

Securing profitable growth in challenging times

Roadshow presentation





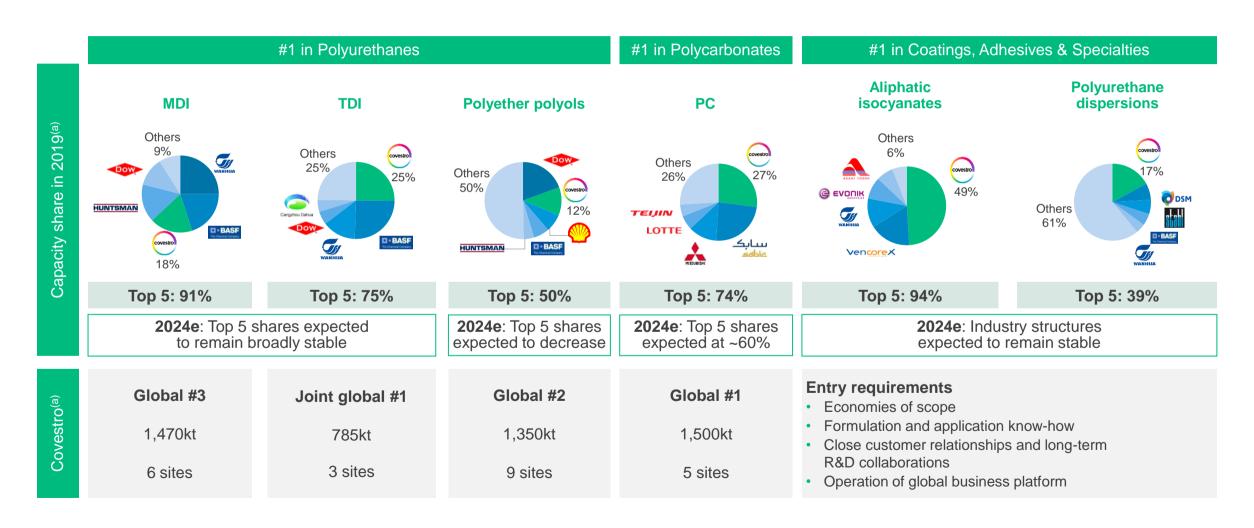
- **Covestro investment highlights**
- Group Financials Q4 / FY 2019
- Segments overview
- Background information

Covestro is a global leader across its entire portfolio

Notes: Source:







Covestro is diversified across geographies and end-markets



Key performance indicators and sales split



Sales 2019



Core volume growth CAGR 2015-2019

Notes:



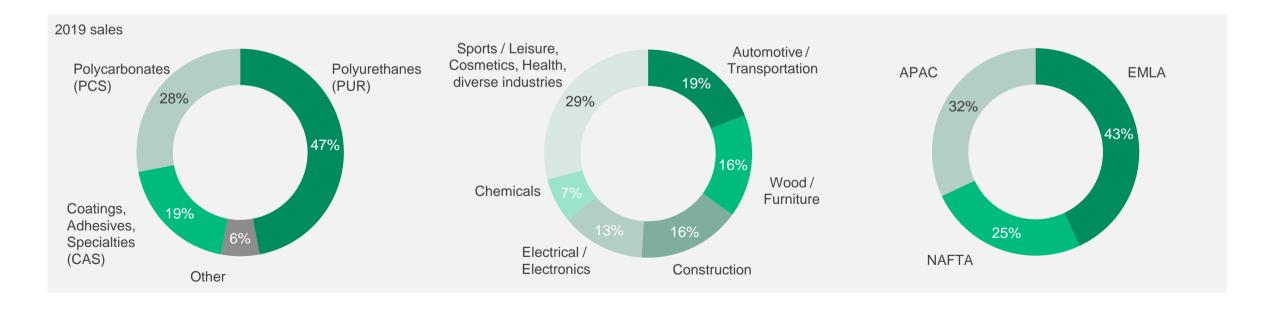
FOCF 2019



ROCE 2019



EBITDA 2019

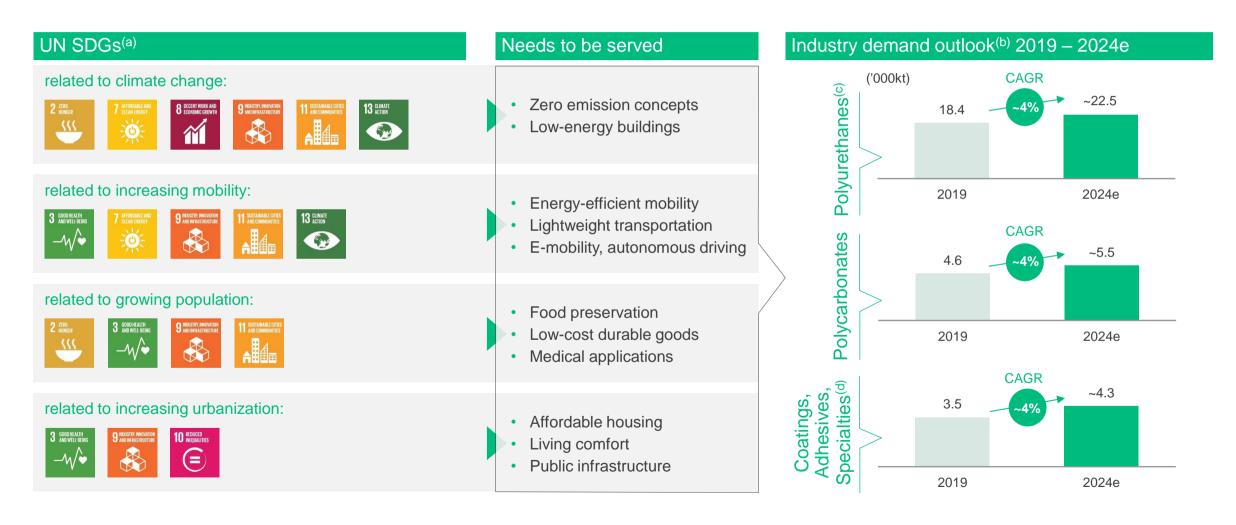


Covestro's industries grow above global GDP

Notes:

