DOW
1Q 2020 RESULTS

April 30, 2020

AGENDA

- Quarterly Highlights
- Dow's Response to COVID-19
- Financial Overview & Near-Term Outlook
- Points of Distinction:
  Dow's Differentiated Strengths

1Q 2020 HIGHLIGHTS

- Net Sales of $9.8B – in-line with guidance
- Modest volume decline YoY, down 1% (excluding H&E)
  - Constrained economic activity & COVID-19 containment efforts in Asia
  - Demand growth in food packaging, health and hygiene & cleaning end-markets
- Generated $1.2B of cash flow from operating activities – continuing operations, up $193MM YoY
- Significantly improved cash flow conversion (Op. EBITDA-to-CFFO) YoY to 79% from 55%
- Executed €2.25B Eurobond issuance – extended debt maturity profile and reduced financing costs
- Recovered $259MM in tax withholdings from the Canadian tax authority related to the 2019 judgment against Nova Chemicals
- Returned $643MM to shareholders: $518MM in dividends and $125MM in share repurchases

~$12B
Available cash & committed liquidity

>$800MM
Free cash flow generation

79%
Op. EBITDA-to-CFFO cash conversion

$643MM
Returns to shareholders

DOW

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Ensuring Safety & Business Continuity

- **Our first priority is the safety of our employees** – in response to the COVID-19 pandemic we enabled ~2/3 of employees to work remotely and enhanced health safety measures for all our colleagues still operating our plants to support essential end-markets.

- **Our crisis management structure is engaged** – ensuring business continuity through safe operations to reliably meet customer demand.

- **We are staying close to customers and suppliers –** working to anticipate supply needs and demand challenges; dynamically making operational adjustments to meet evolving market demands.





Playing a Critical Role

- **We are committed to putting our assets to work to help combat the COVID-19 pandemic** – ramped up raw material production for critically needed products, such as:
  - Disinfectants & sanitizers
  - Personal protective equipment (PPE) & medical supplies
  - Food supply and packaging
- **We've adapted 5 Dow sites to produce hand sanitizer** – Michigan, West Virginia, Belgium, Germany & Brazil
- **We are delivering innovative solutions in collaboration with our customers and industry partners** like a simplified face shield design, to address the urgent PPE needs among healthcare professionals

Supporting Global Community

- **We have committed $3MM to aid COVID-19 relief efforts worldwide** – $2MM for immediate support of impacts caused by COVID-19 and $1MM to build community resilience in the recovery phase.
- **We are donating hand sanitizer produced at our sites –** to local health systems, government agencies and used at our manufacturing sites to help protect employees on the frontlines.
- **We are providing ways for employees to stay engaged and contribute –** through virtual volunteering and financial donations to front-line organizations.



1Q20 Operating Segment Performance

Packaging & Specialty Plastics



- Sales declined 10% vs. pro forma results in SQLY; volume was flat as growth in consumer-staple packaging applications was offset by lower ethylene sales from increased internal derivative consumption
- Operating EBIT was down, driven by PE margin compression
- Packaging and Specialty Plastics reported volume growth of 1% as gains in APAC and LAA more than offset declines in U.S. & Canada and EMEAI
- Hydrocarbons & Energy reported decreases in volume, price and currency

Industrial Intermediates & Infrastructure



- Sales declined 13% vs. pro forma results in SQLY; volume was down 3% as growth in Industrial Solutions was more than offset by declines in Polyurethanes & Con. Chem.
- Operating EBIT was down, driven by margin compression and lower equity earnings
- Polyurethanes & Construction Chemicals reported a volume contraction due to soft demand in furniture and bedding, automotive, appliance and deicing applications
- Industrial Solutions reported volume growth driven by strong demand in cleaning applications

Performance Materials & Coatings



- Sales declined 11% vs. pro forma results in SQLY; volume was down 3% as growth in coatings end-markets was offset by a decline in silicones applications
- Operating EBIT was down, driven by margin compression in siloxanes
- Consumer Solutions volume contracted as demand growth in upstream siloxanes and home and personal care in the U.S. & Canada was offset by declines in other regions
- Coatings & Performance Monomers saw volume growth driven by demand for industrial coatings (road markings and wood applications) and monomers

PROACTIVE MEASURES TO ADDRESS CURRENT MARKET CONDITIONS

- Announcing today a comprehensive set of near-term actions for remainder of 2020
  - Targeting a YoY cash release from working capital of at least ~$500MM
  - Trimming expenses by ~$350MM
  - Further reducing CapEx target to $1.25B, down $750MM YoY
- Temporarily idling or cutting rates to balance production with demand
  - Plastics: Idling 5 polyethylene/elastomers facilities in the Americas for at least 1 month
  - PU: Running reduced global PO and MDI rates until industrial demand improves
  - Silicones: Running reduced siloxanes rates globally; maintaining full flexibility in finished silicone applications

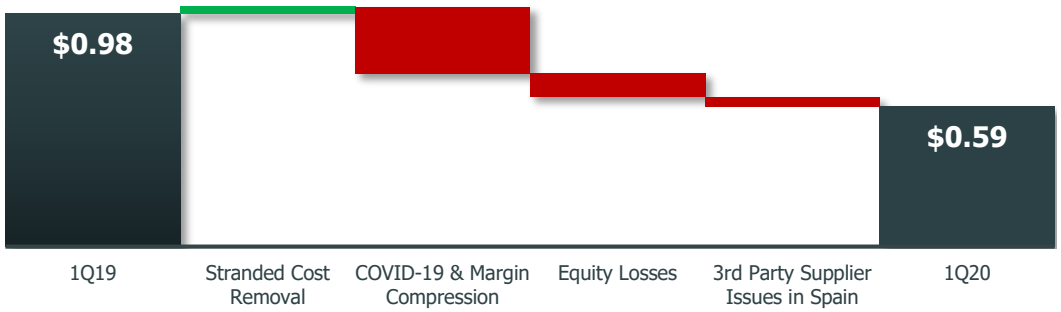
Taking actions to fortify our financial position and preserve our long-term advantage

SADARA UPDATE

- Final logistics service agreement has been signed, the final substantive step to Project Completion
- Debt re-profiling discussions with lenders are underway
- Sadara and JV owners are making progress in executing longer-term structural operating improvements
- Dow's total expected loans to Sadara in 2020 remains at up to ~$500MM

1Q 2020 Financial Highlights

YoY Operating EPS Reconciliation



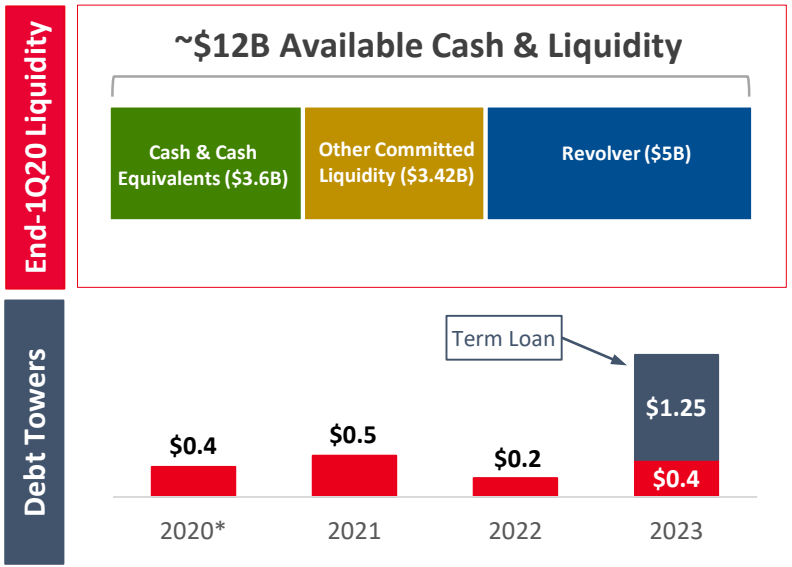
Financial Summary ($ millions, unless otherwise noted)	1Q20 As Reported	1Q19 Pro Forma	YoY B/(W)	4Q19 As Reported	QoQ B/(W)
Net Sales	$9,770	$11,016	$(1,246)	$10,204	$(434)
Equity Losses	$(89)	$(14)	$(75)	$(21)	$(68)
Income (loss) from Continuing Ops., Net of Tax	$258	$208	$50	$(2,310)	$2,568
Operating EBIT	$843	$1,143	$(300)	$1,033	$(190)
Op. EBIT Margin (%)	*8.6%*	*10.4%*	*(180) bps*	*10.1%*	*(150) bps*
Adj. Op. EBIT Margin (ex. Eq. Earnings (%))	*9.5%*	*10.5%*	*(100) Bps*	*10.3%*	*(80) Bps*
EPS – diluted	$0.32	$0.24	$0.08	$(3.14)	$(3.46)
Operating EPS – diluted	$0.59	$0.98	$(0.39)	$0.78	$(0.19)
Cash Provided by Op. Activities – Cont. Ops.	$1,236	$1,043	$193	$1,920	$(684)
Op. EBITDA to CFFO (Cash Flow Conversion, %)	*79%*	*55%*		*110%*	

