

OMV Conference Call

March 12, 2020


OMV Aktiengesellschaft



**OMV increases share
in Borealis to 75%**

Rainer Seele
Chairman of the
Executive Board and CEO

March 12, 2020

The energy for a better life. 

Rainer Seele

Chairman of the Executive Board and CEO

The spoken word applies

Disclaimer

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OMV signs transformative agreement for increasing its share in Borealis to 75%



- ▶ OMV acquires additional 39% share in Borealis, **increasing its share to a controlling interest of 75%**
 - ▶ Purchase price of USD 4.68 bn
 - ▶ OMV is entitled for dividends distributed after 31 December 2019
- ▶ **Expected to close by end of 2020**, subject to regulatory approvals
- ▶ Company will be **fully consolidated in OMV Group's financials**
- ▶ **EPS accretive** from first year onwards
- ▶ **Gearing ratio excluding leases to be reduced to around 30% by end of 2021**, supported by defined measures, including a **EUR 2 bn divestment program**

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Ladies and gentlemen, good morning and thank you for joining us today on short notice and taking the time during another busy day in global markets.

Slide 4: OMV signs transformative agreement for increasing its share in Borealis to 75%

It's certainly difficult times – with the recent oil price drop, the corona virus and the current economic uncertainty. Despite the current situation, we are firmly convinced that the announced transaction today is the right strategic move for our company.

Today, we have signed an agreement with Mubadala for an additional 39 percent share in Borealis. With this acquisition, OMV will increase its shareholding to 75 percent and thus hold a controlling interest in Borealis.

Ladies and gentlemen, this transaction fundamentally changes OMV's portfolio, transforming our company into a global integrated oil, gas and chemical group.

The purchase price amounts to 4.68 billion Dollars. Based on the new shareholding, OMV is entitled to dividends distributed after 31st December 2019.

Closing of this transaction is expected by the end of this year, subject to regulatory approvals. Upon closing, Borealis will be fully consolidated in OMV Group's financials.

The transaction will be accretive to OMV's Earnings per Share from the first year onwards.

Despite this major acquisition and an immediate increase of our net debt, we aim to deleverage fast and achieve a gearing ratio – excluding leases – of around 30 percent by the end of 2021. To ensure this, we have taken decisive actions, including a divestment program of 2 billion Euros until end of next year.

Strategic rationale – forward integration along the value chain



Gain access to **attractive growth business and markets**



Strengthen forward integration along value chain, increasing **natural hedge**



Increase operating **cash generation** immediately and substantially



Benefit from **operational integration and synergies**



Become a technology **leader in circular economy**

Slide 5: Strategic rationale – forward integration along the value chain

Borealis is a fantastic strategic fit. Through this acquisition, we will substantially increase our chemicals business and extend our value chain into polymers. This not only enables us to participate in an attractive growth market but also improves our natural hedge against cyclicity

Borealis is a successful company with a strong earnings track record and consistent high cash flow generation.

At our major sites in Austria and Germany, Borealis is just across the fence from our operations. We see a big potential to benefit from further operational integration and from applying best practices throughout the Group. We also expect to realize substantial synergies from the combined business, thus creating additional value.

Last but not least, Borealis is a leader in waste management and recycling, which supports our ambition to become a leader in circular economy.

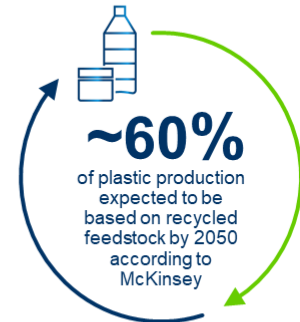
Strategic rationale – OMV repositions in a low-carbon world



CEO Rainer Seele:

“We will change our portfolio towards products that are demanded in a low-carbon world ...

... and, we want to become a leading player in circular economy”



Slide 6: Strategic rationale – OMV repositions in a low-carbon world

Ladies and gentlemen, this transaction is a decisive step in our transformation to position OMV successfully for the future.

We see the following long-term developments:

First, a continuous growth of the chemical industry, also in a low carbon world.

Second, a trend towards circular economy.

Many products of our daily life are based or enabled by chemicals. To give you just a few examples:

The mattresses we sleep on, the toothbrush, the smartphones and computers we use every day. Chemicals and polymers are also playing a crucial role in the energy transition. They are needed for solar panels and wind mills. They are essential for efficient insulation of buildings and electricity transportation. And, they help to reduce weight in the transportation sector by replacing heavier materials such as steel or aluminum.

Thus, we are convinced that chemicals and polymers will be needed also in 2050 and beyond. With this transaction, we will change our portfolio towards products that are – without any doubt – also demanded in a low-carbon world.

How petrochemicals will be produced may change however. Most importantly, we do firmly believe that the importance of recycled materials as feedstock will dramatically increase. According to a McKinsey study, almost 60 percent of plastic production might be based on recycled feedstock by 2050. We – OMV and Borealis together – want to support and drive this development. We will be a technology leader in this emerging market. And, we have the clear ambition to become a leading player in circular economy!

