



Corporate Presentation

January 2014

Company Overview

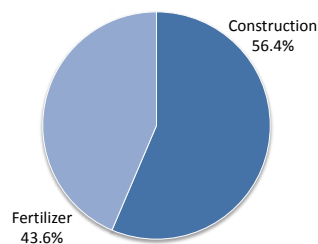
OCI N.V.

- A leading global producer of natural gas-based chemicals and an engineering & construction contractor
- **Re-domiciled** from Egypt to The Netherlands through an exchange and tender offer for Egypt-listed OCI S.A.E.
- Employs approximately 75,000 people worldwide

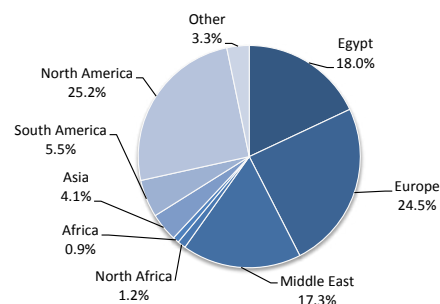
Listing Information

- Began trading on the Euronext Amsterdam on 25 January 2013
- **Market cap:** EUR 6.7 billion as at 8 January 2014
- **Options trading:** Euronext introduced options on OCI N.V. shares as of 13 December 2013
- **Index inclusions:** trading as part of the AMX, STOXX Europe 600 and Euronext 100 indices
 - Candidate for AEX Index inclusion in March 2014
- **ADRs:** a level 1 over-the-counter ADR program on the OTCQX International Premier marketplace
- **OCI Partners:** listed 21.7% of the Master Limited Partnership (MLP) on NYSE on 3 October 2013; OCI N.V. owns the remaining 78.3%