Key Drivers in the Quarter

- Demand growth in food packaging, health and hygiene, and cleaning applications on consumer purchasing trends in response to COVID-19
- Strong cash flow from operations
- Removed >$30MM in stranded costs
- Unfavorable YoY tax rate offset by lower interest expense, D&A and share count
- Weaker demand in automotive, appliance and select home & personal care applications, especially in China due to COVID-19
- Rapid compression of oil/gas spread, driven by steep drop in global oil prices
- Lower JV equity earnings, driven primarily by margin compression in MEG and polyethylene

FINANCIAL STRENGTH, EXTENSIVE LIQUIDITY, PROACTIVE LIABILITY MANAGEMENT

Extensive Liquidity & De-Risked Debt Profile



*Does not include $800MM of uncommitted lines drawn and held on deposit

Robust Financial Position and Cash Generation

- Cash and committed liquidity covers >2/3rds of total debt; **100% of committed liquidity is untapped**
- No substantive debt maturities until 2H23
- Recovered $259MM in tax withholdings from the Canadian tax authority related to the 2019 judgment against Nova Chemicals
- Achieved ~85% Op. EBITDA-to-CFFO cash conversion on a TTM basis
- Executed €2.25B Eurobond issuance at wtd avg coupon of ~1%; proceeds used to repay debt and extend debt maturities in a debt-neutral way
- Annual net interest expense run-rate down additional $100MM vs 2019 and $200MM vs 2018

Reduced refinancing risk and lower interest expense while preserving financial strength and flexibility

FY 2020 Modeling Guidance & *Latest Updates* [*POSITIVE* / *NEGATIVE*]

Assumes economies begin to reopen in Q2, and build through 2H

Operational EBIT Drivers vs. FY19	
Equity Earnings	*Equity losses YoY on compressed oil-gas spread, COVID-19 demand softness ~($200MM headwind YoY)*
Pension Expense	Pension Expense (~$125MM headwind YoY)
Corporate	Op. EBIT of ~$(325)MM and Op. EBITDA of ~$(280)MM
Currency	*Headwind YoY, driven by Euro & LAA currencies*
Fixed Cost Reductions	*$350MM tailwind YoY; 20% realized in 2Q, 40% realized in 3Q, 40% realized in 4Q*
Turnaround Costs	*~$100MM tailwind YoY, back-half loaded*
Stranded Cost	~$140MM in savings realized YoY

Other Income Statement Considerations	
Net Interest Expense	~$800MM
D&A	~$2.9B
Net Income Attrib. to Non-Controlling Int.	~$75MM (reduction to reported Net Income)
Share Count	*~740MM (buybacks currently suspended)*
Op. Tax Rate	*30% – 35%*

Cash Flow Considerations in 2020	
Capex	*~$1.25B ($750MM lower YoY)*
Sadara	~$500MM cash outflow (flat YoY)
Pension Contributions	*~$250MM - $300MM cash outflow (approximately flat YoY)*
Integration, Separation, Severance Spending	*~$350MM cash outflow, primarily spent in 1H20 (down ~$900MM YoY)*
Working Capital Release	*~$500MM tailwind YoY*
Tax Payment	*$259MM received in 1Q20 from the Canadian Government for prior Nova legal settlement withholding tax*
Dividends from Equity Companies	~$250MM (down ~$800MM YoY)

2Q20 Modeling Guidance

Assumes economies begin to reopen in Q2, and build through 2H

Net Sales	$7.5B – $8.5B
Operational Tax Rate	30% – 35%
Net Income Attrib. to Non-Controlling Int.	~$20MM

Depreciation & Amortization	~$735MM
Net Interest Expense (Net of Int. Income)	~$200MM
Share Count	~740MM

	Top-Line Ranges (2Q20 vs. 1Q20)				*Base Case Op. EBIT Drivers (2Q20 vs. 1Q20)*
	Volume % Δ QoQ		Sales % Δ QoQ		
	Low	High	Low	High	
Packaging & Specialty Plastics	-10%	-0%	-20%	-10%	▪ Robust demand in food, health and hygiene applications, offset by demand softness with lower economic activity ▪ PE margin pressure on compressed oil-gas ratio impacting mainly our Americas business, partially mitigated by our Naphtha based sales in other regions ▪ Lower equity earnings (~$25MM headwind) ▪ Expense controls (~$25MM net tailwind) and beginnings of China rebound
Industrial Intermediates & Infrastructure	-20%	-10%	-30%	-20%	▪ Strong demand for solvents and surfactants for sanitization applications, offset by global demand softness, particularly in PU chain – discretionary consumer durables (autos, construction, furniture/bedding) ▪ MDI spreads remain at trough conditions globally ▪ Lower equity earnings on weak MEG pricing (~$50MM headwind) ▪ Expense controls (~$10MM net tailwind) and beginnings of China rebound
Performance Materials & Coatings	-15%	-5%	-20%	-10%	▪ Global demand softness, notably in industrial applications and coatings ▪ Siloxanes and acrylic monomer prices remain challenged on loose global fundamentals ▪ Expense controls (~$15MM net tailwind) and beginnings of China rebound
Corporate	*Sales of $60 - $70MM*				▪ Op. EBIT of $(70) - $(80)MM and Op. EBITDA of $(60) - $(70)MM

Dow's Points of Distinction

Superior Product Mix



Serving Critical End-Markets



Unmatched Feedstock Flexibility



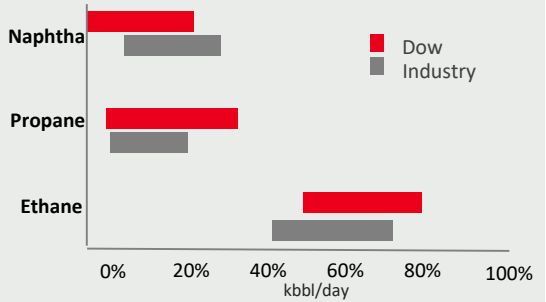
Geographic Breadth



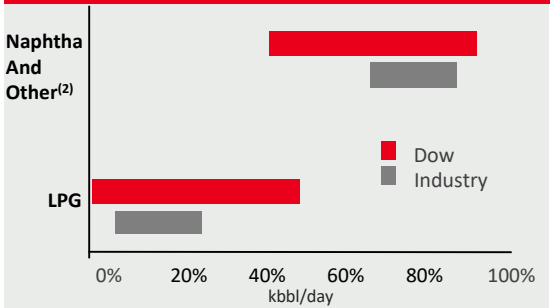
POINTS OF DISTINCTION: FEEDSTOCK, PRODUCT MIX & MARGIN RESILIENCE

Unmatched Feedstock Flexibility

NORTH AMERICA



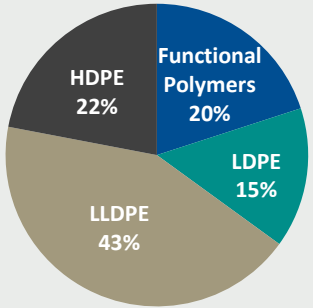
EUROPE



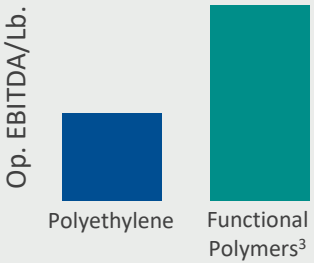
Superior Product Mix

BALANCED PORTFOLIO

Differentiated asset capabilities allow Dow to meet diverse customer demands



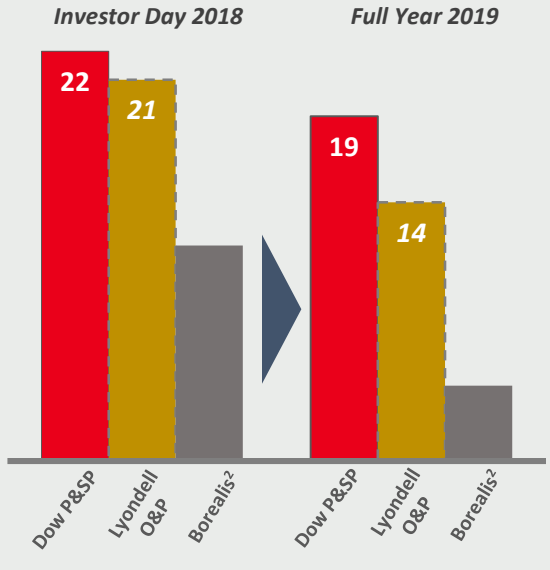
OP. EBITDA PER POUND



Functional Polymers deliver >50% higher Op. EBITDA/lb. of ethylene from same process technologies(3)

Higher, More Resilient Margins

Op. EBITDA/lb. POLYOLEFINS CAPACITY (cpp)1

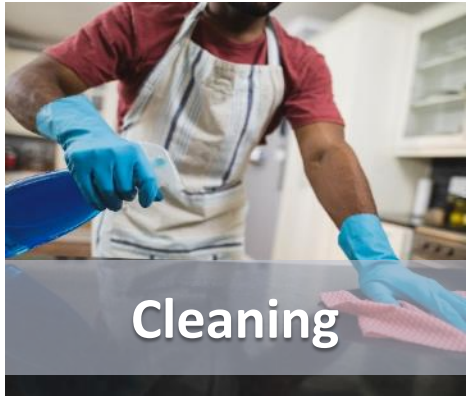


Source: Dow Investor Day Nov 2018

(1) Segment EBITDA based on FY19 reported figures including equity income from affiliates/JVs (Borealis based on 2Q19 TTM with FY18 D&A). Capacity based on latest company reported nameplate for PE and PP (2019 for Dow, 2019 Data book source for Lyondell) including share of JVs, or ICIS reported capacity for 2019 including share of JVs if not available (Borealis).