Borealis – leading polymer producer with a focus on innovation

Key financials	Market presence		Employees
Sales 2019 ² EUR 9.8 bn	Leading polyolefin producer 5.7 mt #8 globally	Major operations in Austria, Belgium, France, Nordics and Germany European base	Employees excluding JV ~6,900³
Net profit 2019 EUR 0.9 bn	Strong monomer base 3.6 mt	Strong position in Middle East and Asia 40% in Borouge JV	Employees working in R&D >500
Operating cash flow 2019 ² EUR 1.4 bn	Leading fertilizer producer #3 in Europe	Expanding US position 50% in Baystar JV¹	

Note: Capacities include 40% Borouge capacities and 50% Baystar capacities.
¹ Purchase of 50% share from NOVA Chemicals into Novelis Holdings signed, closing expected in H1 2020
² Excluding Borealis net working capital changes: including dividends from Borouge
³ Including mtrm plastics GmbH, Ecoplast GmbH and Rosier



Slide 8: Borealis – leading polymer producer with a focus on innovation

Let me give you a quick overview of Borealis.

It is a highly profitable business with strong cash flows. Last year, total sales amounted to 9.8 billion Euros. Borealis achieved a net profit of 872 million Euros and delivered a cash from operating activities of approximately 1.4 billion Euros. The latter includes the dividends received from Borouge.

Borealis is a leading provider of base chemicals, polyolefins and fertilizers. They are the second largest polyolefin producer in Europe and among the top ten producers globally, with a total capacity of 5.7 million tons of polyolefins. In fertilizers, they rank third among European producers.

Borealis has a strong European footprint and is active in the Middle East and Asia-Pacific through Borouge, a joint venture with ADNOC. In North America, they are a partner of Total in the Baystar joint venture.

Borealis employs around 6,900 people; more than 500 are working in research and development.

Borealis – technology leader with innovative solutions

Innovative company

6,900 patents granted and 3,000 patents pending as of 2019

Technology leader in polymer production and recycling

High share of specialty products

Borstar®



- ▶ **Borstar® is a multi-modal proprietary technology** that yields special properties and structural benefits
- ▶ **PE and PP with good processability for demanding applications** – broad molecular weight distribution with favourable mechanical properties
- ▶ **Cost effective and smaller environmental footprint** by accelerating converting processes
- ▶ **Borstar® makes Borealis a partner of choice**

Slide 9: Borealis – technology leader with innovative solutions

Innovation is at the core of Borealis' strategy. Its leading market position has largely been achieved through the proprietary Borstar® technology and continuous investment in research and development, which is reflected in the number of patents. By the end of last year, they had filed almost 10,000 patents.

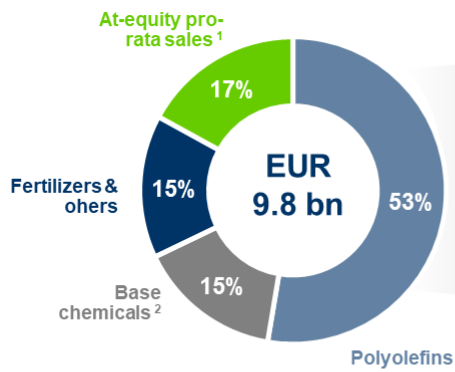
The unique Borstar® process and catalyst technology enables Borealis to provide a differentiated range of innovative plastics solutions for infrastructure applications, automotive components and advanced packaging. Borealis' excellent technology portfolio is one of the key factors in securing partners for global projects. A recent example is the joint venture between Borealis and Total in the US. It is the first time that the new third generation Borstar® technology will be used for a polyethylene plant.

The innovation headquarters is located in Austria and accommodates state-of-the-art research facilities. In addition, Borealis has two other innovation centers in Finland and Sweden and Borouge has its own center in Abu Dhabi.

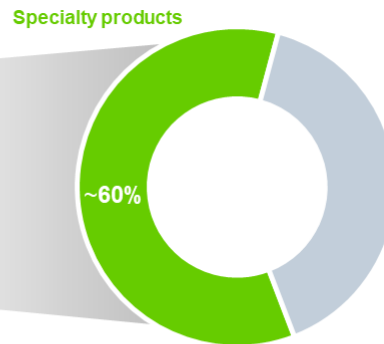
The company invests annually around 2 percent of its gross turnover in R&D for the development of catalysts, processes, as well as products. This is above the industry average. Their motto "Keep Discovering" encapsulates the pioneering company mindset and sums up what Borealis stands for.

Borealis – strong profit contribution from specialties

Total Sales by segment, 2019



Specialty products in Borealis margin, 2019



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¹ including 40% Borouge sales
² Base chemicals defined as Ethylene, Propylene, Butadiene, Aromatics, Acetone and Phenol



Slide 10: Borealis – strong profit contribution from specialties

With more than 50 years of experience, Borealis produces base chemicals – including monomers, melamine, phenol and acetone – fertilizers as well as a wide range of polyolefin products that form the basis of many plastics applications, part of our daily lives.

More than half of total sales are polyolefins, while base chemicals and fertilizers account for 15 percent each. The pro-rata sales from equity participations, mainly from Borouge, account for 17 percent of total sales.

