



Fourth-Quarter Fiscal 2015 Earnings

November 3, 2015

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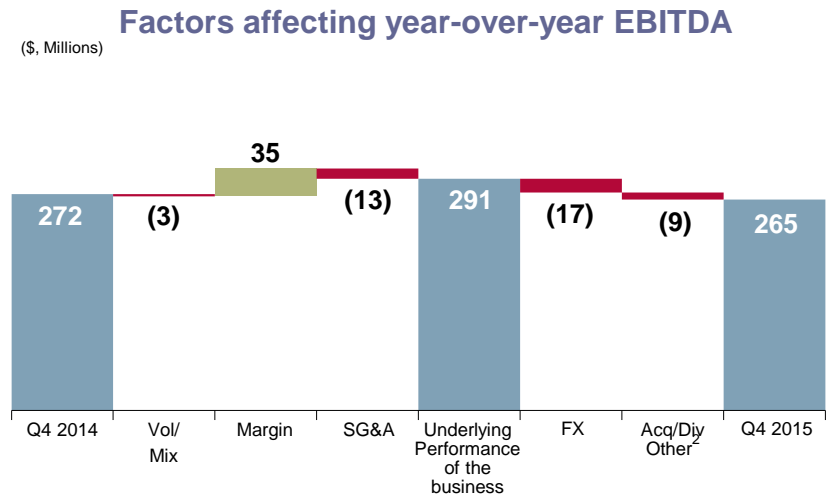
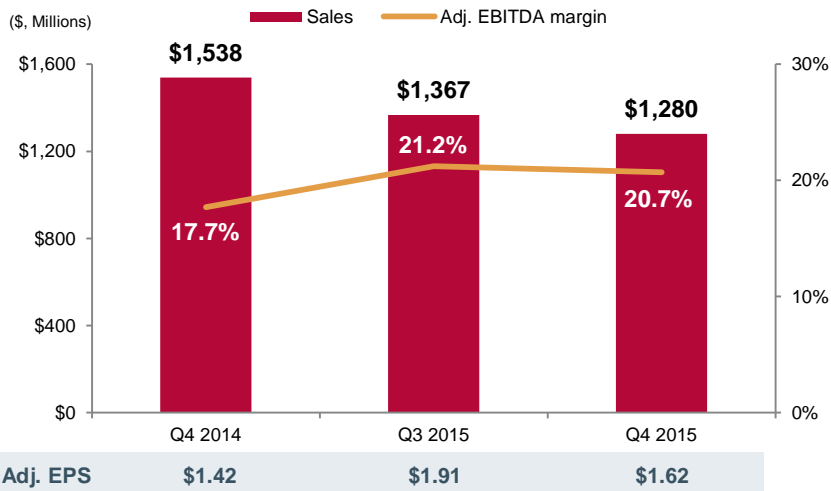
Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Ashland has identified some of these forward-looking statements with words such as “anticipates,” “believes,” “expects,” “estimates,” “is likely,” “predicts,” “projects,” “forecasts,” “may,” “will,” “should” and “intends” and the negative of these words or other comparable terminology. In addition, Ashland may from time to time make forward-looking statements in its annual report, quarterly reports and other filings with the Securities and Exchange Commission (SEC), news releases and other written and oral communications. These forward-looking statements are based on Ashland’s expectations and assumptions, as of the date such statements are made, regarding Ashland’s future operating performance and financial condition, including the proposed separation of its specialty chemicals and Valvoline businesses, the expected timetable for completing the separation, the future financial and operating performance of each company, strategic and competitive advantages of each company, the leadership of each company, and future opportunities for each company, as well as the economy and other future events or circumstances. Ashland’s expectations and assumptions include, without limitation, internal forecasts and analyses of current and future market conditions and trends, management plans and strategies, operating efficiencies and economic conditions (such as prices, supply and demand, cost of raw materials, and the ability to recover raw-material cost increases through price increases), and risks and uncertainties associated with the following: the possibility that the proposed separation will not be consummated within the anticipated time period or at all, including as the result of regulatory market or other factors; the potential for disruption to Ashland’s business in connection with the proposed separation; the potential that the new Ashland and Valvoline do not realize all of the expected benefits of the separation, Ashland’s substantial indebtedness (including the possibility that such indebtedness and related restrictive covenants may adversely affect Ashland’s future cash flows, results of operations, financial condition and its ability to repay debt); the impact of acquisitions and/or divestitures Ashland has made or may make (including the possibility that Ashland may not realize the anticipated benefits from such transactions); the global restructuring program (including the possibility that Ashland may not realize the anticipated revenue and earnings growth, cost reductions and other expected benefits from the program); Ashland’s ability to generate sufficient cash to finance its stock repurchase plans; severe weather, natural disasters, and legal proceedings and claims (including environmental and asbestos matters). Various risks and uncertainties may cause actual results to differ materially from those stated, projected or implied by any forward-looking statements, including, without limitation, risks and uncertainties affecting Ashland that are described in its most recent Form 10-K (including Item 1A Risk Factors) filed with the SEC, which is available on Ashland’s website at <http://investor.ashland.com> or on the SEC’s website at <http://www.sec.gov>. Ashland believes its expectations and assumptions are reasonable, but there can be no assurance that the expectations reflected herein will be achieved. Unless legally required, Ashland undertakes no obligation to update any forward-looking statements made in this presentation whether as result of new information, future event or otherwise.