(2) Borealis Polyolefins EBITDA adjusted for equity earnings from JVs.

Points of Distinction: Solutions for Critical End-Markets









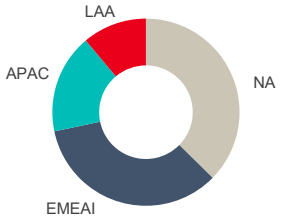




POINTS OF DISTINCTION: GEOGRAPHIC DIVERSITY & BREADTH

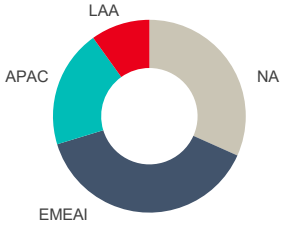
PACKAGING & SPECIALTY PLASTICS

Pro Forma 2019 Net Sales[1]



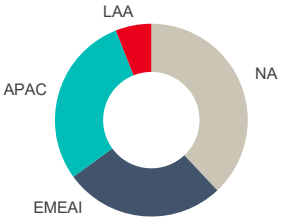
INDUSTRIAL INTERMEDIATES & INFRASTRUCTURE

Pro Forma 2019 Net Sales[1]



PERFORMANCE MATERIALS & COATINGS

Pro Forma 2019 Net Sales[1]

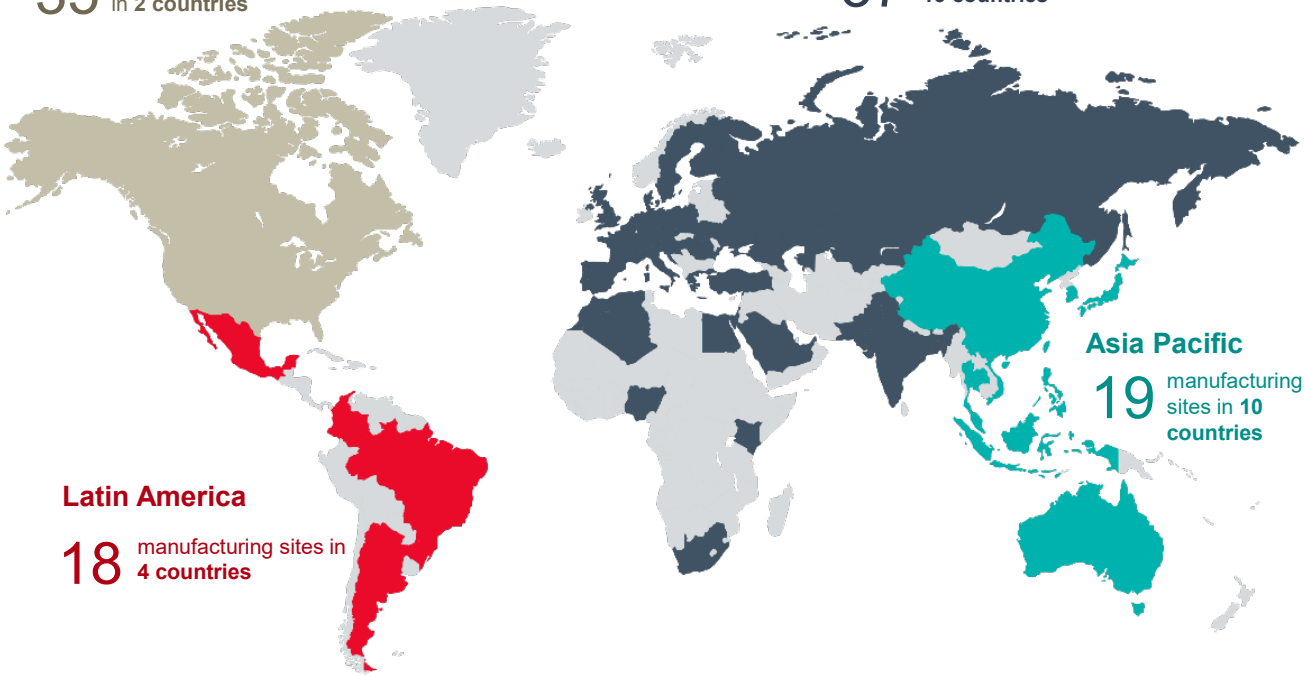


North America

35 manufacturing sites in **2 countries**

Europe, Middle East, Africa & India

37 manufacturing sites in **15 countries**



Asia Pacific

19 manufacturing sites in **10 countries**

Latin America

18 manufacturing sites in **4 countries**

[1]Results for the first quarter of 2019 and periods prior are prepared on a pro forma basis. Results for the second quarter of 2019 and subsequent periods are prepared on an as-reported basis.











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Seek

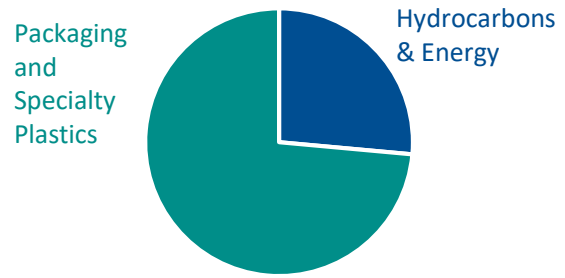
Together™

PACKAGING & SPECIALTY PLASTICS

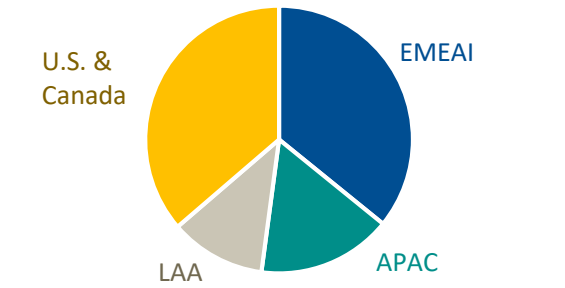
Financial Performance Snapshot *In millions, except margin percentages*	1Q20 *As Reported*	1Q19 *Pro Forma*	*B/(W)*	
Net Sales	$4,609	$5,138	*$(529)*	*(10)%*
Op. EBIT	$580	$690	*$(110)*	*(16)%*
Op. EBIT Margin	12.6%	13.4%	*(80) bps*	
Adj. Op. EBIT (ex. Eq. Earn.)	$575	$652	*$(77)*	*(12)%*
Adj. Op. EBIT Margin (ex. Eq. Earn.)	12.5%	12.7%	*(20) bps*	

	Variances vs. SQLY Pro Forma				
	Sales	Local Price	FX	Volume	Op. EBIT
Packaging & Specialty Plastics	**-10%**	**-9%**	**-1%**	**–**	↓
Packaging and Specialty Plastics	↓	↓	↓	↑	↓
Hydrocarbons & Energy	↓	↓	↓	↓	↑

Net Sales by Business



Net Sales by Geographic Region



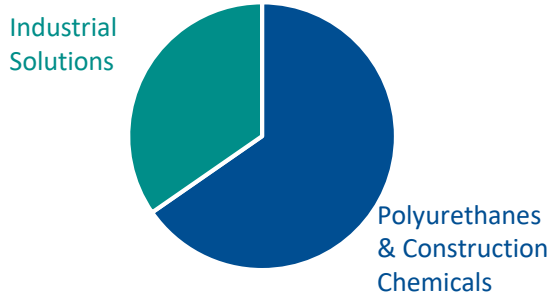
Strong consumer-led packaging demand growth, more than offset by overall margin compression

INDUSTRIAL INTERMEDIATES & INFRASTRUCTURE

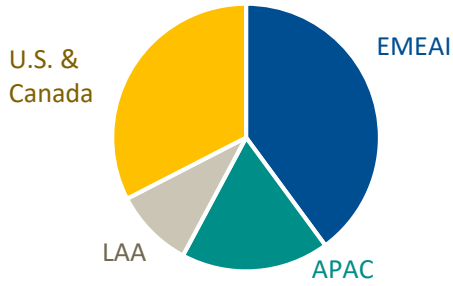
Financial Performance Snapshot *In millions, except margin percentages*	1Q20 *As Reported*	1Q19 *Pro Forma*	*B/(W)*	
Net Sales	$3,045	$3,489	*$(444)*	*(13)%*
Op. EBIT	$175	$277	*$(102)*	*(37)%*
Op. EBIT Margin	5.7%	7.9%	*(220) bps*	
Adj. Op. EBIT (ex. Eq. Earn.)	$251	$325	*$(74)*	*(23)%*
Adj. Op. EBIT Margin (ex. Eq. Earn.)	8.2%	9.3%	*(110) bps*	