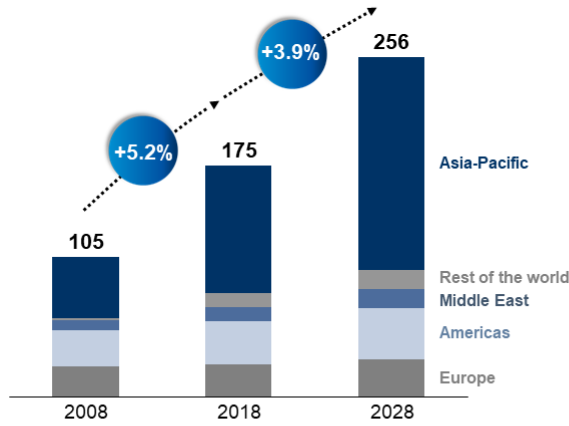
The polyolefin products are clustered into five end-use industries: Energy, Automotive, Pipes, Consumer Products and Healthcare. In addition, the Circular Economy Solutions unit is dedicated to discovering new opportunities for long-term business growth in recycling and design for recyclability.

Building on its unique polymer manufacturing technology, Borealis has a high share of polyolefin specialty grades, accounting for approximately 60 percent of the total margin. For example, in pipes, Borealis is a leading provider of polyolefin compounds for the global wire and cable industry. Its solutions are widely used in energy transmission and distribution cables, data and communication cables, building and automotive wires. In automotive, Borealis produces lightweight solutions for the substitution of heavier materials such as metal or rubber. The company was one of the first polyolefin suppliers that developed grades with post-consumer recycled content for automotive applications.

A high share of specialty products mitigates the volatility of the commodity cycle and ensures financial stability.

Access to market with strong growth perspectives driven by economic growth and improving living standards

Polyolefins ¹ demand 2008 - 2028
Mt, CAGR



- ▶ **Fast growing market:** CAGR ~4% until 2028, above GDP growth
- ▶ **Asia is the main driver of growth** (CAGR ~5%)
- ▶ **Growth triggered by economic growth and improving living standards** in emerging countries and steady growth in mature economies
 - ▶ While PE consumption per person is ~30 kg in developed countries, it is around 1 kg in developing countries
- ▶ **Market segments to drive the growth:** packaging, automotive, building and construction and textile

Slide 11: Access to market with strong growth perspectives driven by economic growth and improving living standards

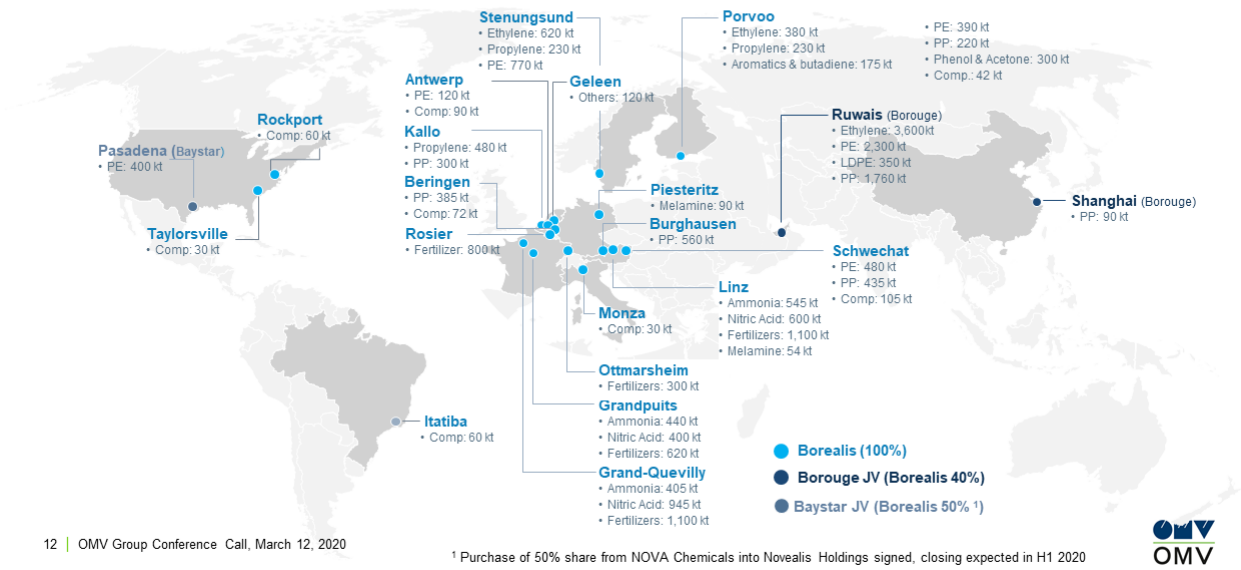
As mentioned before, the polyolefin market is very attractive. In the last ten years, it has grown at an impressive average annual rate of 5 percent. Going forward, the market is expected to continue to grow fast, at an average annual rate of almost 4 percent, which is above global GDP.

The main driver for growth will be the rapid economic development of emerging countries, with improved lifestyles and increasing personal disposable incomes. Advanced economies, such as the US and Europe, currently use up to 30 times as much plastic as developing economies on a per capita basis.

Asia will lead the development – with a projected annual average growth rate of 5 percent. Also in developed economies, chemicals demand continues to grow, albeit at slower pace.