Regulation G: Adjusted Results

The information presented herein regarding certain unaudited adjusted results does not conform to generally accepted accounting principles in the United States (U.S. GAAP) and should not be construed as an alternative to the reported results determined in accordance with U.S. GAAP. Ashland has included this non-GAAP information to assist in understanding the operating performance of the company and its reportable segments. The non-GAAP information provided may not be consistent with the methodologies used by other companies. All non-GAAP information related to previous Ashland filings with the SEC has been reconciled with reported U.S. GAAP results.

Fiscal Fourth Quarter 2015 Highlights¹



- Reported loss from continuing operations of \$0.88 per share
- **Adjusted earnings grew 14%** to \$1.62 vs. \$1.42 per share in prior year
- Another quarter of year-over-year adjusted EPS growth
- Adjusted EBITDA of \$265 million vs. \$272 million in prior year
 - Currency and divestitures – including exited product lines – represented \$26 million headwind
- In September, Ashland announced the plan to create two independent, publicly-traded companies – “new” Ashland and Valvoline
 - Separation planning and activities are well underway consistent with the stated timeline

¹ Ashland's earnings releases dated November 3, 2015, and July 29, 2015, available on Ashland's website at <http://investor.ashland.com>, reconcile adjusted amounts to amounts reported under GAAP.

² Divestitures includes elastomers, biocides, redispersible powders (RDP) and Valvoline car care product lines exited during prior four quarters.

Fiscal Fourth Quarter – Continuing Operations

Key Items Affecting Income



| (\$ in millions, except EPS) Preliminary | Operating Income | | | | Total | | |
|---|-------------------------------|-------------------------------|-----------|-----------------------|-----------------|-----------------|--------------------|
| | Ashland Specialty Ingredients | Ashland Performance Materials | Valvoline | Unallocated and Other | Pre-tax | After-tax | Earnings per Share |
| 2015 | | | | | | | |
| In Process R&D | \$ (11) | | | | \$ (11) | \$ (7) | \$ (0.10) |
| Restructuring | \$ (3) | | | \$ (3) | (6) | (5) | (0.07) |
| Environmental reserve | \$ (3) | | | | (3) | (2) | (0.03) |
| Customer claim | \$ (13) | | | | (13) | (12) | (0.18) |
| Loss on pension and OPEB | | | | \$ (246) | (246) | (149) | (2.21) |
| Tax adjustments | | | | | - | 6 | 0.09 |
| Total | \$ (30) | | | \$ (249) | \$ (279) | \$ (169) | \$ (2.50) |
| 2014 | | | | | | | |
| In Process R&D | \$ (4) | | | | \$ (4) | \$ (3) | \$ (0.04) |
| Restructuring | \$ (19) | \$ (1) | | \$ (9) | (29) | (21) | (0.28) |
| Legal reserve | | \$ (5) | | | (5) | (5) | (0.07) |
| Loss on pension and OPEB | | | | \$ (317) | (317) | (202) | (2.72) |
| Tax adjustments | | | | | - | 100 | 1.34 |
| Total | \$ (23) | \$ (6) | | \$ (326) | \$ (355) | \$ (131) | \$ (1.77) |

