

LyondellBasell Industries N.V.  
Form DEFA14A  
April 11, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934**  
**(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**LyondellBasell Industries N.V.**

**(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

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No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- 1) Title of each class of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
- 2) Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
- 4) Proposed maximum aggregate value of transaction:
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
- 5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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- 2) Form, Schedule or Registration Statement No.:
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
  
- 3) Filing Party:

4) Date Filed:

**\*\*\* Exercise Your *Right* to Vote \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to Be Held on June 1, 2018.**

**LYONDELLBASELL INDUSTRIES N.V.**

*LYONDELLBASELL INDUSTRIES N.V.*

*DELFTSEPLEIN 27E*

*3013 AA ROTTERDAM*

*THE NETHERLANDS*

**Meeting Information**

**Meeting Type:** Annual Meeting

**For holders as of:** May 4, 2018

**Date:** June 1, 2018      **Time:** 8:30 a.m., Local Time

**Location:** Sheraton Hotel

Schiphol Airport

Schiphol Blvd. 101

1118 BG Amsterdam

The Netherlands

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

## **Before You Vote**

### How to Access the Proxy Materials

#### **Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT/ANNUAL REPORT INCLUDING 10-K

#### **How to View Online:**

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

#### **How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET*: [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE*: 1-800-579-1639
- 3) *BY E-MAIL\**: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 18, 2018 to facilitate timely delivery.

## **How To Vote**

Please Choose One of the Following Voting Methods

**Vote In Person:** Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

### Voting Items

**The Management Board and Supervisory Board recommend you vote FOR the following proposal:**

1. Adoption of the Proposed Amendments to our Articles of Association

**The Management Board and Supervisory Board recommend you vote FOR all of the nominees under the following proposals:**

2. Election of directors to our unitary Board and our Supervisory Board, for the period following the meeting until the unitary Board is formally implemented or in the event the amendments to our Articles of Association are not adopted:

2a. Bhavesh (Bob) Patel (unitary Board only)

2b. Robert Gwin

2c. Jacques Aigrain

2d. Lincoln Benet

2e. Jagjeet Bindra

2f. Robin Buchanan

2g. Stephen Cooper

2h. Nance Dicciani

2i. Claire Farley

2j. Isabella Goren

2k. Bruce Smith

2l. Rudy van der Meer

3. Election of directors to our Management Board, for the period following the meeting until the unitary Board is formally implemented or in the event the amendments to our Articles of Association are not adopted:

3a. Bhavesh (Bob) Patel

3b. Thomas Aebischer

3c. Daniel Coombs

3d. Jeffrey Kaplan

3e. James Guilfoyle

**The Management Board and Supervisory Board recommend you vote FOR the following proposals:**

4. Adoption of Dutch Statutory Annual Accounts for 2017
5. Discharge from Liability of Members of the Management Board
6. Discharge from Liability of Members of the Supervisory Board



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7. Appointment of PricewaterhouseCoopers Accountants N.V. as the Auditor for our 2018 Dutch Statutory Annual Accounts
8. Ratification of PricewaterhouseCoopers LLP as our Independent Registered Public Accounting Firm for 2018
9. Ratification and Approval of Dividends in Respect of the 2017 Dutch Statutory Annual Account
10. Advisory (Non-Binding) Vote Approving Executive Compensation
11. Authorization to Conduct Share Repurchases
12. Authorization of the Cancellation of Shares
13. Amendment and Extension of Employee Stock Purchase Plan