Growth drivers and industry demand outlook



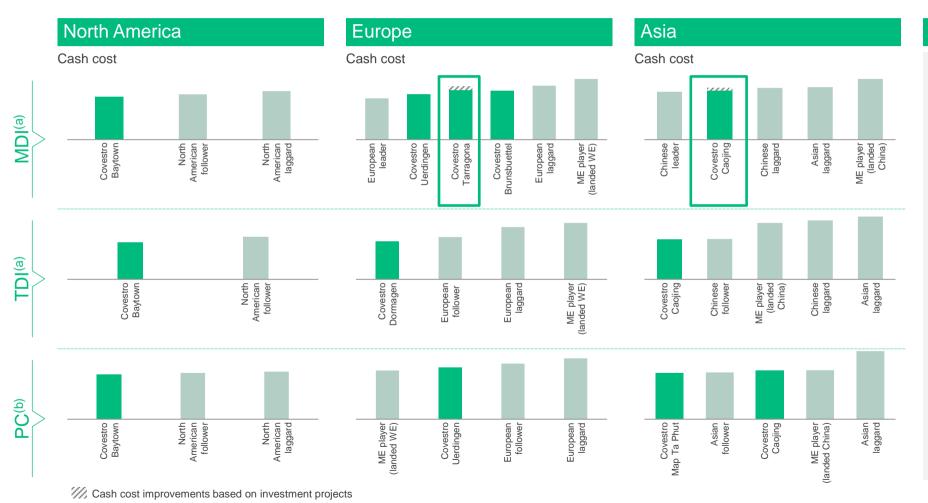


⁽d) Shows PU raw materials industry demand in coatings, adhesives and sealants (excl. architectural/textile coatings and solvent-borne polyacrylates); additionally TPU, elastomers and PC/TPU films

Leading cost positions across business segments and regions

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Covestro cash cost positions



Notes:

- Covestro is one of the lowcost 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 ~30% 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 ~60% in TDI and ~30% in PC compared to the average of 5 least competitive plants

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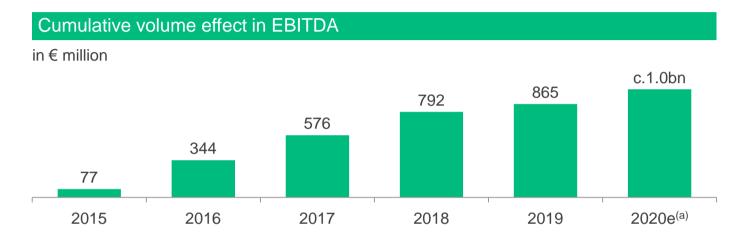
⁽a) Cost of production based on total raw material costs less co-product credits, variable and fixed conversion costs at 100% utilization based on nameplate capacity for FY 2018

⁽b) FY 2017 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.

Volume leverage almost offset by pricing delta

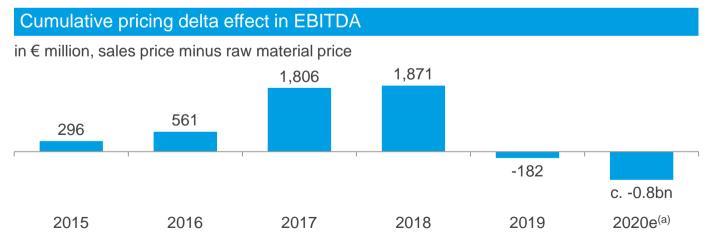
Cumulative volume growth and pricing delta contribution in EBITDA





Highlights

- Continuous EBITDA contribution by volume leverage
- Average volume leverage of 50%
- Between 2015 and 2019, core volumes increased by around 0.8mt; equivalent to growth capex of around €2.4bn(b)



Highlights

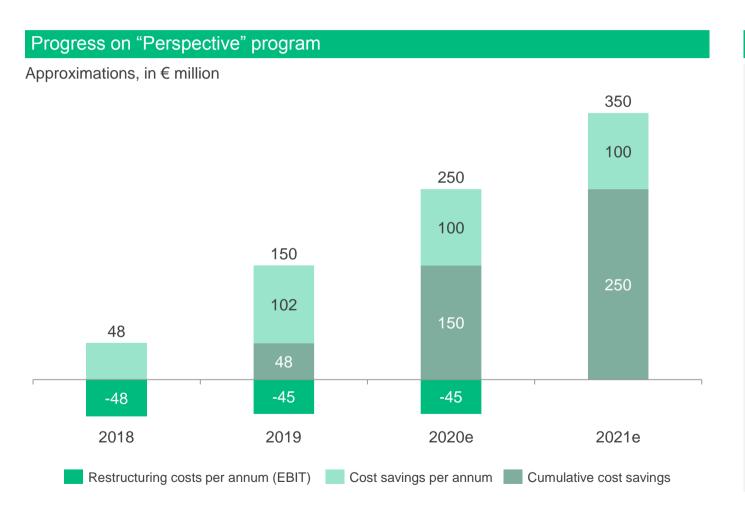
- Fluctuating EBITDA contribution by pricing delta driven by industry supply / demand balance
- Cumulative volume growth contribution almost offset by cumulative pricing delta contribution
- Mark-to-market pricing delta for 2020 approaching historical trough levels for all three supply / demand driven businesses

Notes:

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



Expected cumulative savings and restructuring costs

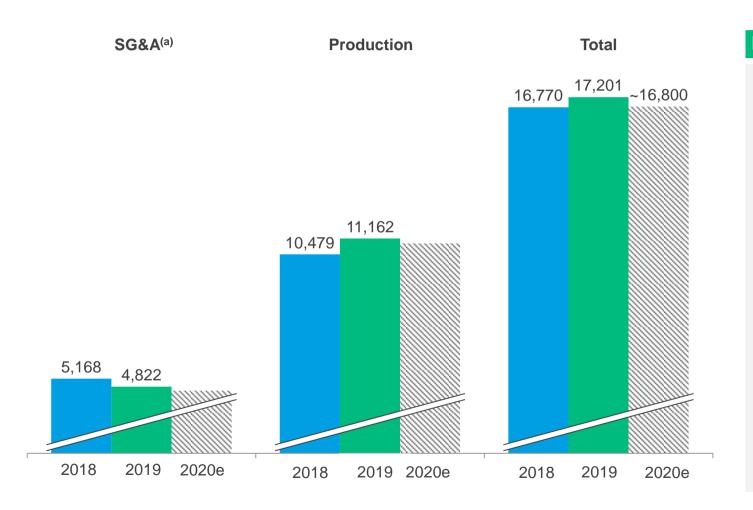


- Accelerated delivery in 2019 (+€10m) and higher planned savings in 2020 (+€20m)
- Cumulative savings of around €350m planned until end of 2021e
- Reduction of ~900 FTE^(a) globally in non-production areas, to be carried out by way of socially acceptable solutions
- Functional areas: E2E supply chain, 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

Target to reduce headcount to 2018 level

Development of full-time equivalent (FTE)



