ≥ 10 years of service	60	
– Future & current vested deferred participants (PDG)	63	
• Spouse assumptions	<u>Male participants</u>	<u>Female participants</u>
— Percentage married	75%	60%
— Spouse age difference	2 year younger	1 years older
Form of payment	<u>Lump sum³</u>	<u>Annuity</u>
• Cash balance benefit	85%	15%
• Other benefits eligible for lump sum ⁴	65%	35%
• Other benefits not eligible for lump sum	0%	100%
Portion of forms of payment above assumed paid as Annuity	<u>Single Life Annuity⁵</u>	<u>100% J&S⁶</u>
• Death benefits	100%	0%

¹ Vested deferred participants whose service amount is unknown are assumed to have 10 years of service.

² For the portion of Equistar Part A-minimum benefit assumed to be taken as a lump sum, it is assumed to commence immediately upon termination. Otherwise, commencement age assumption follows that shown.

³ Frozen Basell RIP can only be paid as a lump sum for 51% of the benefit (net lump sum election is 25.5%); remaining benefit is split between Life Annuity and 100% J&S as indicated in this section.

⁴ Equistar Part A-minimum benefit is only assumed to follow lump sum election assumption if taken immediately. If not taken immediately (i.e. current vested deferred participant with outstanding Part A benefit), it is assumed to be taken 100% as Annuity.

⁵ Cash balance, PDG and frozen Basell RIP single life annuity benefits have no certain period. All others are payable with 5 year certain period.

⁶ PDG participants are not eligible for 100% J&S, and are instead assumed to receive 75% J&S.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Other than death benefits		
– Cash balance	33 $\frac{1}{3}$ %	66 $\frac{2}{3}$ %
– All other	50%	50%
Unpredictable contingent event assumptions	Not applicable	
At-risk assumptions	Not applicable	

Table of Sample Rates

	PERCENTAGE
ATTAINED AGE	DISABILITY INCIDENCE
20	0.012%
25	0.017%
30	0.026%
35	0.039%
40	0.063%
45	0.104%
50	0.179%
55	0.338%
60	0.482%
65	0.616%

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

AGE	WITHDRAWAL PERCENTAGE			
	BASED ON SERVICE YEAR			
	<1	1	2	3+
20-24	13.0%	9.0%	8.0%	8.0%
25-29	13.0%	9.0%	8.0%	7.0%
30-34	13.0%	9.0%	8.0%	6.0%
35-39	13.0%	9.0%	8.0%	6.0%
40-44	13.0%	9.0%	8.0%	4.5%
45-49	13.0%	9.0%	8.0%	4.0%
50-54	13.0%	9.0%	8.0%	3.5%
55-59	13.0%	9.0%	8.0%	6.0%
60-64	13.0%	9.0%	8.0%	13.0%

ATTAINED AGE	PERCENTAGE
	SALARY INCREASES
20-29	8.0%
30-39	5.9%
40-49	4.7%
50-59	4.1%
60-69	3.5%

ACTUARIAL METHODS FOR FUNDING**Asset Methods**

The asset valuation method is an average of the adjusted market value for each year during the last 2 years preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110% and no less than 90% of the fair market value, as defined in IRC Section 430.

The plan merger was reflected by adding together the asset histories of LBRP and PDG prior to 1/1/2019.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant Methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.

Minimum Funding Methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual are the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2019 This Form is Open to Public Inspection
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For calendar plan year 2019 or fiscal plan year beginning	01/01/2019	and ending	12/31/2019
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► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan LYONDELLBASELL PENSION PLAN	B Three-digit plan number (PN) ►	012
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LYONDELL CHEMICAL COMPANY	D Employer Identification Number (EIN) 95-4160558	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information				
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2019</u>			
2	Assets:			
	a Market value.....	2a	976,295,277	
	b Actuarial value	2b	1,021,094,014	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
	a For retired participants and beneficiaries receiving payment	2,513	304,952,741	304,952,741
	b For terminated vested participants	2,318	156,261,272	156,261,272
	c For active participants	6,328	508,419,842	518,609,084
	d Total	11,159	969,633,855	979,823,097
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
	a Funding target disregarding prescribed at-risk assumptions	4a		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.53%	
6	Target normal cost	6	34,277,829	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<div style="font-size: 1.5em; margin-bottom: 5px;">9/10/2020</div> Date 2005451
PENNY A. BAILEY Type or print name of actuary		Most recent enrollment number 314-588-2500
MERCER Firm name		Telephone number (including area code)
701 MARKET ST., SUITE 1100 ST. LOUIS MO 63101-1867 Address of the firm		

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	114,883,717
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	25,857,179
9 Amount remaining (line 7 minus line 8).....	0	89,026,538
10 Interest on line 9 using prior year's actual return of <u>-3.59%</u>	0	-3,378,163
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		14,153,542
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.58%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		-537,835
c Total available at beginning of current plan year to add to prefunding balance.....		13,615,707
d Portion of (c) to be added to prefunding balance.....		13,615,707
12 Other reductions in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	99,264,082

Part III Funding Percentages

14	Funding target attainment percentage	14	94.08%
15	Adjusted funding target attainment percentage.....	15	104.21%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.61%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/07/2019	1,457,768	0			
10/31/2019	1,342,232	0			
11/05/2019	2,800,000	0			
12/05/2019	2,800,000	0			
01/06/2020	3,100,000	0			
02/05/2020	3,100,000	0			
03/05/2020	3,100,000	0			
Totals ►			18(b)	17,700,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	16,790,016

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

Equity Shareholders at end of quarter of this plan year				
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th	
0	0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 3.74 %	2nd segment: 5.35 %	3rd segment: 6.11 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	34,277,829
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance Installment	
a Net shortfall amortization installment.....		57,993,165	11,810,908
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....		34	46,088,737
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	43,205,584	43,205,584
36 Additional cash requirement (line 34 minus line 35).....	36	2,883,153	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	16,790,016	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	13,906,863
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	13,906,863
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:	
a Schedule elected	☐ 2 plus 7 years ☐ 15 years
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

The LyondellBasell Retirement Plan (LBPP) was merged into the PDG Chemical Inc. Pension Plan (PDG) as of January 1, 2019 and was renamed the LyondellBasell Pension Plan (LBPP).

The tables below show the reconciliation for the total plan (LBPP) and each of the individual plans (PDG & LBRP) from January 1, 2018 to January 1, 2019.

LBPP (SUM OF PDG AND LBRP)	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 114,883,717
Portion applied in prior year	(0)	(25,857,179)
Interest at prior year investment return of (3.59%) for PDG and (3.80%) for LBRP	0	(3,378,163)
Amount remaining as of January 1, 2019	\$ 0	\$ 85,648,375
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 31,501,947
Minimum funding requirement (after applied credits)		(17,348,405)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 14,153,542
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.58% for PDG and 5.69% for LBRP		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.59%) for PDG and (3.80%) for LBRP		(537,835)
Total available to add to prefunding balance		\$ 13,615,707
Portion added to prefunding balance		13,615,707
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 99,264,082
Credit balance available to offset minimum	\$ 0	\$ 99,264,082

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

LBRP	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 112,401,997
Portion applied in prior year	(0)	(25,682,570)
Interest at prior year investment return of (3.80%)	0	(3,295,338)
Amount remaining as of January 1, 2019	\$ 0	\$ 83,424,089
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 31,501,947
Minimum funding requirement (after applied credits)		(17,348,405)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 14,153,542
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.69%		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.80%)		(537,835)
Total available to add to prefunding balance		\$ 13,615,707
Portion added to prefunding balance		13,615,707
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 97,039,796
Credit balance available to offset minimum	\$ 0	\$ 97,039,796

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

PDG	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 2,481,720
Portion applied in prior year	(0)	(174,609)
Interest at prior year investment return of (3.59%)	0	(82,825)
Amount remaining as of January 1, 2019	\$ 0	\$ 2,224,286
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 0
Minimum funding requirement (after applied credits)		(0)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 0
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.58%		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.59%)		0
Total available to add to prefunding balance		\$ 0
Portion added to prefunding balance		0
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 2,224,286
Credit balance available to offset minimum	\$ 0	\$ 2,224,286

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 63.

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	5.0%	10,000	500	27,500
56	5.0%	9,500	475	26,600
57	5.0%	9,025	451	25,721
58	5.0%	8,574	429	24,864
59	8.0%	8,145	652	38,445
60	12.0%	7,493	899	53,953
61	12.0%	6,594	791	48,270
62	17.0%	5,803	986	61,163
63	15.0%	4,816	722	45,515
64	12.0%	4,094	491	31,442
65	25.0%	3,603	901	58,544
66	25.0%	2,702	676	44,583
67	20.0%	2,027	405	27,155
68	20.0%	1,621	324	22,048
69	25.0%	1,297	324	22,373
70	100.00%	973	973	68,091
Total			10,000.00	626,267
Average				62.63

*Schedule SB, Part V — Statement of Actuarial Assumptions/Methods***ACTUARIAL ASSUMPTIONS FOR JANUARY 1, 2019**

Discount rate sponsor elections		
• Segment rates or full yield curve	Segment	
• Look-back months	4	
	<u>Stabilized</u>	<u>Nonstabilized</u>
• First 5 years	3.74%	2.28%
• Next 15 years	5.35%	3.81%
• Over 20 years	6.11%	4.46%
Mortality sponsor elections		
• Healthy and disabled participants	Section 430(h)(3) prescribed separate static annuitant and nonannuitant mortality tables. These tables are based on the RP-2014 mortality tables with improvement beyond 2006 removed with static mortality improvement based on the IRS methodology and projection scale MP - 2017.	
417(e) lump sums	Liabilities are determined based on the underlying annuity used by the plan to determine the lump sum amount, rather than valuing the lump sum payment. This annuity is valued based on funding interest rates rather than 417(e) rates and current year 417(e) unisex mortality.	
Cash balance plans		
• Interest accumulation rate	3.36%	
• Whipsaw calculations	No	
• Annuity conversion		
— Mortality table	IRC Section 417(e) unisex mortality for the current plan year	
— Interest rate basis	Funding segment rates	
Frozen Equistar pension equity benefit		
• Annuity conversion		
— Mortality table	IRC Section 417(e) unisex mortality for the current plan year	
— Interest rate basis	Funding segment rates	
Other economic assumptions		
• Salary increases	See table of sample rates	
• Flat-dollar benefit increases	Not applicable	
• Social Security taxable wage base increases	Not applicable	
• Inflation	2.50% per year	
• Expected investment return	7.50% per year for years 2018 through 2019, 8.00% for year 2017	

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

- Expenses Expected administrative expenses (assumed to equal prior year administrative expenses but adjusted for PBGC premiums, with current year PBGC premiums replacing prior year) discounted with the effective interest rate to the beginning of the year are included in normal cost.

Demographic assumptions

- Withdrawal incidence See table of sample rates. (Withdrawal incidence is assumed to cease when participant attains the eligibility for early retirement or normal retirement under terms of the plan.)
- Disability incidence 40% of 1985 Pension Disability Table, Class 1, Unisex published in the 1986 Proceedings of the Conference of Consulting Actuaries. See table of sample rates.

- Retirement incidence

Attained age	Percentage
55	5%
56	5%
57	5%
58	5%
59	8%
60	12%
61	12%
62	17%
63	15%
64	12%
65	25%
66	25%
67	20%
68	20%
69	25%
70 and above	100%

(Retirement incidence is assumed to begin when participant first attains the eligibility for early retirement or normal retirement under terms of the plan.)

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Benefit commencement age for		
— Cash balance benefit	80% immediate upon termination; 20% defer to age 55	
— Frozen benefits		
– All vested deferred (LBRP) ^{1,2}		
– < 10 years of service	65	
– ≥ 10 years of service	60	
– Future & current vested deferred participants (PDG)	63	
• Spouse assumptions	<u>Male participants</u>	<u>Female participants</u>
— Percentage married	75%	60%
— Spouse age difference	2 year younger	1 years older
Form of payment	<u>Lump sum³</u>	<u>Annuity</u>
• Cash balance benefit	85%	15%
• Other benefits eligible for lump sum ⁴	65%	35%
• Other benefits not eligible for lump sum	0%	100%
Portion of forms of payment above assumed paid as Annuity	<u>Single Life Annuity⁵</u>	<u>100% J&S⁶</u>
• Death benefits	100%	0%

¹ Vested deferred participants whose service amount is unknown are assumed to have 10 years of service.

² For the portion of Equistar Part A-minimum benefit assumed to be taken as a lump sum, it is assumed to commence immediately upon termination. Otherwise, commencement age assumption follows that shown.

³ Frozen Basell RIP can only be paid as a lump sum for 51% of the benefit (net lump sum election is 25.5%); remaining benefit is split between Life Annuity and 100% J&S as indicated in this section.

⁴ Equistar Part A-minimum benefit is only assumed to follow lump sum election assumption if taken immediately. If not taken immediately (i.e. current vested deferred participant with outstanding Part A benefit), it is assumed to be taken 100% as Annuity.

⁵ Cash balance, PDG and frozen Basell RIP single life annuity benefits have no certain period. All others are payable with 5 year certain period.

⁶ PDG participants are not eligible for 100% J&S, and are instead assumed to receive 75% J&S.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Other than death benefits		
– Cash balance	33 $\frac{1}{3}$ %	66 $\frac{2}{3}$ %
– All other	50%	50%
Unpredictable contingent event assumptions	Not applicable	
At-risk assumptions	Not applicable	

Table of Sample Rates

	PERCENTAGE
ATTAINED AGE	DISABILITY INCIDENCE
20	0.012%
25	0.017%
30	0.026%
35	0.039%
40	0.063%
45	0.104%
50	0.179%
55	0.338%
60	0.482%
65	0.616%

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

AGE	WITHDRAWAL PERCENTAGE			
	BASED ON SERVICE YEAR			
	< 1	1	2	3 +
20-24	13.0%	9.0%	8.0%	8.0%
25-29	13.0%	9.0%	8.0%	7.0%
30-34	13.0%	9.0%	8.0%	6.0%
35-39	13.0%	9.0%	8.0%	6.0%
40-44	13.0%	9.0%	8.0%	4.5%
45-49	13.0%	9.0%	8.0%	4.0%
50-54	13.0%	9.0%	8.0%	3.5%
55-59	13.0%	9.0%	8.0%	6.0%
60-64	13.0%	9.0%	8.0%	13.0%

ATTAINED AGE	PERCENTAGE
	SALARY INCREASES
20-29	8.0%
30-39	5.9%
40-49	4.7%
50-59	4.1%
60-69	3.5%

ACTUARIAL METHODS FOR FUNDING**Asset Methods**

The asset valuation method is an average of the adjusted market value for each year during the last 2 years preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110% and no less than 90% of the fair market value, as defined in IRC Section 430.

The plan merger was reflected by adding together the asset histories of LBRP and PDG prior to 1/1/2019.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant Methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.

Minimum Funding Methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual are the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

*Schedule SB, Part V — Summary of Plan Provisions***SUMMARY OF MAJOR PLAN PROVISIONS**

Effective date and plan year	Original plan: May 1, 1987. Restated plan: January 1, 2019. Plan year: Calendar year.
Status of the plan	The plan has ongoing benefit accruals and new employees are eligible to participate in the plan once they satisfy the participation requirements.
Significant events that occurred during the year	The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019 and renamed the LyondellBasell Pension Plan.

CASH BALANCE BENEFITS (ACCRUED ON AND AFTER JANUARY 1, 2009)**Definitions**

• Eligible employee	All persons employed by Lyondell Chemical Company; Equistar Chemicals, LP; Basell USA Inc. and (from January 1, 2010) Houston Refining LP, except: (i) project and leased employees, (ii) any division or group of employees excluded by the Board of Directors, and (iii) employees represented by any collective bargaining agent
• Participation	Later of January 1, 2009 and hire date. Later of January 1, 2010 and hire date for active participants of HRO Non-Represented.
• Membership service	All employment with the Company including: (i) any service period recognized for benefit accrual and/or vesting under the terms of any prior plan, including previously excluded services due to minimum age or service requirements, (ii) any period during military or other types of leave of absence granted by the Company, and (iii) the period of layoff due to lack of work or economic or industrial reasons not to exceed one year. Service while employed by Houston Refining LP or Equistar Chemicals, LP and their subsidiaries or affiliates shall also be included for purposes of vesting, participation, and eligibility for early retirement. This service shall not be included for purposes of benefit accrual. Membership service for prior plan benefit accruals was frozen as of December 31, 2008.
• Vesting	Three years of vesting service.