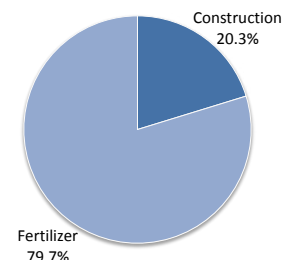
H1 2013 Revenue Split



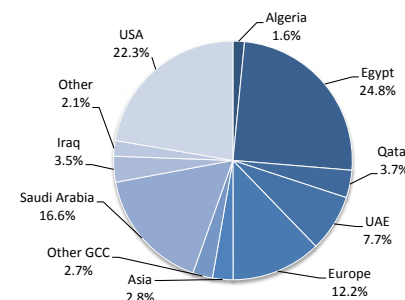
H1 2013 Revenue by Geography



H1 2013 EBITDA Split



30 September 2013 Backlog



Natural Gas-Based Chemicals and Engineering & Construction Contractor

Natural Gas Based Chemicals



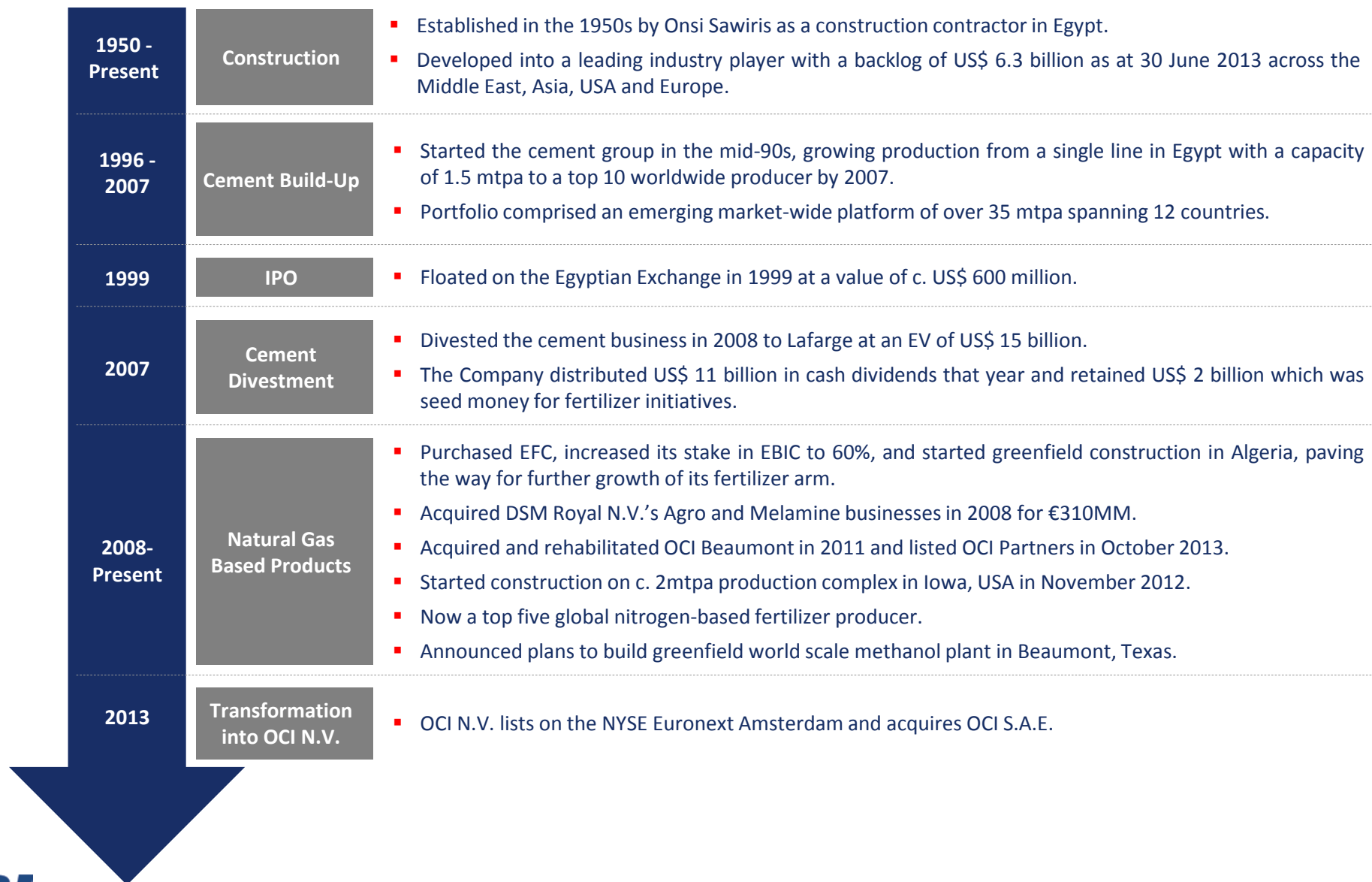
- Produces nitrogen fertilizers, methanol and other natural gas based products, serving agricultural and industrial customers from the Americas to Asia
- Production facilities in The Netherlands, USA, Egypt and Algeria
- Top 5 five global nitrogen-based fertilizer producer with a production capacity of c. 7 million tons per annum (mtpa)
- Greenfield nitrogen fertilizer facility of up to approximately 2 mtpa under construction in Iowa in the US
- OCI Beaumont is the largest integrated merchant methanol and ammonia producer in the US
- Plans to build greenfield world scale 1.75 mtpa methanol plant in Texas, the largest methanol production facility in the US

Construction



- The construction group ranks among the world's top global contractors.
- Primarily focused on infrastructure, industrial and high-end commercial projects.
- Present in the Middle East, North Africa, Europe, USA and Central Asia.
- Backlog of US\$ 6.18 billion as at 30 September 2013.

Company History



Well Positioned Post Transformation

| | | |
|---------------|--|--|
| October 2012 | Charged with tax claim by the Egyptian government | <ul style="list-style-type: none"> Settled in April 2013 for EGP 7.1 billion (c. US\$ 1 billion) over ten installments. The Company is exploring legal options. |
| November 2012 | Gas curtailments at EFC / EBIC | <ul style="list-style-type: none"> Forced renegotiations of supply contracts. Cash flow reduction due to gas curtailments. |
| January 2013 | OCI N.V. lists on the NYSE Euronext Amsterdam | <ul style="list-style-type: none"> Begins trading on 25 January 2013. Converts trading line to EUR from USD in August 2013 to facilitate higher liquidity. |
| January 2013 | OCI N.V. launches GDR Exchange Offer | <ul style="list-style-type: none"> Concluded on 21 February 2013 with 99% acceptance, representing 75.7% of OCI S.A.E. ownership. OCI re-opened exchange offer for remaining GDRs on 30 September 2013. |
| May 2013 | Iowa Fertilizer Co. issues US\$ 1.2 billion bond in US tax-exempt market | <ul style="list-style-type: none"> 3x oversubscribed and was the largest non-investment grade transaction ever sold in the US tax-exempt market. Equity of US\$ 570 million paid to an escrow account; capex fully pre-funded. |
| May 2013 | Sonatrach and OCI renegotiate commercial agreement | <ul style="list-style-type: none"> Incorporates increased revenue sharing mechanism at certain levels. Maintains low production cost and ensured timely commissioning of Sorfert. Production started in August and exports in September. |
| June 2013 | OCI N.V. launches tender offer for OCI S.A.E. local shares | <ul style="list-style-type: none"> 89.4% responded to the offer, resulting in 97.44% OCI N.V. ownership in OCI S.A.E. Final tender offer extension for remaining shares on 19-23 January 2014. |
| August 2013 | Amends gas supply agreements for EFC / EBIC | <ul style="list-style-type: none"> Amended the supply agreements to ensure reliable future supply. |
| October 2013 | IPO of 21.7% of OCI Partners LP | <ul style="list-style-type: none"> OCI Partners LP, the owner and operator of OCI Beaumont, IPO's 21.7% of its common units at US\$ 18 per Common Unit resulting in an enterprise value of approximately US\$ 2 billion. |
| October 2013 | Extensions to local and GDR offers | <ul style="list-style-type: none"> OCI N.V. owning 99.32% of OCI S.A.E. OCI S.A.E. intends to terminate the GDR program, subject to receipt of all relevant regulatory approvals. Final local extension period to be held 19-23 January 2014. |