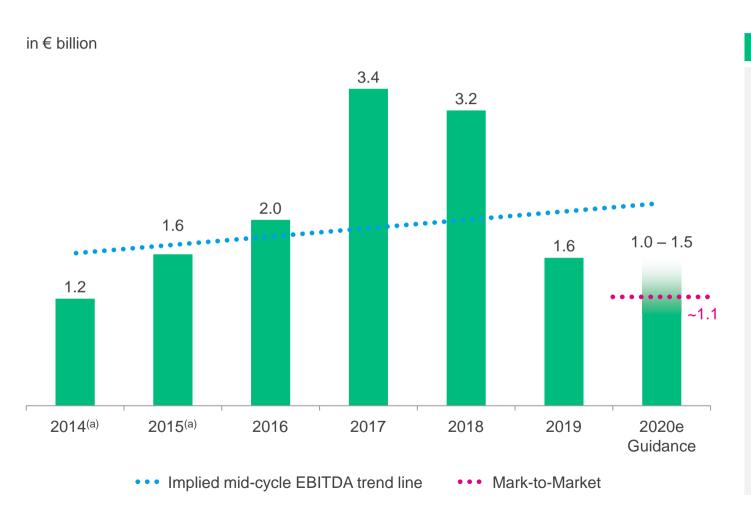


- Marketing and general administration FTE reduced in 2019 as a result of Perspective restructuring
- Production personnel increased in 2019 to equip extended production facilities and to enable growth projects as well as to compensate for upcoming retirements
- Plan to reduce year end 2020 FTE to ~16,800 through further execution of Perspective program

Earnings approaching trough levels

EBITDA development between 2014 and 2020e





- 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 an unfavorable industry supply / demand balance led to significant margin pressure
- Year-end margins 2019 close to historical trough levels determine expected mark-to-market level for 2020e
- Mark-to-market EBITDA 2020e of €1.1bn includes
 ~€200m additional short-term savings

Earnings approaching trough level in challenging environment



FY 2020 guidance

	FY 2019	Guidance FY 2020
Core volume growth	+2.0%	Low-single-digit percentage range increase Y/Y
FOCF	€473m	€0 – 400m
ROCE	8.4%	2 – 7%
Additional financial expectations	FY 2019	Guidance FY 2020
EBITDA FY	€1,604m	€1,000 – 1,500m
EBITDA Q1	€442m	€200 – 280m
D&A	€752m	~€770m
Financial result	€-91m	~€-105
P&L (effective) tax rate	26.8%	24 – 26%
Capex ^(a)	€910m	~€900m

Clear set of priorities

Use of cash



Commitment

Dividend policy

 Progressive policy: increase or keep at least stable

Focus



- Covestro's industry and cost leadership make growth investment the most valuecreating use of cash
- Growth capex focuses mainly on CAS, MDI and PCS
- Maintenance capex to secure safe, reliable and efficient operations

€2.6bn invested in capex

Opportunities



- Disciplined and focused approach
- Targeting value-enhancing acquisitions with attractive IRR
- Ongoing portfolio optimization, including successful execution of disposals

€0.6bn of sales divested

Return to shareholders



- Return excess cash to shareholders
- Authorization for share buy-back program for up to 10% of share capital in place

€1.5bn of shares bought back

€1.7bn paid in dividends^(a)

since January 2016

Solid balance sheet despite accounting effects

December 31st, 2019 – Total net debt





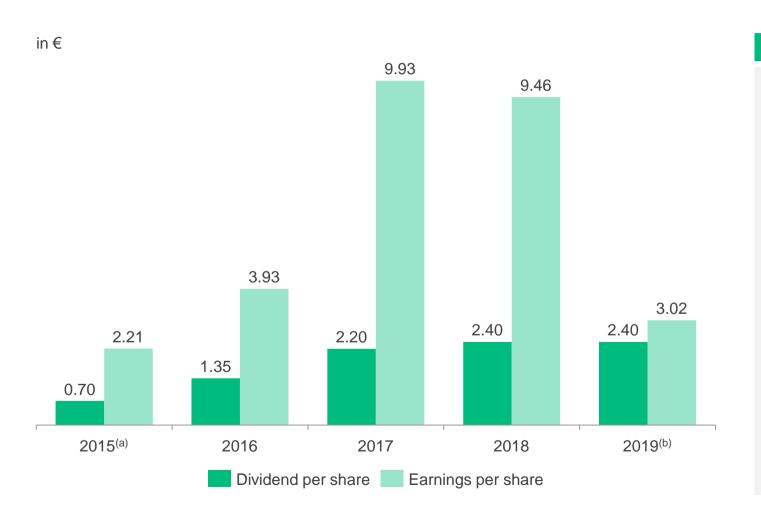
Note:

- Increase of net financial debt mainly due to IFRS 16 adoption
- Pension provisions increased by €520m, mainly resulting from a lower discount rate in Germany of 1.0% (prev. 1.8%)
- Almost stable equity ratio of 46% end of 2019 vs. 48% end of 2018
- Total net debt to EBITDA ratio of 1.8x end of 2019 vs. 0.6x end of 2018
- Committed to a solid investment grade rating

Dividend policy: increase or keep at least stable

Historical dividend development





Highlights

- Commitment to a progressive policy: increase or keep at least stable
- Stable dividend payment proposed for FY 2019 despite decreasing EPS
- For FY 2019 dividend, proposal of €2.40 per share at the next AGM, on April 17th, 2020
- Dividend yield of 6.1%^(c)
- Corresponding FOCF of €473m in FY 2019 covers dividend payment of €438m^(d)
- Balance sheet was strengthened by reducing net debt by €1.1bn between 2015 and 2019

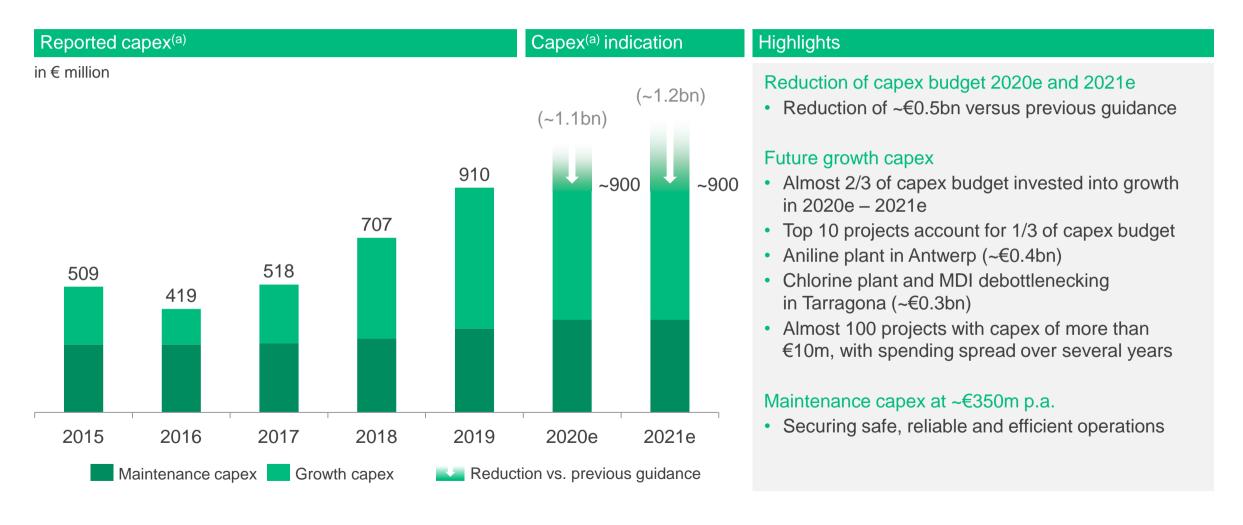
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Investment into organic growth to deliver attractive returns

