

Securing profitable growth in more challenging times

Roadshow presentation



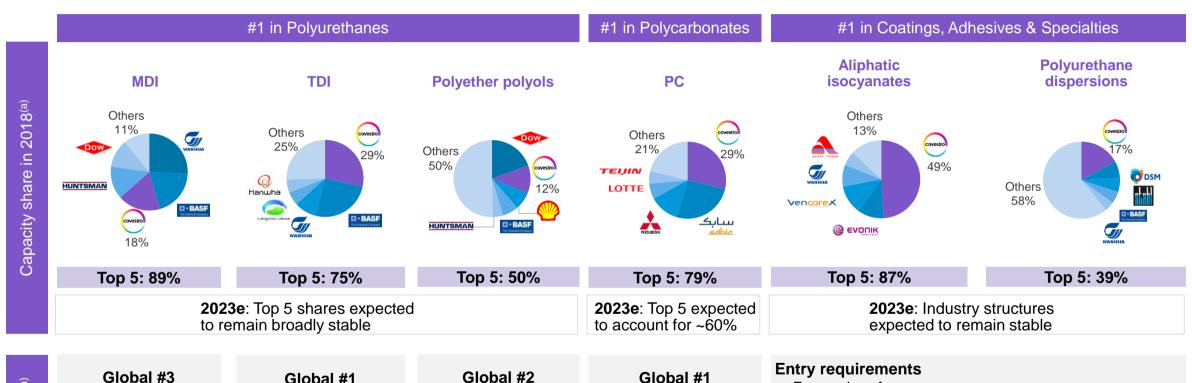


- **Covestro investment highlights**
- Group Financials Q2 2019
- Segments overview
- Background information

Covestro as global leader across its entire portfolio







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Global #3
1,470kt
6 sites

775kt
3 sites

Global #2 1,350kt 9 sites

Source:

Okt 1,490kt tes 5 sites

Economies of scope Formulation and application know-how Close customer relationships and long-term R&D collaborations Operation of global business platform

Covestro is diversified across geographies and end-markets



Key performance indicators and sales split



Sales 2018

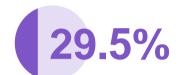


Core volume growth CAGR 2014-2018

Notes:



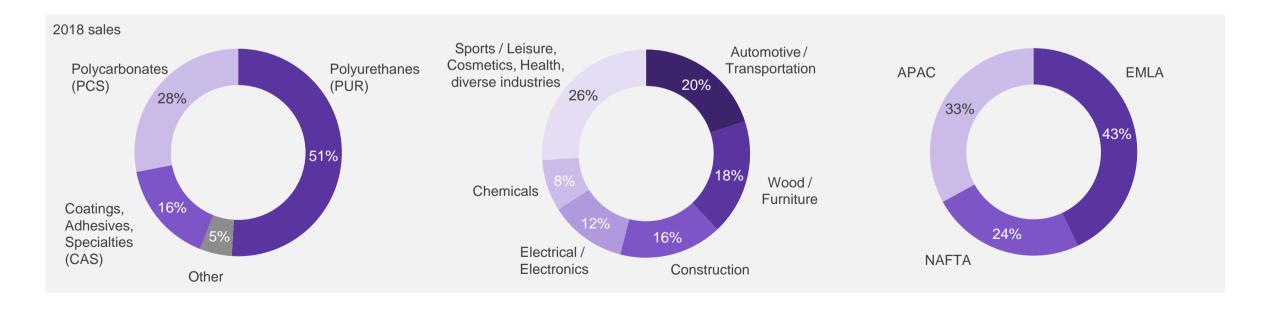
FOCF 2018



ROCE 2018



EBITDA 2018

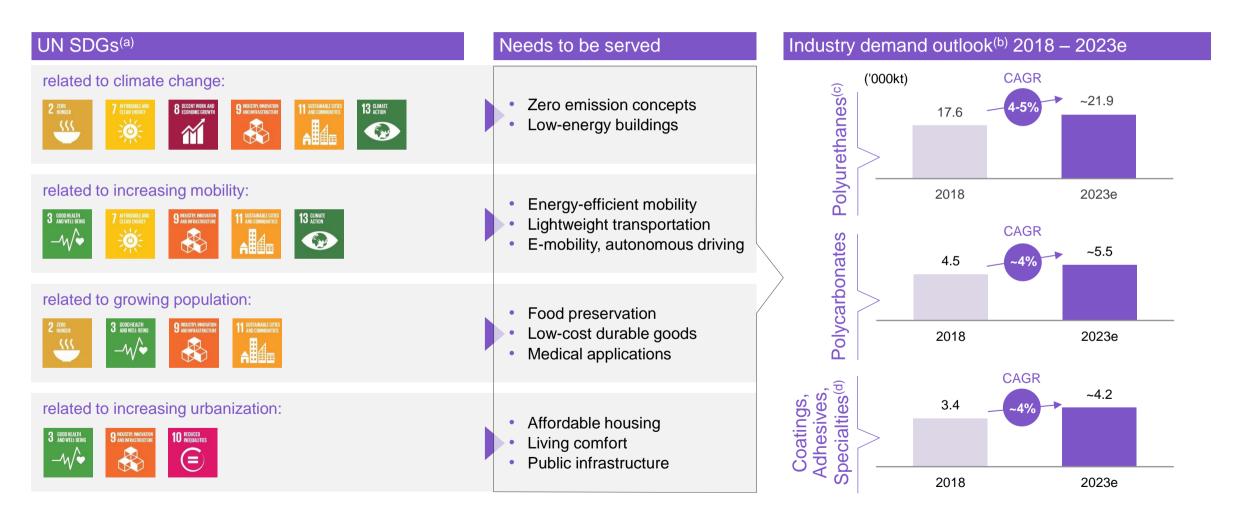


Covestro's industries grow above global GDP

Notes:

Growth drivers and industry demand outlook





⁽d) Shows PU raw materials industry demand in coatings, adhesives and sealants (excl. architectural/textile coatings and solvent-borne polyacrylates); additionally TPU, elastomers and PC/TPU films

Leading cost positions across business segments and regions

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Covestro cash cost positions