	Variances vs. SQLY Pro Forma				
	Sales	Local Price	FX	Volume	Op. EBIT
Ind. Intermediates & Infrastructure	**-13%**	**-9%**	**-1%**	**-3%**	↓
Industrial Solutions	↓	↓	↓	↑	↓
Polyurethanes & Construction Chem.	↓	↓	↓	↓	↓

Net Sales by Business



Net Sales by Geographic Region



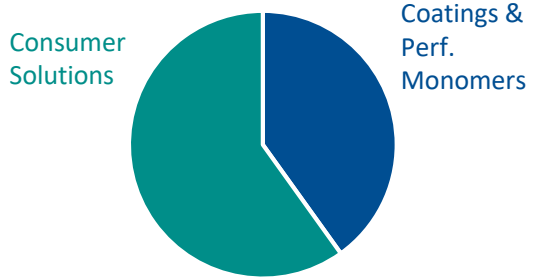
Demand growth in sanitization materials, more than offset by margin compression & lower equity earnings

PERFORMANCE MATERIALS & COATINGS

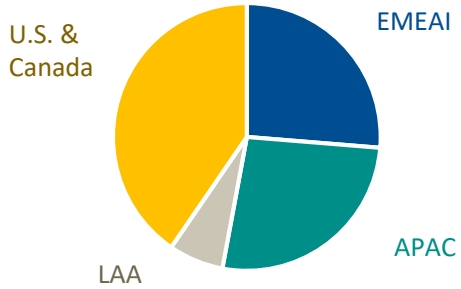
Financial Performance Snapshot *In millions, except margin percentages*	1Q20 *As Reported*	1Q19 *Pro Forma*	*B/(W)*	
Net Sales	$2,065	$2,320	*$(255)*	*(11)%*
Op. EBIT	$162	$271	*$(109)*	*(40)%*
Op. EBIT Margin	7.8%	11.7%	*(390) bps*	

	Variances vs. SQLY Pro Forma				
	Sales	Local Price	FX	Volume	Op. EBIT
Performance Materials & Coatings	**-11%**	**-7%**	**-1%**	**-3%**	↓
Consumer Solutions	↓	↓	↓	↓	↓
Coatings & Perf. Monomers	↓	↓	↓	↑	↓

Net Sales by Business



Net Sales by Geographic Region



Demand growth in industrial coatings and monomers, more than offset by margin compression in siloxanes

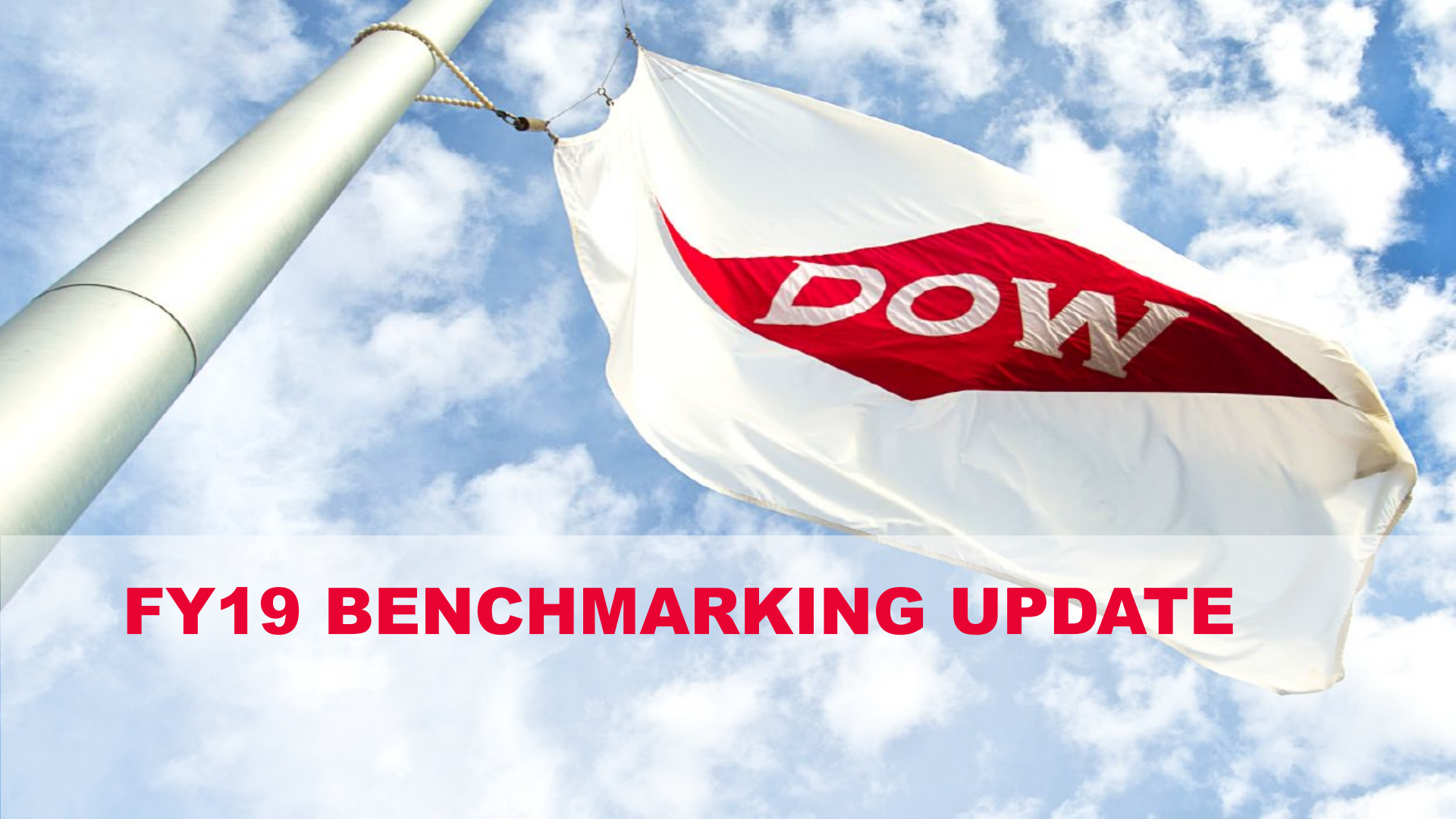
PRINCIPAL JOINT VENTURE DETAIL

Dow's Proportionate Share of Principal JV Financial Results

$ millions (unaudited)	1Q 2020			1Q 2019		
	Sadara	Kuwait JVs	Thai JVs	Sadara	Kuwait JVs	Thai JVs
EBITDA	$9	$110	$4	$28	$128	$34
EBIT	$(78)	$65	$(6)	$(58)	$93	$24
Net Income *Equity Earnings (Losses) to Dow*	**$(116)**	**$40**	**$(9)**	**$(120)**	**$81**	**$21**
EBITDA in Excess of Eq. Earnings	$125	$70	$13	$148	$47	$13
Net Debt	$4,611	$1,753	$290	$4,593	$1,955	$337

Drivers of YoY Changes

- **Kuwait JVs:** Margin compression in MEG and polyethylene
- **Thai JVs:** Polyethylene margin compression and styrene monomer declines, attributable in part to turnaround activity
- **Sadara:** Margin compression in isocyanates and polyethylene



FY19 BENCHMARKING UPDATE

CULTURE OF BENCHMARKING: SUMMARY OF OBSERVATIONS

Segment	FY19 Benchmarking: Strengths & Gaps
P&SP	✓ FY19 YoY Adj. Op. EBITDA decline significantly less than peers ✓ Adj. Op. EBITDA per pound polyolefin capacity ahead of peers; advantage widened ✓ Adj. Op. EBITDA margin was among highest in the peer group ✓ Free Cash Conversion improved and scored among highest in the peer group ✓ SG&A + R&D as % of sales remained among lowest in the peer group
II&I	✓ FY19 YoY Adj. Op. EBITDA decline less than median, driven by lower merchant isocyanates exposure and continued PU Systems growth × Adj. Op. EBITDA margin below peer median, but gap narrowed due to cost synergies and stranded cost removal ✓ Free Cash Conversion remained among highest in the peer group ✓ SG&A + R&D as % of sales remained among lowest in the peer group
PM&C	× FY19 YoY Adj. Op. EBITDA growth lagged peers, driven by greater exposure to merchant siloxanes ✓ Adj. Op. EBITDA margin remained better than peer median; gap to best-in-class ✓ Free Cash Conversion among highest in the peer group ✓ SG&A + R&D as % of sales best-in-class; expanded advantage vs. next closest peer

Source: Dow on a pro forma basis, CapitalIQ.
Adjusted Operating EBITDA is defined as Operating EBITDA, excluding equity earnings. Dow data for Pro Forma Adj. Op. EBITDA Growth and Pro Forma Adj. Op. EBITDA Margin are based on Dow operating segment financial results.

Pro Forma Free Cash Conversion for Dow is defined as Pro Forma Adj. Op. EBITDA, less Capex, divided by Pro Forma Adj. Op. EBITDA. Reconciliation contained at the end of this presentation.
SG&A and R&D metrics based on Pro Forma financials.

