

LyondellBasell Industries N.V.  
Form DEFA14A  
March 25, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

(Rule 14a-101)

**INFORMATION REQUIRED IN PROXY STATEMENT**

**SCHEDULE 14A INFORMATION**

**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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p 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.

- 1) Amount Previously Paid:
  
  
- 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 May 6, 2015.**

**LYONDELLBASELL INDUSTRIES N.V.**

*LYONDELLBASELL INDUSTRIES N.V.*

*DELFTSEPLEIN 27E*

*3013 AA ROTTERDAM*

*THE NETHERLANDS*

**Meeting Information**

<b>Meeting Type:</b>	Annual Meeting
<b>For holders as of:</b>	April 8, 2015
<b>Date:</b> May 6, 2015	<b>Time:</b> 10:00 AM, Local Time

**Location:** Delftseplein 27E  
3013 AA Rotterdam  
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.

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## 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 April 22, 2015 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](http://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.

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## Voting Items

**The Management Board and Supervisory Board of Directors recommend you vote FOR all of the nominees:**

1. To elect four supervisory directors:
  - 1a. Robin Buchanan, Class II director, to serve until the annual general meeting in 2018
  - 1b. Stephen F. Cooper, Class II director, to serve until the annual general meeting in 2018
  - 1c. Isabella D. Goren, Class II director, to serve until the annual general meeting in 2018
  - 1d. Robert G. Gwin, Class II director, to serve until the annual general meeting in 2018
2. To elect two managing directors to serve a three-year term:
  - 2a. Kevin W. Brown
  - 2b. Jeffrey A. Kaplan

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

3. Adoption of Annual Accounts for 2014
4. Discharge From Liability of Members of The Management Board
5. Discharge From Liability of Members of The Supervisory Board
6. Ratification of PricewaterhouseCoopers LLP as our Independent Registered Public Accounting Firm

7. Appointment of PricewaterhouseCoopers Accountants N.V. as our Auditor for the Dutch Annual Accounts
8. Ratification and Approval of Dividends in Respect of the 2014 Fiscal Year
9. Advisory (Non-Binding) Vote Approving Executive Compensation
10. Approval of Authority of the Supervisory Board to Issue Shares or Grant Rights to Acquire Shares
11. Approval for the Supervisory Board to Limit or Exclude Pre-emptive Rights from any Shares or Grants of Rights to Acquire Shares that it Issues
12. Approval of Amendment to The LyondellBasell N.V. 2012 Global Employee Stock Purchase Plan
13. Approval to Repurchase up to 10% of Issued Share Capital

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