Looking Forward: Rebalancing to Financial Strength

- *An improved credit profile, the ramp up of Sorfert and increased operating rates at the Egyptian plants allows management to focus on shareholder value creation*

Cash Outflows in H1 2013

- Equity of US\$ 570 million for Iowa Fertilizer Company fully paid to an escrow account.
 - First tax settlement payment of US\$ 360 million.
 - Transaction costs for OCI N.V. tender offer for OCI S.A.E. shares.
 - Reduction in EFC and EBIC cash generation.
- Resulted in increased gross debt.

Improving Net Debt Position Going Forward

- **Rapid deleveraging:** through divestment proceeds and ramp-up of fertilizer capacity.
- **Convertible bond and equity offerings:** proceeds of EUR 439 million, extending debt maturity profile.
- **Growth capex** all fully pre-funded:
 - Iowa Fertilizer equity in escrow account;
 - OCI Beaumont debottlenecking to be financed by IPO proceeds.
- **Low maintenance capex requirement.**
- **Divestments:**
 - Total proceeds for Gavilon both the energy and agribusiness exceeds US\$ 660 million;
 - Up-streamed cash from the OCI Beaumont MLP IPO;
 - Minority stake in Notore.
- **Ramp-up of production:** Sorfert begins full production and resumption of operating rates at Egyptian plants.

Chemicals Segment: Ramping-Up Capacity

- OCI Nitrogen is the second largest CAN producer in Europe and the largest melamine producer in the world

- OCI Beaumont is the largest integrated ammonia and methanol producer in the US

- Natgasoline LLC will be the largest methanol production facility in the US

- World's largest AS distributor with 1 mtpa from Lanxess and 750 mtpa from DFI (a DSM subsidiary)

Design Capacities - ktpa¹

| Plant | Ammonia | | Urea | UAN | CAN | Fertilizer for sale | Methanol | Melamine | DEF |
|---|--------------|--------------|------------------|------------------------|--------------|---------------------|--------------|------------|------------|
| | Gross | Net | | | | | | | |
| Egyptian Fertilizers Company ² | 800 | - | 1,550 | - | - | 1,550 | - | - | - |
| Egypt Basic Industries Corporation | 730 | 730 | - | - | - | 730 | - | - | - |
| OCI Nitrogen | 1,130 | 350 | 500 ³ | 250 | 1,400 | 2,000 | - | 190 | - |
| Sorfert Algérie | 1,600 | 800 | 1,260 | - | - | 2,060 | - | - | - |
| OCI Beaumont | 265 | 265 | - | - | - | 265 | 730 | - | - |
| Year End 2013 | 4,525 | 2,145 | 2,810 | 250⁵ | 1,400 | 6,605 | 730 | 190 | - |
| OCI Beaumont Post Expansion | 305 | 305 | - | - | - | 305 | 913 | - | - |
| Year End 2014 | 4,565 | 2,185 | 2,810 | 250⁵ | 1,400 | 6,645 | 913 | 190 | - |
| Iowa Fertilizer Company | 800 | 185 | 250 ⁴ | 1,505 | - | 1,940 | - | - | 315 |
| Year End 2016 | 5,365 | 2,370 | 3,060 | 1,755 | 1,400 | 8,585 | 913 | 190 | 315 |
| Natgasoline LLC | - | - | - | - | - | - | 1,750 | - | - |
| Year End 2017 | 5,365 | 2,370 | 3,060 | 1,755 | 1,400 | 8,585 | 2,663 | 190 | 315 |

- Five production assets in Europe (the Netherlands), the USA, and North Africa (Egypt, Algeria), have a combined sellable capacity of c. 6.6 million metric tons per annum (mtpa) of nitrogen-based fertilizer, increasing to 8.6 mtpa in 2016 with the addition of the Iowa Fertilizer Company and OCI Beaumont's post-expansion capacity
- Addition of c. 4.2 mtpa from of product Iowa Fertilizer Company, OCI Beaumont debottlenecking, and Natgasoline LLC.
- IPO of 21.7% of OCI Partners Limited, OCI Beaumont's holding company.
- Global in-house distribution network with a strong presence in Europe and strategic joint ventures in Brazil and the USA



Note: all tonnage is metric, Iowa Fertilizer Company volumes are estimates

¹ Table not adjusted for OCI's stake in considered plant; ² UAN line constructed to capitalize on seasonal UAN price premiums over urea (swing capacity); ³ Captive capacity; ⁴ Urea sellable capacity increases to 420 ktpa if no Diesel Exhaust Fluid is produced;

⁵ Excludes EFC UAN swing capacity.