BENCHMARKING PEERS – CONSISTENT WITH INVESTOR DAY 2018

P&SP	lyondellbasell Olefins & Polyolefins	EXXON Chemicals	Chevron Phillips Corporate	BOREALIS Polyolefins	
II&I	lyondellbasell Intermediates & Derivatives	covestro Corporate	EASTMAN Corporate	HUNTSMAN Corporate	
PM&C(1)	WACKER Silicones	Celanese Ind Sp. and Acetyl	covestro Coatings, Adhesives, Specialties	ARKEMA Corporate	Shin-Etsu Silicones

Benchmarking conducted against segment level peers if sufficient information disclosed, otherwise corporate level

(1) Momentive was acquired by KCC and no longer provides publicly available data; therefore, it has been excluded from the peer set for the PM&C segment.

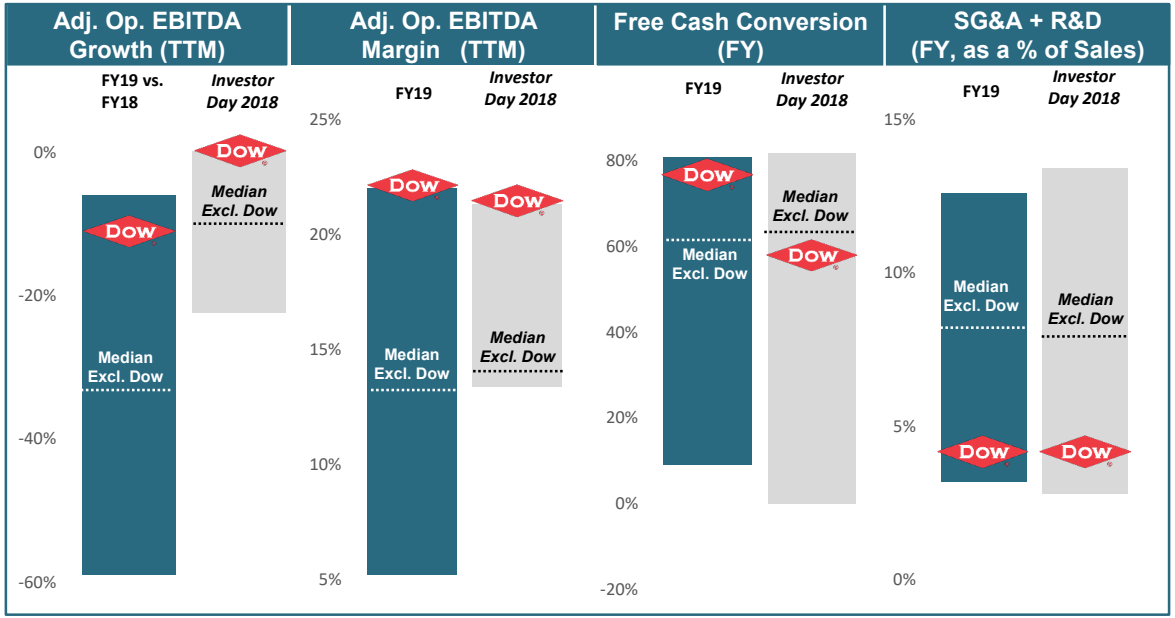
PACKAGING & SPECIALTY PLASTICS

BENCHMARKING SNAPSHOT on a Pro Forma Basis (1,2,3,4,5,6)

FY19 UPDATE & INVESTOR DAY 2018

CORE STRENGTHS

- World-class packaging franchise
- Most flexible feedstock capability in the industry
- Flexible polyolefins assets
- Proprietary catalyst and process technology
- Differentiated co-monomer capability
- Global, low-cost footprint



Source: Dow on a pro forma basis, CapitalIQ.

FOCUS AREAS

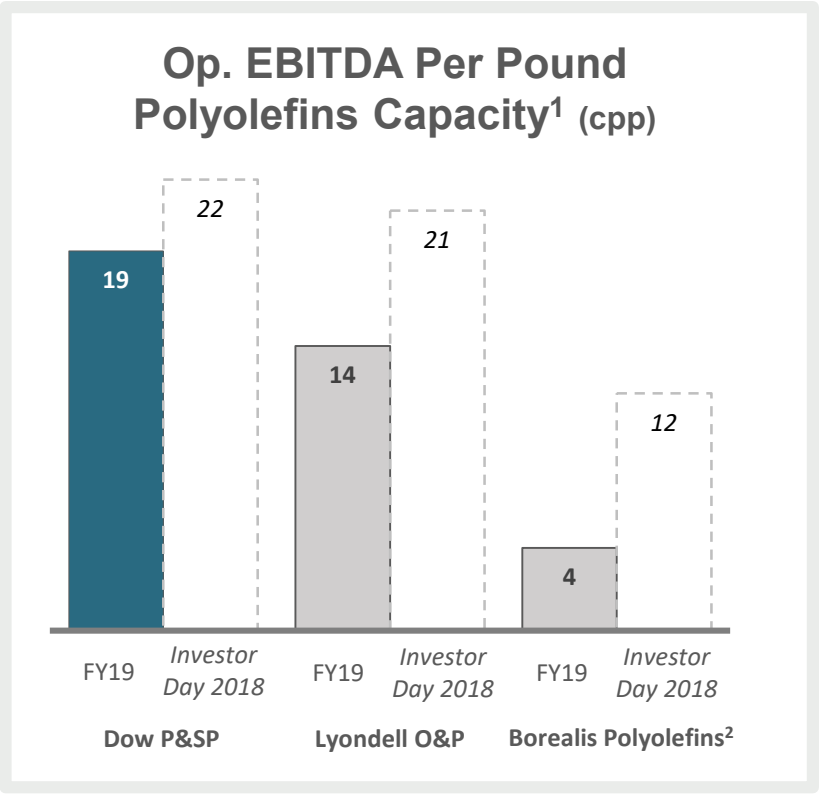
- Complete stranded cost removal, capture further productivity gains
- Maintain and enhance cash conversion
- Pursue incremental, forward-integration investments
- Re-allocate resources to ensure highest return to ethylene
- Energy intensity, CO_2 footprint, improved yield

(1) Adjusted Operating EBITDA is defined as Operating EBITDA, excluding equity earnings. Dow data for Pro Forma Adj. Op. EBITDA Growth and Pro Forma Adj. Op. EBITDA Margin are based on Dow operating segment financial results.
(2) Benchmarking peer set range includes: LyondellBasell Olefins & Polyolefins, Chevron Phillip Chemical, Borealis Polyolefins, ExxonMobil Chemicals (entire segment).
(3) Pro Forma Free Cash Conversion for Dow is defined as Pro Forma Adj. Op. EBITDA, less Capex, divided by Pro Forma Adj. Op. EBITDA.
(4) SG&A and R&D metrics based on Pro Forma financials.
(5) Median excludes Dow.
(6) Borealis results are as of 2Q19 TTM per company filed interim financial report.

Investor Day 2018 Reflects: 2Q18 TTM vs. 2Q17 TTM for Op. EBITDA Growth; 2Q18 TTM Op. EBITDA Margin, and FY17 for Free Cash Conversion and SG&A + R&D (FY, as a % of Sales).

For further unaudited pro forma financial information, refer to the Company's Current Report on Form 8-K dated June 3, 2019 and 4Q19 Earnings materials included in the Current Report on Form 8-K dated January 29, 2020.

Return on Polyolefin Capacity



(1) Segment EBITDA based on FY19 reported figures including equity income from affiliates/JVs (Borealis based on 2Q19 TTM with FY18 D&A). Capacity based on latest company reported nameplate for PE and PP (2019 for Dow, 2019 Data book source for Lyondell) including share of JVs, or ICIS reported capacity for 2019 including share of JVs if not available (Borealis).
(2) Borealis Polyolefins EBITDA adjusted for equity earnings from JVs.

Dow's P&SP Returns Remain Ahead of Peers

- Full feedstock-to-polymer integration delivers enhanced value
- Differentiated portfolio delivers margin resiliency
  - Functional Polymers portfolio dampens trends
  - Leading market & application participation
- Additional benefits from:
  - Uniquely advantaged feedstock cost positions
  - Superior upstream cracker flexibility

Source: Dow on a pro forma basis, Peer company reported capacities, ICIS.
Investor Day 2018 Reflects 2Q18 TTM.