Schedule SB, Part V — Summary of Plan Provisions

• Grandfathered members	Any eligible employee of the Company as of December 31, 2008, including non-union employees of Basell USA Inc. and Equistar Chemicals, LP. Also, any eligible non-union employee of Houston Refining LP as of December 31, 2009.																								
• Quarterly base pay	The portion of a Member's Annual Base Pay paid during a Plan Year quarter.																								
• Pay credits	Equal to 5% of the Member's Quarterly Base Pay.																								
• Transition credits	Based on attained age and benefit service on December 31, 2008 (December 31, 2009 for HRO NR participants) for Grandfathered Members only: <table> <tr> <th><u>Age plus benefit service</u></th><th><u>Transition credit percentage</u></th></tr> <tr> <td>Less than 40</td><td>1.0%</td></tr> <tr> <td>40 – 44</td><td>1.5%</td></tr> <tr> <td>45 – 49</td><td>2.0%</td></tr> <tr> <td>50 – 54</td><td>2.5%</td></tr> <tr> <td>55 – 59</td><td>3.0%</td></tr> <tr> <td>60 – 64</td><td>3.5%</td></tr> <tr> <td>65 – 69</td><td>4.0%</td></tr> <tr> <td>70 – 74</td><td>4.5%</td></tr> <tr> <td>75 – 79</td><td>5.0%</td></tr> <tr> <td>80 – 84</td><td>5.5%</td></tr> <tr> <td>85 or more</td><td>6.0%</td></tr> </table>	<u>Age plus benefit service</u>	<u>Transition credit percentage</u>	Less than 40	1.0%	40 – 44	1.5%	45 – 49	2.0%	50 – 54	2.5%	55 – 59	3.0%	60 – 64	3.5%	65 – 69	4.0%	70 – 74	4.5%	75 – 79	5.0%	80 – 84	5.5%	85 or more	6.0%
<u>Age plus benefit service</u>	<u>Transition credit percentage</u>																								
Less than 40	1.0%																								
40 – 44	1.5%																								
45 – 49	2.0%																								
50 – 54	2.5%																								
55 – 59	3.0%																								
60 – 64	3.5%																								
65 – 69	4.0%																								
70 – 74	4.5%																								
75 – 79	5.0%																								
80 – 84	5.5%																								
85 or more	6.0%																								
• Interest credits	Interest on the account balance as of the end of the prior quarter is added to the account balance at the end of each quarter. The rate credited is based on the 30-year U.S. Treasury constant maturity yields for the third, fourth and fifth months immediately preceding the first day of the calendar quarter.																								
• Account balance	The sum of Pay Credits, Transition Credits, and Interest Credits credited to date of determination.																								
• Participant contributions	None allowed.																								
Eligibility for benefits																									
• Normal retirement	Retirement at or after age 65.																								
• Early retirement	Retirement before age 65 after completing three years of membership service.																								
• Deferred vested	Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at any age.																								

Schedule SB, Part V — Summary of Plan Provisions

• Survivor benefit	Death while eligible for benefits. Members become fully vested upon death if death occurs during active service and prior to the Member attaining three years of Vesting Service.
Plan benefits	
• Normal retirement benefit	Single life annuity which is actuarially equivalent to the Account Balance at the time of payment.
• Early retirement benefit	Same as retirement at normal retirement date, based on account balance at commencement date.
• Death with survivor benefit	The spouse of a deceased member of the plan may receive the member's entire Account Balance as a lump sum or as a monthly single life annuity equal to the survivor portion of a 50% joint and survivor annuity, whichever is greater. Other beneficiaries may receive the account balance only as a lump sum.
• Cost of living supplements	None.
• Forms of payment	<p>Benefits may begin at any time after termination of employment with vested benefits for any reason other than death.</p> <p>Optional forms of payment are lump sum, single life annuity, and joint and survivor annuity (50%, 75% or 100%).</p> <p>Normal form of payment for married participants is 50% joint and survivor annuity.</p> <p>All forms of payment are calculated as the Actuarial Equivalent of the participant's account balance.</p>
• Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.
• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).

*Schedule SB, Part V — Summary of Plan Provisions***LAKE CHARLES HOURLY PARTICIPANTS****Definitions**

- **Eligible employee** All hourly collectively bargained employees of Lyondell Chemical Company at the Lake Charles Plant, excluding leased employees.
- **Plan eligibility** Date of hire.
- **Benefit service** All service from January 1, 1997 or hire date (transfer date of Olin transferees) if later.
- **Vesting service** One year for each calendar year in which 1,000 hours are worked. Past service with Olin will also be recognized.
Participants are fully vested upon completion of five years of vesting service.
- **Accrued benefit** Years of benefit service multiplied by benefit rates as follows:

Retirement on or after

	<u>Pension</u>							
	<u>group</u>	<u>7/1/1997</u>	<u>7/1/1998</u>	<u>7/1/1999</u>	<u>7/1/2000</u>	<u>7/1/2003</u>	<u>7/1/2007</u>	<u>7/1/2008</u>
	1	\$30.00	\$31.00	\$33.00	\$36.00	\$40.00	\$42.00	\$42.50
	2	30.50	31.50	33.50	36.50	40.50	42.50	43.00
	3	31.00	32.00	34.00	37.00	41.00	43.00	43.50
	4	31.50	32.50	34.50	37.50	41.50	43.50	44.00
	5	32.00	33.00	35.00	38.00	42.00	44.00	44.50
	6	32.50	33.50	35.50	38.50	42.50	44.50	45.00

Eligibility for benefits

- **Normal retirement** Retirement at or after age 65.
- **Early retirement** Retirement before age 65 after both attaining age 55 and completing 15 years of service.
- **Deferred vested** Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at age 65 or age 55 with 10 or more years of service.
- **Deferred survivor benefit** Death while not eligible for normal or early retirement benefits, with five or more years of vesting service and a surviving spouse.
- **Survivor benefit** Death while eligible for normal or early retirement, with a surviving spouse.

Plan benefits

- **Normal retirement** Accrued benefit determined at retirement.

Schedule SB, Part V — Summary of Plan Provisions

• Early retirement	Accrued benefit at early retirement date reduced by 1/3 of 1% for each month that the member's early retirement date precedes age 62.																								
• Deferred vested	<p>Accrued benefit at date of termination payable at age 65 or as early as age 55 with at least 10 years of service reduced using the following factors based on age at commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Factor</u></th></tr> <tr><td>55</td><td>31.5%</td></tr> <tr><td>56</td><td>35.1</td></tr> <tr><td>57</td><td>39.2</td></tr> <tr><td>58</td><td>43.7</td></tr> <tr><td>59</td><td>48.9</td></tr> <tr><td>60</td><td>54.8</td></tr> <tr><td>61</td><td>61.6</td></tr> <tr><td>62</td><td>69.3</td></tr> <tr><td>63</td><td>78.1</td></tr> <tr><td>64</td><td>88.3</td></tr> <tr><td>65</td><td>100.0</td></tr> </table>	<u>Age</u>	<u>Factor</u>	55	31.5%	56	35.1	57	39.2	58	43.7	59	48.9	60	54.8	61	61.6	62	69.3	63	78.1	64	88.3	65	100.0
<u>Age</u>	<u>Factor</u>																								
55	31.5%																								
56	35.1																								
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60	54.8																								
61	61.6																								
62	69.3																								
63	78.1																								
64	88.3																								
65	100.0																								
• Death with deferred survivor benefit	The amount the member's spouse would have received had the member terminated employment at the earlier of date of death or actual termination date, survived to the earliest date a deferred benefit could have commenced, retired with a 50% joint and survivor option, and died the next day. Payments to the spouse begin on the earliest date a deferred benefit could have commenced.																								
• Death with survivor benefit	The amount the member's spouse would have received if the member had retired on the date of death and elected the 50% joint and survivor option with the spouse as beneficiary, and died the next day.																								
• Normal form of payment	Life annuity subject to an automatic actuarially equivalent 50% joint and survivor option.																								
• Optional forms of payment	<ul style="list-style-type: none"> • 100%, 75%, 50%, or 25% joint and survivor options. • 5 or 10 years certain and continuous options. • Level income option. 																								

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment Amount of an alternative form of benefit which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the factors in the following tables:

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

Schedule SB, Part V — Summary of Plan Provisions

• Actuarial equivalence for alternative forms of payment (continued)	<u>Age at benefit commencement</u>	<u>5 Certain & Life</u>	<u>10 Certain & Life</u>	<u>Social Security leveling income option</u>
	70	.963	.900	N/A
	69	.967	.901	N/A
	68	.971	.910	N/A
	67	.974	.918	N/A
	66	.977	.927	N/A
	65	.980	.934	1.00
	64	.983	.941	.92
	63	.985	.948	.84
	62	.987	.954	.76
	61	.988	.959	.68
	60	.990	.963	.60
	59	.991	.967	.56
	58	.992	.970	.52
	57	.992	.973	.48
	56	.993	.976	.44
	55	.994	.978	.40
If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Subtract:	.01	.0075	.0050	.0025
If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Add:	.01	.0075	.0050	.0025
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.			

*Schedule SB, Part V — Summary of Plan Provisions***FROZEN LYONDELL BENEFIT****Definitions**

• Eligible employee	<p>All persons employed by Lyondell Chemical Company, both full and part time, except</p> <ul style="list-style-type: none"> (i) project and leased employees, (ii) any division or group of employees excluded by the Board of Directors, and (iii) Lake Charles and Beaver Valley hourly employees.
• Participation	<p>The completion of two years of service, reduced to one year after June 30, 2002. Immediate participation is provided for:</p> <ul style="list-style-type: none"> (i) any salaried participant of the Retirement Plan for Former ARCO Chemical Employees (former ACC participants), and (ii) any covered employee of Lyondell Chemical Company as of June 30, 2002. <p>After December 31, 2008, prior plan benefits were frozen.</p>
• Membership service	<p>All employment with the Company including:</p> <ul style="list-style-type: none"> (i) any service period recognized for benefit accrual and/or vesting under the terms of any prior plan, including previously excluded services due to minimum age or service requirements, (ii) any period during military or other types of leave of absence granted by the Company, and (iii) the period of layoff due to lack of work or economic or industrial reasons not to exceed one year. <p>Service while employed by Houston Refining LP or Equistar Chemicals, LP and their subsidiaries or affiliates shall also be included for purposes of vesting, participation, and eligibility for early retirement. This service shall not be included for purposes of benefit accrual. Membership service for prior plan benefit accruals were frozen as of December 31, 2008.</p>
• Vesting	<p>For participants of the plan on or before June 30, 2002, participants were fully vested as of their participation date. On or after July 1, 2002, participants are fully vested after completion of five years of service. On or after January 1, 2009, participants are fully vested after completion of three years of service.</p>
• Transition participant	<p>Both age 50 or older and at least five years of vesting service as of June 30, 2002.</p>

Schedule SB, Part V — Summary of Plan Provisions

- | | |
|-----------------------------|---|
| • Annual base pay | Base salary wages excluding all extra pay such as overtime, premiums, bonuses, or other allowances. Base wages deferred under the Company's Executive Salary Deferral Plan are also excluded. |
| • Average final base pay | The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service ending December 31, 2008. For NOVA transferees, their average final base pay is calculated as their average base pay as of September 30, 1996 indexed at 3% per year. |
| • Accumulated contributions | Voluntary contributions or contributions previously required for membership, with interest compounded annually. |

The accumulated contribution is converted to an annuity using the rates in the following table:

<u>Age at</u> <u>benefit commencement</u>	<u>Annuity factor</u>
70	8.60
69	8.86
68	9.04
67	9.24
66	9.44
65	9.63
64	9.63
63	9.63
62	9.63
61	9.63
60	9.63
59	10.70
58	10.86
57	11.01
56	11.17
55	11.33

- | | |
|-------------------------------------|-----------------------------|
| • Social Security integration level | Frozen at \$28,600 in 2008. |
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Schedule SB, Part V — Summary of Plan Provisions

• Part A benefit, not former ACC participants	<p>The sum of:</p> <ul style="list-style-type: none"> (i) 1.18% of average final base pay, not exceeding Social Security integration level, times years of membership service prior to July 1, 2002 not in excess of 35 years; plus (ii) 1.54% of average final base pay in excess of Social Security integration level, times years of membership service prior to July 1, 2002 not in excess of 35 years; plus (iii) 1.45% of average final base pay times membership service prior to July 1, 2002 in excess of 35 years.
• Part A benefit, former ACC participants	<p>The sum of:</p> <ul style="list-style-type: none"> (i) 1.15% of average final base pay up to Social Security integration level, times membership service prior to July 1, 2002 not in excess of 15 years; plus (ii) 1.5% of average final base pay in excess of Social Security integration level, times membership service prior to July 1, 2002 not in excess of 15 years; plus (iii) 1.25% of average final base pay, up to Social Security integration level, times years of membership service prior to July 1, 2002 in excess of 15 years, but not in excess of 35 years; plus
	<ul style="list-style-type: none"> (iv) 1.6% of average final base pay in excess of Social Security integration level, times membership service prior to July 1, 2002 in excess of 15 years, but not in excess of 35 years; plus (v) 1.6% of average final base pay times membership service prior to July 1, 2002 in excess of 35 years.
• Part A minimum benefit	Member's accrued benefit as of June 30, 2002.
• Part B benefit	1.45% of average final base pay times membership service accrued beginning July 1, 2002.
• Monthly pension benefit	One-twelfth of the Part A benefit plus Part B benefit, not less than Part A minimum benefit.
• NOVA transferees	Participants who terminated employment with ARCO Chemical Company and immediately commenced employment with NOVA Chemicals, Inc. due to the sale of ARCO Chemical Company's plastic business to NOVA Chemicals, Inc. on September 30, 1996. All such employees are fully vested in their plan benefit at September 30, 1996.

Schedule SB, Part V — Summary of Plan Provisions

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|---|---|
| <ul style="list-style-type: none"> • Supplemental pension benefit for ACC participants | <p>For retirements on or before June 30, 2002 or for transition participants, if participant commences benefits early, and does not terminate from the plan before reaching age 55, participant is entitled to a supplemental pension payable until first eligible for Social Security. The supplemental payment is 0.5% of average final base pay as of June 30, 2002 up to the Social Security integration level times years of membership service prior to July 1, 2002.</p> |
|---|---|

Eligibility for benefits

- | | |
|---|--|
| <ul style="list-style-type: none"> • Normal retirement | Retirement at or after age 65. |
| <ul style="list-style-type: none"> • Early retirement | Retirement before age 65 after both attaining age 55 and completing ten years of membership service. |
| <ul style="list-style-type: none"> • Deferred vested | Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at age 65 or age 55 with ten or more years of service. |
| <ul style="list-style-type: none"> • Deferred survivor benefit | Death while not eligible for normal or early retirement benefits, with five or more years of vesting service. |
| <ul style="list-style-type: none"> • Survivor benefit | Death while eligible for normal or early retirement. |

Schedule SB, Part V — Summary of Plan Provisions

Plan benefits	
• Normal retirement	Monthly pension benefit determined as of retirement date.
• Early retirement	<p>For benefits paid as a monthly annuity: the sum of (a) and (b), minimum (c)</p> <p>(a) Monthly Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60;</p> <p>(b) Monthly Part B benefit reduced 4/12 of 1% for each month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% for the next five years;</p> <p>(c) Monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p>
• Early retirement (continued)	<p>For benefits paid as a lump sum: (a), but not less than (b)</p> <p>(a) Actuarial present value of the monthly pension benefit (transition participants receive present value of subsidized early retirement benefit for Part A);</p> <p>(b) Actuarial present value of the monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p>
• Deferred vested benefit for non-transition participants	<p>Less than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity:</i></p> <p>Monthly pension benefit payable at age 65.</p> <p><i>For benefits paid as a lump sum:</i></p> <p>Actuarial present value of the Part A minimum benefit payable at age 65. Any residual benefits to be paid as a monthly annuity.</p> <p>More than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity:</i> the sum of (a) and (b), minimum (c):</p>

Schedule SB, Part V — Summary of Plan Provisions

- (a) Monthly Part A benefit.
 (b) Monthly Part B benefit
 (a) and (b) are reduced using the following factors based on age at commencement:

<u>Age</u>	<u>Factor</u>
55	40%
56	44
57	48
58	52
59	57
60	62
61	68
62	75
63	82
64	91
65	100

- (c) Monthly Part A minimum benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

For benefits paid as a lump sum:

Actuarial present value of the Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60. Any residual benefits to be paid as a monthly annuity.

- Deferred vested benefit for transition participants

Less than 10 years of service:

For benefits paid as a monthly annuity:

Monthly pension benefit payable at age 65.

For benefits paid as a lump sum:

Actuarial present value of the benefit payable at age 65.