The market segments that are expected to drive the growth are packaging, automotive, building, construction and textile.

Borealis has a global footprint



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¹ Purchase of 50% share from NOVA Chemicals into Novaleis Holdings signed, closing expected in H1 2020



Slide 12: Borealis has a global footprint

Headquartered in Vienna, Borealis currently operates in over 120 countries on five continents.

In Europe, Borealis produces monomers with a capacity of 2.1 million tons through steam crackers in Finland and Sweden as well as a PDH plant in Belgium, and operates polyolefin manufacturing sites with a capacity of 3.7 million tons. The two steam crackers benefit from a high feedstock flexibility, being able to use naphtha, ethane or propane. Borealis is thus able to take advantage of feedstock price arbitrage opportunities. In addition, the company has several underground storage caverns in Sweden, allowing for further optimization.

The fertilizer business is also located in Europe, with production units in France, Austria and Germany.

Outside Europe, through its participations in Borouge and Baystar, Borealis has a monomer capacity of 1.4 million tons and a polyolefin production capacity of 2 million tons.

Borouge, the largest polyolefin site in the world – benefitting from competitive feedstock and access to Asian growth markets



- ▶ The world's largest integrated polyolefins complex
 - ▶ JV between ADNOC (60%) and Borealis (40%) established in 1998, first operations started in 2001
 - ▶ Following the start up of Borouge 3 in 2015, capacity increased to 4.5 mn t
 - ▶ PP5 unit will increase capacity to 5.0 mn t and will be the tenth Borstar® unit in Ruwais
 - ▶ ~ 3,000 employees
- ▶ Combining **competitive feedstock** for the ethane based crackers and **direct access to Asian growth markets** via deep-water harbor
- ▶ **Strong growth in earnings** over the last decade – net profit reached a level of EUR 0.9 bn in 2019

Slide 13: Borouge, the largest polyolefin site in the world – benefitting from competitive feedstock and access to Asian growth markets

Established 22 years ago, Borouge has been a key partnership of Borealis with ADNOC.

The joint venture has successfully combined the leading edge Borstar® technology, with competitive feedstock and access to the Asian growth markets.

The polyolefin production capacity of Borouge grew from 500 thousand tons in 2001 to 4.5 million tons, making it the largest single polyolefin site in the world. The impressive size of the site is also illustrated by the fact that Borouge is among the top ten polyolefin producers worldwide. The company is highly profitable and generated a net profit of approximately 1 billion dollars last year.

Well positioned for growth in cost-advantaged locations

Europe



Belgium – new PDH ¹ plant in Kallo, located in proximity to port of Antwerp

- ▶ Cost advantaged feedstock: propane
- ▶ 750 kt p.a. PDH plant
- ▶ In execution; start-up 2022
- ▶ Investment EUR ~1 bn

Americas



Texas (US) – Baystar JV with Total

- ▶ 1,000 kt p.a. ethane cracker; in execution; start-up 2020
- ▶ 625 kt p.a. Borstar[®] PE plant; start-up 2021
- ▶ Investment (50%^{2,3}): USD ~2 bn, thereof USD ~0.7 bn paid

Middle East



Abu Dhabi – Borouge

- ▶ **New Borstar[®] PP plant** at Borouge 3 (PP5)
 - ▶ Capacity: 480 kt p.a.
 - ▶ Expected start-up in 2021
 - ▶ Investments (40%): USD ~0.2 bn
- ▶ **Borouge 4 (FEED)**
 - ▶ 1,800 kt p.a. cracker

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¹ Propane Dehydrogenated

² Purchase of 50% share from NOVA Chemicals into Novelis Holdings signed, closing expected in H1 2020

³ Share in existing Baystar JV assets included

Slide 14: Well positioned for growth in cost-advantaged locations

Borealis is well positioned for further profitable growth. Let me briefly highlight the three main projects:

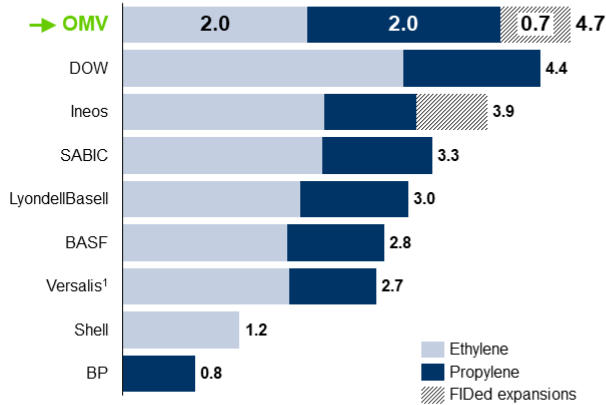
In Belgium, Borealis is building a propane dehydrogenation plant to benefit from the expected growing propylene demand in Europe. The new facility will have a production capacity of 750 thousand tons per year of propylene, making it one of the largest and most efficient plants of its kind in the world. With a total investment of around 1 billion Euros, the new PDH plant is one of the largest investments in the European petrochemicals industry in the last 20 years. Start-up is planned for 2022.