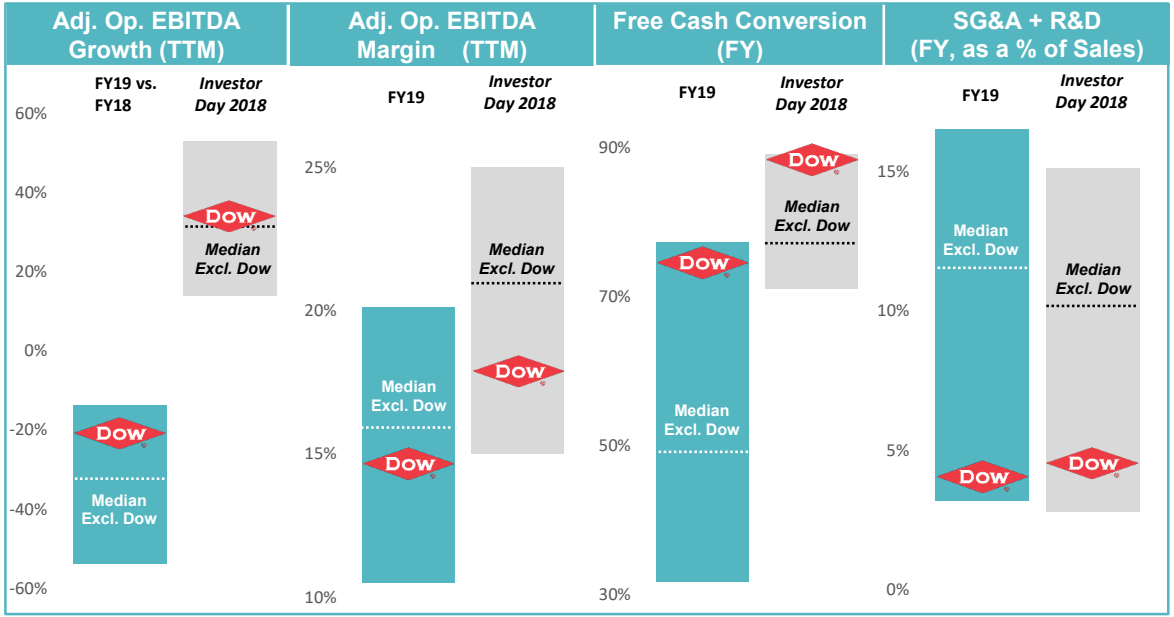
INDUSTRIAL INTERMEDIATES & INFRASTRUCTURE

BENCHMARKING SNAPSHOT on a Pro Forma Basis (1,2,3,4,5)

FY19 UPDATE & INVESTOR DAY 2018

CORE STRENGTHS

- Top global producer of key raw materials (EO, PO)
- Flexible manufacturing model
- Incremental asset expansions
- Top 3 PU Systems House business
- Industrial Solutions contains products with some of the highest returns to ethylene



Source: Dow on a pro forma basis, CapitalIQ.

FOCUS AREAS

- Complete stranded cost removal, capture further productivity gains
- Shift PU mix to Perf. Polyols & Systems
- Tilt Industrial Solutions mix toward highest returns to ethylene
- Implement incremental expansions (glycol ethers, alkoxylates)

(1) Adjusted Operating EBITDA is defined as Operating EBITDA, excluding equity earnings. Dow data for Pro Forma Adj. Op. EBITDA Growth and Pro Forma Adj. Op. EBITDA Margin are based on Dow operating segment financial results.
(2) Benchmarking peer set range includes: Eastman, Huntsman, Covestro, LyondellBasell Intermediates & Derivatives segment.
(3) Pro Forma Free Cash Conversion for Dow is defined as Pro Forma Adj. Op. EBITDA, less Capex, divided by Pro Forma Adj. Op. EBITDA.
(4) SG&A and R&D metrics based on Pro Forma financials.
(5) Median excludes Dow.

Investor Day 2018 Reflects: 2Q18 TTM vs. 2Q17 TTM for Op. EBITDA Growth; 2Q18 TTM Op. EBITDA Margin, and FY17 for Free Cash Conversion and SG&A + R&D (FY, as a % of Sales).

For further unaudited pro forma financial information, refer to the Company's Current Report on Form 8-K dated June 3, 2019 and 4Q19 Earnings materials included in the Current Report on Form 8-K dated January 29, 2020.

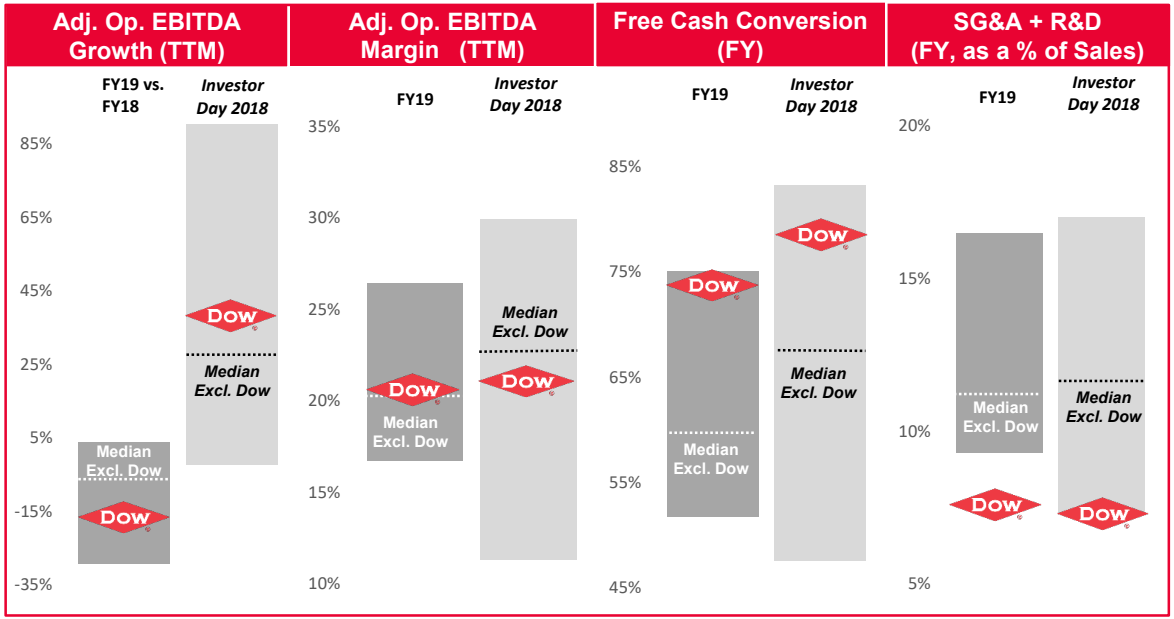
PERFORMANCE MATERIALS & COATINGS

BENCHMARKING SNAPSHOT on a Pro Forma Basis (1,2,3,4,5,6)

FY19 UPDATE & INVESTOR DAY 2018

CORE STRENGTHS

- World-class silicones franchise
- Lowest cost siloxanes producer
- Leading coatings solutions provider
- World-scale acrylic monomer assets
- One of the largest B2B digital platforms
- Unique hybrid chemistry opportunities
- Leading SG&A and R&D efficiency



Source: Dow on a pro forma basis, CapitalIQ.

FOCUS AREAS

- Complete stranded cost removal and further productivity gains
- Pursue incremental silicones expansions
- Deliver hybrid chemistry solutions
- Improve acrylics margins, drive more captive use
- Implement B2B digital model for coatings
- Increase industrial coatings portfolio

(1) Adjusted Operating EBITDA is defined as Operating EBITDA, excluding equity earnings. Dow data for Pro Forma Adj. Op. EBITDA Growth and Pro Forma Adj. Op. EBITDA Margin are based on Dow operating segment financial results.
(2) Benchmarking peer set range includes: Celanese Acetyl Chain, Wacker Silicones segment, Shin-Etsu Silicones segment, Arkema, Covestro Coatings segment.
(3) Pro Forma Free Cash Conversion for Dow is defined as Pro Forma Adj. Op. EBITDA, less Capex, divided by Pro Forma Adj. Op. EBITDA.
(4) SG&A and R&D metrics based on Pro Forma financials.
(5) Median excludes Dow.
(6) Wacker and Arkema results for SG&A + R&D are as of 3Q19 TTM; All other results are as of FY19.

Investor Day 2018 Reflects: 2Q18 TTM vs. 2Q17 TTM for Op. EBITDA Growth; 2Q18 TTM Op. EBITDA Margin, and FY17 for Free Cash Conversion and SG&A + R&D (FY, as a % of Sales)

For further unaudited pro forma financial information, refer to the Company's Current Report on Form 8-K dated June 3, 2019 and 4Q19 Earnings materials included in the Current Report on Form 8-K dated January 29, 2020.

Appendix

General Comments

Separation from DowDuPont

On April 1, 2019, DowDuPont Inc. ("DowDuPont" and effective June 3, 2019, n/k/a DuPont de Nemours, Inc. or "DuPont") completed the separation of its materials science business and Dow Inc. became the direct parent company of The Dow Chemical Company and its consolidated subsidiaries ("TDCC" and together with Dow Inc., "Dow" or the "Company"), owning all of the outstanding common shares of TDCC. For filings related to the period commencing April 1, 2019 and thereafter, TDCC was deemed the predecessor to Dow Inc., and the historical results of TDCC are deemed the historical results of Dow Inc. for periods prior to and including March 31, 2019. The information in this report reflects the results of Dow and its consolidated subsidiaries, after giving effect to the distribution to DowDuPont of TDCC's agricultural sciences business ("AgCo") and specialty products business ("SpecCo") and the receipt of E. I. du Pont de Nemours and Company and its consolidated subsidiaries' ("Historical DuPont") ethylene and ethylene copolymers business (other than its ethylene acrylic elastomers business) ("ECP"). The separation was contemplated by the merger of equals transaction effective August 31, 2017, under the Agreement and Plan of Merger, dated as of December 11, 2015, as amended on March 31, 2017. TDCC and Historical DuPont each merged with subsidiaries of DowDuPont and, as a result, TDCC and Historical DuPont became subsidiaries of DowDuPont (the "Merger"). Subsequent to the Merger, TDCC and Historical DuPont engaged in a series of internal reorganization and realignment steps to realign their businesses into three subgroups: agriculture, materials science and specialty products. Dow Inc. was formed as a wholly owned subsidiary of DowDuPont to serve as the holding company for the materials science business.