Note:



Covestro Group capex^(a) development 2015 – 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 Q4 / FY 2019**
- Segments overview
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Continuous progress on strategic focus topics

Achievements 2019



Sustainability

- Initiative for circular economy
- Use of alternative raw materials (biomass, carbon dioxide)
- Green electricity for production (Ørsted wind farm)



Portfolio optimization

- Disposal of European and US Polycarbonates sheet businesses
- Disposal of European PU system houses
- Increase of shares in joint venture DIC Covestro Polymer (DCP)^(a)

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Expansion of production network

- Expansion of MDI production Brunsbüttel, Germany
- Expansion of specialty films production
- Pilot projects for the maintenance of plants using AI



Note:



Innovation

- Product innovations for megatrends such as 5G or e-mobility
- Digital chemistry (use of AI and big data)
- Covestro Start-Up Challenge

Guidance achieved in a challenging environment



	Initial guidance FY 2019	Narrowed guidance FY 2019 ^(a)	FY 2019	Achievement
Core Volume Growth	Low- to mid-single-digit percentage increase Y/Y	Low-single-digit percentage increase Y/Y	+2.0%	
FOCF	€300 – 700m	€300 – 500m	€473m	
ROCE	8% – 13%	8% – 10%	8.4%	
EBITDA	€1,500 – 2,000m	€1,570 – 1,650m	€1,604m	

Note:

Solid core volume growth in a challenging environment

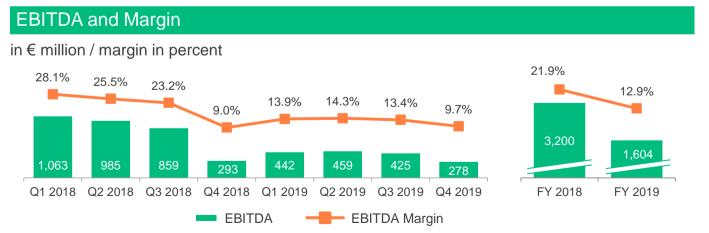


Group results – Highlights FY 2019



Highlights

- Solid core volume growth (in kt) of +2.0% Y/Y
- Solid growth in PUR and PCS while CAS volumes declined slightly
- Overall asset utilization rate remains high



- Compared to prior year, EBITDA declined due to pronounced negative pricing delta
- In Q4 2019, EBITDA margin declined to 9.7%
 vs. 13.4% in Q3 2019 due to normal seasonality, coupled with ongoing margin pressure in a continuing, challenging industry environment

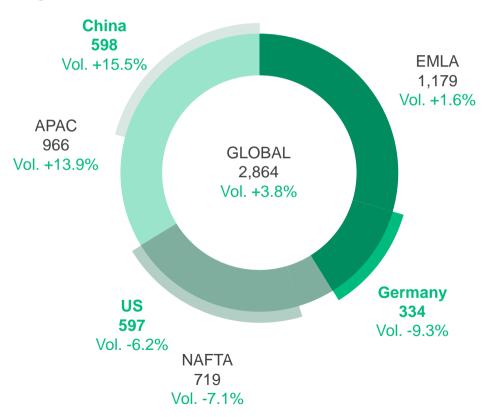
Solid core volume growth in a difficult environment

Q4 2019 – Regional split



Sales and core volume growth

in € million / changes Y/Y



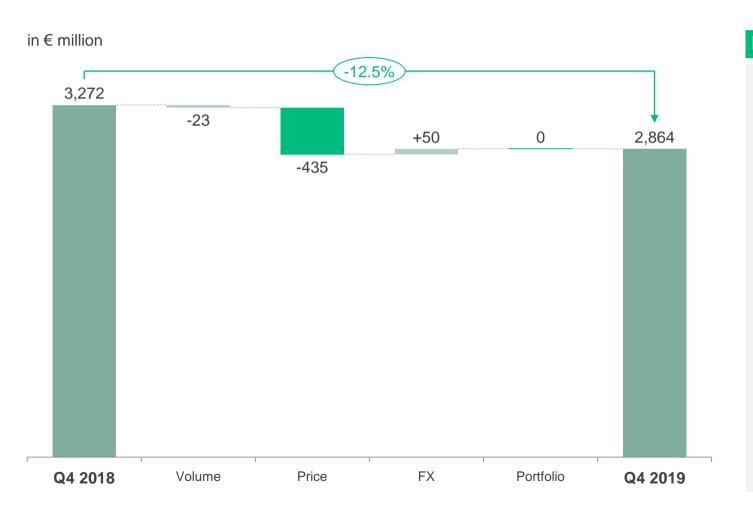
Core volume growth Y/Y

- APAC: double-digit growth in automotive, wood/furniture and diverse industries, strong growth in construction
- EMLA: strong growth in electronics, wood & furniture and diverse industries more than compensate negative growth in automotive and construction
- NAFTA: negative growth across all industries due to constrained product availability
- Global: double-digit growth in wood & furniture, strong growth in diverse industries as well as solid growth in electronics more than compensate negative growth in automotive

Negative price effects decrease sales

Q4 2019 – Sales bridge





Highlights

Negative pricing

 Lower selling prices in PUR and PCS negatively impacted sales by -13.3% Y/Y

Slightly negative volume development

- Sales volume expansion (in €) by -0.7% Y/Y
- Sales volume expansion below core volume growth of +3.8% mainly due to declining non-core business

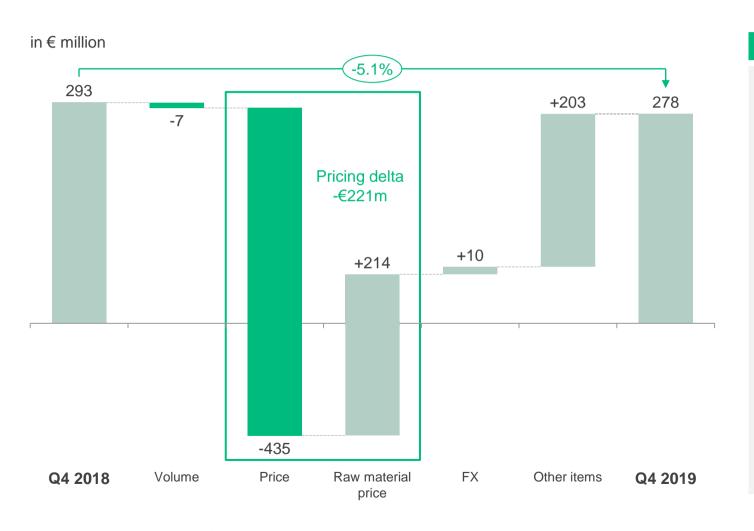
Positive FX

 Sales benefited +1.5% Y/Y from FX mainly due to stronger USD and CNY

Other items compensate pronounced negative pricing delta



Q4 2019 – EBITDA bridge



Highlights

Pronounced decline in contribution margin

 Negative pricing delta in PUR and PCS mainly resulting from higher competitive pressure