In the US, Borealis has partnered with Total in the Baystar joint venture to develop two projects. Baystar is currently building a new Borstar[®] polyethylene unit at the existing Total production site in Bayport with a capacity of 625 thousand tons per year. This will more than double the polyethylene production capacity of Baystar to 1.1 million tons per year. The state-of-the-art Borstar[®] technology, which will be used in North America for the first time, will allow Baystar to produce advanced polyethylene products for the most demanding applications. The plant is expected to start-up in 2021. Baystar is also building a one-million-ton per year steam cracker in Port Arthur, Texas. The new cracker will process ethane, which is abundantly available and competitively priced in the US, and will supply feedstock for the two polyethylene plants of the joint venture.

The third major project is in Abu Dhabi, where Borouge is building the fifth polyethylene plant in Ruwais. This will grow the polymer production capacity of Borouge to almost 5 million tons per year by 2021. Borouge is also evaluating the construction of a fourth cracker in Ruwais, with a capacity of 1.8 million ton. The project is currently in the FEED phase.

OMV to become #1 in ethylene and propylene capacity in Europe

Top ethylene & propylene capacities in Europe
Mn t



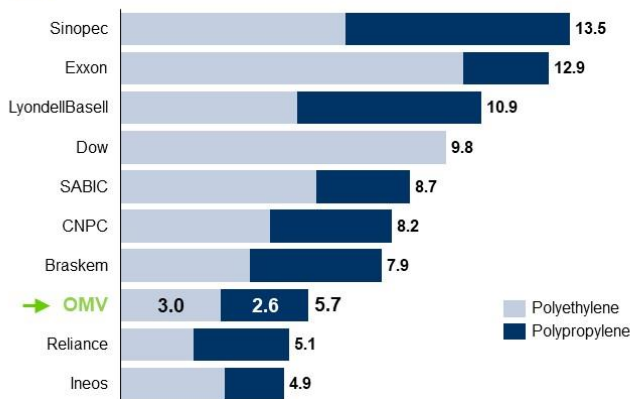
- ▶ **OMV's global monomer capacity will increase by over 50% to 6.4 mn t**
 - ▶ Thereof European ethylene and propylene: 4.0 mn t
 - ▶ Thereof aromatics and butadiene: 0.6 mn t
- ▶ PDH plant in Belgium will add further 0.75 mn t of capacity in 2022, **increasing OMV's European ethylene and propylene capacity to 4.7 mn t**
- ▶ **Strong operational advantages from forward integration** – in 2019, OMV sold 80% of its monomers in Western Europe to Borealis

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OMV extends value chain into polymers, immediately becoming one of the world's leading producers

Top 10 polyolefins capacities Globally, 2018
Mn t



- ▶ Extension of value chain provides a **natural hedge against cyclicality**
- ▶ Integrated value chain allows **margin optimization**
- ▶ OMV gains **access to high growth segment of polymers**
- ▶ OMV to become **#8 globally and #2 in Europe**

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Slide 16: OMV to become #1 in ethylene and propylene capacity in Europe

With Borealis in our portfolio, OMV's global monomer capacity will increase by more than 50 percent, from 2.8 to 6.4 million tons globally. The combined capacity in Europe will amount to 4.6 million tons, of which 4 million are ethylene and propylene. With the new PDH plant, our olefin capacities in Europe will increase to 4.7 million tons, making OMV the largest producer of olefins in Europe.

Slide 17: OMV extends value chain into polymers, immediately becoming one of the world's leading producers

At the same time, by integrating Borealis polymer capacities, we will extend our value chain and become one of the largest polyolefin producers worldwide: number 2 in Europe and number 8 globally.

OMV aims to become a significant player in circular economy

← Total investments of up to EUR 1 bn for innovative sustainable solutions planned until 2025 →



Waste collection

- ▶ Co-founder of the project STOP
- ▶ Support to create a **sustainable waste management system**
- ▶ Reduce ocean plastic pollution in emerging countries



Design for recycling & mechanical recycling

- ▶ **Technology leader** within the industry
- ▶ Design for recycling – solutions to replace difficult-to-recycle materials with **100% recyclable** ones
- ▶ **2 recycling plants** in Austria and Germany

&



Chemical recycling

- ▶ **ReOil®** – patented technology, converting of plastic waste into **high-quality synthetic crude**
- ▶ **Substantially lower CO2 emissions**
- ▶ Successful operation of **pilot plant**
- ▶ **Target: Upscaling to commercial plant of 200 kta by 2025**

Slide 18: OMV aims to become a significant player in circular economy

As mentioned before, OMV wants to become a leading player in the circular economy. This acquisition is a major step on this path.

Recycling is a key element in Borealis' strategy. Borealis was among the first plastic manufacturers to work towards a circular economy. Ever since, they have been consistent in their efforts to drive plastics circularity and to develop regranulates of highest quality. The result is innovative products jointly developed with partners from the waste management and plastics industries.

In 2017, Borealis founded together with Systemiq the initiative STOP – standing for Stop To Ocean Plastics. The project designs, implements, and scales sustainable waste management systems to reduce and prevent plastic pollution in emerging countries.

Borealis owns one of the largest European producers of post-consumer polyolefin recyclates in Germany – mtm plastics – widely acknowledged as a European technology leader in the recycling of mixed post-consumer plastic waste. In 2018, Borealis further strengthened its activities in plastics recycling with the acquisition of the Austrian company Ecoplast.