Unaudited Pro Forma Financial Information

In order to provide the most meaningful comparison of results of operations and results by segment, supplemental unaudited pro forma financial information has been included in the following financial schedules. The unaudited pro forma financial information is based on the consolidated financial statements of TDCC, adjusted to give effect to the separation from DowDuPont as if it had been consummated on January 1, 2017. For the three months ended March 31, 2019, pro forma adjustments have been made for (1) the margin impact of various manufacturing, supply and service related agreements entered into with DuPont and Corteva in connection with the separation which provide for different pricing than the historical intercompany and intracompany pricing practices of TDCC and Historical DuPont, and (2) the elimination of the impact of events directly attributable to the Merger, internal reorganization and business realignment, separation, distribution and other related transactions (e.g., one-time transaction costs). The results for the three months ended March 31, 2020, are presented under accounting principles generally accepted in the United States of America ("U.S. GAAP").

The unaudited pro forma financial information has been presented for informational purposes only and is not necessarily indicative of what Dow's results of operations actually would have been had the separation from DowDuPont been completed as of January 1, 2017, nor is it indicative of the future operating results of Dow. The unaudited pro forma information does not reflect restructuring or integration activities or other costs following the separation from DowDuPont that may be incurred to achieve cost or growth synergies of Dow. For further information on the unaudited pro forma financial information, please refer to the Company's Current Report on Form 8-K dated June 3, 2019.

General Comments

Unless otherwise specified, all financial measures in this presentation, where applicable, exclude significant items.

SAFE HARBOR

Cautionary Statement about Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of the federal securities laws, including Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. In this context, forward-looking statements often address expected future business and financial performance, financial condition, and other matters, and often contain words such as “anticipate,” “believe,” “estimate,” “expect,” “intend,” “may,” “opportunity,” “outlook,” “plan,” “project,” “seek,” “should,” “strategy,” “target,” “will,” “will be,” “will continue,” “will likely result,” “would” and similar expressions, and variations or negatives of these words. Forward-looking statements are based on current expectations and assumptions that are subject to risks and uncertainties which may cause actual results to differ materially from the forward-looking statements.

Forward-looking statements include, but are not limited to, expectations as to future sales of Dow’s products; the ability to protect Dow’s intellectual property in the United States and abroad; estimates regarding Dow’s capital requirements and need for and availability of financing; estimates of Dow’s expenses, future revenues and profitability; estimates of the size of the markets for Dow’s products and services and Dow’s ability to compete in such markets; expectations related to the rate and degree of market acceptance of Dow’s products; the outcome of certain Dow contingencies, such as litigation and environmental matters; estimates of the success of competing technologies that may become available, the actual and potential impacts of the coronavirus disease 2019 (“COVID-19”) pandemic and the recent excess oil supply and related drop in oil prices and expectations regarding the benefits and costs associated with each of the foregoing.

Forward-looking statements by their nature address matters that are, to different degrees, uncertain. Forward-looking statements are based on certain assumptions and expectations of future events which may not be realized and speak only as of the date the statements were made. In addition, forward-looking statements also involve risks, uncertainties and other factors that are beyond Dow’s control that could cause Dow’s actual results to differ materially from those projected, anticipated or implied in the forward-looking statements. These factors include, but are not limited to: fluctuations in energy and raw material prices; failure to develop and market new products and optimally manage product life cycles; significant litigation and environmental matters; failure to appropriately manage process safety and product stewardship issues; changes in laws and regulations or political conditions; global economic and capital markets conditions, such as inflation, market uncertainty, interest and currency exchange rates, and equity and commodity prices; business or supply disruptions; security threats, such as acts of sabotage, terrorism or war; weather events and natural disasters; ability to protect, defend and enforce Dow’s intellectual property rights; increased competition; changes in relationships with Dow’s significant customers and suppliers; unanticipated expenses such as litigation or legal settlement expenses; unanticipated business disruptions; Dow’s ability to predict, identify and interpret changes in consumer preferences and demand; Dow’s ability to complete proposed divestitures or acquisitions; Dow’s ability to realize the expected benefits of acquisitions if they are completed; the availability of financing to Dow in the future and the terms and conditions of such financing; disruptions in Dow’s information technology networks and systems and risks related to the actual and potential impacts of the COVID-19 pandemic and the recent excess oil supply and related drop in oil prices. Additionally, there may be other risks and uncertainties that Dow is unable to identify at this time or that Dow does not currently expect to have a material impact on its business.

Risks related to achieving the anticipated benefits of Dow's separation from DowDuPont include, but are not limited to, a number of conditions outside the control of Dow, including risks related to: (i) Dow's inability to achieve some or all of the benefits that it expects to receive from the separation from DowDuPont; (ii) certain tax risks associated with the separation; (iii) the failure of Dow's pro forma financial information to be a reliable indicator of Dow's future results; (iv) Dow's inability to receive third-party consents required under the separation agreement; (v) non-compete restrictions under the separation agreement; (vi) receipt of less favorable terms in the commercial agreements Dow entered into with DuPont and Corteva, Inc. ("Corteva"), including restrictions under intellectual property cross-license agreements, than Dow would have received from an unaffiliated third party; and (vii) Dow's obligation to indemnify DuPont and/or Corteva for certain liabilities.

Where, in any forward-looking statement, an expectation or belief as to future results or events is expressed, such expectation or belief is based on the current plans and expectations of management and expressed in good faith and believed to have a reasonable basis, but there can be no assurance that the expectation or belief will result or be achieved or accomplished. For a more detailed discussion of Dow’s risks and uncertainties, see Part I, Item 1A of the Dow Inc. and TDCC combined Annual Report on Form 10-K for the year ended December 31 2019. Dow Inc. and TDCC assume no obligation to update or revise publicly any forward-looking statements whether because of new information, future events or otherwise, except as required by securities and other applicable laws.

NON-GAAP & DEFINITIONS

Non-GAAP Financial Measures

This presentation includes information that does not conform to U.S. GAAP and are considered non-GAAP measures. These measures include the Company's pro forma consolidated results and pro forma earnings per share on an adjusted basis. Management uses these measures internally for planning, forecasting and evaluating the performance of the Company's segments, including allocating resources. Dow's management believes that these non-GAAP measures best reflect the ongoing performance of the Company during the periods presented and provide more relevant and meaningful information to investors as they provide insight with respect to ongoing operating results of the Company and a more useful comparison of year-over-year results. These non-GAAP measures supplement the Company's U.S. GAAP disclosures and should not be viewed as alternatives to U.S. GAAP measures of performance. Furthermore, such non-GAAP measures may not be consistent with similar measures provided or used by other companies. Dow does not provide forward-looking U.S. GAAP financial measures or a reconciliation of forward-looking non-GAAP financial measures to the most comparable U.S. GAAP financial measures on a forward-looking basis because the Company is unable to predict with reasonable certainty the ultimate outcome of pending litigation, unusual gains and losses, foreign currency exchange gains or losses and potential future asset impairments, as well as discrete taxable events, without unreasonable effort. These items are uncertain, depend on various factors, and could have a material impact on U.S. GAAP results for the guidance period.

Trademarks

The Dow Diamond, logo and all products, unless otherwise noted, denoted with ™, ℠ or ® are trademarks, service marks or registered trademarks of The Dow Chemical Company or its respective subsidiaries or affiliates. Solely for convenience, the trademarks, service marks and trade names referred to in this communication may appear without the ™, ℠ or ® symbols, but such references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights or the right of the applicable licensor to these trademarks, service marks and trade names. This presentation may also contain trademarks, service marks and trade names of certain third parties, which are the property of their respective owners. Our use or display of third parties' trademarks, service marks, trade names or products in this communication is not intended to, and should not be read to, imply a relationship with or endorsement or sponsorship of us.

Definitions

Pro Forma Operating EBIT is defined as pro forma earnings (i.e., pro forma "income from continuing operations before income taxes") before interest, excluding the impact of significant items.

Pro forma Operating EBITDA is defined as pro forma earnings (i.e., pro forma "income from continuing operations before income taxes") before interest, depreciation and amortization, excluding the impact of significant items.

Pro forma Operating EBIT Margin is defined as pro forma Operating EBIT divided by pro forma Net Sales.

Adjusted Pro Forma Operating EBIT is defined as Pro forma Operating EBIT less Equity Earnings.

Adjusted Pro Forma Operating EBIT Margin is defined as Pro Forma Operating EBIT less equity earnings divided by Pro Forma net sales.

Pro forma operating earnings per share is defined as "Pro Forma earnings per common share from continuing operations – diluted" excluding the after-tax impact of significant items.

Operating EBIT is defined as earnings (i.e. "Income from continuing operations before taxes") before interest, excluding the impact of significant items.

Operating EBITDA is defined as earnings (i.e. "Income from continuing operations before taxes") before interest, depreciation and amortization, excluding the impact of significant items.

Operating EBIT Margin is defined as Operating EBIT, divided by Net Sales.

Adj. Op. EBIT is defined as Operating EBIT less Equity Earnings.