Other items

- Positive impact of €40m from accounting change (IFRS 16)
- Book gain of €34m from European PU system houses divestment

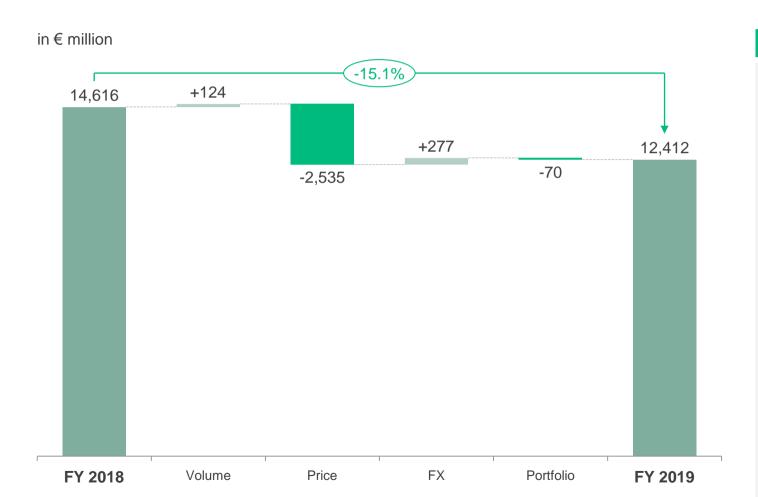
Positive FX

 Positive effect of +3.4% Y/Y mainly due to a stronger USD and CNY

Sales development driven by price effects

FY 2019 – Sales bridge





Notes:

Highlights

Negative pricing

 Lower selling prices, mainly in PUR and PCS, negatively impacted sales by -17.3% Y/Y

Slight volume increase

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

Positive FX

 FX benefited sales by +1.9% Y/Y mainly due to a stronger USD

Portfolio changes

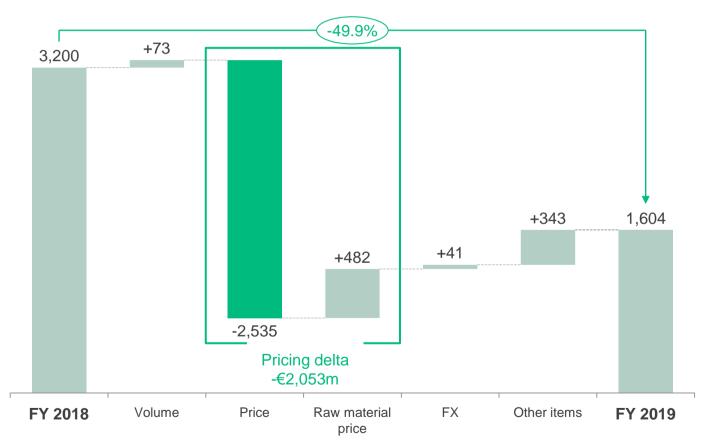
- US PC sheets divested as of 1st August 2018 (FY sales of ~€150m)
- Thermoplastic PU business DCP^(a) fully consolidated as of 1st April 2019 (FY sales of ~€40m)
- European PU system houses divested as of 1st November 2019 (FY sales of ~€230m)
- European PC sheets divested as of 2nd January 2020 (FY sales of ~€130m), relevant in FY 2020

Continuing pressure on prices and margins

FY 2019 – EBITDA bridge







Highlights

Positive volume leverage

Solid contribution at 59%^(a)

Pronounced decline in contribution margin

 Negative pricing delta, mainly in PUR and PCS, due to intense competitive pressure

Other items

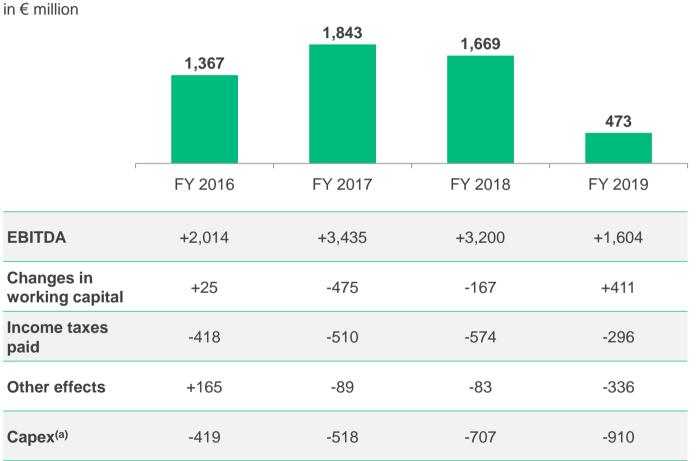
- Lower bonus provisions of ~€300m
- Positive impact of €131m from IFRS 16
- Higher costs driven by inflation, increasing number of employees for production and engineering as well as investments into digitalization
- Book gains €53m from DCP and European PU system houses transactions compare to book gains of €36m from PC sheets business divestment in FY 2018
- Insurance reimbursements of €63m vs. €29m in FY 2018

FOCF guidance achieved

FY 2019 - Historical FOCF development







- FY 2019 FOCF of €473m largely driven by the expected strong finish in Q4 (FOCF of €330m)
- FOCF at the upper end of the narrowed guidance of €300m to €500m and in line with the initial guidance of €300m to €700m
- Strict inventory management coupled with decreasing receivables (driven by lower price levels) led to significant release of funds in trade working capital
- High cash tax rate of 38.9% due to retroactive tax payments for FY 2018, above P&L tax rate of 26.8%
- Other effects include provision releases of ~€350m related to bonus payments for FY 2018
- Capex of €910m up Y/Y with focus on growth investments, in line with full year guidance





- Covestro investment highlights
- Group Financials Q4 / FY 2019
- **Segments overview**
- Background information

Number one producer globally and inventor of PU^(a)

Polyurethanes (PUR) at a glance



Products

Polyurethane rigid foam is an excellent insulation material and adds to high energy efficiency in cooling units and buildings.

As soft foam polyurethane provides comfort, for example in mattresses, car seats and upholstery.

Covestro develops and produces the components of this versatile material.