Notes:

- Covestro is one of the low-cost producers in MDI
- Capex for ongoing MDI expansion projects lead to significant cash cost improvements
- MDI industry with relatively flat cost curves reflected by cash cost advantage of ~20% between the best and the average of 5 least competitive plants
- Covestro is the global cost leader in TDI and PC
- Covestro cash cost advantage of ~50% in TDI and ~30% in PC compared to the average of 5 least competitive plants

Cash cost improvements based on investment projects

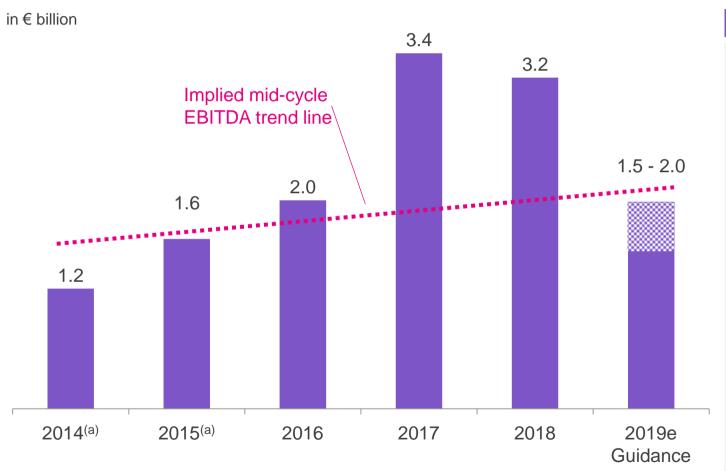
⁽a) Cost of production based on total raw material costs less co-product credits, variable and fixed conversion costs at 100% utilization based on nameplate capacity for FY 2017

⁽b) FY2017 Cash cost ex gate, 82% utilization rate for all plants based on nameplate capacity; integrated players are shown without any margins for BPA, phenol, acetone etc.

Current earnings below mid-cycle levels

EBITDA development between 2014 and 2019e



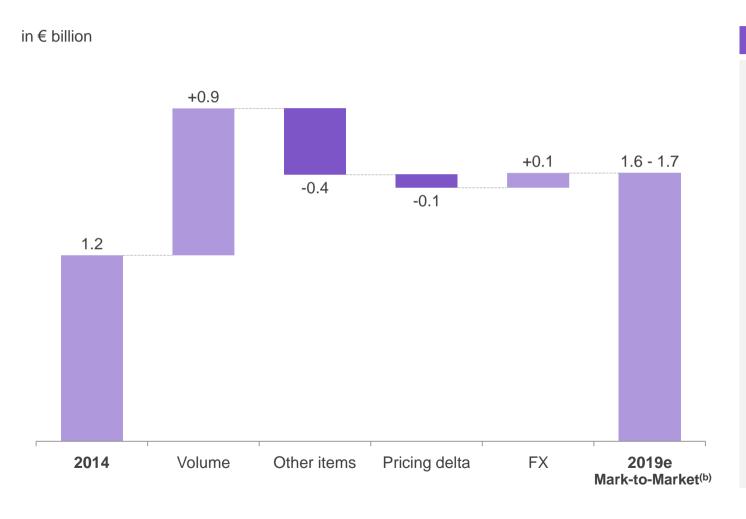


- 2014 below mid-cycle levels due to excess industry supply
- 2017 and parts of 2018 with strong demand growth and favorable industry supply-demand balance
- 2019 below mid-cycle levels as weaker demand and unfavorable industry supply-demand balance lead to margin pressure
- 18.6% average ROCE clearly above 6.9% average WACC (in 2014 – 2018), with ROCE low of 6.2% in 2014 and ROCE high of 33.4% in 2017
- Expected ROCE of 8% 13% in 2019 well above WACC

Significant EBITDA increase under similar conditions

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EBITDA bridge between 2014 and 2019e

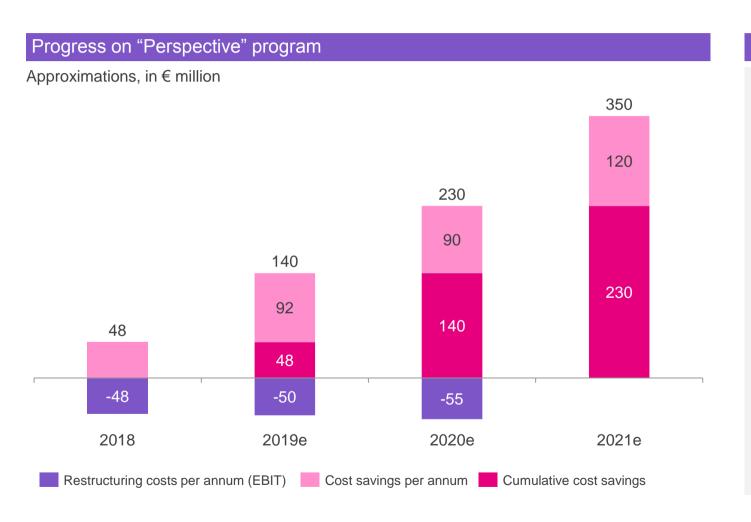


- Track record of growing core volumes above global GDP at ~4% CAGR in 2014 - 2018
- Corresponding average volume leverage^(a) of ~45% translates into c. €200m additional EBITDA p.a.
- Average net EBITDA addition of c. €100m p.a. after deducting "other items"
- The increase in "other items" was mainly driven by dis-synergies after the IPO, annual labor cost inflation and capex-related expenses
- Covestro targets to limit future increases of "other items" with the help of the 'Perspective' cost-cutting and efficiency program