- Excluding intangible amortization, adjusted EPS would have been 20 cents higher, or \$1.82

Adjusted Results Summary¹



| (\$ in millions) Preliminary | Fiscal Fourth Quarter Three months ended Sept. 30, | | | Three months ended June 30, | |
|--|---|----------|--------|--------------------------------|----------|
| | 2015 | 2014 | Change | 2015 | Change |
| Sales | \$ 1,280 | \$ 1,538 | (17) % | \$ 1,367 | (6) % |
| Gross profit as a percent of sales | 33.0 % | 27.8 % | 520 bp | 31.5 % | 150 bp |
| Selling, general and admin./R&D costs | \$ 253 | \$ 256 | (1) % | \$ 231 | 10 % |
| Operating income | \$ 178 | \$ 180 | (1) % | \$ 207 | (14) % |
| Operating income as a percent of sales | 13.9 % | 11.7 % | 220 bp | 15.1 % | (120) bp |
| Depreciation and amortization | \$ 84 | \$ 92 | (9) % | \$ 83 | 1 % |
| Earnings before interest, taxes, depreciation and amortization (EBITDA) | \$ 265 | \$ 272 | (3) % | \$ 290 | (9) % |
| EBITDA as a percent of sales | 20.7 % | 17.7 % | 300 bp | 21.2 % | (50) bp |

- Currency and divestitures² were ~\$180 million headwind to sales
- Mix, margins and cost execution drove 300 basis-point increase in EBITDA margin

¹ Ashland's earnings releases dated November 3, 2015, and July 29, 2015, available on Ashland's website at <http://investor.ashland.com>, reconcile adjusted amounts to amounts reported under GAAP.

² Divestitures includes elastomers, biocides, redispersible powders (RDP) and Valvoline car care product line exited during prior four quarters.

Adjusted Results Summary¹

| (\$ in millions) Preliminary | Fiscal Fourth Quarter | | | Three months ended | |
|--|------------------------------|--------|---------|--------------------|---------|
| | Three months ended Sept. 30, | | | June 30, | |
| | 2015 | 2014 | Change | 2015 | Change |
| Metric tons sold (in thousands) - Actives basis | 78.1 | 91.1 | (14) % | 83.6 | (7) % |
| Sales | \$ 540 | \$ 635 | (15) % | \$ 579 | (7) % |
| Gross profit as a percent of sales | 35.2 % | 32.8 % | 240 bp | 33.1 % | 210 bp |
| Selling, general and admin./R&D costs | \$ 121 | \$ 125 | (3) % | \$ 115 | 5 % |
| Operating income | \$ 69 | \$ 84 | (18) % | \$ 77 | (10) % |
| Operating income as a percent of sales | 12.8 % | 13.2 % | (40) bp | 13.3 % | (50) bp |
| Depreciation and amortization | \$ 60 | \$ 63 | (5) % | \$ 60 | - % |
| Earnings before interest, taxes, depreciation and amortization (EBITDA) | \$ 129 | \$ 147 | (12) % | \$ 137 | (6) % |
| EBITDA as a percent of sales | 23.9 % | 23.1 % | 80 bp | 23.7 % | 20 bp |

- Energy and foreign exchange (FX) were significant headwinds to sales
- Business and product mix, as well as manufacturing and SG&A cost execution, more than offset FX headwind, leading to 80-basis-point improvement in EBITDA margin

¹ Ashland's earnings releases dated November 3, 2015, and July 29, 2015, available on Ashland's website at <http://investor.ashland.com>, reconcile adjusted amounts to amounts reported under GAAP.