Chemicals Organic Growth Initiatives: Iowa Fertilizer Company

Plant Overview

- In the heart of the corn belt benefiting from a first mover advantage in the US for greenfield plants – broke ground on 19 November 2012 and scheduled to begin commissioning in Q4 2015.
- Orascom Engineering & Construction is the EPC contractor.
- Total estimated investment cost is approximately US\$ 1.8 billion.

Plant Overview

- Issued US\$ 1.2 billion Midwest Disaster Area tax-exempt bond. The bond was 3x oversubscribed and has an average interest rate of 5.12%.
- The bond issuance is rated BB- by both S&P and Fitch and represents the largest non-investment grade transaction ever sold in the US tax-exempt market.
- Equity of US\$ 570 million already in escrow account.

Construction Progress

- Construction on site is progressing on schedule.



Ammonia pipe rack steel structure erection

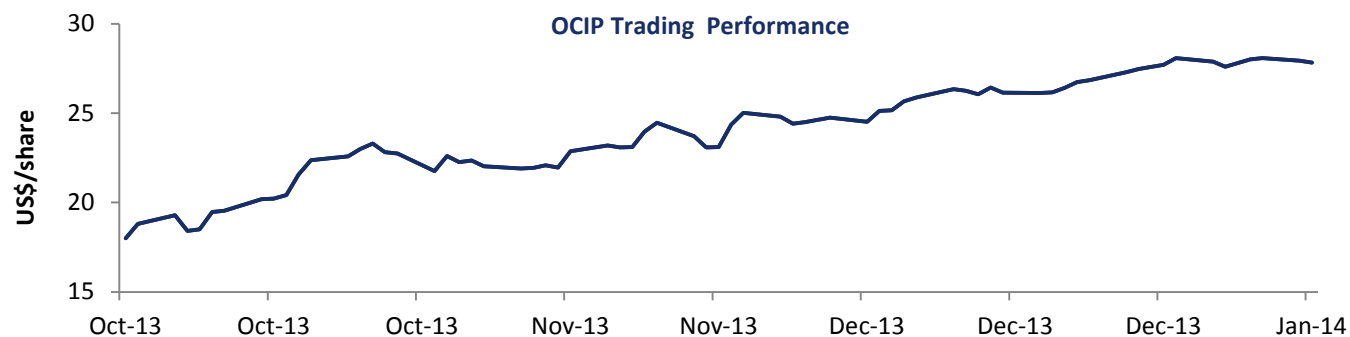


Reinforced concrete foundations

Chemicals Organic Growth Initiatives: OCI Partners and Natgasoline LLC

OCI Beaumont

- Largest integrated ammonia-methanol plant in North America.
- Competitive location on Gulf Coast, strong ammonia / methanol economics in the US market on the and attractive natural gas feedstock costs.
- Newly rehabilitated – full capacity utilization rates achieved in Q4 2012.
- Adding c. 15% capacity to ammonia and c. 25% to methanol through a US\$ 160 million debottlenecking scheduled for completion in H2 2014 – expected payback period of 2-3 years.
- Completed IPO of 21.7% of OCI Partners LP, the owner and operator of OCI Beaumont, in September 2013.
 - OCIP priced on 3 October at US\$ 18/unit
 - Net proceeds to OCI were US\$ 291 million
 - Current market value to OCI is US\$ 1.8 billion



Natgasoline LLC

- Largest Greenfield methanol plant in North America at 5,000 metric tons per day of capacity (c. 1.75 million mt per year).
- Project will help close the growing 5 million ton deficit in the US market to help make the industry more self-sufficient.
- Located in Beaumont, Texas on a portion of a 514 acre plot of land recently acquired by OCI.
- Commissioning expected in late 2016 with approvals process already underway.
- Total estimated investment cost is approximately US\$ 1 billion.





Construction Group

- Consolidated construction backlog of US\$ 6.18 billion as at 30 September 2013

- Diversified geographic presence with a wide range of core competencies

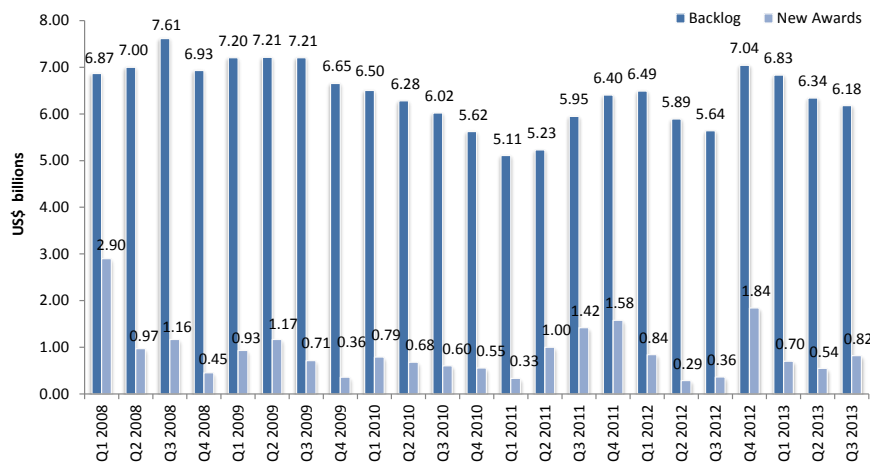
- Access to both emerging and mature markets