Key customer industries:









Sample applications



For comfortable cars



For cozy furniture



For sustainable houses



For robust sports equipment



Core volume CAGR in 2015 – 2019^(b)



Sales 2019



EBITDA 2019

Polyurethanes – margin declining towards trough levels

EBITDA

Note:

EBITDA Margin



Segment results – Highlights FY 2019





- Solid core volume growth (in kt) of +2.3% Y/Y, driven by MDI and TDI
- · Growth in all key industries except automotive
- Increasing sales volumes (in €) of +1.5% Y/Y,
 FX added +1.8%
- Sales decreased by -21.5% Y/Y, driven by price (-24.7%)

in € million / margin in percent 23.9% 32.7% 29.7% 23.4% 11.2% 1.763 11.6% 10.6% 7.0% 648 Q1 2018 Q2 2018 Q3 2018 Q1 2019 Q2 2019 Q3 2019 FY 2018 Q4 2018 Q4 2019 FY 2019

Highlights

- Compared to prior year, EBITDA declined due to pronounced negative pricing delta
- In Q4 2019, EBITDA margin declined to 9.2% vs. 13.3% in Q3 2019 due to seasonally lower volumes and continuing margin pressure
- Book gain of €34m from divestment of European PU system houses in Q4 2019

EBITDA attributable to fly-up TDI margins

EBITDA and Margin

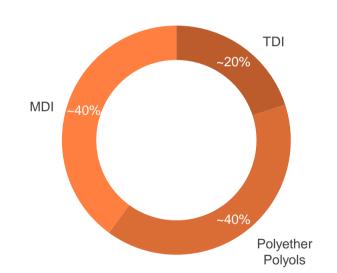
Polyurethanes broadly positioned for growth

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Sales by business, end-markets and regions

PUR sales split by business

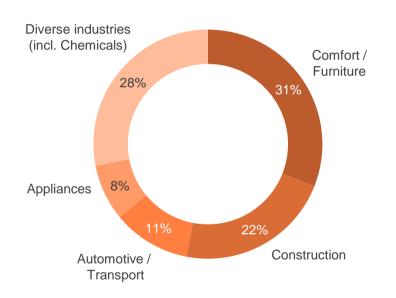
% of 2019 sales



PUR sales split by end-markets

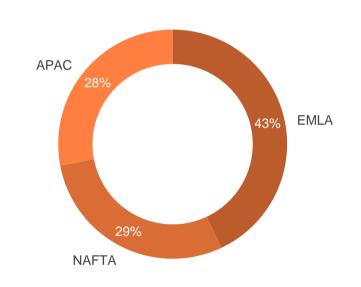
% of 2019 sales

Notes:



PUR sales split by regions

% of 2019 sales



Growth driven by MDI and TDI

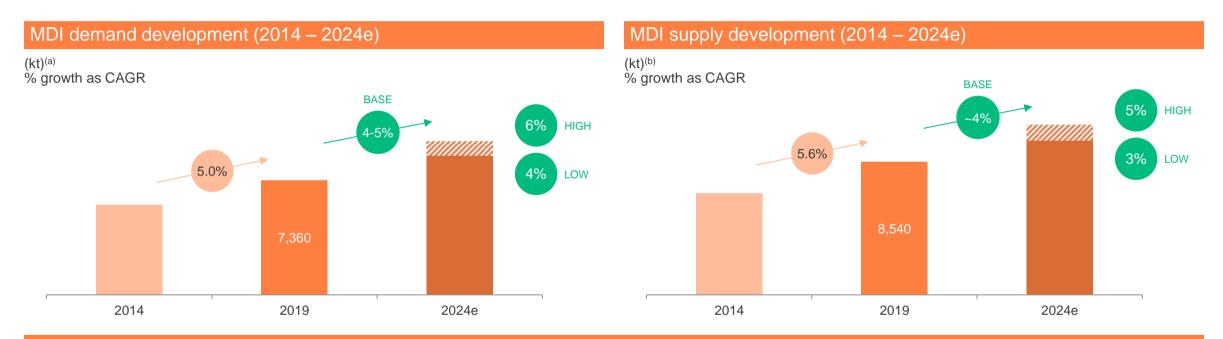
Growth driven by several industries

Growth driven by all regions

MDI industry supply and demand to remain balanced



Historical industry development and outlook



Industry highlights

- Structurally sound demand of 4% 5% based on global GDP growth and substitution trends
- Major additions^(c) expected until 2024e: Wanhua (800kt in China), BASF (300kt in USA) and Juli Heshan (400kt in China)
- Covestro additions: Brunsbüttel, Germany (200kt, 2020e), Caojing, PRC (100kt, 2021e) and Tarragona, Spain (50kt, 2023e)

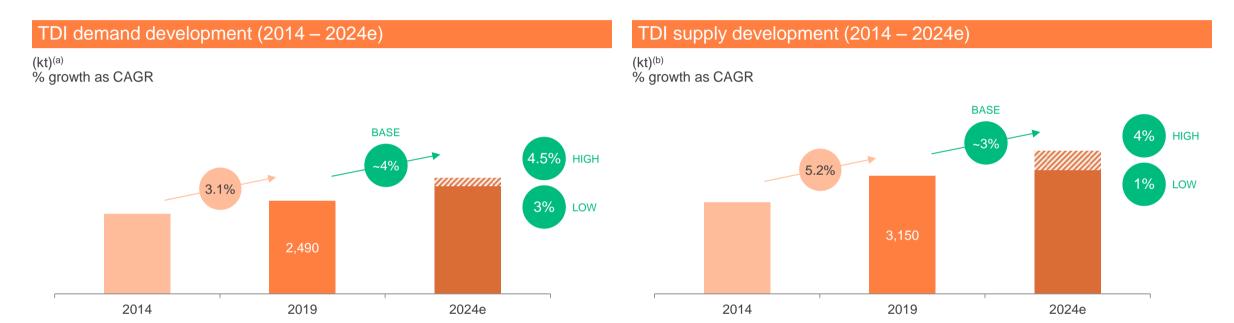
⁽b) Based on historical and announced future nameplate capacities

⁽c) Based on corporate announcements

TDI industry supply and demand getting back in balance



Historical industry development and outlook



Industry highlights

- Ongoing ramp-ups: BASF (300kt) and Wanhua (300kt)
- Major additions^(c) expected until 2024e: Juli Heshan (150kt in China), Fujian SEEC (150kt in China)
- Announced closure of BASF (80kt, Schwarzheide) in H1 2020
- Potential industry consolidation in APAC

⁽b) Based on historical and announced future nameplate capacities

⁽c) Based on corporate announcements Covestro estimates

Number one producer globally and inventor of PC^(a)

Polycarbonates (PCS) at a glance



Products

As a true high-tech material, polycarbonate is not only very robust, break-proof and light-weight, but also offers a high degree of design flexibility.

Polycarbonate is available in all colors ranging from crystal clear to deep black. It is an excellent substitute for traditional material such as glass or metal.

This allows for a wide variety of application possibilities ranging from vehicles to smartphones and laptops as well as lenses or large roofs.