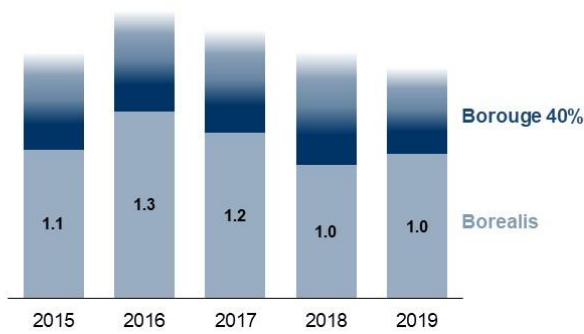
Borealis promotes the circular economy also through focusing on design for recycling. This means designing a product in such a way that it can be collected, sorted and recycled. This can be achieved by making appropriate material choices and design decisions. For example, they developed a 100 percent recyclable foam that replaces difficult-to-recycle solutions such as food service cups. This technology is also applicable to the automotive and construction industry. Borealis has also developed a 100 percent recyclable, full polyethylene laminate stand-up pouch, to replace non-recyclable multi-layer packaging.

The recycling expertise and activities of Borealis complement our efforts in this area. Through our innovative and proprietary ReOil® technology, OMV is at the forefront of research in chemical recycling of plastics.

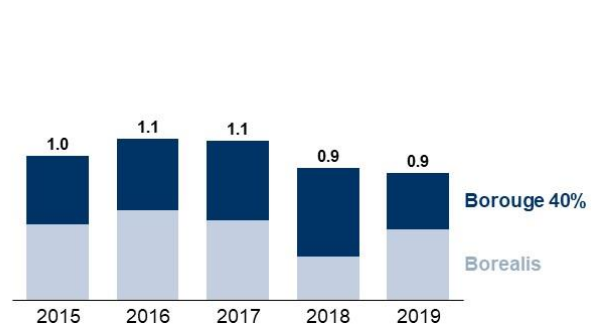
To achieve our aim to become a leading player in circular economy, we will invest up to one billion Euros until 2025.

Borealis – strong earnings track record

Borealis and pro-rata Borouge EBITDA
EUR bn



Borealis and pro-rata Borouge net income
EUR bn

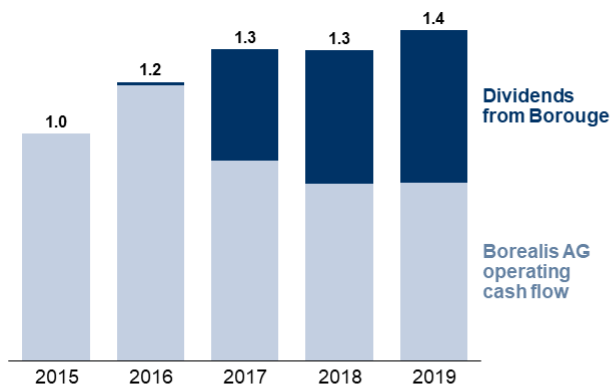


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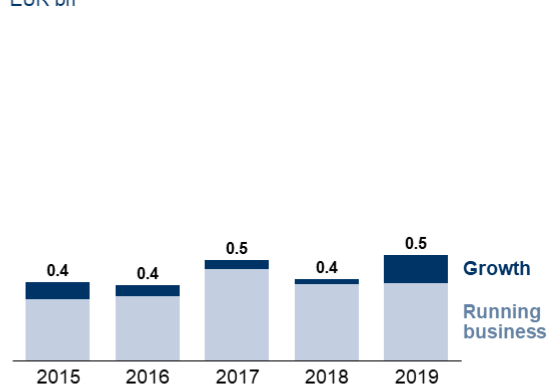
Borealis – highly cash generative operations

Operating cash flow ¹
EUR bn



¹ excl. changes in net working capital

Borealis investments (excluding leases)
EUR bn



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Slide 20: Borealis – strong earnings track record

As I said before, Borealis is a highly profitable business. If we look at the last five years, Borealis consistently delivered strong financials.

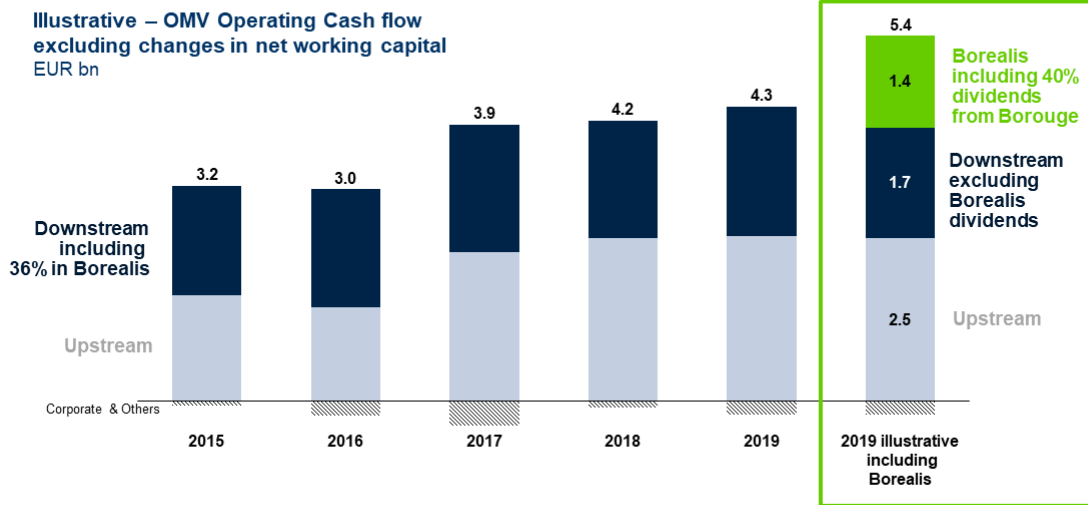
In EBITDA terms, Borealis' contribution amounted on average to 1.1 billion Euros per year. In addition to this, Borouge delivered a significant EBITDA.