More than 10 years of service:

For benefits paid as a monthly annuity: the sum of (a) and (b), minimum (c):

Schedule SB, Part V — Summary of Plan Provisions

	<p>(a) Monthly Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60;</p> <p>(b) Monthly Part B benefit reduced using the following factors based on age at commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Factor</u></th></tr> <tr><td>55</td><td>40%</td></tr> <tr><td>56</td><td>44</td></tr> <tr><td>57</td><td>48</td></tr> <tr><td>58</td><td>52</td></tr> <tr><td>59</td><td>57</td></tr> <tr><td>60</td><td>62</td></tr> <tr><td>61</td><td>68</td></tr> <tr><td>62</td><td>75</td></tr> <tr><td>63</td><td>82</td></tr> <tr><td>64</td><td>91</td></tr> <tr><td>65</td><td>100</td></tr> </table>	<u>Age</u>	<u>Factor</u>	55	40%	56	44	57	48	58	52	59	57	60	62	61	68	62	75	63	82	64	91	65	100
<u>Age</u>	<u>Factor</u>																								
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65	100																								
	<p>(c) Monthly Part A minimum benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p> <p><i>For benefits paid as a lump sum: the sum of (a) and (b), minimum (c)</i></p> <p>(a) Actuarial present value of the Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p>																								
	(b) Actuarial present value of the monthly Part B benefit																								
	(c) Actuarial present value of the monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.																								
• Disability benefit	<p><i>Disability before July 1, 2002</i></p> <p>Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date.</p> <p><i>Disability on or after July 1, 2002</i></p> <p>Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit determined one year from the date of disability.</p>																								

Schedule SB, Part V — Summary of Plan Provisions

• Death with deferred survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, survived to the earliest date that a deferred allowance could have commenced, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Death with survivor benefit	The amount the member's spouse would have received if the member had retired on the date of death and elected an immediate 50% joint and survivor annuity with the member's spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Forms of payment	<p>Survivor benefits may be paid in one of the following forms:</p> <ul style="list-style-type: none"> (i) an annuity beginning at the member's earliest retirement age or later (ii) an actuarially equivalent single cash payment as soon as practicable after the date of death (iii) an annuity beginning as soon as practicable after the date of death <p>If a participant is unmarried, the benefit is payable to the beneficiary or estate only as an actuarially equivalent single cash payment as soon as administratively possible.</p> <p>The normal form of payment for monthly pension benefits is a life annuity with a 60-payment guarantee if the member has no spouse as of the date payments begin, or a 50% joint and survivor annuity if the member is married at the date payments begin.</p> <p>Optional forms of payment for members prior to July 1, 2002 include:</p> <ul style="list-style-type: none"> (i) reserve benefit option (ii) joint & survivor annuity (100%, 75%, 50%, 25%) (iii) 120- or 240-months certain and life annuity or a life only annuity (iv) lump sum payment (v) level income option <p>Optional forms of payment for all other members include:</p> <ul style="list-style-type: none"> (i) joint and survivor annuity (100%, 75%, 50%) (ii) life only annuity (iii) lump sum payment

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment
- Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the factors in the following tables:

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

Schedule SB, Part V — Summary of Plan Provisions

• Actuarial equivalence for alternative forms of payment (continued)	<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>	<u>Social Security leveling income option</u>
	70	.900	.800	N/A
	69	.901	.800	N/A
	68	.910	.800	N/A
	67	.918	.800	N/A
	66	.927	.800	N/A
	65	.934	.800	1.00
	64	.941	.800	.92
	63	.948	.801	.84
	62	.954	.817	.76
	61	.959	.832	.68
	60	.963	.846	.60
	59	.967	.859	.56
	58	.970	.871	.52
	57	.973	.882	.48
	56	.976	.893	.44
	55	.978	.902	.40
If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Subtract:	.01	.0075	.0050	.0025
If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Add:	.01	.0075	.0050	.0025
The initial annuity for the reserve option is equal to 88% of the basic allowance.				
• Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.			

Schedule SB, Part V — Summary of Plan Provisions

• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.
• Special provisions for NOVA transferees	NOVA transferees are credited with service with NOVA for vesting and retirement eligibility purposes only. Their average final base pay calculated as of September 30, 1996 shall be increased by 3% on October 1, 1997 and each October thereafter, provided they are employed by NOVA.

FROZEN EQUISTAR BENEFIT**Definitions**

• Eligible employee	All salaried, non-union employees.
• Participation	<p>The completion of one year of eligibility service. Immediate participation is provided for:</p> <ul style="list-style-type: none"> (i) an employee who was previously employed by Lyondell Chemical Company or Millennium Chemicals, Inc. and became an employee on January 1, 1998; (ii) an employee who was previously employed by Occidental Petroleum Corporation and became an employee on June 1, 1998; (iii) any employee of Equistar Chemicals, LP as of June 30, 2002; and (iv) any employee of Equistar Chemicals, LP as of December 31, 2008. <p>Plan frozen at December 31, 2008. Any employee hired after December 31, 2008 is not eligible.</p>
• Normal retirement date	First of month coincident with or next following the attainment of age 65.
• Membership service	<p>All employment with the Company while a member of the plan, including:</p> <ul style="list-style-type: none"> (i) any period during military or other types of leave of absence granted by the Company; (ii) the period of a layoff due to lack of work or economic or industrial reasons not to exceed one year. <p>Membership service was frozen as of December 31, 2008.</p>
• Eligibility service	<p>The same definition as membership service; however, service with prior employers, including Lyondell Chemical Company, Millennium Chemicals, Inc., or Occidental Petroleum Corporation, is generally included.</p> <p>Participants continue to accrue eligibility service after December 31, 2008.</p>

Schedule SB, Part V — Summary of Plan Provisions

• Vesting	Participants of the plan on or before June 30, 2002 are fully vested as of their Participation date. On or after December 31, 2008, participants are vested after completion of three years of eligibility service.
• Monthly earnings	Base pay of an employee for services rendered to the Company during a particular month.
• Average final base pay	The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service ending December 31, 2008.

Eligibility for benefits

• Transition participant	Both age 50 or older and at least five years of eligibility service as of June 30, 2002.
• Normal retirement	Retirement at normal retirement date.
• Postponed retirement	Retirement after normal retirement date.
• Early retirement	Retirement before age 65 after both attaining age 55 and completing ten years of membership service.
• Vested benefit	Termination for reason other than death or retirement after vesting date.
• Survivor benefit	Death with a surviving spouse or designated beneficiary.

Plan benefits

• Part A minimum benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of June 30, 2002;</p> <p>(c) Benefit percentage at age of benefit commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Benefit percentage</u></th></tr> <tr> <td>Under 35</td><td>3%</td></tr> <tr> <td>35 – 39</td><td>4</td></tr> <tr> <td>40 – 44</td><td>5</td></tr> <tr> <td>45 – 49</td><td>6</td></tr> <tr> <td>50 – 54</td><td>9</td></tr> <tr> <td>55 – 59</td><td>13</td></tr> <tr> <td>60 and over</td><td>15</td></tr> </table>	<u>Age</u>	<u>Benefit percentage</u>	Under 35	3%	35 – 39	4	40 – 44	5	45 – 49	6	50 – 54	9	55 – 59	13	60 and over	15
<u>Age</u>	<u>Benefit percentage</u>																
Under 35	3%																
35 – 39	4																
40 – 44	5																
45 – 49	6																
50 – 54	9																
55 – 59	13																
60 and over	15																
• Part A growth benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of December 31, 2008 less average final base pay as of June 30, 2002;</p> <p>(c) Benefit percentage at age 65 of 15%.</p>																

Schedule SB, Part V — Summary of Plan Provisions

• Part A regular benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of December 31, 2008;</p> <p>(c) Benefit percentage at age of benefit commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Benefit percentage</u></th></tr> <tr> <td>Under 35</td><td>3%</td></tr> <tr> <td>35 – 39</td><td>4</td></tr> <tr> <td>40 – 44</td><td>5</td></tr> <tr> <td>45 – 49</td><td>6</td></tr> <tr> <td>50 – 54</td><td>9</td></tr> <tr> <td>55 – 59</td><td>13</td></tr> <tr> <td>60 and Over</td><td>15</td></tr> </table>	<u>Age</u>	<u>Benefit percentage</u>	Under 35	3%	35 – 39	4	40 – 44	5	45 – 49	6	50 – 54	9	55 – 59	13	60 and Over	15
<u>Age</u>	<u>Benefit percentage</u>																
Under 35	3%																
35 – 39	4																
40 – 44	5																
45 – 49	6																
50 – 54	9																
55 – 59	13																
60 and Over	15																
• Part B benefit	1.45% of average final base pay as of December 31, 2008 times membership service accrued between June 30, 2002 and December 31, 2008.																
• Monthly accrued benefit	<p>The sum of (a) and (b):</p> <p>(a) Part A regular benefit at age 65 converted to a monthly annuity,</p> <p>(b) Part B benefit.</p>																
• Normal retirement benefit	Monthly accrued benefit determined as of retirement date.																

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Early retirement benefit 	Non-transition participants <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i>
	<ul style="list-style-type: none"> (a) Monthly Part A regular benefit determined as of early retirement date; (b) Monthly Part B benefit determined as of early retirement date, reduced 4/12 of 1% per month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% per month for the next five years.
	<i>For benefits paid as a lump sum: the sum of (a), (b) and (c)</i>
	<ul style="list-style-type: none"> (a) Part A minimum benefit determined as of early retirement date; (b) Actuarially reduced Part A growth benefit; (c) Actuarial present value of the Part B benefit.
	Transition participants <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i>
	<ul style="list-style-type: none"> (a) Monthly Part A regular benefit determined as of early retirement date; (b) Monthly Part B benefit determined as of early retirement date, reduced 4/12 of 1% per month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% per month for the next five years.
	<i>For benefits paid as a lump sum: the sum of (a) and (b)</i>
	<ul style="list-style-type: none"> (a) Part A regular benefit; (b) Actuarial present value of the Part B benefit.
<ul style="list-style-type: none"> Vested benefit for non-transition participants 	Less than 10 years of service: <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i>
	<ul style="list-style-type: none"> (a) Monthly Part A regular benefit (Part A minimum benefit may commence at termination); (b) Part B benefit payable at age 65.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Vested benefit for non-transition participants (continued) 	<p><i>For benefits paid as a lump sum:</i></p> <ul style="list-style-type: none"> Part A minimum benefit. (May only be taken as a lump sum at termination. All deferred benefits must be taken as a monthly annuity). 																								
	<p>More than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p> <p>(a) Monthly Part A minimum benefit;</p> <p>(b) Monthly Part A growth benefit plus the Part B benefit reduced using the following factors based on age at commencement:</p> <table data-bbox="646 720 922 1192"> <thead> <tr> <th><u>Age</u></th><th><u>Rate</u></th></tr> </thead> <tbody> <tr><td>55</td><td>40%</td></tr> <tr><td>56</td><td>44</td></tr> <tr><td>57</td><td>48</td></tr> <tr><td>58</td><td>52</td></tr> <tr><td>59</td><td>57</td></tr> <tr><td>60</td><td>62</td></tr> <tr><td>61</td><td>68</td></tr> <tr><td>62</td><td>75</td></tr> <tr><td>63</td><td>82</td></tr> <tr><td>64</td><td>91</td></tr> <tr><td>65</td><td>100</td></tr> </tbody> </table> <p><i>For benefits paid as a lump sum:</i></p> <ul style="list-style-type: none"> Part A minimum benefit. (May only be taken as a lump sum at termination. All deferred benefits must be taken as a monthly annuity). 	<u>Age</u>	<u>Rate</u>	55	40%	56	44	57	48	58	52	59	57	60	62	61	68	62	75	63	82	64	91	65	100
<u>Age</u>	<u>Rate</u>																								
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64	91																								
65	100																								
<ul style="list-style-type: none"> Vested benefit for transition participants 	<p>Less than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p>																								
	<p>(a) Monthly Part A regular benefit (may commence at termination);</p> <p>(b) Part B benefit, payable at age 65.</p>																								

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Vested benefit for transition participants (continued) 	<p><i>For benefits paid as a lump sum: the sum of (a) and (b)</i></p> <p>(a) Part A regular benefit (may be taken at termination);</p> <p>(b) Actuarial present value of the Part B benefit, payable at age 65.</p>																								
	<p>More than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p> <p>(a) Monthly Part A regular benefit (may commence at termination);</p> <p>(b) Monthly Part B benefit reduced using the following factors based on age at commencement:</p> <table data-bbox="609 724 917 1186"> <thead> <tr> <th><u>Age</u></th><th><u>Rate</u></th></tr> </thead> <tbody> <tr><td>55</td><td>40%</td></tr> <tr><td>56</td><td>44</td></tr> <tr><td>57</td><td>48</td></tr> <tr><td>58</td><td>52</td></tr> <tr><td>59</td><td>57</td></tr> <tr><td>60</td><td>62</td></tr> <tr><td>61</td><td>68</td></tr> <tr><td>62</td><td>75</td></tr> <tr><td>63</td><td>82</td></tr> <tr><td>64</td><td>91</td></tr> <tr><td>65</td><td>100</td></tr> </tbody> </table>	<u>Age</u>	<u>Rate</u>	55	40%	56	44	57	48	58	52	59	57	60	62	61	68	62	75	63	82	64	91	65	100
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	<p><i>For benefits paid as a lump sum: the sum (a) and (b)</i></p> <p>(a) Part A regular benefit (may be taken at termination);</p> <p>(b) Actuarial present value of the Part B benefit.</p>																								
<ul style="list-style-type: none"> Disability benefit 	<p><i>Disability before July 1, 2002</i></p> <ul style="list-style-type: none"> Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date. <p><i>Disability on or after July 1, 2002</i></p> <ul style="list-style-type: none"> Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit determined one year from the date of disability. 																								

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Survivor benefits 	<ul style="list-style-type: none"> Service on or before June 30, 2002 – the amount the surviving spouse would have received if the participant had terminated and elected an immediate 50% joint and survivor benefit the day before his or her death. Service on or after July 1, 2002 – the amount the surviving spouse would have received if the member had terminated on his or her date of death, survived to their earliest retirement age (age 55 if more than 10 years of service, age 65 otherwise), elected an immediate 50% joint and survivor annuity, and died the next day.
<ul style="list-style-type: none"> Survivor benefits (continued) 	<p>These benefits may be paid in one of the following forms:</p> <ul style="list-style-type: none"> (i) an annuity beginning at the member's earliest retirement age or later; (ii) an actuarially equivalent lump sum payment as soon as practicable after the date of death; (iii) an annuity beginning as soon as practicable after the date of death. <ul style="list-style-type: none"> If a participant is unmarried, the benefit is payable to the beneficiary or estate only as an actuarially equivalent single cash payment as soon as administratively practicable.
<ul style="list-style-type: none"> Forms of payment 	<p>Survivor benefits are payable only as described above. Monthly pension benefits are paid in the form of a five-year certain and life annuity if the participant has no spouse as of the date payments begin, or if the participant so elects. Otherwise, benefits are paid as a 50% joint and survivor annuity.</p> <p>Optional forms of payment:</p> <ul style="list-style-type: none"> (vi) Single life annuity (vii) joint & survivor annuity (100%, 75%, 50%) (viii) 120- or 240-months certain and life annuity (if member before June 30, 2002) (ix) lump sum payment (if retirement is on or after June 30, 2002, must be age 55 and have at least 10 years of membership service or be age 65 to receive lump sum)
<ul style="list-style-type: none"> Actuarial equivalence for alternate forms of payment 	<p>Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the following tables.</p>

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<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>
70	.712	.767	.832
69	.719	.773	.837
68	.726	.780	.841
67	.734	.786	.846
66	.741	.793	.852
65	.749	.799	.857
64	.757	.806	.862
63	.765	.813	.867
62	.772	.819	.871
61	.779	.825	.876
60	.787	.831	.881
59	.793	.837	.885
58	.800	.842	.889
57	.807	.848	.893
56	.813	.853	.897
55	.819	.858	.900

<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>
70	.900	.800
69	.901	.800
68	.910	.800
67	.918	.800
66	.927	.800
65	.934	.800
64	.941	.800
63	.948	.801
62	.954	.817
61	.959	.832
60	.963	.846
59	.967	.859
58	.970	.871
57	.973	.882
56	.976	.893
55	.978	.902

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none">Actuarial equivalence for alternate forms of payment (continued)	<ul style="list-style-type: none">If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:<table><tr><td></td><td><u>100% J&S</u></td><td><u>50% J&S</u></td></tr><tr><td>Subtract:</td><td>.01</td><td>.0050</td></tr></table>		<u>100% J&S</u>	<u>50% J&S</u>	Subtract:	.01	.0050
	<u>100% J&S</u>	<u>50% J&S</u>					
Subtract:	.01	.0050					
	<ul style="list-style-type: none">If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:<table><tr><td></td><td><u>100% J&S</u></td><td><u>50% J&S</u></td></tr><tr><td>Add:</td><td>.01</td><td>.0050</td></tr></table>		<u>100% J&S</u>	<u>50% J&S</u>	Add:	.01	.0050
	<u>100% J&S</u>	<u>50% J&S</u>					
Add:	.01	.0050					
<ul style="list-style-type: none">Actuarial equivalence	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.						
<ul style="list-style-type: none">Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.						
<ul style="list-style-type: none">Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).						
<ul style="list-style-type: none">Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.						

FROZEN HRO BENEFIT**Definitions**

<ul style="list-style-type: none"> Eligible employee 	All persons employed by Houston Refining LP (the Company), both full and part-time, except Project and Leased Employees, and any division or group of employees excluded by the Board of Directors.
<ul style="list-style-type: none"> Participation 	Two years of employment. Plan frozen at December 31, 2009. Any employee hired after December 31, 2009 is not eligible.