Execute cost-cutting, reduce headcount in non-production areas



Expected cumulative savings and restructuring costs

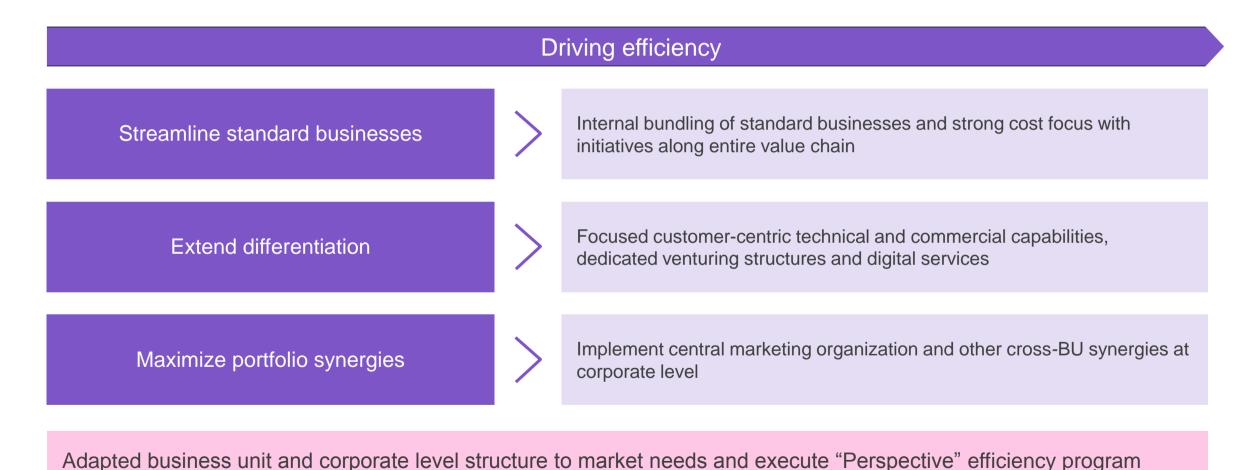


- Cumulative savings of around €350m planned until end of 2021e
- Slightly ahead of plan (+€8m) in 2018 and expected acceleration in 2019e (+€30m)
- Reduction of ~900 FTE globally in non-production areas, to be carried out by way of socially acceptable solutions
- Functional areas: E2E supply chain, procurement, commercial, general and administration
- Driving efficiency by adapting business unit and corporate level structure to market needs: streamline standard businesses, extend differentiation and maximize portfolio synergies
- Expected increase of FTE in production areas

Management adapts organizational structure to market needs



Efficiency measures in execution

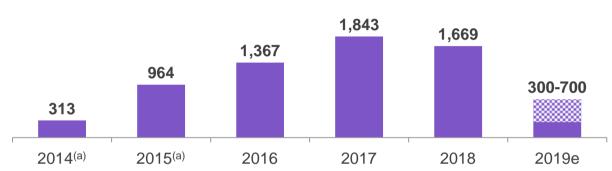


Covestro generates strong FOCF across the cycle

Historical FOCF development and 2019 guidance







EBITDA	+1,161	+1,641	+2,014	+3,435	+3,200	+1,500 - +2,000
Changes in WC	-157	+115	+25	-475	-167	Expected positive
Income taxes paid	-84	-230	-418	-510	-574	CTR > ETR
Other effects ^(b)	+5	-53	+165	-89	-83	Expected negative
Capex ^(c)	-612	-509	-419	-518	-707	≥-900

Highlights 2018

- Solid EBITDA to FOCF conversion rate at 52%
- Working capital (WC) to sales ratio slightly up at 16.2% in 2018 vs. 15.4% in 2017, within the targeted range of 15 - 17%

Guidance 2019

- FOCF to EBITDA conversion rate down to around 20 - 35%
- Capex^(b) of €≥900m up Y/Y with focus on growth investments
- Cash out of ~€350m for 2018 bonus payments
- Cash tax rate expected above P&L tax rate due to phasing of tax payments

Strong balance sheet despite seasonal peak

Total net debt as of June 30, 2019





Highlights

- Dividends^(a) of €438m paid out in Q2 2019
- Application of IFRS 16 increased net financial debt by €642m^(b)
- Pension provisions increased by €259m mainly resulting from lower discount rates in Germany
- Total net debt to EBITDA ratio^(c) of 1.6x end of Q2 2019 vs. 0.6x end of 2018
- Net financial debt expected to decrease towards €1bn by year end 2019, based on FOCF outlook

Notes:

Capital allocation focused on value creation

Clear set of priorities



Commitment

Dividend policy

- Progressive policy: increase or keep at least stable
- For FY 2018 dividend payment of €2.40 per share:
 - increase of 9% Y/Y
 - payout amount of €438m

Focus



- Industry and cost leadership make growth investments most value-creating use of cash
- Growth capex focuses mainly on CAS, MDI and PCS
- Maintenance capex to secure safe, reliable and efficient operations

Opportunities



- Disciplined and focused approach
- Acquisitions with focus on high-margin and differentiated business areas
- Ongoing portfolio optimization including evaluation of potential disposals

Return to shareholders



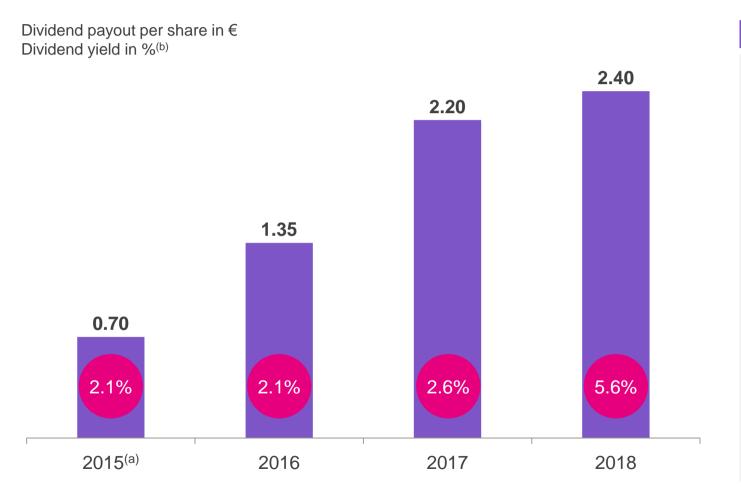
- Return excess cash to shareholders
- New authorization for share buy-back program for up to 10% of share capital available for the next 5 years

Decision based on highest value creation

Dividend per share to increase or keep at least stable



Historical dividend development



Highlights

- Progressive policy: increase dividend per share in every year or keep at least stable
- For FY 2018 the dividend per share amounted to €2.40
- Dividend per share increase of 9% Y/Y
- Corresponding total payout amount of €438m^(c)