Net income was almost 1 billion Euros per year on average.

Slide 21: Borealis – highly cash generative operations

Also, the cash flow generation was consistently strong, averaging 1.2 billion Euros per year. The underlying capex requirement is relatively low and was between 300 and 500 million Euros per year over the last five years.

OMV to reach a new level of operating cash flow



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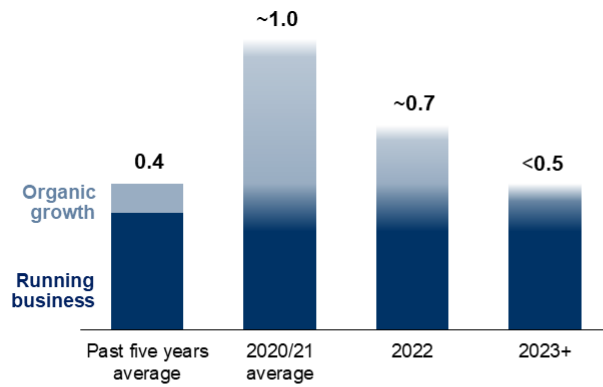


Slide 22: OMV to reach a new level of operating cash flow

With this acquisition, the strong cash flow generation of OMV with some 4 billion Euros in the last three years, will grow substantially. In 2019, the combined cash flow would have amounted to 5.4 billion Euros, which is an increase of 26 percent.

Cash outflows related to growth mostly in 2020/21

Borealis organic Capex
 excluding leases and excluding Baystar JV
 EUR bn



- ▶ **Borealis Organic Capex**
 - ▶ Running business capex to remain below EUR 500 mn
 - ▶ Growth capex in 2020/21 mainly driven by PDH plant
- ▶ **Acquisition of additional 50% in Novealis Holding and funding of Baystar JV growth projects expected in 2020 and 2021 (~ USD 1.3 bn)**
 - ▶ Acquisition of additional 50% in Novealis Holding expected to close in H1/20
- ▶ Growth capex in **Borouge expected to be self funded**

Slide 23: Cash outflows related to growth mostly in 2020/21

As the capex profile of Borealis will be substantially higher over the next two years, I would like to give you some guidance. Mainly driven by the PDH project in Belgium, the Borealis capex is expected to grow to 1 billion Euros per year in 2020 and 2021. After 2022, the organic capex will go back to the levels seen in the last five years, below half a billion Euros.

In addition to organic investments, Borealis will spend around 1.3 billion Dollars related to its growth projects in the US. This includes the acquisition of the additional 50 percent in Novealis Holding, who is the joint venture partner of Total in Baystar. Upon closing, Borealis will hold through Novealis 50 percent in the Baystar joint venture. The transaction is expected to close in the first half of 2020. The other part of the investments is related to the funding of the growth projects of Baystar.

The before mentioned growth investments in Borouge are expected to be self-funded.

Gearing ratio to be reduced to around 30% by the end of 2021

1	Divestments of EUR 2 bn by 2021 <ul style="list-style-type: none">▶ Gas Connect Austria▶ OMV retail stations in Germany▶ Kazakhstan Upstream business
2	Postponement and re-evaluation of projects <ul style="list-style-type: none">▶ Postponement of Achimov 4/5 acquisition to 2022 (EUR >1 bn)▶ FID Neptun earliest in 2021
3	CAPEX reduction <ul style="list-style-type: none">▶ Reduction of OMV CAPEX by EUR 200 mn to EUR 2.2 bn in 2020▶ Further optimization of combined business in 2021/22
4	Substantial synergies <ul style="list-style-type: none">▶ EUR 700 mn until end of 2025, including tax benefits

**GEARING RATIO
TARGET**
excluding leases

~30%
by end of 2021

Slide 24: Gearing ratio to be reduced to around 30% by the end of 2021

Ladies and gentlemen, we want to maintain a strong credit rating and deleverage fast. To achieve this, we have taken decisive measures.