- Growth opportunities in Africa and Eastern Europe

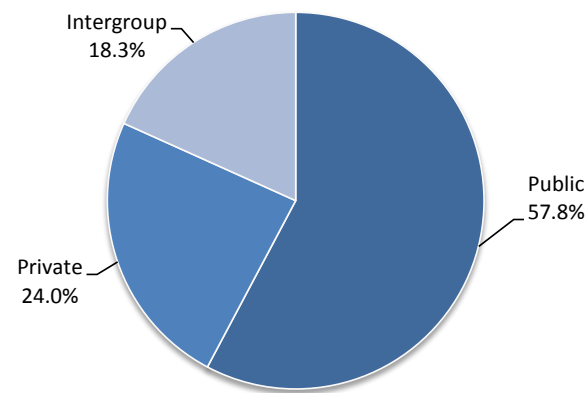
| Brand | Overview |
|---|--|
|  | <ul style="list-style-type: none"> Core markets: Egypt, Algeria, Abu Dhabi and Saudi Arabia. 2013 ENR Rankings: 141 on International Contractors list; 182 on Global Contractors list. Leading MENA industrial and infrastructure contractor. Key clients include Petrofac, KBR, FLSmidth; key partners include Vinci, Bouygues, Alstom. |
|  | <ul style="list-style-type: none"> Core markets: USA and territories, the Middle East and Central Asia. 2013 ENR Rankings: 102 on Top 400 Contractors list. Preferred US Government contractor for the last 10 years in Central Asia and MENA. Constructing SIDRA Medial Center, world's largest hospital, in Qatar. Key clients include US Army Corps of Engineers, Qatari Foundation; key partners include Grupo OHL. |
|  | <ul style="list-style-type: none"> Core markets: USA. 2013 ENR Rankings: 65 on Top 400 Contractors list. Top 50 US contractor present in 12 states; largest contractor in the state of Iowa. Key clients include AVIVA, Prudential, AT&T, and Wells Fargo. |
|  | <ul style="list-style-type: none"> Core markets: Europe, Middle East and North Africa. 2013 ENR Rankings: 63 on International Contractors list; 104 on Global Contractors list. Leading infrastructure and high-end commercial contractor with more than 100 years of contracting experience. Constructed Burj Khalifa, the world's tallest building, and Maastoren, the tallest building in The Netherlands. Key clients include Siemens, Qatar Petroleum, Samsung, and ProRail. |

Construction Group Highlights – Evolution of Backlog

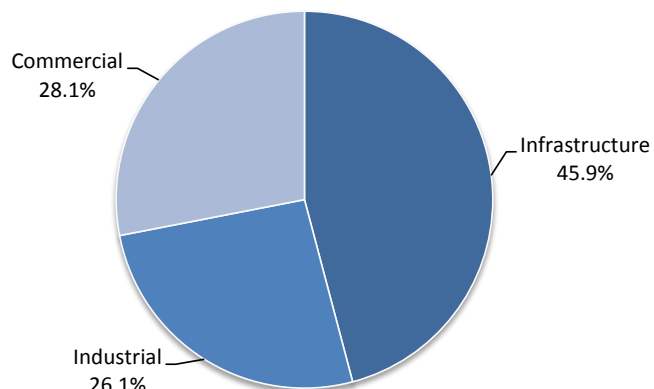
Evolution of Consolidated Backlog



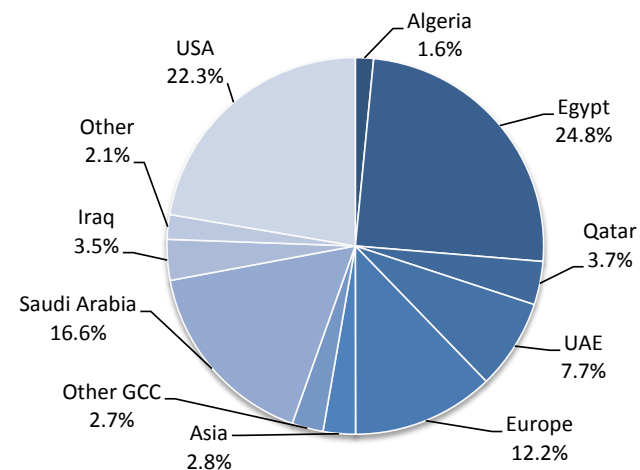
Evolution of Backlog Split by Client



Evolution of Backlog Split by Sector



Evolution of Backlog Split by Region



Appendix

OCI N.V.'s Acquisition of Orascom Construction Industries (OCI S.A.E.)