Notes:

⁽b) Based on year-end closing share price of respective fiscal year

Value-creating investments secure profitable growth

Key capacity expansion projects





Scale and efficiency in Europe: +250kt MDI plus backbone

- Brunsbüttel, Germany: economic doubling of MDI capacity from 200kt to 400kt
- Tarragona, Spain: debottlenecking from 170kt to 220kt and backward integration with own chlorine production
- Antwerp, Belgium: own aniline supply
- Estimated costs: mid-to-high triple-digit Euro million
- Start-up: gradually until 2022e



New world-scale plant in USA: +410kt MDI plus backbone

- New plant to expand Covestro's Baytown capacity from currently 330kt p.a. to 740kt p.a. by 2024e
- Replacement of 90kt sub-scale plant, in operation since 1974, to extend leading cash cost position with highly efficient world-scale plant
- Estimated costs: around €1.5bn
- Start-up: ≥ 2024e



Optional debottlenecking in China: +200kt PC

- Currently 400kt with planned expansions to 600kt, through debottlenecking of existing production lines
- Economic capacity expansion to maintain scale and cost leadership in PC industry
- Estimated costs: low-triple-digit Euro million
- Start-up: gradually until 2022e



Specialty Films: capacity expansion

- New co-extrusion production lines for high-quality specialty films in Germany, Thailand and China
- Rationale: invest in growth business of multi-layer specialty films
- Estimated costs: low-triple-digit Euro million
- Start-up: 2021e

ESG ambitions support growth strategy

Covestro non-financial targets for 2025





R&D project portfolio to be aligned with UN Sustainable Development Goals





100% of suppliers to be compliant with our sustainability requirements





Reduce specific greenhouse gas emissions by 50%





Help ten million people in underserved markets with sustainable solutions





Getting the most out of carbon by increasing its productivity



Securing profitable growth in more challenging times



Why invest in Covestro



Above GDP volume growth

driven by innovation and sustainability trends



Leading and defendable global industry positions

as innovation and cost leader



Management focus on driving efficiency

with streamlined structures to better adapt to market needs, focus on cost discipline and strict incentive targets



Capital allocation focused on value creation

with commitment to progressive dividend policy and profitable growth



Full alignment of strategy with ESG criteria

embodied by non-financial targets





- Covestro investment highlights
- **Group Financials Q2 2019**
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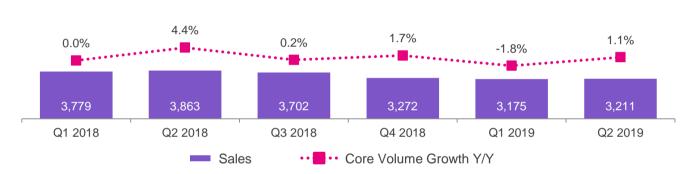
Stabilizing margin since start of the year

Group results – Q2 2019 Highlights



Sales and Core Volume Growth

in € million / changes Y/Y

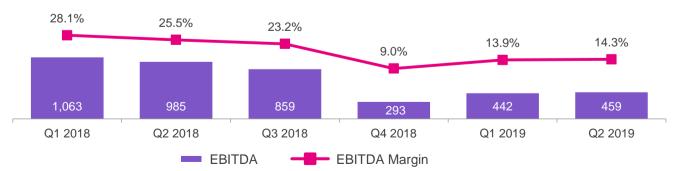


Highlights

- Solid Core Volume Growth Y/Y in TDI and PCS, declining volumes in MDI and CAS
- Sequentially, stable pricing; Y/Y negative pricing started in Q4 2018 with -9.3%, Q1 2019 with -18.3% and Q2 2019 with -18.7%

EBITDA and Margin

in € million / margin in percent



- EBITDA declined Y/Y due to pronounced negative pricing delta
- Broadly flat selling prices since beginning of the year led to sequentially stable margin

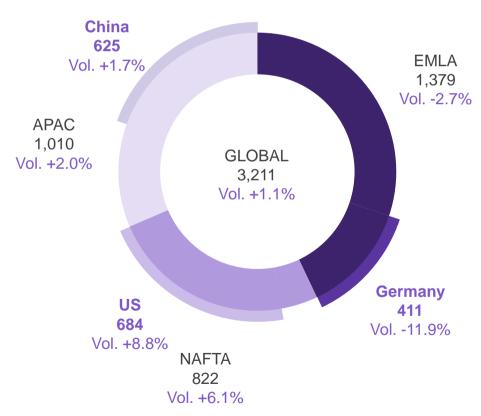
Solid growth despite difficult environment

Q2 2019 – Regional split



Sales and Core Volume Growth

in € million / changes Y/Y



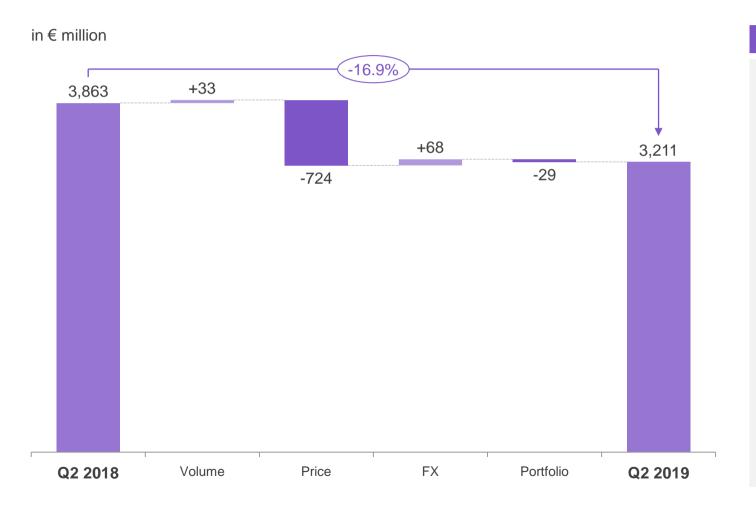
Core Volume Growth Y/Y

- APAC: double-digit growth in wood/furniture and solid growth in electronics compensate negative growth in automotive
- EMLA: solid growth in wood/furniture and construction, negative growth in automotive, especially in Germany
- NAFTA: double-digit growth in construction and wood/furniture counterbalances negative growth in automotive
- Global: double-digit growth in wood/furniture and solid growth in construction compensate negative growth in automotive