- First, we decided on a substantial divestment program, from which we expect proceeds of 2 billion Euros until the end of next year. In addition to the Upstream business in Kazakhstan, we have communicated this morning that we have initiated the divestiture process for two specific businesses in Downstream.
- Second, we will re-evaluate our project pipeline. As communicated a couple of days ago, we have decided together with Gazprom to postpone the acquisition of Achimov 4/5 to 2022. This reduces our investments for this year by more than 1 billion Euros. In addition, the FID for Neptun is expected to be taken earliest next year, with major capex being spent after 2021.
- Third, we will reduce the OMV capex for this year by 200 million Euros to 2.2 billion Euros. And, we will look into further optimization of the combined OMV and Borealis business for the years to come.
- Last, but not least, we expect to realize substantial synergies. We expect synergies of 700 million Euros from operational cost savings, combined purchasing, debottlenecking, increased capital efficiency, as well as tax benefits until end 2025.

All these measures will help us to reduce our gearing ratio target – excluding leases – to approximately 30 percent by the end of 2021.

First assets part of the divestment program



Gas Connect Austria

- ▶ Ownership: **OMV 51%**, AS Gasinfrastruktur 49% (thereof, Allianz Group 60% and Snam 40%)
- ▶ Central hub in the European natural gas network
- ▶ Clean Operating Result in 2019 of EUR 97 mn
- ▶ **Strategic rationale:** OMV intends to exit completely the regulated gas transport business



OMV retail network in Germany

- ▶ 287 retail stations branded OMV in Germany
- ▶ Average throughput of 3.3 million liters
- ▶ **Strategic rationale:** Limited integration with refinery, as Burghausen is focused on petrochemicals and middle distillates

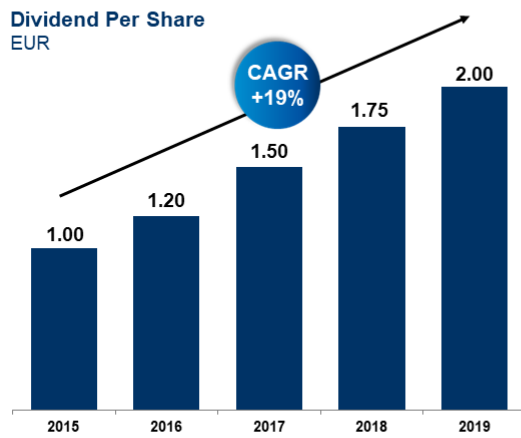
Slide 25: First assets part of the divestment program

The two businesses for which we started the divestment process will reduce our European Downstream business.

We opened negotiations on exclusive basis with the Austrian company Verbund for the possible sale of 51% stake in Gas Connect Austria. Gas Connect constructs and operates natural gas high-pressure pipelines in Austria, as well as markets transportation capacities in Austria and abroad. In 2016, we divested already a minority share of 49 percent and would now exit the regulated gas transport business completely.

We also started the divestment process of the retail network in Germany. We currently operate 287 OMV filling stations with an average throughput of 3.3 million liters. The integration with our Burghausen refinery in Germany is limited. Burghausen is a specialized refinery, focused on petrochemicals and middle distillates, notably jet. The refinery does not produce any gasoline. OMV would retain its Avanti stations in Germany in partnership with Aldi, with whom we have a collaboration in three other countries.

Progressive dividend policy reconfirmed



- ▶ We reconfirm the commitment to delivering an **attractive and predictable shareholder return** through the business cycle
- ▶ OMV aims to **increase the dividend or at least maintain it at the respective previous year's level**

Slide 26: Progressive dividend policy reconfirmed

Ladies and gentlemen, we will continue to reward our shareholders through our progressive dividend policy. In the last five years, we have doubled our dividends to 2 Euros per share, and this despite net acquisitions of around 3 billion Euros.

We herewith reconfirm our commitment to the progressive dividend policy: we want to increase the dividend every year or at least maintain it at the respective previous year's level.

Summary



- ▶ **OMV is repositioning in a low-carbon world**, gaining access to markets with long-term growth perspectives
- ▶ OMV will become a **leader in petrochemicals and polymers**
- ▶ OMV aims to become a **leader in high-growth recycling industry**
- ▶ The deal will be **immediately EPS accretive**
- ▶ Measures in place to **reduce gearing ratio to around 30%** (excluding leases) by end of 2021
- ▶ Reconfirmation of **progressive dividend policy**

Slide 28: Summary

Before we come to your questions, let me summarize.

Borealis is a great strategic fit for our portfolio. The expansion of the value chain from crude to polymers will give us a stronger baseline, a new financial flexibility, long-term growth potential and increased profitability.

OMV will become a global oil, gas and chemical group, with a significant footprint in petrochemicals. We will be a European leader and among the top ten polymer producers in the world. With a significant increase in this area, we are positioning the company successfully for a low-carbon world.

We see developments in recycling as a responsibility as well as an opportunity. We, therefore, aim to drive sustainable growth and become a leader in circular economy.

The deal will be immediately accretive to earnings per share. It substantially increases our cash flow and thus enhances our future dividend potential.

At the same time, we will deleverage fast and balance risk through our substantial divestment program, cost savings and synergies. We aim to bring gearing – excluding leases – back to around 30 percent by the end of 2021.

Our commitment to the progressive dividend policy is unchanged. We have shown in the last five years that our priority is to deliver attractive returns to our shareholders and we will continue to do so.

Thank you for your attention. Now my colleagues and I are happy to take your questions.