Key customer industries:













Core volume CAGR in 2015 – 2019^(b)



Sales 2019

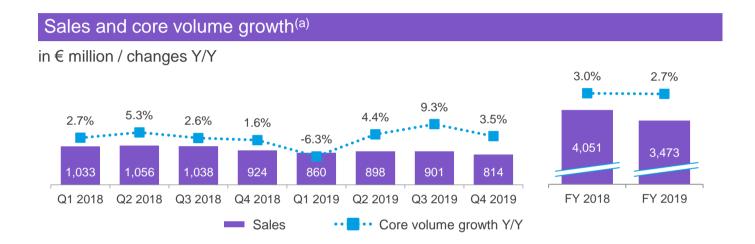


EBITDA 2019

Polycarbonates – increasing margin pressure

Segment results – Highlights FY 2019





Highlights

- Solid core volume growth (in kt) of +2.7% Y/Y driven by all key industries except automotive
- Increasing sales volumes (in €) of +2.4% Y/Y,
 FX added +2.0%
- Sales decreased by -14.3% Y/Y, driven by price (-16.5%)

EBITDA and Margin in € million / margin in percent 25.6% 15.4% 30.3% 29.3% 27.0% 18.0% 1.036 536 303 FY 2018 Q1 2018 Q2 2018 Q3 2018 Q4 2018 Q1 2019 Q2 2019 Q3 2019 Q4 2019 FY 2019

EBITDA Margin

Highlights

- Compared to prior year, EBITDA declined due to pronounced negative pricing delta
- In Q4 2019, EBITDA margin decreased to 11.7% vs. 14.7% in Q3 2019, mainly driven by the seasonally negative volume leverage

EBITDA

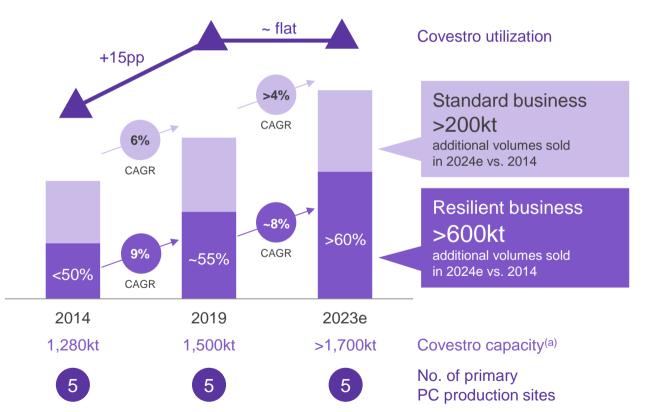
Resilient business to grow to 65% long term

PCS product portfolio



Development of resilient portion of PCS volumes

Covestro sales volumes in kt



Covestro highlights

Product portfolio improvement

- Short-term, product mix deterioration expected due to automotive weakness
- Long-term, goal to increase resilient portion of PC volumes to 65% with structural improvement of average contribution margin

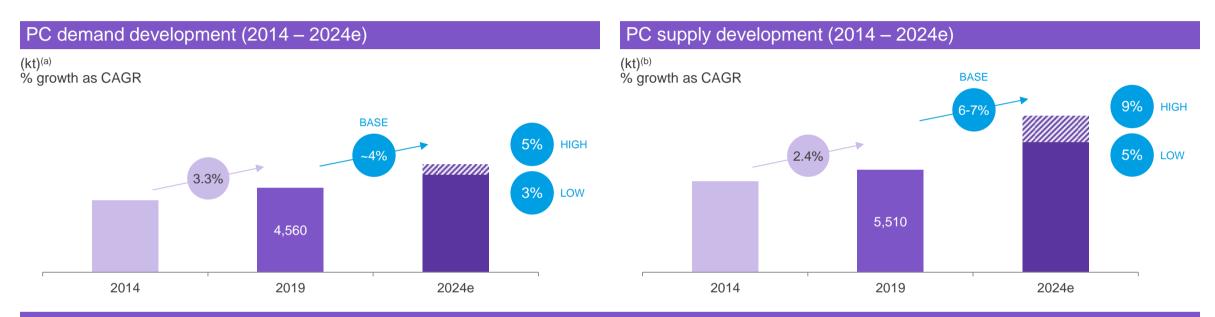
Higher asset utilization

- 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

Historical industry development and outlook





Industry highlights

- Electric mobility and autonomous driving could accelerate demand growth above base case
- Major additions(c) expected until 2024e: Cangzhou Dahua, Hainan Huasheng, Heng Yuan, Lotte, Luxi, Puyang, SABIC-Sinopec, Shenma, Wanhua, ZPC, Xingyun
- Numerous announced projects with high uncertainties regarding actual timing and scope
- Covestro additions: Caojing, PRC (+150kt in multiple steps until 2024e, optional +50kt thereafter)

Source:

⁽b) Based on historical and announced future nameplate capacities

Performance materials for coatings, adhesives and specialties



Coating, Adhesives, Specialties (CAS) at a glance

Products

There is a vast application range of coatings and finishes made of Covestro polyurethane raw materials. They are used for protection and decoration.

In addition, the company produces pre-products for adhesives and sealants as well as for specialty films and elastomers.

Coating, Adhesives, Specialties (CAS) also supplies materials for cosmetics, textiles and medical goods.

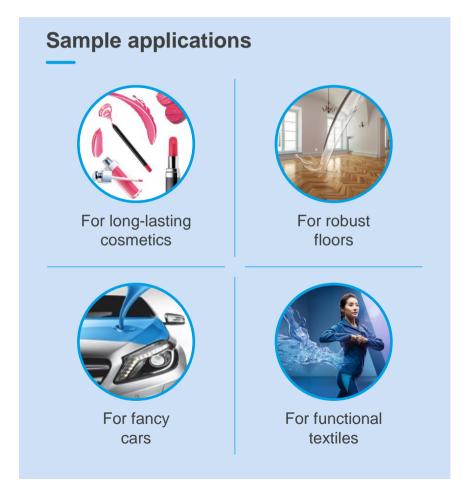
Key customer industries:













Core volume CAGR in 2015 - 2019(b)



Sales 2019



EBITDA 2019

Coatings, Adhesives, Specialties – weak end markets



Segment results – Highlights FY 2019

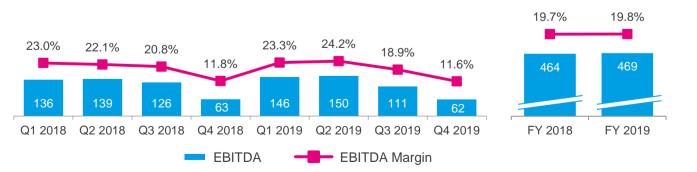


Highlights

- Disappointing demand for industrial coatings burdened core volume growth (-1.0% Y/Y)
- Core volume rebound in Q4 helped by full consolidation of DCP and weak comparison basis
- Stable sales development at +0.3% Y/Y driven by FX (+2.3%) and portfolio (+1.2%) despite weaker sales volumes in € (-2.1%) and prices (-1.1%)