Schedule SB, Part V — Summary of Plan Provisions

• Membership service	<p>All employment with the Company while a member of the plan, including:</p> <ul style="list-style-type: none"> (i) any period during military or other types of leave of absence granted by the Company, (ii) the period of a layoff due to lack of work or economic or industrial reasons not to exceed one year, (iii) extra service granted through the restoration of Lost Service Agreement. <p>For the purposes of benefit accruals, membership service was frozen as of December 31, 2009.</p>
• Minimum membership service	<p>The sum of:</p> <ul style="list-style-type: none"> (i) membership service, (ii) any period of service when a participant is directly or indirectly compensated but is not earning membership service, (iii) continuous periods not to exceed 60 days when a participant is not earning membership service due to, for example, a layoff, (iv) periods of disability. <p>For the purposes of benefit accruals, membership service was frozen as of December 31, 2009.</p>
• Vesting service	<p>Prior to July 1, 1976: the greater of membership service or one year for each 12-month period measured from employment date and after age 18 in which at least 1,000 hours are worked.</p> <p>After June 30, 1976: one year for each 12-month period measured from July 1, 1976 in which at least 1,000 hours are worked.</p>
• Annual base pay	Base salary wages excluding all extra pay such as overtime, premiums, bonuses, or other allowances.
• Average final base pay	The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service prior to December 31, 2009.
• Disability	A participant is considered disabled if they are eligible to receive benefits under the Company's LTD plan.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Monthly pension benefit 	<p>One-twelfth of the greater of (a) or (b), not less than (c) where:</p> <p>(a) \$156 per year of minimum membership service. This minimum does not apply to participants who terminate prior to retirement for any reason other than death.</p> <p>(b) (i) 1.18% of average final base pay, not exceeding the Social Security integration level, times years of membership service not in excess of 35 years; plus</p> <p>(ii) 1.54% of average final base pay in excess of the Social Security integration level times years of membership service not in excess of 35 years; plus</p> <p>(iii) 1.45% of average final base pay times membership service in excess of 35 years.</p> <p>(c) the member's accrued benefit as of December 31, 1988 under the prior formula.</p> <p>The monthly pension benefit was frozen as of December 31, 2008 for participants who had transferred from Houston Refining LP to Lyondell Chemical Company or Equistar Chemicals, LP.</p> <p>The monthly pension benefit was frozen as of December 31, 2009 for all others.</p>
<ul style="list-style-type: none"> Social Security Integration Level 	Frozen at \$30,000 in 2009.
Eligibility for benefits	
<ul style="list-style-type: none"> Normal retirement 	Retirement at or after age 65.
<ul style="list-style-type: none"> Early retirement 	Retirement before age 65 after both attaining age 55 and completing ten years of membership service. For this purpose, membership service includes membership service under other LyondellBasell Companies plans and certain predecessor plans.
<ul style="list-style-type: none"> Deferred vested 	Termination for reasons other than death or retirement after completing two or more years of vesting service.
<ul style="list-style-type: none"> Deferred survivor benefit 	Death while not eligible for normal or early retirement benefits, with two or more years of vesting service.
<ul style="list-style-type: none"> Survivor benefit 	Death while eligible for normal or early retirement.
Plan benefits	
<ul style="list-style-type: none"> Normal retirement 	Monthly pension benefit determined as of retirement date.
<ul style="list-style-type: none"> Early retirement 	Monthly pension benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

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• Termination with deferred vested benefit	Monthly pension benefit determined as of termination date, payable from age 65. If member has 10 or more years of membership service, commencement age can be as early as 55 with a reduction of 5/12 of 1% for each month that the member's early retirement date precedes age 60.
• Disability	Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date.
• Death with deferred survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, survived to the earliest date that a deferred allowance could have commenced, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Death with survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Forms of payment	<p>Deferred survivor and survivor benefits are payable only as described above. The normal form of payment for monthly pension benefits is a life annuity with a 60-payment guarantee if the member has no spouse as of the date payments begin and a 50% joint and survivor annuity if the member is married as of the date payments begin. Optional forms of payment include:</p> <p>Option I: Reserve benefit option</p> <p>Option II: Joint & survivor annuity (100%, 75%, 50%, 25%)</p> <p>Option III: 120- or 240-months certain and life annuity</p> <p>Option IV: Lump sum payment</p> <p>Option V: Level income option</p>

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the rates in the following tables.

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

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- Actuarial equivalence for alternative forms of payment (continued)

<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>	<u>Social Security leveling income option</u>
70	.900	.800	N/A
69	.901	.800	N/A
68	.910	.800	N/A
67	.918	.800	N/A
66	.927	.800	N/A
65	.934	.800	1.00
64	.941	.800	.92
63	.948	.801	.84
62	.954	.817	.76
61	.959	.832	.68
60	.963	.846	.60
59	.967	.859	.56
58	.970	.871	.52
57	.973	.882	.48
56	.976	.893	.44
55	.978	.902	.40

If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:

	<u>100% Benefit</u>	<u>75% Benefit</u>	<u>50% Benefit</u>	<u>25% Benefit</u>
Subtract:	.01	.0075	.0050	.0025

If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:

	<u>100% Benefit</u>	<u>75% Benefit</u>	<u>50% Benefit</u>	<u>25% Benefit</u>
Add:	.01	.0075	.0050	.0025

The initial annuity for the reserve option is equal to 88% of the basic allowance.

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• Actuarial equivalence for lump sum prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.
• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

FROZEN BASELL BENEFIT**Definitions**

• Eligible employee	All persons employed by Basell USA, Inc., except (i) temporary and leased employees, (ii) non-resident aliens, (iii) members of collectively bargained units not covered by the plan, (iv) highly compensated employees who have voluntarily waived participation in the plan, and (v) employees covered by a separate pension plan to which the Employer contributes.
• Participation	Later of hire date and transfer date. Plan frozen at December 31, 2007. Any employee hired after January 1, 2006 is not eligible.
• Credited service	A participant's period of service in years and months in which a participant accrues earnings. The total months of credited service divided by 12 shall be the years of credited service, even if the months of credited service have not been consecutive. Prior service under Hercules Incorporated Pension Plan is included. For former Republic Plastics employees, no credited service is granted prior to December 31, 1988.
• Service	At least six months of earnings are required for one year of vesting service. Prior service under Hercules Incorporated Pension Plan is included.
• Final average earnings	Average monthly earnings for the highest five consecutive years during the last 10 years of service. Final average earnings were frozen as of December 31, 2007.

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• Social security integration point	Half of the social security tax base in effect for the 12 months immediately prior to the earlier of: the effective date of retirement or termination and December 31, 2007.																		
Eligibility for benefits																			
• Normal retirement	Age 65 and 10 years of credited service.																		
• Unreduced early retirement	Eligibility for unreduced early retirement is as follows: <table> <tr> <th><u>Age</u></th><th><u>Credited service</u></th></tr> <tr> <td>55</td><td>30</td></tr> <tr> <td>56</td><td>29</td></tr> <tr> <td>57</td><td>28</td></tr> <tr> <td>58</td><td>27</td></tr> <tr> <td>59</td><td>26</td></tr> <tr> <td>60</td><td>20</td></tr> <tr> <td>61</td><td>15</td></tr> <tr> <td>62+</td><td>10</td></tr> </table>	<u>Age</u>	<u>Credited service</u>	55	30	56	29	57	28	58	27	59	26	60	20	61	15	62+	10
<u>Age</u>	<u>Credited service</u>																		
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56	29																		
57	28																		
58	27																		
59	26																		
60	20																		
61	15																		
62+	10																		
• Early retirement	Age 55 and 10 years of credited service																		
• Deferred vested	5 years of vesting service																		
• Disability	In receipt of benefits under Long-Term Disability Income Plan.																		
• Special retirement benefit	Participants who are age 52 with 10 years of service on December 31, 1999 and retire between July 1, 1999 and July 1, 2000. Fourteen employees who met these criteria were excluded from eligibility.																		
• Pre-retirement death	Beneficiaries of participants who are vested and actively employed or who are vested terminated participants and who have elected this coverage.																		
Plan benefits																			
• Normal retirement	<p>Sum of (i) and (ii):</p> <p>(i) 1.20% of final average earnings up to the social security integration point plus 1.60% of final average earnings in excess of such integration point multiplied by years and months of credited service before January 1, 1996.</p> <p>(ii) 1.30% of final average earnings up to the social security integration point plus 1.70% of final average earnings in excess of such integration point multiplied by years and months of credited service between December 31, 1995 and December 31, 2007.</p> <p>The benefit for certain non-qualified plan participants will not be less than the Minimum Normal Retirement Benefit specified in Appendix D of the plan document.</p>																		

Schedule SB, Part V — Summary of Plan Provisions

• Early retirement	Monthly benefit is equal to the accrued normal retirement benefit deferred to age 65, or an immediate pension equal to the accrued benefit reduced by 5% each year preceding the date the participant would be eligible for unreduced early retirement benefits.								
• Deferred vested	As described under normal retirement benefit above based on credited service and earnings at termination. A participant may elect to receive payment of a vested benefit as early as age 55. The benefit that would have been payable at age 65 will be actuarially reduced as described in the Plan.								
• Actuarial equivalence for deferred vested benefit	1971 TPF&C Forecast Mortality Tables for Males, ages set back one year using an interest assumption of 8% per annum.								
• Disability	Continued service credit up to December 31, 2007 while receiving benefits under Company Long-Term Disability Income Plan.								
• Special retirement benefit	As described under normal retirement benefits above, but participants receive an additional three years of credited service and unreduced early retirement benefits.								
• Pre-retirement death benefit (Surviving spouse's benefit)	<p>Benefit that would have been payable to beneficiary had the participant elected retirement on his date of death under either the 50% or 100% contingent annuity option.</p> <p>Reduction for pre-retirement death benefit:</p> <p>(i) Spouse beneficiary for active employees:</p> <p>a. 50% contingent annuity option – no reduction</p> <p>b. 100% contingent annuity option – reduced 0.4% per year</p> <p>(ii) Non-spouse beneficiary for active employees:</p> <p>a. 50% contingent annuity option – reduced 0.5% per year</p> <p>b. 100% contingent annuity option – reduced 0.9% per year</p> <p>(iii) Vested terminated participants (50% contingent annuity option only):</p> <table> <tr> <th><u>Age at coverage</u></th><th><u>Charge per year coverage</u></th></tr> <tr> <td>Up to age 44</td><td>0.1% per year</td></tr> <tr> <td>Age 45 to 50</td><td>0.25% per year</td></tr> <tr> <td>Age 50 and over</td><td>0.5% per year</td></tr> </table>	<u>Age at coverage</u>	<u>Charge per year coverage</u>	Up to age 44	0.1% per year	Age 45 to 50	0.25% per year	Age 50 and over	0.5% per year
<u>Age at coverage</u>	<u>Charge per year coverage</u>								
Up to age 44	0.1% per year								
Age 45 to 50	0.25% per year								
Age 50 and over	0.5% per year								
• Optional forms	<p>(a) Life annuity.</p> <p>(b) 50%, 75% or 100% joint and survivor annuity.</p> <p>(c) 51% of life annuity benefit paid out as an actuarially equivalent lump sum, with the remaining 49% paid out as elected by the participant.</p>								
• Actuarial equivalence for joint and survivor optional forms	1971 TPF&C Forecast Mortality Tables for Males, ages set back one year using a 6% interest assumption.								
• Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.								

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019 PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).

*Schedule SB, Part V — Summary of Plan Provisions***FROZEN PDG BENEFIT**

Definitions																	
<ul style="list-style-type: none"> Eligible employees 	<p>Hourly employees of the Company at its Beaumont Plant who were employed in the Bargaining Unit were previously eligible to participate in the Plan. The Plan was frozen as of January 1, 2012, except with respect to any employee or former employee while eligible for long-term disability benefits under the Company's disability plan if continuous service would otherwise be credited during that period.</p>																
<ul style="list-style-type: none"> Continuous service 	<p>Service is credited at the rate of 1/12th of a year for every full 125 hours worked as an employee in the bargaining unit through December 31, 2011. If eligible for long-term disability benefits, service is credited while on disability.</p>																
<ul style="list-style-type: none"> Normal retirement age 	<p>Age 65</p>																
<ul style="list-style-type: none"> Early retirement age 	<p>The earlier of age 60 with 10 or more years of continuous service or age 55 with 85 points.</p>																
<ul style="list-style-type: none"> Accrued benefit 	<p>Years of continuous service multiplied by monthly benefit rates as follows:</p> <table data-bbox="613 1121 1182 1461"> <tr> <td colspan="2">Termination date July 1, 1990 – June 30, 1991</td></tr> <tr> <td>Occupational Class 1</td><td>\$24.50</td></tr> <tr> <td>Occupational Class 2</td><td>\$25.00</td></tr> <tr> <td>Occupational Class 3</td><td>\$25.50</td></tr> <tr> <td colspan="2">Termination date July 1, 1991 – March 31, 1993</td></tr> <tr> <td>Occupational Class 1</td><td>\$26.50</td></tr> <tr> <td>Occupational Class 2</td><td>\$27.00</td></tr> <tr> <td>Occupational Class 3</td><td>\$27.50</td></tr> </table>	Termination date July 1, 1990 – June 30, 1991		Occupational Class 1	\$24.50	Occupational Class 2	\$25.00	Occupational Class 3	\$25.50	Termination date July 1, 1991 – March 31, 1993		Occupational Class 1	\$26.50	Occupational Class 2	\$27.00	Occupational Class 3	\$27.50
Termination date July 1, 1990 – June 30, 1991																	
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Occupational Class 1	\$26.50																
Occupational Class 2	\$27.00																
Occupational Class 3	\$27.50																

Schedule SB, Part V — Summary of Plan Provisions

	<p>All participants:</p> <table> <tr> <th>Effective date</th><th>Monthly benefit rate</th></tr> <tr> <td>April 1, 1993</td><td>\$30.50</td></tr> <tr> <td>June 1, 1996</td><td>\$32.00</td></tr> <tr> <td>June 1, 2000</td><td>\$34.00</td></tr> <tr> <td>June 1, 2001</td><td>\$35.00</td></tr> <tr> <td>June 1, 2002</td><td>\$36.00</td></tr> <tr> <td>June 1, 2003</td><td>\$40.00</td></tr> <tr> <td>June 1, 2007</td><td>\$42.00</td></tr> <tr> <td>June 1, 2008</td><td>\$43.00</td></tr> <tr> <td>June 1, 2009</td><td>\$44.00</td></tr> <tr> <td>June 1, 2010</td><td>\$44.50</td></tr> </table>	Effective date	Monthly benefit rate	April 1, 1993	\$30.50	June 1, 1996	\$32.00	June 1, 2000	\$34.00	June 1, 2001	\$35.00	June 1, 2002	\$36.00	June 1, 2003	\$40.00	June 1, 2007	\$42.00	June 1, 2008	\$43.00	June 1, 2009	\$44.00	June 1, 2010	\$44.50
Effective date	Monthly benefit rate																						
April 1, 1993	\$30.50																						
June 1, 1996	\$32.00																						
June 1, 2000	\$34.00																						
June 1, 2001	\$35.00																						
June 1, 2002	\$36.00																						
June 1, 2003	\$40.00																						
June 1, 2007	\$42.00																						
June 1, 2008	\$43.00																						
June 1, 2009	\$44.00																						
June 1, 2010	\$44.50																						
Normal retirement																							
• Eligibility	Attainment of normal retirement age.																						
• Benefit	The accrued benefit determined at retirement.																						
Early retirement																							
• Eligibility	Attainment of early retirement age.																						
• Benefit	The accrued benefit determined at early retirement age reduced by 3/10 of 1% for each complete calendar month preceding age 62. In addition, an annual supplement of \$2,400 is payable until age 62 if the participant retires with 85 or more age/service points.																						
Late retirement																							
• Eligibility	Retirement after attainment of normal retirement age.																						
• Benefit	The accrued benefit determined at retirement based on member's age and service at retirement.																						
Deferred vested																							
• Eligibility	Five years of continuous service.																						
• Benefit	The accrued benefit determined as of the date of termination payable at 65 or at early retirement age with a reduction. If commencement age precedes age 65 the benefit is reduced 6-2/3% per year.																						

Schedule SB, Part V — Summary of Plan Provisions

Disability	
• Eligibility	Participant on long-term disability.
• Benefit	The accrued benefit determined as of the earlier of a participant’s recovery from disability if not re-employed or normal retirement age.
Pre-retirement death	
• Eligibility	Five years of continuous service.
• Benefit	Life annuity payable to the spouse only. Payment commences on the later of date of death or the date the participant would have reached early retirement age. Benefit is calculated as if the participant had terminated on the date of death, survived to earliest commencement date and commenced receiving a 55% joint and survivor benefit.
Other provisions	
• Normal form of benefits	Survivor benefits are payable only as described above. Monthly benefits are paid in the form of a single life annuity if the member has no spouse as of the date payments begin, or if the participant so elects. Otherwise, benefits are paid as a 55% joint and survivor annuity.
• Optional forms of payment	Single life annuity. Joint and survivor annuity (100%, 75% and 50%).
• Actuarial equivalence	See table of sample factors for a 55% joint & survivor annuity based on the spouse age difference assumptions:
	AgeMaleFemale
	550.8930.918
	600.8800.915
	650.8800.915
	See table of sample factors for a 75% joint & survivor annuity based on the spouse age difference assumptions:
	AgeMaleFemale
	550.8570.890
	600.8390.883
	650.8280.876

Schedule SB, Part V — Summary of Plan Provisions

	<p>The conversion factor for a 50% joint & survivor annuity is .85, increased by .01 for each year that the beneficiary's age exceeds the participant's age (but not greater than 1), or decreased by .01 for each year that participant's age exceeds the beneficiary's age.</p> <p>The conversion factor for a 100% joint & survivor annuity is .70, increased by .01 for each year that the beneficiary's age exceeds the participant's age (but not greater than 1), or decreased by .01 for each year that participant's age exceeds the beneficiary's age.</p> <p>For actual factors used see the plan document.</p>
Miscellaneous	
<ul style="list-style-type: none"> Maximum compensation 	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2019, the limit is \$280,000.
<ul style="list-style-type: none"> Maximum benefits 	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2019, the limit is \$225,000.