Tender Offer Completion

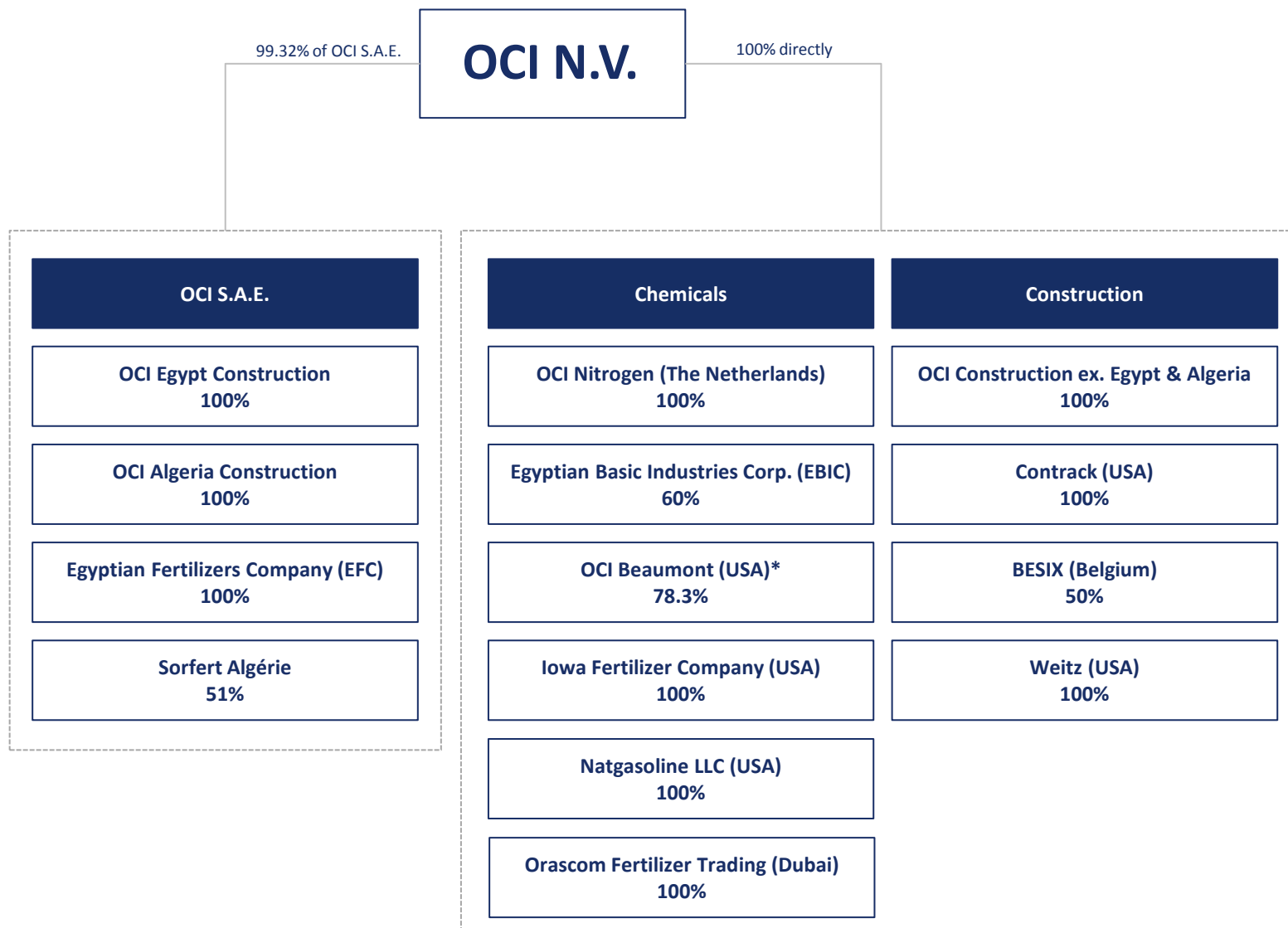
- OCI N.V. launched a share exchange offer with a cash alternative for OCI S.A.E.'s outstanding ordinary shares listed on the EGX on 27 June 2013, concluding with OCI N.V. owning 97.4% of OCI S.A.E.
 - 89.4% of the offer size responded, with 58.1% tendering for cash and 31.3% for swap;
 - Cascade Investment, Southeastern Asset Management and Davis Selected Advisers provided US\$ 1 billion to finance the cash elections.
- OCI N.V. is extending the tender offer for the remaining 3.3 million local shares at the MTO price of EGP 255 per share.
 - The first extension was 29 Sept – 3 October 2013 and the second extension period will be 19 – 23 January 2014.
- The Company re-opened the exchange offer for the remaining GDRs on 30 September 2013 to 3 December. As soon as practicable, the Company intends to terminate the GDR program, subject to receipt of all relevant regulatory approvals
- The total number of GDRs which remain outstanding is 112,345.
- Also expects to make an announcement for holders of American Depositary Shares (ADSs) representing ordinary shares of OCI S.A.E. in due course, subject to receipt of all relevant regulatory approvals.