EBITDA and Margin

in € million / margin in percent



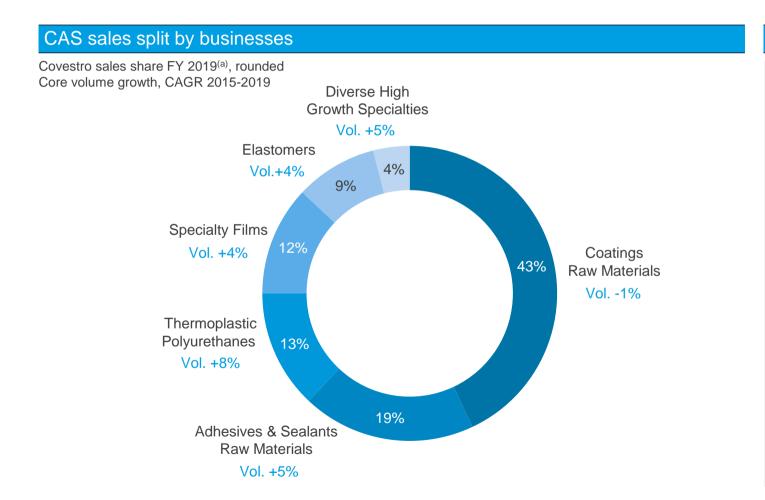
Notes:

- Compared to prior year, stable EBITDA despite the negative volume leverage helped by decreasing costs and book gain from DCP revaluation (€19m)
- In Q4 2019, EBITDA margin decreased to 11.6% vs. 18.9% in Q3 2019, mainly driven by the seasonally negative volume leverage

Solid underlying growth despite challenging environment



Outperformance of High Growth Specialties businesses



- Adjusted core volume growth of 2.1% CAGR in 2015-2019^(a)
- Growth driven by all businesses except coatings raw materials
- High Growth Specialties businesses generate ~38% of sales: Thermoplastic Polyurethanes (TPU), Specialty Films and Elastomers
- Coatings raw materials businesses burdened by weak end markets like automotive





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Scores reflect Covestro's broad engagement in ESG



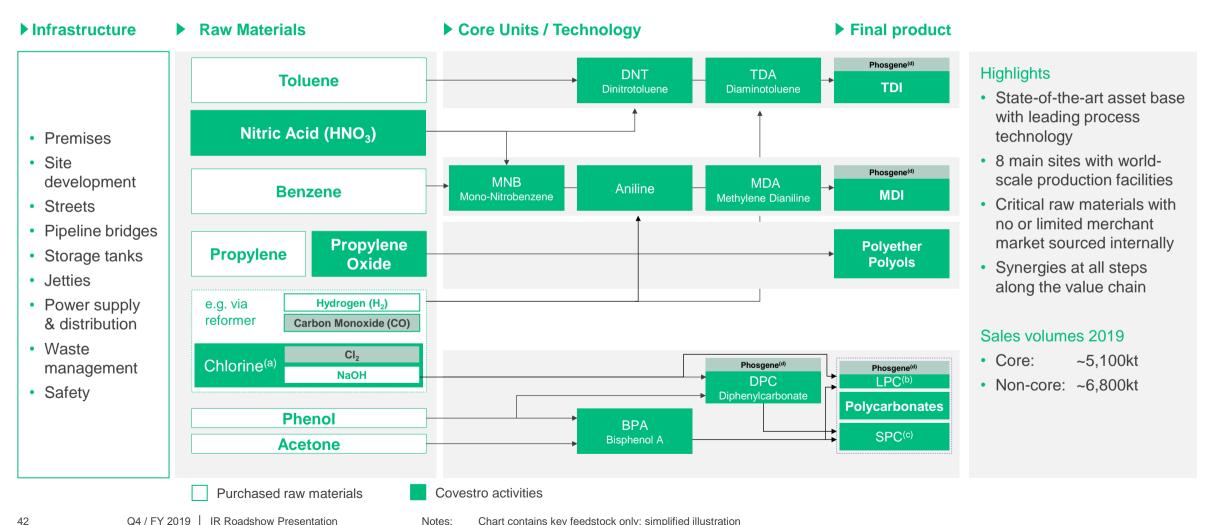
Covestro's rating results and index memberships (as of Jan 2020)

Rating / Index	2016 2017 2018	2019 2020	Scoring	Benchmark	
MSCI 🌐	BBB BBB A	A	AAA – CCC	in Specialty Chemicals	10% 18% 18% 14% CCC B BB BB A AAA
Corporate ESG Performance PATEU BY ISS ESG	В- В-		A+ – D-	Prime Status	20%- 16%- 0%- D D D C C C C B B B A A A A
SUSTAINALYTICS New methodology ^(a)	74 75	23.3	max. 100 Points 0 – 100 Points (the lower the better)	Leader	6 out of Lesder
ecovadis Supplier Sustainability ratings	73	80	max. 100 Points	Gold Ranking	2019 ecovadis css sating
FTSE Russell				Inclusion in FTSE4Good Index ^(b)	FTSE4Good

Synergies in scale, process technology and chemical know-how



One chemical backbone across all segments



Significant synergies from Covestro chemical backbone



CAS backward integration

▶ Infrastructure Raw Materials Core Units / Technology Phosgene^(b) Toluene TDI Nitric acid (HNO₃) Phosgene^(b) Benzene MDI Premises RaQ HCI Site Phosgene^(b) S Phenol development **PCS** Acetone Streets Pipeline bridges Phosgene^(b) Chlorine^(a) Aromatic derivatives Storage tanks **HMDA** HDI PC films Jetties **IPDA IPDI** Power supply **PACM** H₁₂MDI & distribution Waste management Adipic acid Polyester polyols Safety HDO/BDO Propylene oxide Polyether polyols Ethylene oxide

Purchased raw materials

Covestro activities

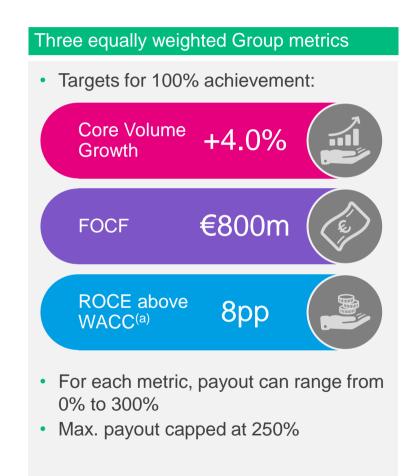
Entire organization aligned for performance

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 – 2021e

Upcoming IR events



Find more information on covestro.com/en/investors

Reporting dates		
April 29, 2020July 23, 2020October 27, 2020	Q1 2020 Interim Statement Half-Year Financial Report 2020 Q3 2020 Interim Statement	
Annual General Meeting		
• April 17, 2020	Annual General Meeting, Bonn	
Capital Markets Day		
• October 1, 2020	Leverkusen	
Sellside event		
• May 27, 2020	Sellside Round Table with CFO, London	
Broker conferences		
March 3, 2020March 12, 2020April 1, 2020	Morgan Stanley Corporate Day, Madrid Goldman Sachs Annual European Chemicals Conference, London Mainfirst Corporate Conference, Copenhagen	



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