Benefits Included or Excluded

Unless noted below, all benefits provided by the LyondellBasell Pension Plan as restated on January 1, 2019 executed December 27, 2018 are included in this valuation:

- Most recent plan amendments included:** The LyondellBasell Pension Plan restatement on January 1, 2019 executed December 27, 2018 is included because it was adopted by the valuation date and is effective by the end of the plan year.
- Plan amendments excluded: None
- Late retirement increases:
 - Active participants: The plan provides benefit suspension notices to participants currently accruing benefits who work beyond normal retirement; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70½. Deferred vested participants: Current deferred vested participants over normal retirement age are not valued including the late retirement actuarial increases. The Plan distributes benefits to all deferred vested participants upon attaining age 65; any participants that are unpaid after age 65 because they cannot be located are not significant.

Schedule SB, Part V — Summary of Plan Provisions

- **Internal Revenue Code:** The limitations of Internal Revenue Code Sections 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60 percent of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

PLAN PROVISIONS SPECIFIC TO FUNDING**Additional Benefits Included or Excluded**

- **IRC Section 436 benefit restrictions:**
 - *Unpredictable contingent event benefits:* This valuation excludes restricted contingent event benefits that occurred before the valuation date but includes contingent event benefits which are expected to occur on or after the valuation date regardless of anticipated funding-based limitations.
 - *Plan amendments:* See Benefits Included or Excluded.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.
- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

PLAN PROVISION CHANGES SINCE PRIOR VALUATION

- Maximum compensation amounts and maximum benefit amounts under IRS rules were updated from 2018 to 2019.
- The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019 and renamed the LyondellBasell Pension Plan.

Schedule SB, line 24 — Change in Actuarial Assumptions

ACTUARIAL ASSUMPTION CHANGES SINCE PRIOR VALUATION

- The cash balance interest accumulation rate assumption was added due to the merger of LBPP into PDG as of January 1, 2019 and was decreased from 2.80% to 3.36%.
- The withdrawal, retirement, disability, salary increase, form of payment election, commencement timing, percent married and spouse age difference assumptions were updated based on a demographic experience study conducted for the period from 2013 to 2017 and the merger of LBPP into PDG as of January 1, 2019.

Schedule SB, line 25 — Change in Actuarial Methods

ACTUARIAL METHOD CHANGES SINCE PRIOR VALUATION

The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019. Note that the prior EIN/Plan Number for the LyondellBasell Retirement Plan was 95-4160558/002 and the prior EIN/Plan Number for the PDG Chemical Inc. Pension Plan was 76-0550481/04. This method change qualified for automatic approval under Revenue Procedure 2017-56 Section 5.02.

Schedule SB, line 26 — Schedule of Active Participant Data

In each cell, the top number is the count of active participants for each age/service combination, the middle number is average base pay for 2018 limited to \$275,000, and the bottom number is the average cash balance amount as of December 31, 2018. Average pay and cash balance are not shown for cells with fewer than 20 participants.

Schedule SB, line 32 — Schedule of Amortization Bases

The total shortfall amortization charge is the sum of the individual shortfall amortization installment for each plan year since the IRC Section 430 changes made by the Pension Protection Act of 2006 (PPA) took effect for the plan. Although an individual shortfall amortization installment can be negative, the combined shortfall amortization charge cannot be less than \$0. Amounts in this table reflect the sum of PDG and prior LBRP bases.

SHORTFALL BASES					
YEAR ESTABLISHED		OUTSTANDING BALANCE	YEARS REMAINING		2019 INSTALLMENT
2016	\$	15,506,020	4	\$	4,092,540
2017		7,654,470	5		1,645,323
2018		18,851,586	6		3,476,318
2019		15,981,089	7		2,596,727
Total	\$	57,993,165		\$	11,810,908

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

The LyondellBasell Retirement Plan (LBPP) was merged into the PDG Chemical Inc. Pension Plan (PDG) as of January 1, 2019 and was renamed the LyondellBasell Pension Plan (LBPP).

The tables below show the reconciliation for the total plan (LBPP) and each of the individual plans (PDG & LBRP) from January 1, 2018 to January 1, 2019.

LBPP (SUM OF PDG AND LBRP)	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 114,883,717
Portion applied in prior year	(0)	(25,857,179)
Interest at prior year investment return of (3.59%) for PDG and (3.80%) for LBRP	0	(3,378,163)
Amount remaining as of January 1, 2019	\$ 0	\$ 85,648,375
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 31,501,947
Minimum funding requirement (after applied credits)		(17,348,405)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 14,153,542
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.58% for PDG and 5.69% for LBRP		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.59%) for PDG and (3.80%) for LBRP		(537,835)
Total available to add to prefunding balance		\$ 13,615,707
Portion added to prefunding balance		13,615,707
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 99,264,082
Credit balance available to offset minimum	\$ 0	\$ 99,264,082

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

L B R P	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 112,401,997
Portion applied in prior year	(0)	(25,682,570)
Interest at prior year investment return of (3.80%)	0	(3,295,338)
Amount remaining as of January 1, 2019	\$ 0	\$ 83,424,089
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 31,501,947
Minimum funding requirement (after applied credits)		(17,348,405)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 14,153,542
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.69%		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.80%)		(537,835)
Total available to add to prefunding balance		\$ 13,615,707
Portion added to prefunding balance		13,615,707
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 97,039,796
Credit balance available to offset minimum	\$ 0	\$ 97,039,796

Schedule SB, Line 13 — Explanation of Credit Balance Discrepancy

P D G	CARRYOVER BALANCE	PREFUNDING BALANCE
Balance as of January 1, 2018	\$ 0	\$ 2,481,720
Portion applied in prior year	(0)	(174,609)
Interest at prior year investment return of (3.59%)	0	(82,825)
Amount remaining as of January 1, 2019	\$ 0	\$ 2,224,286
Prior year excess contributions		
Discounted contributions allocated toward minimum required		\$ 0
Minimum funding requirement (after applied credits)		(0)
Interest-adjusted excess contributions = discounted contributions minus minimum funding requirement (after applied credits)		\$ 0
Interest to end of plan year on excess contributions not attributed to credit balance use at prior year effective interest rate of 5.58%		0
Interest to end of plan year on excess contributions attributed to credit balance use at prior year investment return of (3.59%)		0
Total available to add to prefunding balance		\$ 0
Portion added to prefunding balance		0
Reduction in balances due to election or deemed election effective January 1, 2019	\$ (0)	\$ (0)
Balance as of January 1, 2019	\$ 0	\$ 2,224,286
Credit balance available to offset minimum	\$ 0	\$ 2,224,286

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 63.

(A)	(B)	(C)	(D)	(E)
Retirement age	Retirement Percent	Lx	Number of employees expected to retire (B) x (C)	(A) x (D)
55	5.0%	10,000	500	27,500
56	5.0%	9,500	475	26,600
57	5.0%	9,025	451	25,721
58	5.0%	8,574	429	24,864
59	8.0%	8,145	652	38,445
60	12.0%	7,493	899	53,953
61	12.0%	6,594	791	48,270
62	17.0%	5,803	986	61,163
63	15.0%	4,816	722	45,515
64	12.0%	4,094	491	31,442
65	25.0%	3,603	901	58,544
66	25.0%	2,702	676	44,583
67	20.0%	2,027	405	27,155
68	20.0%	1,621	324	22,048
69	25.0%	1,297	324	22,373
70	100.00%	973	973	68,091
Total			10,000.00	626,267
Average				62.63

*Schedule SB, Part V — Summary of Plan Provisions***SUMMARY OF MAJOR PLAN PROVISIONS**

Effective date and plan year	Original plan: May 1, 1987. Restated plan: January 1, 2019. Plan year: Calendar year.
Status of the plan	The plan has ongoing benefit accruals and new employees are eligible to participate in the plan once they satisfy the participation requirements.
Significant events that occurred during the year	The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019 and renamed the LyondellBasell Pension Plan.

CASH BALANCE BENEFITS (ACCRUED ON AND AFTER JANUARY 1, 2009)**Definitions**

• Eligible employee	All persons employed by Lyondell Chemical Company; Equistar Chemicals, LP; Basell USA Inc. and (from January 1, 2010) Houston Refining LP, except: (i) project and leased employees, (ii) any division or group of employees excluded by the Board of Directors, and (iii) employees represented by any collective bargaining agent
• Participation	Later of January 1, 2009 and hire date. Later of January 1, 2010 and hire date for active participants of HRO Non-Represented.
• Membership service	All employment with the Company including: (i) any service period recognized for benefit accrual and/or vesting under the terms of any prior plan, including previously excluded services due to minimum age or service requirements, (ii) any period during military or other types of leave of absence granted by the Company, and (iii) the period of layoff due to lack of work or economic or industrial reasons not to exceed one year. Service while employed by Houston Refining LP or Equistar Chemicals, LP and their subsidiaries or affiliates shall also be included for purposes of vesting, participation, and eligibility for early retirement. This service shall not be included for purposes of benefit accrual. Membership service for prior plan benefit accruals was frozen as of December 31, 2008.
• Vesting	Three years of vesting service.

Schedule SB, Part V — Summary of Plan Provisions

• Grandfathered members	Any eligible employee of the Company as of December 31, 2008, including non-union employees of Basell USA Inc. and Equistar Chemicals, LP. Also, any eligible non-union employee of Houston Refining LP as of December 31, 2009.																								
• Quarterly base pay	The portion of a Member's Annual Base Pay paid during a Plan Year quarter.																								
• Pay credits	Equal to 5% of the Member's Quarterly Base Pay.																								
• Transition credits	Based on attained age and benefit service on December 31, 2008 (December 31, 2009 for HRO NR participants) for Grandfathered Members only: <table> <tr> <th><u>Age plus benefit service</u></th><th><u>Transition credit percentage</u></th></tr> <tr> <td>Less than 40</td><td>1.0%</td></tr> <tr> <td>40 – 44</td><td>1.5%</td></tr> <tr> <td>45 – 49</td><td>2.0%</td></tr> <tr> <td>50 – 54</td><td>2.5%</td></tr> <tr> <td>55 – 59</td><td>3.0%</td></tr> <tr> <td>60 – 64</td><td>3.5%</td></tr> <tr> <td>65 – 69</td><td>4.0%</td></tr> <tr> <td>70 – 74</td><td>4.5%</td></tr> <tr> <td>75 – 79</td><td>5.0%</td></tr> <tr> <td>80 – 84</td><td>5.5%</td></tr> <tr> <td>85 or more</td><td>6.0%</td></tr> </table>	<u>Age plus benefit service</u>	<u>Transition credit percentage</u>	Less than 40	1.0%	40 – 44	1.5%	45 – 49	2.0%	50 – 54	2.5%	55 – 59	3.0%	60 – 64	3.5%	65 – 69	4.0%	70 – 74	4.5%	75 – 79	5.0%	80 – 84	5.5%	85 or more	6.0%
<u>Age plus benefit service</u>	<u>Transition credit percentage</u>																								
Less than 40	1.0%																								
40 – 44	1.5%																								
45 – 49	2.0%																								
50 – 54	2.5%																								
55 – 59	3.0%																								
60 – 64	3.5%																								
65 – 69	4.0%																								
70 – 74	4.5%																								
75 – 79	5.0%																								
80 – 84	5.5%																								
85 or more	6.0%																								
• Interest credits	Interest on the account balance as of the end of the prior quarter is added to the account balance at the end of each quarter. The rate credited is based on the 30-year U.S. Treasury constant maturity yields for the third, fourth and fifth months immediately preceding the first day of the calendar quarter.																								
• Account balance	The sum of Pay Credits, Transition Credits, and Interest Credits credited to date of determination.																								
• Participant contributions	None allowed.																								
Eligibility for benefits																									
• Normal retirement	Retirement at or after age 65.																								
• Early retirement	Retirement before age 65 after completing three years of membership service.																								
• Deferred vested	Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at any age.																								

Schedule SB, Part V — Summary of Plan Provisions

• Survivor benefit	Death while eligible for benefits. Members become fully vested upon death if death occurs during active service and prior to the Member attaining three years of Vesting Service.
Plan benefits	
• Normal retirement benefit	Single life annuity which is actuarially equivalent to the Account Balance at the time of payment.
• Early retirement benefit	Same as retirement at normal retirement date, based on account balance at commencement date.
• Death with survivor benefit	The spouse of a deceased member of the plan may receive the member's entire Account Balance as a lump sum or as a monthly single life annuity equal to the survivor portion of a 50% joint and survivor annuity, whichever is greater. Other beneficiaries may receive the account balance only as a lump sum.
• Cost of living supplements	None.
• Forms of payment	<p>Benefits may begin at any time after termination of employment with vested benefits for any reason other than death.</p> <p>Optional forms of payment are lump sum, single life annuity, and joint and survivor annuity (50%, 75% or 100%).</p> <p>Normal form of payment for married participants is 50% joint and survivor annuity.</p> <p>All forms of payment are calculated as the Actuarial Equivalent of the participant's account balance.</p>
• Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.
• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).

*Schedule SB, Part V — Summary of Plan Provisions***LAKE CHARLES HOURLY PARTICIPANTS****Definitions**

- **Eligible employee** All hourly collectively bargained employees of Lyondell Chemical Company at the Lake Charles Plant, excluding leased employees.
- **Plan eligibility** Date of hire.
- **Benefit service** All service from January 1, 1997 or hire date (transfer date of Olin transferees) if later.
- **Vesting service** One year for each calendar year in which 1,000 hours are worked. Past service with Olin will also be recognized.
Participants are fully vested upon completion of five years of vesting service.
- **Accrued benefit** Years of benefit service multiplied by benefit rates as follows:

Retirement on or after

	<u>Pension</u>							
	<u>group</u>	<u>7/1/1997</u>	<u>7/1/1998</u>	<u>7/1/1999</u>	<u>7/1/2000</u>	<u>7/1/2003</u>	<u>7/1/2007</u>	<u>7/1/2008</u>
	1	\$30.00	\$31.00	\$33.00	\$36.00	\$40.00	\$42.00	\$42.50
	2	30.50	31.50	33.50	36.50	40.50	42.50	43.00
	3	31.00	32.00	34.00	37.00	41.00	43.00	43.50
	4	31.50	32.50	34.50	37.50	41.50	43.50	44.00
	5	32.00	33.00	35.00	38.00	42.00	44.00	44.50
	6	32.50	33.50	35.50	38.50	42.50	44.50	45.00

Eligibility for benefits

- **Normal retirement** Retirement at or after age 65.
- **Early retirement** Retirement before age 65 after both attaining age 55 and completing 15 years of service.
- **Deferred vested** Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at age 65 or age 55 with 10 or more years of service.
- **Deferred survivor benefit** Death while not eligible for normal or early retirement benefits, with five or more years of vesting service and a surviving spouse.
- **Survivor benefit** Death while eligible for normal or early retirement, with a surviving spouse.

Plan benefits

- **Normal retirement** Accrued benefit determined at retirement.

Schedule SB, Part V — Summary of Plan Provisions

• Early retirement	Accrued benefit at early retirement date reduced by 1/3 of 1% for each month that the member's early retirement date precedes age 62.																								
• Deferred vested	<p>Accrued benefit at date of termination payable at age 65 or as early as age 55 with at least 10 years of service reduced using the following factors based on age at commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Factor</u></th></tr> <tr><td>55</td><td>31.5%</td></tr> <tr><td>56</td><td>35.1</td></tr> <tr><td>57</td><td>39.2</td></tr> <tr><td>58</td><td>43.7</td></tr> <tr><td>59</td><td>48.9</td></tr> <tr><td>60</td><td>54.8</td></tr> <tr><td>61</td><td>61.6</td></tr> <tr><td>62</td><td>69.3</td></tr> <tr><td>63</td><td>78.1</td></tr> <tr><td>64</td><td>88.3</td></tr> <tr><td>65</td><td>100.0</td></tr> </table>	<u>Age</u>	<u>Factor</u>	55	31.5%	56	35.1	57	39.2	58	43.7	59	48.9	60	54.8	61	61.6	62	69.3	63	78.1	64	88.3	65	100.0
<u>Age</u>	<u>Factor</u>																								
55	31.5%																								
56	35.1																								
57	39.2																								
58	43.7																								
59	48.9																								
60	54.8																								
61	61.6																								
62	69.3																								
63	78.1																								
64	88.3																								
65	100.0																								
• Death with deferred survivor benefit	The amount the member's spouse would have received had the member terminated employment at the earlier of date of death or actual termination date, survived to the earliest date a deferred benefit could have commenced, retired with a 50% joint and survivor option, and died the next day. Payments to the spouse begin on the earliest date a deferred benefit could have commenced.																								
• Death with survivor benefit	The amount the member's spouse would have received if the member had retired on the date of death and elected the 50% joint and survivor option with the spouse as beneficiary, and died the next day.																								
• Normal form of payment	Life annuity subject to an automatic actuarially equivalent 50% joint and survivor option.																								
• Optional forms of payment	<ul style="list-style-type: none"> • 100%, 75%, 50%, or 25% joint and survivor options. • 5 or 10 years certain and continuous options. • Level income option. 																								