Sales driven by lower prices

Q2 2019 – Sales bridge





Highlights

Positive volume development

Sales volume expansion (in €) by +0.8% Y/Y

Negative pricing

 Lower selling prices negatively impacted sales by -18.7% Y/Y, driven by competitive pressure in PUR and PCS

Positive FX

 Sales benefited +1.8% Y/Y from FX mainly due to stronger USD

Portfolio impact

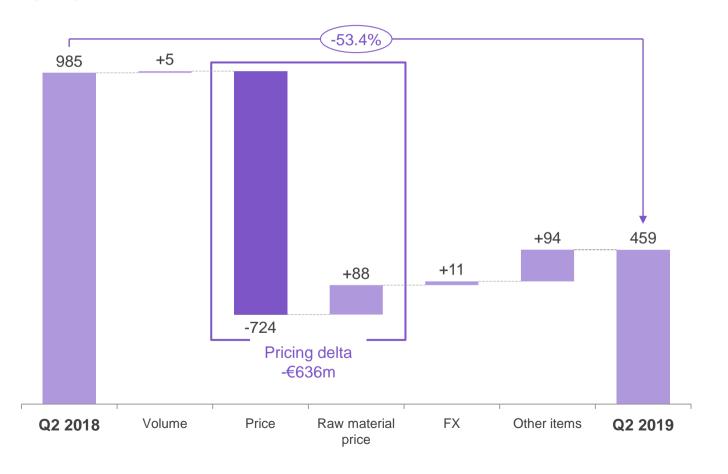
- Sales reduced by net effect of -0.8% Y/Y
- Negative effect from disposal of US polycarbonates sheets business as of 1st August 2018
- Positive effect from stake increase in DIC Covestro Polymer Ltd. (DCP), a thermoplastic PU business (CAS) in Japan, as of 1st April 2019

Negative prices partly counterbalanced by strict cost discipline



Q2 2019 – EBITDA bridge





Highlights

Pronounced decline in contribution margin

 Higher competitive pressure in PUR and PCS led to negative pricing delta

Other items

- Lower costs
- Positive impact of €31m from accounting change (IFRS 16)
- Remeasurement gains of €19m from DCP
- Negative impact from restructuring costs

Full year guidance confirmed in a challenging environment



FY 2019 guidance

	FY 2018	Guidance FY 2019
Core Volume Growth	+1.6%	Low- to mid-single-digit percentage increase Y/Y
FOCF	€1,669m	€300 – 700m
ROCE	29.5%	8% – 13%
Additional financial expectations	FY 2018	Guidance FY 2019
EBITDA FY	€3,200m	€1,500 – 2,000m
EBITDA Q3	€859m	Around €410m
D&A	€620m	~€750m
Financial result	€-104m	€-100 to -120m
P&L (effective) tax rate	26.1%	24 – 26%
Capex ^(a)	€707m	≥€900m





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Materials and systems for rigid and flexible foams

Polyurethanes (PUR) at a glance





Producer globally and inventor of PU^(a)



Polyols grades for differentiation



Core volume CAGR in 2014 - 2018(b)



Sales 2018



EBITDA 2018













Cold chain e.g. refrigerator

Construction e.g. insulation panel

Cost leadership
e.g. process
technology

Comforte.g. furniture
upholstery

Automotive e.g. instrument panel

Sustainability e.g. CO₂-based polyether polyols

Polyurethanes – earnings below mid-cycle

PUR segment results – Q2 2019 Highlights



Sales and Core Volume Growth

in € million / changes Y/Y



Highlights

- Stable core volumes of +0.7% Y/Y with strong growth in TDI negatively impacted by MDI, while polyether polyols remained flat
- Sales decreased by -24.3% Y/Y, driven by price (-26.8%)

EBITDA and Margin

in € million / margin in percent



- Compared to prior year, EBITDA declined due to pronounced negative pricing delta
- Sequentially, EBITDA margin increased Q/Q to 11.6% vs. 10.6%, mainly due to higher volumes

Polyurethanes broadly positioned for growth

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Sales by end-markets and regions

PUR sales split by business

% of 2018 sales

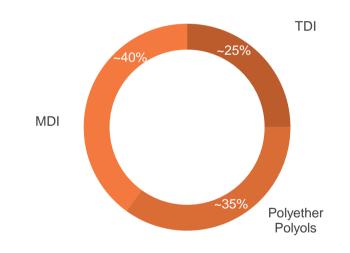
PUR sales split by end-markets

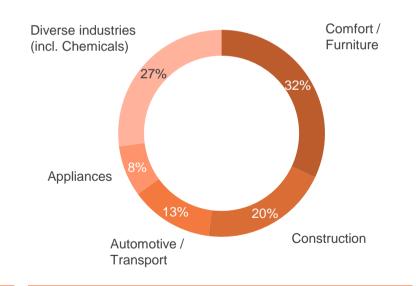
% of 2018 sales

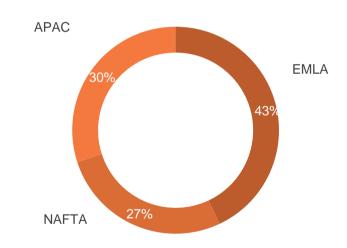
Notes:

PUR sales split by regions

% of 2018 sales







Growth driven by MDI and TDI

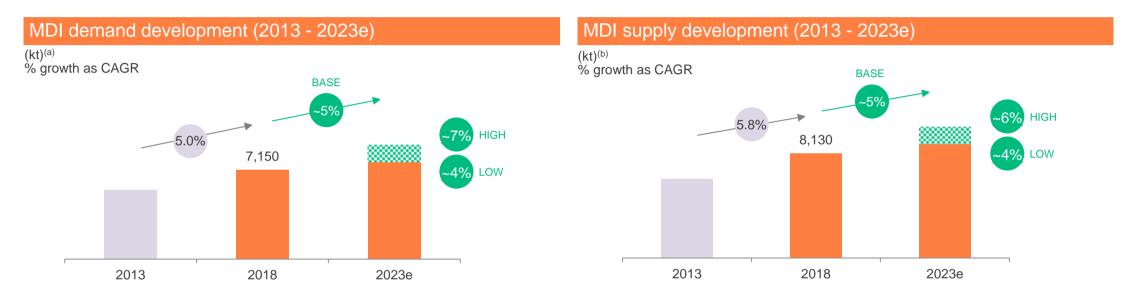
Growth driven by several industries

Growth driven by APAC

MDI industry supply and demand to remain balanced



Historical industry development and outlook



Industry highlights

- Structurally sound demand of ~5% based on global GDP growth and substitution trends
- Major additions^(c) expected until 2023e: Wanhua (400kt in USA, 800kt in China) and BASF (300kt)

Source:

Covestro additions: Brunsbüttel, Germany (200kt, 2020e), Caojing, PRC (100kt, 2021e) and Tarragona, Spain (50kt, 2022e)

⁽b) Based on historical and announced future nameplate capacities

⁽c) Based on corporate announcements

TDI supply additions to slow down after 2019

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Historical industry development and outlook



Industry highlights

- Ongoing ramp-ups: Sadara (200kt), BASF (300kt) and Wanhua (300kt)
- Major additions^(c) expected until 2023e: Juli Heshan (150kt), Lianshi (50kt), Fujian SEEC (150kt)

Source:

- Announced closure of BASF (80kt, Schwarzheide)
- Potential industry consolidation in APAC

Covestro estimates

⁽b) Based on historical and announced future nameplate capacities (c) Based on corporate announcements

Engineering thermoplastic with unique combination of properties



Polycarbonates (PCS) at a glance



Producer globally and inventor of PC^(a)



PC grades for broadest offering



Core volume CAGR in 2014 - 2018



Sales 2018



EBITDA 2018













Mobility e.g. exterior

Electronics e.g. robot housing

Consumer electronics e.g. adapter

e.g. LED street lamp

Mobility e.g. charging station

Healthcare e.g. drug delivery

Polycarbonates – solid growth despite automotive weakness



PCS segment results – Q2 2019 Highlights







Highlights

- Solid Core Volume Growth of +4.4% Y/Y based on sales increase in most industries except automotive
- Positive effects from volume (+5.7%) and FX (+1.7%)
- Sales decreased by -15.0% Y/Y driven by price (-18.8%) and portfolio (-3.6%)

- Compared to prior year, EBITDA declined due to pronounced negative pricing delta
- Sequentially, EBITDA margin decreased Q/Q to 17.2% vs. 18.0%, mainly due to product mix effect

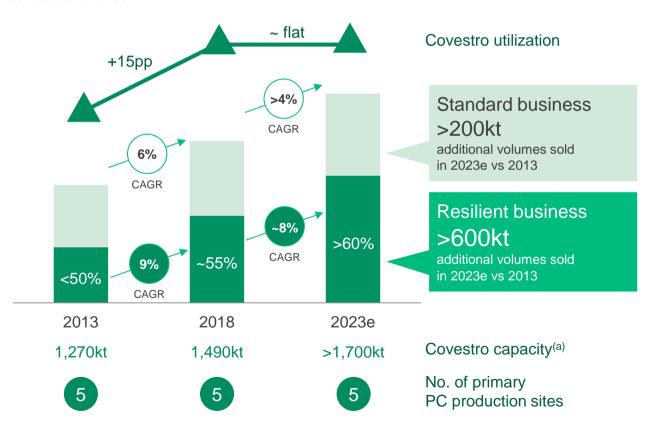
Resilient business to grow to 65% long term

PCS product portfolio



Development of resilient portion of PCS volumes

Covestro sales volumes in kt



Notes:

Covestro highlights

Product portfolio improvement

- Goal to increase resilient portion of PC volumes to 65% long term
- Growing capacity and increasing share of resilient business result in significantly higher volumes in differentiated, high-requirement applications
- Structural improvement of average contribution margin

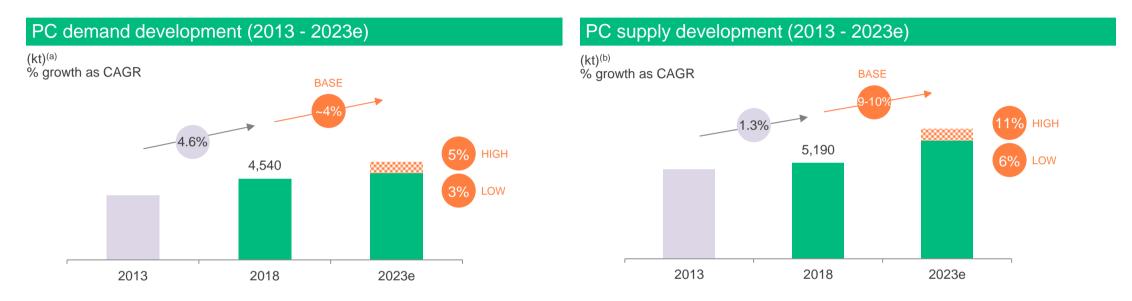
Higher asset utilization

- Volume leverage through significant improvement of capacity utilization by ~15 percentage points
- Significantly higher output from unchanged number of primary production sites

Execution risks may limit future capacity additions

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Historical industry development and outlook



Industry highlights

- Electric mobility and autonomous driving could accelerate demand growth above base case
- Major additions^(c) expected until 2023e: Cangzhou Dahua, Heng Yuan, Hubei Ganning, Lotte, Luxi, SABIC-Sinopec, Shenma, Wanhua, ZPC, Zhong Lan
- · Numerous announced projects with high uncertainties regarding actual timing and scope
- Covestro additions: Caojing, PRC (optional 4x 50kt, 2019e-2022e) and new production line (130kt, 2022e)

