

LYB International Finance B.V.  
Form FWP  
February 26, 2015

**Free Writing Prospectus**

**Filed pursuant to Rule 433**

**Registration Number 333-189375**

**LyondellBasell Industries N.V.**

**\$1,000,000,000 4.625% Senior Notes due 2055**

**Pricing Term Sheet dated February 26, 2015**

<b>Issuer:</b>	LyondellBasell Industries N.V.
<b>Security Description:</b>	\$1,000,000,000 4.625% Senior Notes due 2055
<b>Distribution:</b>	SEC-registered
<b>Principal Amount:</b>	\$1,000,000,000
<b>Coupon:</b>	4.625%
<b>Maturity:</b>	February 26, 2055
<b>Offering Price:</b>	98.353% of face amount
<b>Yield to Maturity:</b>	4.717%
<b>Spread to Benchmark Treasury:</b>	+210 basis points
<b>Benchmark Treasury:</b>	UST 3.000% due November 15, 2044
<b>Benchmark Treasury Price and Yield:</b>	107-28; 2.617%
<b>Interest Payment Dates:</b>	February 26 and August 26
<b>First Interest Payment Date:</b>	August 26, 2015
<b>Optional Redemptions:</b>	
<b>Make Whole Call:</b>	T+35 basis points (at any time before August 26, 2054)
<b>Par Call:</b>	At any time on or after August 26, 2054
<b>Change of Control Triggering Event:</b>	Puttable at 101% of principal plus accrued and unpaid interest and additional interest, if any
<b>Trade Date:</b>	February 26, 2015
<b>Settlement:</b>	March 5, 2015 (T+5)
<b>CUSIP/ ISIN:</b>	552081 AM3/ US552081AM30
<b>Expected Ratings*:</b>	Baa1 / BBB (stable /stable)
<b>Denominations/Multiple:</b>	\$2,000 / \$1,000
<b>Joint Book-Running Managers:</b>	Credit Suisse Securities (USA) LLC Deutsche Bank Securities Inc. J.P. Morgan Securities LLC Morgan Stanley & Co. LLC Barclays Capital Inc. Citigroup Global Markets Inc. Merrill Lynch, Pierce, Fenner & Smith

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Incorporated  
Wells Fargo Securities, LLC

**Co-Managers:**

BNY Mellon Capital Markets, LLC  
HSBC Securities (USA) Inc.  
ING Financial Markets LLC  
Mitsubishi UFJ Securities (USA), Inc.  
Mizuho Securities USA Inc.  
PNC Capital Markets LLC  
Regions Securities LLC  
Scotia Capital (USA) Inc.  
SMBC Nikko Securities America, Inc.  
UniCredit Capital Markets LLC

**\*A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.**

**The issuer has filed a registration statement (including a prospectus) and a preliminary prospectus supplement with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and the related prospectus supplement if you request it by calling Credit Suisse Securities (USA) LLC toll-free at (800) 221-1037, Deutsche Bank Securities Inc. toll-free at (866) 217-9821, J.P. Morgan Securities LLC collect at (212) 834-4533 or Morgan Stanley & Co. LLC toll-free at (866) 718-1649.**

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