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment Amount of an alternative form of benefit which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the factors in the following tables:

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

Schedule SB, Part V — Summary of Plan Provisions

• Actuarial equivalence for alternative forms of payment (continued)	<u>Age at benefit commencement</u>	<u>5 Certain & Life</u>	<u>10 Certain & Life</u>	<u>Social Security leveling income option</u>
	70	.963	.900	N/A
	69	.967	.901	N/A
	68	.971	.910	N/A
	67	.974	.918	N/A
	66	.977	.927	N/A
	65	.980	.934	1.00
	64	.983	.941	.92
	63	.985	.948	.84
	62	.987	.954	.76
	61	.988	.959	.68
	60	.990	.963	.60
	59	.991	.967	.56
	58	.992	.970	.52
	57	.992	.973	.48
	56	.993	.976	.44
	55	.994	.978	.40
If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Subtract:	.01	.0075	.0050	.0025
If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:				
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
Add:	.01	.0075	.0050	.0025
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.			

*Schedule SB, Part V — Summary of Plan Provisions***FROZEN LYONDELL BENEFIT****Definitions**

• Eligible employee	<p>All persons employed by Lyondell Chemical Company, both full and part time, except</p> <ul style="list-style-type: none"> (i) project and leased employees, (ii) any division or group of employees excluded by the Board of Directors, and (iii) Lake Charles and Beaver Valley hourly employees.
• Participation	<p>The completion of two years of service, reduced to one year after June 30, 2002. Immediate participation is provided for:</p> <ul style="list-style-type: none"> (i) any salaried participant of the Retirement Plan for Former ARCO Chemical Employees (former ACC participants), and (ii) any covered employee of Lyondell Chemical Company as of June 30, 2002. <p>After December 31, 2008, prior plan benefits were frozen.</p>
• Membership service	<p>All employment with the Company including:</p> <ul style="list-style-type: none"> (i) any service period recognized for benefit accrual and/or vesting under the terms of any prior plan, including previously excluded services due to minimum age or service requirements, (ii) any period during military or other types of leave of absence granted by the Company, and (iii) the period of layoff due to lack of work or economic or industrial reasons not to exceed one year. <p>Service while employed by Houston Refining LP or Equistar Chemicals, LP and their subsidiaries or affiliates shall also be included for purposes of vesting, participation, and eligibility for early retirement. This service shall not be included for purposes of benefit accrual. Membership service for prior plan benefit accruals were frozen as of December 31, 2008.</p>
• Vesting	<p>For participants of the plan on or before June 30, 2002, participants were fully vested as of their participation date. On or after July 1, 2002, participants are fully vested after completion of five years of service. On or after January 1, 2009, participants are fully vested after completion of three years of service.</p>
• Transition participant	<p>Both age 50 or older and at least five years of vesting service as of June 30, 2002.</p>

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- | | |
|-----------------------------|---|
| • Annual base pay | Base salary wages excluding all extra pay such as overtime, premiums, bonuses, or other allowances. Base wages deferred under the Company's Executive Salary Deferral Plan are also excluded. |
| • Average final base pay | The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service ending December 31, 2008. For NOVA transferees, their average final base pay is calculated as their average base pay as of September 30, 1996 indexed at 3% per year. |
| • Accumulated contributions | Voluntary contributions or contributions previously required for membership, with interest compounded annually. |

The accumulated contribution is converted to an annuity using the rates in the following table:

<u>Age at</u> <u>benefit commencement</u>	<u>Annuity factor</u>
70	8.60
69	8.86
68	9.04
67	9.24
66	9.44
65	9.63
64	9.63
63	9.63
62	9.63
61	9.63
60	9.63
59	10.70
58	10.86
57	11.01
56	11.17
55	11.33

- | | |
|-------------------------------------|-----------------------------|
| • Social Security integration level | Frozen at \$28,600 in 2008. |
|-------------------------------------|-----------------------------|

Schedule SB, Part V — Summary of Plan Provisions

• Part A benefit, not former ACC participants	<p>The sum of:</p> <ul style="list-style-type: none"> (i) 1.18% of average final base pay, not exceeding Social Security integration level, times years of membership service prior to July 1, 2002 not in excess of 35 years; plus (ii) 1.54% of average final base pay in excess of Social Security integration level, times years of membership service prior to July 1, 2002 not in excess of 35 years; plus (iii) 1.45% of average final base pay times membership service prior to July 1, 2002 in excess of 35 years.
• Part A benefit, former ACC participants	<p>The sum of:</p> <ul style="list-style-type: none"> (i) 1.15% of average final base pay up to Social Security integration level, times membership service prior to July 1, 2002 not in excess of 15 years; plus (ii) 1.5% of average final base pay in excess of Social Security integration level, times membership service prior to July 1, 2002 not in excess of 15 years; plus (iii) 1.25% of average final base pay, up to Social Security integration level, times years of membership service prior to July 1, 2002 in excess of 15 years, but not in excess of 35 years; plus
	<ul style="list-style-type: none"> (iv) 1.6% of average final base pay in excess of Social Security integration level, times membership service prior to July 1, 2002 in excess of 15 years, but not in excess of 35 years; plus (v) 1.6% of average final base pay times membership service prior to July 1, 2002 in excess of 35 years.
• Part A minimum benefit	Member's accrued benefit as of June 30, 2002.
• Part B benefit	1.45% of average final base pay times membership service accrued beginning July 1, 2002.
• Monthly pension benefit	One-twelfth of the Part A benefit plus Part B benefit, not less than Part A minimum benefit.
• NOVA transferees	Participants who terminated employment with ARCO Chemical Company and immediately commenced employment with NOVA Chemicals, Inc. due to the sale of ARCO Chemical Company's plastic business to NOVA Chemicals, Inc. on September 30, 1996. All such employees are fully vested in their plan benefit at September 30, 1996.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Supplemental pension benefit for ACC participants 	For retirements on or before June 30, 2002 or for transition participants, if participant commences benefits early, and does not terminate from the plan before reaching age 55, participant is entitled to a supplemental pension payable until first eligible for Social Security. The supplemental payment is 0.5% of average final base pay as of June 30, 2002 up to the Social Security integration level times years of membership service prior to July 1, 2002.
Eligibility for benefits	
<ul style="list-style-type: none"> Normal retirement 	Retirement at or after age 65.
<ul style="list-style-type: none"> Early retirement 	Retirement before age 65 after both attaining age 55 and completing ten years of membership service.
<ul style="list-style-type: none"> Deferred vested 	Termination for reasons other than death or retirement after becoming fully vested. Eligible for commencement at age 65 or age 55 with ten or more years of service.
<ul style="list-style-type: none"> Deferred survivor benefit 	Death while not eligible for normal or early retirement benefits, with five or more years of vesting service.
<ul style="list-style-type: none"> Survivor benefit 	Death while eligible for normal or early retirement.

Schedule SB, Part V — Summary of Plan Provisions

Plan benefits	
• Normal retirement	Monthly pension benefit determined as of retirement date.
• Early retirement	<p>For benefits paid as a monthly annuity: the sum of (a) and (b), minimum (c)</p> <p>(a) Monthly Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60;</p> <p>(b) Monthly Part B benefit reduced 4/12 of 1% for each month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% for the next five years;</p> <p>(c) Monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p>
• Early retirement (continued)	<p>For benefits paid as a lump sum: (a), but not less than (b)</p> <p>(a) Actuarial present value of the monthly pension benefit (transition participants receive present value of subsidized early retirement benefit for Part A);</p> <p>(b) Actuarial present value of the monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.</p>
• Deferred vested benefit for non-transition participants	Less than 10 years of service:
	<i>For benefits paid as a monthly annuity:</i>
	Monthly pension benefit payable at age 65.
	<i>For benefits paid as a lump sum:</i>
	Actuarial present value of the Part A minimum benefit payable at age 65. Any residual benefits to be paid as a monthly annuity.
	More than 10 years of service:
	<i>For benefits paid as a monthly annuity:</i> the sum of (a) and (b), minimum (c):

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- (a) Monthly Part A benefit.
 (b) Monthly Part B benefit
 (a) and (b) are reduced using the following factors based on age at commencement:

<u>Age</u>	<u>Factor</u>
55	40%
56	44
57	48
58	52
59	57
60	62
61	68
62	75
63	82
64	91
65	100

- (c) Monthly Part A minimum benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

For benefits paid as a lump sum:

Actuarial present value of the Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60. Any residual benefits to be paid as a monthly annuity.

- Deferred vested benefit for transition participants

Less than 10 years of service:

For benefits paid as a monthly annuity:

Monthly pension benefit payable at age 65.

For benefits paid as a lump sum:

Actuarial present value of the benefit payable at age 65.

More than 10 years of service:

For benefits paid as a monthly annuity: the sum of (a) and (b), minimum (c):

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- (a) Monthly Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60;
- (b) Monthly Part B benefit reduced using the following factors based on age at commencement:

<u>Age</u>	<u>Factor</u>
55	40%
56	44
57	48
58	52
59	57
60	62
61	68
62	75
63	82
64	91
65	100

- (c) Monthly Part A minimum benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

For benefits paid as a lump sum: the sum of (a) and (b), minimum (c)

- (a) Actuarial present value of the Part A benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

- (b) Actuarial present value of the monthly Part B benefit

- (c) Actuarial present value of the monthly Part A minimum benefit reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

- Disability benefit

Disability before July 1, 2002

Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date.

Disability on or after July 1, 2002

Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit determined one year from the date of disability.

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• Death with deferred survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, survived to the earliest date that a deferred allowance could have commenced, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Death with survivor benefit	The amount the member's spouse would have received if the member had retired on the date of death and elected an immediate 50% joint and survivor annuity with the member's spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Forms of payment	<p>Survivor benefits may be paid in one of the following forms:</p> <ul style="list-style-type: none"> (i) an annuity beginning at the member's earliest retirement age or later (ii) an actuarially equivalent single cash payment as soon as practicable after the date of death (iii) an annuity beginning as soon as practicable after the date of death <p>If a participant is unmarried, the benefit is payable to the beneficiary or estate only as an actuarially equivalent single cash payment as soon as administratively possible.</p> <p>The normal form of payment for monthly pension benefits is a life annuity with a 60-payment guarantee if the member has no spouse as of the date payments begin, or a 50% joint and survivor annuity if the member is married at the date payments begin.</p> <p>Optional forms of payment for members prior to July 1, 2002 include:</p> <ul style="list-style-type: none"> (i) reserve benefit option (ii) joint & survivor annuity (100%, 75%, 50%, 25%) (iii) 120- or 240-months certain and life annuity or a life only annuity (iv) lump sum payment (v) level income option <p>Optional forms of payment for all other members include:</p> <ul style="list-style-type: none"> (i) joint and survivor annuity (100%, 75%, 50%) (ii) life only annuity (iii) lump sum payment

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- Actuarial equivalence for alternative forms of payment

Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the factors in the following tables:

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

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<ul style="list-style-type: none"> Actuarial equivalence for alternative forms of payment (continued) 	<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>	<u>Social Security leveling income option</u>										
	70	.900	.800	N/A										
	69	.901	.800	N/A										
	68	.910	.800	N/A										
	67	.918	.800	N/A										
	66	.927	.800	N/A										
	65	.934	.800	1.00										
	64	.941	.800	.92										
	63	.948	.801	.84										
	62	.954	.817	.76										
	61	.959	.832	.68										
	60	.963	.846	.60										
	59	.967	.859	.56										
	58	.970	.871	.52										
	57	.973	.882	.48										
	56	.976	.893	.44										
	55	.978	.902	.40										
<p>If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:</p> <table> <tr> <th></th><th><u>100% J&S</u></th><th><u>75% J&S</u></th><th><u>50% J&S</u></th><th><u>25% J&S</u></th></tr> <tr> <td>Subtract:</td><td>.01</td><td>.0075</td><td>.0050</td><td>.0025</td></tr> </table>						<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>	Subtract:	.01	.0075	.0050	.0025
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>										
Subtract:	.01	.0075	.0050	.0025										
<p>If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:</p> <table> <tr> <th></th><th><u>100% J&S</u></th><th><u>75% J&S</u></th><th><u>50% J&S</u></th><th><u>25% J&S</u></th></tr> <tr> <td>Add:</td><td>.01</td><td>.0075</td><td>.0050</td><td>.0025</td></tr> </table> <p>The initial annuity for the reserve option is equal to 88% of the basic allowance.</p>						<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>	Add:	.01	.0075	.0050	.0025
	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>										
Add:	.01	.0075	.0050	.0025										
<ul style="list-style-type: none"> Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018 	<p>PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.</p>													

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• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.
• Special provisions for NOVA transferees	NOVA transferees are credited with service with NOVA for vesting and retirement eligibility purposes only. Their average final base pay calculated as of September 30, 1996 shall be increased by 3% on October 1, 1997 and each October thereafter, provided they are employed by NOVA.

FROZEN EQUISTAR BENEFIT**Definitions**

• Eligible employee	All salaried, non-union employees.
• Participation	<p>The completion of one year of eligibility service. Immediate participation is provided for:</p> <ul style="list-style-type: none"> (i) an employee who was previously employed by Lyondell Chemical Company or Millennium Chemicals, Inc. and became an employee on January 1, 1998; (ii) an employee who was previously employed by Occidental Petroleum Corporation and became an employee on June 1, 1998; (iii) any employee of Equistar Chemicals, LP as of June 30, 2002; and (iv) any employee of Equistar Chemicals, LP as of December 31, 2008. <p>Plan frozen at December 31, 2008. Any employee hired after December 31, 2008 is not eligible.</p>
• Normal retirement date	First of month coincident with or next following the attainment of age 65.
• Membership service	<p>All employment with the Company while a member of the plan, including:</p> <ul style="list-style-type: none"> (i) any period during military or other types of leave of absence granted by the Company; (ii) the period of a layoff due to lack of work or economic or industrial reasons not to exceed one year. <p>Membership service was frozen as of December 31, 2008.</p>
• Eligibility service	<p>The same definition as membership service; however, service with prior employers, including Lyondell Chemical Company, Millennium Chemicals, Inc., or Occidental Petroleum Corporation, is generally included.</p> <p>Participants continue to accrue eligibility service after December 31, 2008.</p>

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• Vesting	Participants of the plan on or before June 30, 2002 are fully vested as of their Participation date. On or after December 31, 2008, participants are vested after completion of three years of eligibility service.
• Monthly earnings	Base pay of an employee for services rendered to the Company during a particular month.
• Average final base pay	The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service ending December 31, 2008.

Eligibility for benefits

• Transition participant	Both age 50 or older and at least five years of eligibility service as of June 30, 2002.
• Normal retirement	Retirement at normal retirement date.
• Postponed retirement	Retirement after normal retirement date.
• Early retirement	Retirement before age 65 after both attaining age 55 and completing ten years of membership service.
• Vested benefit	Termination for reason other than death or retirement after vesting date.
• Survivor benefit	Death with a surviving spouse or designated beneficiary.

Plan benefits

• Part A minimum benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of June 30, 2002;</p> <p>(c) Benefit percentage at age of benefit commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Benefit percentage</u></th></tr> <tr> <td>Under 35</td><td>3%</td></tr> <tr> <td>35 – 39</td><td>4</td></tr> <tr> <td>40 – 44</td><td>5</td></tr> <tr> <td>45 – 49</td><td>6</td></tr> <tr> <td>50 – 54</td><td>9</td></tr> <tr> <td>55 – 59</td><td>13</td></tr> <tr> <td>60 and over</td><td>15</td></tr> </table>	<u>Age</u>	<u>Benefit percentage</u>	Under 35	3%	35 – 39	4	40 – 44	5	45 – 49	6	50 – 54	9	55 – 59	13	60 and over	15
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Under 35	3%																
35 – 39	4																
40 – 44	5																
45 – 49	6																
50 – 54	9																
55 – 59	13																
60 and over	15																
• Part A growth benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of December 31, 2008 less average final base pay as of June 30, 2002;</p> <p>(c) Benefit percentage at age 65 of 15%.</p>																

Schedule SB, Part V — Summary of Plan Provisions

• Part A regular benefit (lump sum form)	<p>The product of (a), (b), and (c):</p> <p>(a) Membership service up to June 30, 2002;</p> <p>(b) Average final base pay as of December 31, 2008;</p> <p>(c) Benefit percentage at age of benefit commencement:</p> <table> <tr> <th><u>Age</u></th><th><u>Benefit percentage</u></th></tr> <tr> <td>Under 35</td><td>3%</td></tr> <tr> <td>35 – 39</td><td>4</td></tr> <tr> <td>40 – 44</td><td>5</td></tr> <tr> <td>45 – 49</td><td>6</td></tr> <tr> <td>50 – 54</td><td>9</td></tr> <tr> <td>55 – 59</td><td>13</td></tr> <tr> <td>60 and Over</td><td>15</td></tr> </table>	<u>Age</u>	<u>Benefit percentage</u>	Under 35	3%	35 – 39	4	40 – 44	5	45 – 49	6	50 – 54	9	55 – 59	13	60 and Over	15
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• Part B benefit	1.45% of average final base pay as of December 31, 2008 times membership service accrued between June 30, 2002 and December 31, 2008.																
• Monthly accrued benefit	<p>The sum of (a) and (b):</p> <p>(a) Part A regular benefit at age 65 converted to a monthly annuity,</p> <p>(b) Part B benefit.</p>																
• Normal retirement benefit	Monthly accrued benefit determined as of retirement date.																