⁽b) Based on historical and announced future nameplate capacities

Source: Covestro estimates

Performance materials for coatings, adhesives and specialties



Coatings, Adhesives, Specialties (CAS) at a glance



Producer globally of aliphatic isocyanates and PU dispersions^(a)



Products based primarily on 6 monomers



Core volume CAGR in 2014 - 2018(b)



Sales 2018



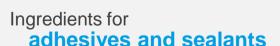
EBITDA 2018





Ingredients for surface coatings













Coatings, Adhesives, Specialties – weaker demand

CAS segment results – Q2 2019 Highlights

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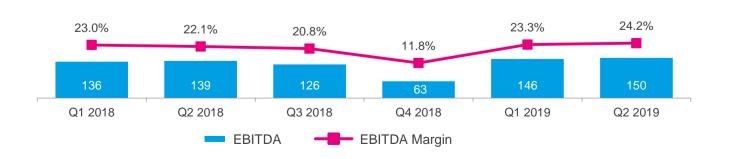
Sales and Core Volume Growth

in € million / changes Y/Y



EBITDA and Margin

in € million / margin in percent



Highlights

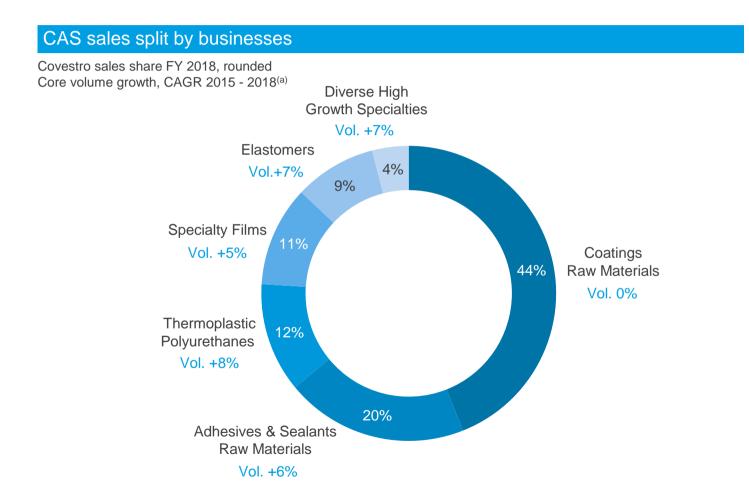
- Decline in core volumes of -4.7% Y/Y due to weak demand broad-based in all industries
- Sales decreased by -1.3% Y/Y driven by volume (-4.5%) and price (-0.4%)
- Positive FX impact Y/Y (+2.2%)
- Positive portfolio impact Y/Y (+1.4%) from DCP

- Compared to prior year, EBITDA increased helped by remeasurement gains of €19m from DCP
- Underlying business burdened by negative volume leverage

CAS demonstrated solid underlying growth of 3% p.a.

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Outperformance of High Growth Specialties businesses



- Core volume growth of 3.0% CAGR in 2014 - 2018^(a)
- Growth driven by all businesses except coatings raw materials
- High Growth Specialties businesses generate 36% of sales: Thermoplastic Polyurethanes (TPU), Specialty Films and Elastomers
- Coatings raw materials businesses burdened by weak end markets like marine, oil and gas as well as refinishing





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Scores reflect Covestro's broad engagement in ESG



Rating results as of July 2019

Rating / Index	Total score	Detail	
MSCI 🌐	A (Scoring A-D)	in Specialty Chemicals	10%
Corporate Responsibility Prime rated by Oekom research	B- (Scoring A-D)	Status: Prime	Not Prime Prime 118 companies in the industry
SUSTAINALYTICS	75 (out of 100 Points)	Status: Outperformer	10 out of 133 Relative Position Outperformer
ecovadis supplier sustainability ratings	73 (out of 100 Points)	Status: Gold	2016 CSR Rating COVacilis
FTSE Russell	Inclusion in FTSE4Good Index ^(a)	FTSE4Good	
vigeoeiris	Inclusion in Vigeo Eiris Index: - Eurozone 120 Index ^(b)	EURONEXT VIGEQITIS INDICES EUROZONE 120	

Product innovation as long-term growth driver



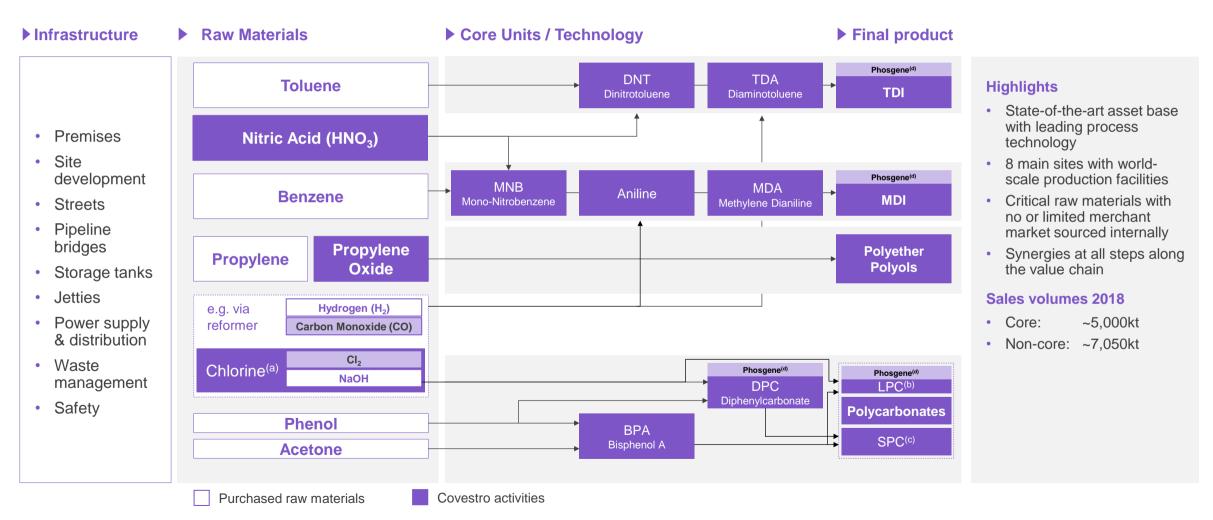
Addressing ever-changing customer needs for new material solutions