Adj. Op. EBIT Margin is defined as Operating EBIT less Equity Earnings divided by Net Sales.

Operating EPS - Operating earnings per share is defined as "Earnings per common share from continuing operations - diluted" excluding the after-tax impact of significant items.

Operational Tax Rate is defined as the effective tax rate (i.e., GAAP "Provision for income taxes" dividend by "Income from continuing operations before income taxes") excluding the impact of significant items.

Free cash flow (FCF) is defined as "Cash flows from Operating Activities - Continuing Operations", less capital expenditures. Under this definition, free cash flow represents the cash generated by the Company from operations after investing in its asset base. Free cash flow, combined with cash balances and other sources of liquidity, represent the cash available to fund obligations and provide returns to shareholders. Free cash flow is an integral financial measure used in the Company's financial planning process.

Cash Flow Conversion is defined as "Cash Flow from Operating Activities – Continuing Operations" divided by Operating EBITDA or Pro Forma Operating EBITDA. Management believes cash flow conversion is an important financial metric as it helps the Company determine how efficiently it is converting its earnings to cash flow.

Net Debt (JVs) is defined as Long-Term Debt plus Current Portion of Long-Term Debt less Cash and Cash Equivalents.

Kuwait Joint Ventures (JVs) refers to EQUATE Petrochemical Company K.S.C.C., The Kuwait Olefins Company K.S.C.C., and The Kuwait Styrene Company K.S.C.C.

Thai Joint Ventures (JVs) refers to Map Ta Phut Olefins Company Limited and The SCG-Dow Group (Siam Polyethylene Company Limited, Siam Polystyrene Company Limited, Siam Styrene Monomer Co., Ltd., Siam Synthetic Latex Company Limited).

OPERATING AND PRO FORMA EPS RECONCILIATION

Significant Items Impacting Results for the Three Months Ended Mar 31, 2020			
In millions, except per share amounts (Unaudited)	*Pretax* [1]	*Net Income* [2]	*EPS* [3]
Reported results	$ 396	$ 239	$ 0.32
Less: Significant items			
Integration and separation costs	(65)	(51)	(0.07)
Restructuring and asset related charges - net	(96)	(79)	(0.11)
Loss on early extinguishment of debt	(86)	(70)	(0.09)
Total significant items	$ (247)	$ (200)	$ (0.27)
Operating results (non-GAAP)	$ 643	$ 439	$ 0.59

Significant Items Impacting Results for the Three Months Ended Mar 31, 2019			
In millions, except per share amounts (Unaudited)	*Pretax* [1]	*Net Income* [2]	*EPS* [3]
Pro forma results	$ 364	$ 176	$ 0.24
Less: Significant items			
Integration and separation costs	(402)	(326)	(0.44)
Restructuring and asset related charges - net	(156)	(150)	(0.20)
Income tax related items [4]	-	(77)	(0.10)
Total significant items	$ (558)	$ (553)	$ (0.74)
Operating pro forma results (non-GAAP)	$ 922	$ 729	$ 0.98

1. "Income from continuing operations before income taxes" or pro forma "Income from continuing operations before income taxes."

2. "Net income available for Dow Inc. common stockholders" or pro forma "Net income available for Dow Inc. common stockholders." The income tax effect on significant items was calculated based upon the enacted tax laws and statutory income tax rates applicable in the tax jurisdiction(s) of the underlying non-GAAP adjustment.

3. "Earnings per common share from continuing operations - diluted" or pro forma "Earnings per common share from continuing operations - diluted."

4. Related to the preparation for separation and distribution.

OPERATING AND PRO FORMA OPERATING EBIT & EBITDA RECONCILIATION

Reconciliation of "Income (loss) from continuing operations, net of tax" to Operating EBIT and Operating EBITDA	Three Months Ended				
	Mar 31, 2019	Jun 30, 2019	Sep 30, 2019	Dec 31, 2019	Mar 31, 2020
In millions (Unaudited)	*Pro Forma*	*As Reported*	*As Reported*	*As Reported*	*As Reported*
Income (loss) from continuing operations, net of tax	$ 221	$ 90	$ 347	$ (2,310)	$ 258
+ Provision for income taxes on continuing operations	141	125	90	114	138
Income (loss) from continuing operations before income taxes	$ 362	$ 215	$ 437	$ (2,196)	$ 396
- Interest income	18	21	19	23	15
+ Interest expense and amortization of debt discount	241	237	233	222	215
- Significant items	(558)	(628)	(466)	(3,030)	(247)
Operating EBIT [1]	$ 1,143	$ 1,059	$ 1,117	$ 1,033	$ 843
+ Depreciation and amortization	743	743	739	713	724
Operating EBITDA [2]	$ 1,886	$ 1,802	$ 1,856	$ 1,746	$ 1,567
Operating EBITDA - Trailing Twelve Months ("TTM") basis			$ 7,559	$ 7,290	$ 6,971

1. Operating EBIT is defined as earnings (i.e., "Income (loss) from continuing operations before income taxes") before interest, excluding the impact of significant items. Pro forma operating EBIT is defined as pro forma earnings (i.e., "Pro Forma income (loss) from continuing operations before income taxes") before interest, excluding the impact of significant items.

2. Operating EBITDA is defined as earnings (i.e., "Income (loss) from continuing operations before income taxes") before interest, depreciation and amortization, excluding the impact of significant items. Pro forma operating EBITDA is defined as pro forma earnings (i.e., "Pro Forma income (loss) from continuing operations before income taxes") before interest, depreciation and amortization, excluding the impact of significant items.

SEGMENT INFORMATION

Net Sales and Pro Forma Net Sales by Segment	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
In millions (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	$ 4,609	$ 5,138
Industrial Intermediates & Infrastructure	3,045	3,489
Performance Materials & Coatings	2,065	2,320
Corporate	51	69
Total net sales by segment	$ 9,770	$ 11,016

Operating and Pro Forma Operating EBIT by Segment	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
In millions (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	$ 580	$ 690
Industrial Intermediates & Infrastructure	175	277
Performance Materials & Coatings	162	271
Corporate	(74)	(95)
Total Operating EBIT by segment	$ 843	$ 1,143

Equity in Earnings (Losses) of Nonconsolidated Affiliates	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
In millions (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	$ 5	$ 38
Industrial Intermediates & Infrastructure	(76)	(48)
Performance Materials & Coatings	1	-
Corporate	(19)	(4)
Total equity in losses of nonconsolidated affiliates by segment	$ (89)	$ (14)

SEGMENT INFORMATION (CONTINUED)

Adjusted Operating and Pro Forma Operating EBIT	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
In millions (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	$ 575	$ 652
Industrial Intermediates & Infrastructure	251	325
Performance Materials & Coatings	161	271
Corporate	(55)	(91)
Adjusted Operating and Pro Forma Operating EBIT	$ 932	$ 1,157

Operating and Pro Forma Operating EBIT Margin	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
Percent change (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	12.6%	13.4%
Industrial Intermediates & Infrastructure	5.7%	7.9%
Performance Materials & Coatings	7.8%	11.7%
Total Operating EBIT margin	8.6%	10.4%

Adjusted Operating and Pro Forma Operating EBIT Margin	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
Percent change (Unaudited)	*As Reported*	*Pro Forma*
Packaging & Specialty Plastics	12.5%	12.7%
Industrial Intermediates & Infrastructure	8.2%	9.3%
Performance Materials & Coatings	7.8%	11.7%
Adjusted Operating and Pro Forma Operating EBIT Margin	9.5%	10.5%

CASH CONVERSION RECONCILIATION

Operating EBITDA to Cash Flow From Operations Conversion	Three Months Ended	
	Mar 31, 2020	Mar 31, 2019
In millions	As Reported	Pro Forma
Cash flows from operating activities - continuing operations	$ 1,236	$ 1,043
Operating EBITDA	$ 1,567	$ 1,886
Operating EBITDA to cash flow from operations conversion (non-GAAP) [1]	**78.9%**	**55.3%**

1. Operating EBITDA to cash flow from operations conversion is defined as "Cash Flow from Operating Activities - Continuing Operations" divided by Operating EBITDA.

Reconciliation of Non-GAAP Cash Flow Measures	Three Months Ended				
	Mar 31, 2019	Jun 30, 2019	Sep 30, 2019	Dec 31, 2019	Mar 31, 2020
In millions	Pro Forma	As Reported	As Reported	As Reported	As Reported
Cash provided by operating activities - continuing operations (GAAP)	$ 1,043	$ 960	$ 1,790	$ 1,920	$ 1,236
Capital expenditures	(442)	(470)	(472)	(577)	(395)
Free cash flow (non-GAAP) [1]	$ 601	$ 490	$ 1,318	$ 1,343	$ 841
Free cash flow Trailing Twelve Months ("TTM") basis (non-GAAP)			$ 3,152	$ 3,752	$ 3,992

1. Free cash flow is defined as cash flows from operating activities - continuing operations, less capital expenditures. Under this definition, free cash flow represents the cash generated by the Company from operations after investing in its asset base. Free cash flow, combined with cash balances and other sources of liquidity, represent the cash available to fund obligations and provide returns to shareholders. Free cash flow is an integral financial measure used in the Company's financial planning process.