Transaction Rationale

- **Enhanced international credit profile:** deeper access to capital markets.
- **Enhanced investor profile:** attracts a wider investor base and facilitates higher share liquidity.
- **Growth opportunities:** raises the Group's international profile and creates more growth opportunities.
- **International governance:** international listing further underscores the Company's commitment to international governance and financial control standards.
- **NYSE Euronext Amsterdam listing:**
 - All up-streamed cash and dividends from the US operations to The Netherlands are tax exempt;
 - OCI already has a large operational presence in The Netherlands where it owns and operates a 2 mtpa diversified fertilizer and gas-based products complex.

Ownership Structure Post-Completion of Tender Offer

- OCI N.V. directly owns all international operations through The Netherlands
- OCI S.A.E. owns the Egyptian and Algerian construction operations, EFC and Sorfert



Note: chart depicts effective operational structure; does not reflect Company legal structure.

* Completed IPO of 21.7% of OCI Partners LP (OCI Beaumont's parent company) in October 2013.

Consolidated Interim Results Highlights

| Consolidated Financials | | | |
|------------------------------------|----------------|----------------|---------------|
| <i>US\$ million</i> | H1 2013 | H1 2012 | Change |
| Revenue from Continuing Operations | 3,096.3 | 2,627.0 | 17.9% |
| EBITDA from Continuing Operations | 367.4 | 534.1 | -31.2% |
| <i>EBITDA Margin</i> | 11.9% | 20.3% | (-) 850bp |
| Income from Operations | 225.7 | 406.3 | -44.4% |
| Interest Income | 10.9 | 12.9 | -15.5% |
| Interest Expense | (143.0) | (102.4) | -39.6% |
| Foreign Exchange Gain (Loss) | 128.0 | 3.7 | 3359.5% |
| Net Financing Cost | (4.1) | (85.8) | 95.2% |
| Net Income | 56.0 | 201.7 | -72.2% |
| <i>Net Income Margin</i> | 1.8% | 7.7% | (-) 590bp |
| Earnings Per Share | 0.41 | 0.98 | -58.6% |

| | 30-Jun-13 | 31-Dec-12 | Change |
|----------------------|------------------|------------------|---------------|
| Total Debt | 5,476.6 | 4,816.8 | 13.7% |
| Net Debt | 3,295.8 | 2,641.8 | 24.8% |
| Shareholders' Equity | 1,409.5 | 1,846.2 | -23.7% |
| ROE | 6.9% | 8.2% | (-) 130bp |

- Effects of gas curtailments at EFC and EBIC during H1 2013.
- Net Income includes impact of US\$ 45.1 million in one-off fees related to the OCI N.V. tender offer for OCI S.A.E and impact of US\$ 23.6 million minority interest reflecting OCI N.V. ownership in OCI S.A.E. of 75.7% as at 30 June 2013.
 - Excluding these one-off items, H1 2013 net income totaled US\$ 124.7 million, a 38.2% decrease y-o-y.

Production Facilities

OCI Beaumont – MLP (78.3%¹)

- USA-based
- Capacity:
 - 265 ktpa of ammonia
 - 730 ktpa of methanol
- Ammonia production began in November 2011
- Methanol production began in July 2012
- Increasing capacity to c. 913 ktpa of methanol and c. 305 ktpa of ammonia, commissioning 2H 2014

OCI Nitrogen (100%)

- Netherlands-based
- Capacity:
 - 1.4 mtpa of CAN
 - 350 ktpa of sellable ammonia
 - 250 ktpa of UAN
 - 190 ktpa of melamine

Egyptian Fertilizers Company (EFC) (100%)

- Egypt-based
- Capacity:
 - 1.55 mtpa of urea
 - 325 ktpa of UAN²

Natgasoline LLC (100%)

- USA-based
- Capacity: 1.75 ktpa of methanol
- Commissioning Q4 2016

Egypt Basic Industries Corp. (EBIC) (60%)

- Egypt-based
- Capacity: 730 ktpa of ammonia

Iowa Fertilizer Company (100%)

- USA-based
- Planned capacity:
 - 185 ktpa of sellable ammonia
 - 250 ktpa of urea
 - 1.5 mtpa of UAN
 - 315 ktpa of DEF
- Commissioning Q4 2015

Notore Chemical Industries (13.5%)

- Nigeria-based
- A minority stake in the only fertilizer producer in Nigeria
- Capacity:
 - 500 ktpa of urea
 - 800 ktpa NPK blending unit

Sorfert Algérie (51%)