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Early retirement benefit 	<p>Non-transition participants <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p>
	<p>(a) Monthly Part A regular benefit determined as of early retirement date; (b) Monthly Part B benefit determined as of early retirement date, reduced 4/12 of 1% per month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% per month for the next five years.</p>
	<p><i>For benefits paid as a lump sum: the sum of (a), (b) and (c)</i></p>
	<p>(a) Part A minimum benefit determined as of early retirement date; (b) Actuarially reduced Part A growth benefit; (c) Actuarial present value of the Part B benefit.</p>
	<p>Transition participants <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p>
	<p>(a) Monthly Part A regular benefit determined as of early retirement date; (b) Monthly Part B benefit determined as of early retirement date, reduced 4/12 of 1% per month that the member's early retirement date precedes age 65 for the first five years, and 3/12 of 1% per month for the next five years.</p>
	<p><i>For benefits paid as a lump sum: the sum of (a) and (b)</i></p>
	<p>(a) Part A regular benefit; (b) Actuarial present value of the Part B benefit.</p>
<ul style="list-style-type: none"> Vested benefit for non-transition participants 	<p>Less than 10 years of service: <i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p>
	<p>(a) Monthly Part A regular benefit (Part A minimum benefit may commence at termination); (b) Part B benefit payable at age 65.</p>

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Vested benefit for non-transition participants (continued) 	<p><i>For benefits paid as a lump sum:</i></p> <ul style="list-style-type: none"> Part A minimum benefit. (May only be taken as a lump sum at termination. All deferred benefits must be taken as a monthly annuity). 																								
	<p>More than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p> <p>(a) Monthly Part A minimum benefit;</p> <p>(b) Monthly Part A growth benefit plus the Part B benefit reduced using the following factors based on age at commencement:</p> <table data-bbox="609 724 933 1186"> <thead> <tr> <th><u>Age</u></th><th><u>Rate</u></th></tr> </thead> <tbody> <tr><td>55</td><td>40%</td></tr> <tr><td>56</td><td>44</td></tr> <tr><td>57</td><td>48</td></tr> <tr><td>58</td><td>52</td></tr> <tr><td>59</td><td>57</td></tr> <tr><td>60</td><td>62</td></tr> <tr><td>61</td><td>68</td></tr> <tr><td>62</td><td>75</td></tr> <tr><td>63</td><td>82</td></tr> <tr><td>64</td><td>91</td></tr> <tr><td>65</td><td>100</td></tr> </tbody> </table> <p><i>For benefits paid as a lump sum:</i></p> <ul style="list-style-type: none"> Part A minimum benefit. (May only be taken as a lump sum at termination. All deferred benefits must be taken as a monthly annuity). 	<u>Age</u>	<u>Rate</u>	55	40%	56	44	57	48	58	52	59	57	60	62	61	68	62	75	63	82	64	91	65	100
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<ul style="list-style-type: none"> Vested benefit for transition participants 	<p>Less than 10 years of service:</p> <p><i>For benefits paid as a monthly annuity: the sum of (a) and (b)</i></p> <p>(a) Monthly Part A regular benefit (may commence at termination);</p> <p>(b) Part B benefit, payable at age 65.</p>																								

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Vested benefit for transition participants (continued) 	<p><i>For benefits paid as a lump sum: the sum of (a) and (b)</i></p> <p>(a) Part A regular benefit (may be taken at termination);</p> <p>(b) Actuarial present value of the Part B benefit, payable at age 65.</p>																								
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<ul style="list-style-type: none"> Disability benefit 	<p><i>Disability before July 1, 2002</i></p> <ul style="list-style-type: none"> Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date. <p><i>Disability on or after July 1, 2002</i></p> <ul style="list-style-type: none"> Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit determined one year from the date of disability. 																								

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Survivor benefits 	<ul style="list-style-type: none"> Service on or before June 30, 2002 – the amount the surviving spouse would have received if the participant had terminated and elected an immediate 50% joint and survivor benefit the day before his or her death. Service on or after July 1, 2002 – the amount the surviving spouse would have received if the member had terminated on his or her date of death, survived to their earliest retirement age (age 55 if more than 10 years of service, age 65 otherwise), elected an immediate 50% joint and survivor annuity, and died the next day.
<ul style="list-style-type: none"> Survivor benefits (continued) 	<p>These benefits may be paid in one of the following forms:</p> <ul style="list-style-type: none"> (i) an annuity beginning at the member's earliest retirement age or later; (ii) an actuarially equivalent lump sum payment as soon as practicable after the date of death; (iii) an annuity beginning as soon as practicable after the date of death. <ul style="list-style-type: none"> If a participant is unmarried, the benefit is payable to the beneficiary or estate only as an actuarially equivalent single cash payment as soon as administratively practicable.
<ul style="list-style-type: none"> Forms of payment 	<p>Survivor benefits are payable only as described above. Monthly pension benefits are paid in the form of a five-year certain and life annuity if the participant has no spouse as of the date payments begin, or if the participant so elects. Otherwise, benefits are paid as a 50% joint and survivor annuity.</p> <p>Optional forms of payment:</p> <ul style="list-style-type: none"> (vi) Single life annuity (vii) joint & survivor annuity (100%, 75%, 50%) (viii) 120- or 240-months certain and life annuity (if member before June 30, 2002) (ix) lump sum payment (if retirement is on or after June 30, 2002, must be age 55 and have at least 10 years of membership service or be age 65 to receive lump sum)
<ul style="list-style-type: none"> Actuarial equivalence for alternate forms of payment 	<p>Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the following tables.</p>

Schedule SB, Part V — Summary of Plan Provisions

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>
70	.712	.767	.832
69	.719	.773	.837
68	.726	.780	.841
67	.734	.786	.846
66	.741	.793	.852
65	.749	.799	.857
64	.757	.806	.862
63	.765	.813	.867
62	.772	.819	.871
61	.779	.825	.876
60	.787	.831	.881
59	.793	.837	.885
58	.800	.842	.889
57	.807	.848	.893
56	.813	.853	.897
55	.819	.858	.900

<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>
70	.900	.800
69	.901	.800
68	.910	.800
67	.918	.800
66	.927	.800
65	.934	.800
64	.941	.800
63	.948	.801
62	.954	.817
61	.959	.832
60	.963	.846
59	.967	.859
58	.970	.871
57	.973	.882
56	.976	.893
55	.978	.902

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none">Actuarial equivalence for alternate forms of payment (continued)	<ul style="list-style-type: none">If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:<table><tr><td></td><td><u>100% J&S</u></td><td><u>50% J&S</u></td></tr><tr><td>Subtract:</td><td>.01</td><td>.0050</td></tr></table>		<u>100% J&S</u>	<u>50% J&S</u>	Subtract:	.01	.0050
	<u>100% J&S</u>	<u>50% J&S</u>					
Subtract:	.01	.0050					
	<ul style="list-style-type: none">If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:<table><tr><td></td><td><u>100% J&S</u></td><td><u>50% J&S</u></td></tr><tr><td>Add:</td><td>.01</td><td>.0050</td></tr></table>		<u>100% J&S</u>	<u>50% J&S</u>	Add:	.01	.0050
	<u>100% J&S</u>	<u>50% J&S</u>					
Add:	.01	.0050					
<ul style="list-style-type: none">Actuarial equivalence	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.						
<ul style="list-style-type: none">Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.						
<ul style="list-style-type: none">Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).						
<ul style="list-style-type: none">Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.						

FROZEN HRO BENEFIT**Definitions**

<ul style="list-style-type: none"> Eligible employee 	All persons employed by Houston Refining LP (the Company), both full and part-time, except Project and Leased Employees, and any division or group of employees excluded by the Board of Directors.
<ul style="list-style-type: none"> Participation 	Two years of employment. Plan frozen at December 31, 2009. Any employee hired after December 31, 2009 is not eligible.

Schedule SB, Part V — Summary of Plan Provisions

• Membership service	<p>All employment with the Company while a member of the plan, including:</p> <ul style="list-style-type: none"> (i) any period during military or other types of leave of absence granted by the Company, (ii) the period of a layoff due to lack of work or economic or industrial reasons not to exceed one year, (iii) extra service granted through the restoration of Lost Service Agreement. <p>For the purposes of benefit accruals, membership service was frozen as of December 31, 2009.</p>
• Minimum membership service	<p>The sum of:</p> <ul style="list-style-type: none"> (i) membership service, (ii) any period of service when a participant is directly or indirectly compensated but is not earning membership service, (iii) continuous periods not to exceed 60 days when a participant is not earning membership service due to, for example, a layoff, (iv) periods of disability. <p>For the purposes of benefit accruals, membership service was frozen as of December 31, 2009.</p>
• Vesting service	<p>Prior to July 1, 1976: the greater of membership service or one year for each 12-month period measured from employment date and after age 18 in which at least 1,000 hours are worked.</p> <p>After June 30, 1976: one year for each 12-month period measured from July 1, 1976 in which at least 1,000 hours are worked.</p>
• Annual base pay	Base salary wages excluding all extra pay such as overtime, premiums, bonuses, or other allowances.
• Average final base pay	The average of the highest three consecutive calendar years of annual base pay during the member's last ten years of membership service prior to December 31, 2009.
• Disability	A participant is considered disabled if they are eligible to receive benefits under the Company's LTD plan.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Monthly pension benefit 	<p>One-twelfth of the greater of (a) or (b), not less than (c) where:</p> <p>(a) \$156 per year of minimum membership service. This minimum does not apply to participants who terminate prior to retirement for any reason other than death.</p> <p>(b) (i) 1.18% of average final base pay, not exceeding the Social Security integration level, times years of membership service not in excess of 35 years; plus</p> <p>(ii) 1.54% of average final base pay in excess of the Social Security integration level times years of membership service not in excess of 35 years; plus</p> <p>(iii) 1.45% of average final base pay times membership service in excess of 35 years.</p> <p>(c) the member's accrued benefit as of December 31, 1988 under the prior formula.</p> <p>The monthly pension benefit was frozen as of December 31, 2008 for participants who had transferred from Houston Refining LP to Lyondell Chemical Company or Equistar Chemicals, LP.</p> <p>The monthly pension benefit was frozen as of December 31, 2009 for all others.</p>
<ul style="list-style-type: none"> Social Security Integration Level 	Frozen at \$30,000 in 2009.
Eligibility for benefits	
<ul style="list-style-type: none"> Normal retirement 	Retirement at or after age 65.
<ul style="list-style-type: none"> Early retirement 	Retirement before age 65 after both attaining age 55 and completing ten years of membership service. For this purpose, membership service includes membership service under other LyondellBasell Companies plans and certain predecessor plans.
<ul style="list-style-type: none"> Deferred vested 	Termination for reasons other than death or retirement after completing two or more years of vesting service.
<ul style="list-style-type: none"> Deferred survivor benefit 	Death while not eligible for normal or early retirement benefits, with two or more years of vesting service.
<ul style="list-style-type: none"> Survivor benefit 	Death while eligible for normal or early retirement.
Plan benefits	
<ul style="list-style-type: none"> Normal retirement 	Monthly pension benefit determined as of retirement date.
<ul style="list-style-type: none"> Early retirement 	Monthly pension benefit determined as of early retirement date, reduced 5/12 of 1% for each month that the member's early retirement date precedes age 60.

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• Termination with deferred vested benefit	Monthly pension benefit determined as of termination date, payable from age 65. If member has 10 or more years of membership service, commencement age can be as early as 55 with a reduction of 5/12 of 1% for each month that the member's early retirement date precedes age 60.
• Disability	Normal retirement benefit determined as of the earlier of a participant's recovery from disability if they are not reemployed with LyondellBasell, or their benefit at normal retirement date.
• Death with deferred survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, survived to the earliest date that a deferred allowance could have commenced, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Death with survivor benefit	The amount the member's spouse would have received if the member had terminated employment on the date of death, retired with a 50% joint and survivor annuity with the spouse or other designated beneficiary as beneficiary, and died the next day. Benefits are payable to the spouse, if married, or the most recent designated beneficiary (or estate, if no designation) if not married.
• Forms of payment	<p>Deferred survivor and survivor benefits are payable only as described above. The normal form of payment for monthly pension benefits is a life annuity with a 60-payment guarantee if the member has no spouse as of the date payments begin and a 50% joint and survivor annuity if the member is married as of the date payments begin. Optional forms of payment include:</p> <p>Option I: Reserve benefit option</p> <p>Option II: Joint & survivor annuity (100%, 75%, 50%, 25%)</p> <p>Option III: 120- or 240-months certain and life annuity</p> <p>Option IV: Lump sum payment</p> <p>Option V: Level income option</p>

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment Amount of an alternative form of benefit (other than a lump sum) which has a value equivalent to the benefit or benefits otherwise payable under the plan, computed using the rates in the following tables.

<u>Age at benefit commencement</u>	<u>100% J&S</u>	<u>75% J&S</u>	<u>50% J&S</u>	<u>25% J&S</u>
70	.712	.767	.832	.9125
69	.719	.773	.837	.9150
68	.726	.780	.841	.9175
67	.734	.786	.846	.9200
66	.741	.793	.852	.9225
65	.749	.799	.857	.9250
64	.757	.806	.862	.9275
63	.765	.813	.867	.9300
62	.772	.819	.871	.9325
61	.779	.825	.876	.9350
60	.787	.831	.881	.9375
59	.793	.837	.885	.9400
58	.800	.842	.889	.9425
57	.807	.848	.893	.9450
56	.813	.853	.897	.9475
55	.819	.858	.900	.9500

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for alternative forms of payment (continued)

<u>Age at benefit commencement</u>	<u>10 Certain & Life</u>	<u>20 Certain & Life</u>	<u>Social Security leveling income option</u>
70	.900	.800	N/A
69	.901	.800	N/A
68	.910	.800	N/A
67	.918	.800	N/A
66	.927	.800	N/A
65	.934	.800	1.00
64	.941	.800	.92
63	.948	.801	.84
62	.954	.817	.76
61	.959	.832	.68
60	.963	.846	.60
59	.967	.859	.56
58	.970	.871	.52
57	.973	.882	.48
56	.976	.893	.44
55	.978	.902	.40

If member is more than five years older than the joint annuitant, the retirement factor shall be decreased as follows for each year over five that the member is older than the joint annuitant's age:

	<u>100% Benefit</u>	<u>75% Benefit</u>	<u>50% Benefit</u>	<u>25% Benefit</u>
Subtract:	.01	.0075	.0050	.0025

If joint annuitant is more than five years older than the member, the retirement factor shall be increased (but never greater than 1.0) as follows for each year over five that the joint annuitant is older than the member:

	<u>100% Benefit</u>	<u>75% Benefit</u>	<u>50% Benefit</u>	<u>25% Benefit</u>
Add:	.01	.0075	.0050	.0025

The initial annuity for the reserve option is equal to 88% of the basic allowance.

Schedule SB, Part V — Summary of Plan Provisions

• Actuarial equivalence for lump sum prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.
• Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019	PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).
• Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

FROZEN BASELL BENEFIT**Definitions**

• Eligible employee	All persons employed by Basell USA, Inc., except (i) temporary and leased employees, (ii) non-resident aliens, (iii) members of collectively bargained units not covered by the plan, (iv) highly compensated employees who have voluntarily waived participation in the plan, and (v) employees covered by a separate pension plan to which the Employer contributes.
• Participation	Later of hire date and transfer date. Plan frozen at December 31, 2007. Any employee hired after January 1, 2006 is not eligible.
• Credited service	A participant's period of service in years and months in which a participant accrues earnings. The total months of credited service divided by 12 shall be the years of credited service, even if the months of credited service have not been consecutive. Prior service under Hercules Incorporated Pension Plan is included. For former Republic Plastics employees, no credited service is granted prior to December 31, 1988.
• Service	At least six months of earnings are required for one year of vesting service. Prior service under Hercules Incorporated Pension Plan is included.
• Final average earnings	Average monthly earnings for the highest five consecutive years during the last 10 years of service. Final average earnings were frozen as of December 31, 2007.