Need	Overall market	Relevant market	Covestro solutions
More durable and economical wind power plants	Energy consumption CAGR: ~3%	Offshore wind energy CAGR: ~19%	Novel materials for wind power plants: PU resins for rotor blades, PU-based coatings, elastomers for sea cables
Energy- and cost-efficient buildings	Construction CAGR: ~2%	Polyurethane insulation CAGR: ~5%	Raw materials for PU foam (rigid and in spray form) enabling highly efficient insulation
Reduction of high energy consumption of lighting	Luminaire CAGR: ~3%	Luminaire LED CAGR: ~12%	Polycarbonates in LED lenses, light guides, heat sinks
Eco-friendly produced furniture	Coating ind. furniture CAGR: ~3%	Water-based ind. furniture CAGR: ~5%	New bio-based hardener for water-based wood coatings
Sustainable and functional fashion	Textile coating CAGR: ~6%	Relevant textile coating CAGR: ~11%	Waterborne, solvent-free materials for functionalized textiles in diverse applications
More and better cooling devices	Refrigerators CAGR: ~3%	Refrigeration insulation foam CAGR: ~8%	Raw materials for particularly effective insulating foams: 40% smaller pores allow up to 10% better insulation
Reduced weight and increased comfort	Global car production CAGR: ~3%	Relevant car applications CAGR: ~5%	Attractive alternatives to conventional materials: polymers to replace glass and metal

Synergies in scale, process technology and chemical know-how



One chemical backbone across all segments

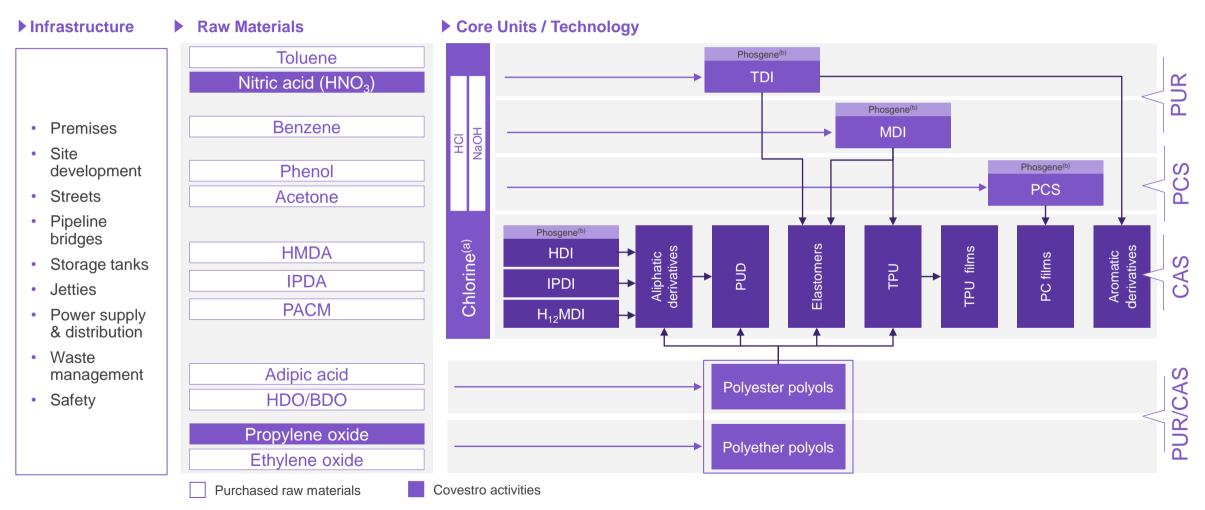


Notes:

Significant synergies from Covestro chemical backbone



CAS backward integration



Disciplined decision process for capex projects

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Focus on value creation

Financial fit	 ROCE (return on capital employed) NPV (net present value) POT (pay-off time)
Strategic fit	Relevancy for strategy realization
Process	 Definition of resource framework Definition of strategic priorities and financial expectations Prioritization of investment proposals: Maintenance capex projects: risk assessment, financial impact from project delay Growth and efficiency capex projects: ROCE, NPV, POT and strategic fit Approval of overall project portfolio by Covestro Board of Management and inclusion in Covestro financial plan Individual project approval according to stage-gate process

Entire organization aligned for performance

Full STI annual target achievement requires EBITDA above €2bn



Uniform bonus system

- Full alignment of all employees (including board) along the same KPIs
- Criteria with full focus on performance and shareholder value creation
- 100% payout, as percentage of annual base salary, linked to hierarchy level
- Total payout at Group level for 0%, 100% and 250% achievement is €0m. ~€180m and ~€450m, respectively
- Fixed hurdle rates for 2019 2021 reflect KPI values in mid-cycle conditions, based on historical review and expected future development



Transparent ambition

- Future core volume growth goal of 4% requires growth capex
- 100% target achievement for ROCE and FOCF implies mid-cycle EBITDA above €2bn for 2019 - 2021

Notes:

Upcoming IR events



Find more information on investor.covestro.com

Reporting dates

October 28, 2019
 Q3 2019 Interim Statement

February 19, 2020 Annual Report 2019

April 29, 2020
 Q1 2020 Interim Statement

Broker conferences

August 7, 2019
 Jefferies Industrials Conference, New York

August 27, 2019 Commerzbank Sector Conference, Frankfurt

September 10, 2019 Credit Suisse Annual Basic Materials Conference, New York

September 23, 2019 Baader Investment Conference, Munich

September 25, 2019 Berenberg & Goldman Sachs German Corporate Conference, Munich

September 26, 2019 Bernstein Annual Pan European Strategic Decisions Conference, London

September 26, 2019 JP Morgan Investor Forum, Milan

Annual General Meeting

April 17, 2020 Annual General Meeting, Bonn



Disclaimer

This presentation may contain forward-looking statements based on current assumptions and forecasts made by Covestro AG.

Various known and unknown risks, uncertainties and other factors could lead to material differences between the actual future results, financial situation, development or performance of the company and the estimates given here. These factors include those discussed in Covestro's public reports, which are available on the Covestro website at www.covestro.com.

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