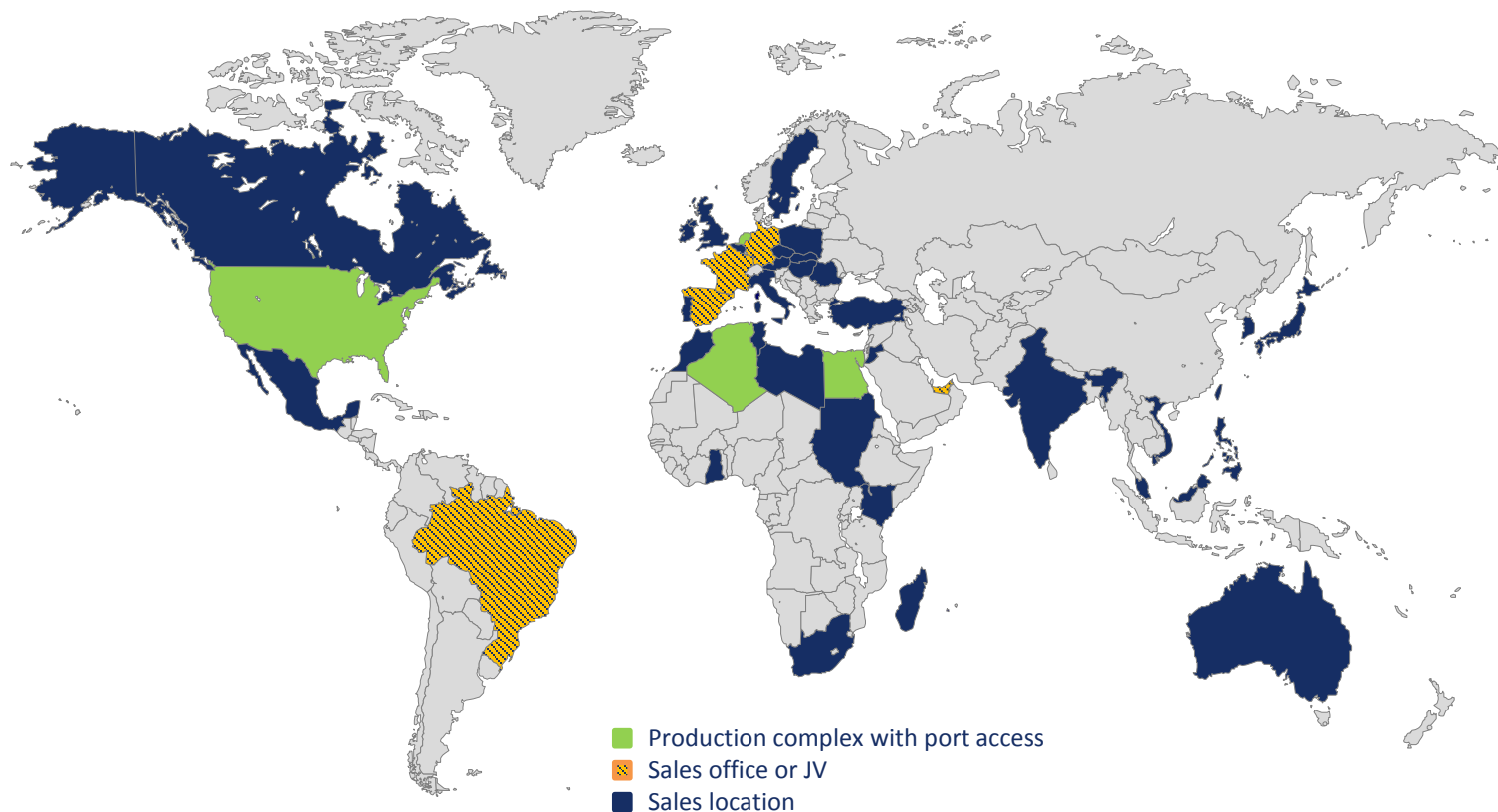
- Algeria-based
- Capacity:
 - 800 ktpa of sellable ammonia
 - 1.26 mtpa of urea
- Commissioned August 2013

¹ Completed IPO of 21.7% of entity in October 2013.

² UAN will be produced at Fertilizer Group's discretion subject to market conditions. Product capacities are swing capacities based on the product mix produced.

OCI Fertilizer Global Distribution Presence

- A global distribution network with a strong presence in Europe and strategic joint ventures in Brazil and the USA
- While OCI maintains good relations with major international fertilizer traders, the majority of OCI sales are direct to customers
- Sales to more than 35 countries
- Port access in Europe, the United States Gulf Coast, and North Africa
- Global warehousing capacity (ex. FITCO JV in Brazil) exceeds 1.1 million metric tons of liquid and dry bulk storage capacity



Indoor ship loading facility at the port of Stein, Limburg



Warehouse at port of Stein, Limburg



FITCO/OCI Warehouse in Brazil



Liquid storage warehouses in Spain



Ammonia tanks at OCI Terminal Europoort, Port of Rotterdam, Holland

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The Company's backlog or orderbook is based on management's estimates of awarded, signed and ongoing contracts which have not yet completed, and serves as an indication of total size of contracts to be executed.



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