Schedule SB, Part V — Summary of Plan Provisions

• Social security integration point	Half of the social security tax base in effect for the 12 months immediately prior to the earlier of: the effective date of retirement or termination and December 31, 2007.																		
Eligibility for benefits																			
• Normal retirement	Age 65 and 10 years of credited service.																		
• Unreduced early retirement	Eligibility for unreduced early retirement is as follows: <table> <tr> <th><u>Age</u></th><th><u>Credited service</u></th></tr> <tr> <td>55</td><td>30</td></tr> <tr> <td>56</td><td>29</td></tr> <tr> <td>57</td><td>28</td></tr> <tr> <td>58</td><td>27</td></tr> <tr> <td>59</td><td>26</td></tr> <tr> <td>60</td><td>20</td></tr> <tr> <td>61</td><td>15</td></tr> <tr> <td>62+</td><td>10</td></tr> </table>	<u>Age</u>	<u>Credited service</u>	55	30	56	29	57	28	58	27	59	26	60	20	61	15	62+	10
<u>Age</u>	<u>Credited service</u>																		
55	30																		
56	29																		
57	28																		
58	27																		
59	26																		
60	20																		
61	15																		
62+	10																		
• Early retirement	Age 55 and 10 years of credited service																		
• Deferred vested	5 years of vesting service																		
• Disability	In receipt of benefits under Long-Term Disability Income Plan.																		
• Special retirement benefit	Participants who are age 52 with 10 years of service on December 31, 1999 and retire between July 1, 1999 and July 1, 2000. Fourteen employees who met these criteria were excluded from eligibility.																		
• Pre-retirement death	Beneficiaries of participants who are vested and actively employed or who are vested terminated participants and who have elected this coverage.																		
Plan benefits																			
• Normal retirement	<p>Sum of (i) and (ii):</p> <p>(i) 1.20% of final average earnings up to the social security integration point plus 1.60% of final average earnings in excess of such integration point multiplied by years and months of credited service before January 1, 1996.</p> <p>(ii) 1.30% of final average earnings up to the social security integration point plus 1.70% of final average earnings in excess of such integration point multiplied by years and months of credited service between December 31, 1995 and December 31, 2007.</p> <p>The benefit for certain non-qualified plan participants will not be less than the Minimum Normal Retirement Benefit specified in Appendix D of the plan document.</p>																		

Schedule SB, Part V — Summary of Plan Provisions

• Early retirement	Monthly benefit is equal to the accrued normal retirement benefit deferred to age 65, or an immediate pension equal to the accrued benefit reduced by 5% each year preceding the date the participant would be eligible for unreduced early retirement benefits.								
• Deferred vested	As described under normal retirement benefit above based on credited service and earnings at termination. A participant may elect to receive payment of a vested benefit as early as age 55. The benefit that would have been payable at age 65 will be actuarially reduced as described in the Plan.								
• Actuarial equivalence for deferred vested benefit	1971 TPF&C Forecast Mortality Tables for Males, ages set back one year using an interest assumption of 8% per annum.								
• Disability	Continued service credit up to December 31, 2007 while receiving benefits under Company Long-Term Disability Income Plan.								
• Special retirement benefit	As described under normal retirement benefits above, but participants receive an additional three years of credited service and unreduced early retirement benefits.								
• Pre-retirement death benefit (Surviving spouse's benefit)	<p>Benefit that would have been payable to beneficiary had the participant elected retirement on his date of death under either the 50% or 100% contingent annuity option.</p> <p>Reduction for pre-retirement death benefit:</p> <p>(i) Spouse beneficiary for active employees:</p> <p>a. 50% contingent annuity option – no reduction</p> <p>b. 100% contingent annuity option – reduced 0.4% per year</p> <p>(ii) Non-spouse beneficiary for active employees:</p> <p>a. 50% contingent annuity option – reduced 0.5% per year</p> <p>b. 100% contingent annuity option – reduced 0.9% per year</p> <p>(iii) Vested terminated participants (50% contingent annuity option only):</p> <table> <tr> <th><u>Age at coverage</u></th><th><u>Charge per year coverage</u></th></tr> <tr> <td>Up to age 44</td><td>0.1% per year</td></tr> <tr> <td>Age 45 to 50</td><td>0.25% per year</td></tr> <tr> <td>Age 50 and over</td><td>0.5% per year</td></tr> </table>	<u>Age at coverage</u>	<u>Charge per year coverage</u>	Up to age 44	0.1% per year	Age 45 to 50	0.25% per year	Age 50 and over	0.5% per year
<u>Age at coverage</u>	<u>Charge per year coverage</u>								
Up to age 44	0.1% per year								
Age 45 to 50	0.25% per year								
Age 50 and over	0.5% per year								
• Optional forms	<p>(a) Life annuity.</p> <p>(b) 50%, 75% or 100% joint and survivor annuity.</p> <p>(c) 51% of life annuity benefit paid out as an actuarially equivalent lump sum, with the remaining 49% paid out as elected by the participant.</p>								
• Actuarial equivalence for joint and survivor optional forms	1971 TPF&C Forecast Mortality Tables for Males, ages set back one year using a 6% interest assumption.								
• Actuarial equivalence for lump sums prior to December 1, 2016 and after December 31, 2018	PPA mortality and interest rates equal to the average of the 3-tiered minimum present value segment rate for the third, fourth and fifth months immediately preceding the first day of the calendar quarter during which the lump sum payment occurs.								

Schedule SB, Part V — Summary of Plan Provisions

- Actuarial equivalence for lump sums after November 30, 2016 and before January 1, 2019 PPA mortality and interest rates equal to the second month immediately preceding the first day of the calendar year during which the lump sum payment occurs (with protection of actuarial equivalence basis above).

*Schedule SB, Part V — Summary of Plan Provisions***FROZEN PDG BENEFIT**

Definitions																	
<ul style="list-style-type: none"> Eligible employees 	<p>Hourly employees of the Company at its Beaumont Plant who were employed in the Bargaining Unit were previously eligible to participate in the Plan. The Plan was frozen as of January 1, 2012, except with respect to any employee or former employee while eligible for long-term disability benefits under the Company's disability plan if continuous service would otherwise be credited during that period.</p>																
<ul style="list-style-type: none"> Continuous service 	<p>Service is credited at the rate of 1/12th of a year for every full 125 hours worked as an employee in the bargaining unit through December 31, 2011. If eligible for long-term disability benefits, service is credited while on disability.</p>																
<ul style="list-style-type: none"> Normal retirement age 	<p>Age 65</p>																
<ul style="list-style-type: none"> Early retirement age 	<p>The earlier of age 60 with 10 or more years of continuous service or age 55 with 85 points.</p>																
<ul style="list-style-type: none"> Accrued benefit 	<p>Years of continuous service multiplied by monthly benefit rates as follows:</p> <table> <tr> <td data-bbox="613 1125 1040 1157">Termination date July 1, 1990 – June 30, 1991</td><td data-bbox="1040 1125 1419 1157"></td></tr> <tr> <td data-bbox="613 1167 867 1199">Occupational Class 1</td><td data-bbox="1040 1167 1162 1199">\$24.50</td></tr> <tr> <td data-bbox="613 1209 867 1241">Occupational Class 2</td><td data-bbox="1040 1209 1162 1241">\$25.00</td></tr> <tr> <td data-bbox="613 1251 867 1283">Occupational Class 3</td><td data-bbox="1040 1251 1162 1283">\$25.50</td></tr> </table> <table> <tr> <td data-bbox="613 1304 1040 1335">Termination date July 1, 1991 – March 31, 1993</td><td data-bbox="1040 1304 1419 1335"></td></tr> <tr> <td data-bbox="613 1346 867 1377">Occupational Class 1</td><td data-bbox="1040 1346 1162 1377">\$26.50</td></tr> <tr> <td data-bbox="613 1388 867 1419">Occupational Class 2</td><td data-bbox="1040 1388 1162 1419">\$27.00</td></tr> <tr> <td data-bbox="613 1430 867 1461">Occupational Class 3</td><td data-bbox="1040 1430 1162 1461">\$27.50</td></tr> </table>	Termination date July 1, 1990 – June 30, 1991		Occupational Class 1	\$24.50	Occupational Class 2	\$25.00	Occupational Class 3	\$25.50	Termination date July 1, 1991 – March 31, 1993		Occupational Class 1	\$26.50	Occupational Class 2	\$27.00	Occupational Class 3	\$27.50
Termination date July 1, 1990 – June 30, 1991																	
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Occupational Class 1	\$26.50																
Occupational Class 2	\$27.00																
Occupational Class 3	\$27.50																

Schedule SB, Part V — Summary of Plan Provisions

	<p>All participants:</p> <table> <tr> <th>Effective date</th><th>Monthly benefit rate</th></tr> <tr><td>April 1, 1993</td><td>\$30.50</td></tr> <tr><td>June 1, 1996</td><td>\$32.00</td></tr> <tr><td>June 1, 2000</td><td>\$34.00</td></tr> <tr><td>June 1, 2001</td><td>\$35.00</td></tr> <tr><td>June 1, 2002</td><td>\$36.00</td></tr> <tr><td>June 1, 2003</td><td>\$40.00</td></tr> <tr><td>June 1, 2007</td><td>\$42.00</td></tr> <tr><td>June 1, 2008</td><td>\$43.00</td></tr> <tr><td>June 1, 2009</td><td>\$44.00</td></tr> <tr><td>June 1, 2010</td><td>\$44.50</td></tr> </table>	Effective date	Monthly benefit rate	April 1, 1993	\$30.50	June 1, 1996	\$32.00	June 1, 2000	\$34.00	June 1, 2001	\$35.00	June 1, 2002	\$36.00	June 1, 2003	\$40.00	June 1, 2007	\$42.00	June 1, 2008	\$43.00	June 1, 2009	\$44.00	June 1, 2010	\$44.50
Effective date	Monthly benefit rate																						
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June 1, 2007	\$42.00																						
June 1, 2008	\$43.00																						
June 1, 2009	\$44.00																						
June 1, 2010	\$44.50																						
Normal retirement																							
• Eligibility	Attainment of normal retirement age.																						
• Benefit	The accrued benefit determined at retirement.																						
Early retirement																							
• Eligibility	Attainment of early retirement age.																						
• Benefit	The accrued benefit determined at early retirement age reduced by 3/10 of 1% for each complete calendar month preceding age 62. In addition, an annual supplement of \$2,400 is payable until age 62 if the participant retires with 85 or more age/service points.																						
Late retirement																							
• Eligibility	Retirement after attainment of normal retirement age.																						
• Benefit	The accrued benefit determined at retirement based on member's age and service at retirement.																						
Deferred vested																							
• Eligibility	Five years of continuous service.																						
• Benefit	The accrued benefit determined as of the date of termination payable at 65 or at early retirement age with a reduction. If commencement age precedes age 65 the benefit is reduced 6-2/3% per year.																						

Schedule SB, Part V — Summary of Plan Provisions

Disability																									
• Eligibility	Participant on long-term disability.																								
• Benefit	The accrued benefit determined as of the earlier of a participant's recovery from disability if not re-employed or normal retirement age.																								
Pre-retirement death																									
• Eligibility	Five years of continuous service.																								
• Benefit	Life annuity payable to the spouse only. Payment commences on the later of date of death or the date the participant would have reached early retirement age. Benefit is calculated as if the participant had terminated on the date of death, survived to earliest commencement date and commenced receiving a 55% joint and survivor benefit.																								
Other provisions																									
• Normal form of benefits	Survivor benefits are payable only as described above. Monthly benefits are paid in the form of a single life annuity if the member has no spouse as of the date payments begin, or if the participant so elects. Otherwise, benefits are paid as a 55% joint and survivor annuity.																								
• Optional forms of payment	Single life annuity. Joint and survivor annuity (100%, 75% and 50%).																								
• Actuarial equivalence	See table of sample factors for a 55% joint & survivor annuity based on the spouse age difference assumptions: <table><tr><th>Age</th><th>Male</th><th>Female</th></tr><tr><td>55</td><td>0.893</td><td>0.918</td></tr><tr><td>60</td><td>0.880</td><td>0.915</td></tr><tr><td>65</td><td>0.880</td><td>0.915</td></tr></table> See table of sample factors for a 75% joint & survivor annuity based on the spouse age difference assumptions: <table><tr><th>Age</th><th>Male</th><th>Female</th></tr><tr><td>55</td><td>0.857</td><td>0.890</td></tr><tr><td>60</td><td>0.839</td><td>0.883</td></tr><tr><td>65</td><td>0.828</td><td>0.876</td></tr></table>	Age	Male	Female	55	0.893	0.918	60	0.880	0.915	65	0.880	0.915	Age	Male	Female	55	0.857	0.890	60	0.839	0.883	65	0.828	0.876
Age	Male	Female																							
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60	0.839	0.883																							
65	0.828	0.876																							

Schedule SB, Part V — Summary of Plan Provisions

	<p>The conversion factor for a 50% joint & survivor annuity is .85, increased by .01 for each year that the beneficiary's age exceeds the participant's age (but not greater than 1), or decreased by .01 for each year that participant's age exceeds the beneficiary's age.</p> <p>The conversion factor for a 100% joint & survivor annuity is .70, increased by .01 for each year that the beneficiary's age exceeds the participant's age (but not greater than 1), or decreased by .01 for each year that participant's age exceeds the beneficiary's age.</p> <p>For actual factors used see the plan document.</p>
Miscellaneous	
<ul style="list-style-type: none"> Maximum compensation 	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2019, the limit is \$280,000.
<ul style="list-style-type: none"> Maximum benefits 	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2019, the limit is \$225,000.

Benefits Included or Excluded

Unless noted below, all benefits provided by the LyondellBasell Pension Plan as restated on January 1, 2019 executed December 27, 2018 are included in this valuation:

- Most recent plan amendments included:** The LyondellBasell Pension Plan restatement on January 1, 2019 executed December 27, 2018 is included because it was adopted by the valuation date and is effective by the end of the plan year.
- Plan amendments excluded: None
- Late retirement increases:
 - Active participants: The plan provides benefit suspension notices to participants currently accruing benefits who work beyond normal retirement; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70½. Deferred vested participants: Current deferred vested participants over normal retirement age are not valued including the late retirement actuarial increases. The Plan distributes benefits to all deferred vested participants upon attaining age 65; any participants that are unpaid after age 65 because they cannot be located are not significant.

Schedule SB, Part V — Summary of Plan Provisions

- **Internal Revenue Code:** The limitations of Internal Revenue Code Sections 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60 percent of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

PLAN PROVISIONS SPECIFIC TO FUNDING**Additional Benefits Included or Excluded**

- **IRC Section 436 benefit restrictions:**
 - *Unpredictable contingent event benefits:* This valuation excludes restricted contingent event benefits that occurred before the valuation date but includes contingent event benefits which are expected to occur on or after the valuation date regardless of anticipated funding-based limitations.
 - *Plan amendments:* See Benefits Included or Excluded.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.
- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

PLAN PROVISION CHANGES SINCE PRIOR VALUATION

- Maximum compensation amounts and maximum benefit amounts under IRS rules were updated from 2018 to 2019.
- The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019 and renamed the LyondellBasell Pension Plan.

Schedule SB, line 32 — Schedule of Amortization Bases

The total shortfall amortization charge is the sum of the individual shortfall amortization installment for each plan year since the IRC Section 430 changes made by the Pension Protection Act of 2006 (PPA) took effect for the plan. Although an individual shortfall amortization installment can be negative, the combined shortfall amortization charge cannot be less than \$0. Amounts in this table reflect the sum of PDG and prior LBRP bases.

SHORTFALL BASES					
YEAR ESTABLISHED		OUTSTANDING BALANCE	YEARS REMAINING		2019 INSTALLMENT
2016	\$	15,506,020	4	\$	4,092,540
2017		7,654,470	5		1,645,323
2018		18,851,586	6		3,476,318
2019		15,981,089	7		2,596,727
Total	\$	57,993,165		\$	11,810,908

Schedule SB, line 25 — Change in Actuarial Methods

ACTUARIAL METHOD CHANGES SINCE PRIOR VALUATION

The LyondellBasell Retirement Plan was merged into the PDG Chemical Inc. Pension Plan effective January 1, 2019. Note that the prior EIN/Plan Number for the LyondellBasell Retirement Plan was 95-4160558/002 and the prior EIN/Plan Number for the PDG Chemical Inc. Pension Plan was 76-0550481/04. This method change qualified for automatic approval under Revenue Procedure 2017-56 Section 5.02.

Schedule SB, line 24 — Change in Actuarial Assumptions

ACTUARIAL ASSUMPTION CHANGES SINCE PRIOR VALUATION

- The cash balance interest accumulation rate assumption was added due to the merger of LBPP into PDG as of January 1, 2019 and was decreased from 2.80% to 3.36%.
- The withdrawal, retirement, disability, salary increase, form of payment election, commencement timing, percent married and spouse age difference assumptions were updated based on a demographic experience study conducted for the period from 2013 to 2017 and the merger of LBPP into PDG as of January 1, 2019.