Adjusted Results Summary¹



| (\$ in millions) Preliminary | Fiscal Fourth Quarter Three months ended Sept. 30, | | | Three months ended June 30, | |
|--|---|--------|--------|--------------------------------|--------|
| | 2015 | 2014 | Change | 2015 | Change |
| Metric tons sold (in thousands) | 110.6 | 145.1 | (24) % | 118.2 | (6) % |
| Sales | \$ 256 | \$ 383 | (33) % | \$ 278 | (8) % |
| Gross profit as a percent of sales | 19.3 % | 13.6 % | 570 bp | 16.2 % | 310 bp |
| Selling, general and admin./R&D costs | \$ 33 | \$ 41 | (20) % | \$ 33 | (0) % |
| Operating income | \$ 19 | \$ 13 | 46 % | \$ 13 | 46 % |
| Operating income as a percent of sales | 7.4 % | 3.4 % | 400 bp | 4.7 % | 270 bp |
| Depreciation and amortization | \$ 14 | \$ 18 | (22) % | \$ 14 | - % |
| Earnings before interest, taxes, depreciation and amortization (EBITDA) | \$ 33 | \$ 31 | 6 % | \$ 27 | 22 % |
| EBITDA as a percent of sales | 12.9 % | 8.1 % | 480 bp | 9.7 % | 320 bp |

- Favorable margins in Composites offset by the Elastosmers divestiture, and foreign currency translation
- I&S plant shutdown in prior year reduced EBITDA by \$8 million

¹ Ashland's earnings releases dated November 3, 2015, and July 29, 2015, available on Ashland's website at <http://investor.ashland.com>, reconcile adjusted amounts to amounts reported under GAAP.

Valvoline Results Summary¹



| (\$ in millions) Preliminary | Fiscal Fourth Quarter Three months ended Sept. 30, | | | Three months ended June 30, | |
|--|---|--------|--------|--------------------------------|----------|
| | 2015 | 2014 | Change | 2015 | Change |
| Lubricant gallons (in millions) | 43.5 | 41.5 | 5 % | 44.4 | (2) % |
| Sales | \$ 484 | \$ 520 | (7) % | \$ 510 | (5) % |
| Gross profit as a percent of sales | 35.8 % | 31.1 % | 470 bp | 37.0 % | (120) bp |
| Selling, general and admin./R&D costs | \$ 91 | \$ 89 | 2 % | \$ 88 | 3 % |
| Operating income | \$ 87 | \$ 77 | 13 % | \$ 107 | (19) % |
| Operating income as a percent of sales | 18.0 % | 14.8 % | 320 bp | 21.0 % | (300) bp |
| Depreciation and amortization | \$ 10 | \$ 10 | - % | \$ 9 | 11 % |
| Earnings before interest, taxes, depreciation and amortization (EBITDA) | \$ 97 | \$ 87 | 11 % | \$ 116 | (16) % |
| EBITDA as a percent of sales | 20.0 % | 16.7 % | 330 bp | 22.7 % | (270) bp |

- Continued execution against strategic objectives leading to another record fourth quarter for Valvoline segment earnings
- Strong results led by growth in VIOC and international channels

Fiscal Fourth Quarter 2015

Corporate Items



- Pension and other post-retirement adjustment of \$246 million, pre-tax
- Net interest expense of \$38 million
- Adjusted effective tax rate of 23%; full year rate of 23%
 - FY 2016 expectation is 24%-26%
- Trade Working Capital¹ finished the year at 18.8% of sales
- Capital expenditures totaled \$118 million in fourth quarter and \$265 million for full year
 - FY 2016 expectation is \$320-340 million
- Free cash flow² generation of \$130 million in fourth quarter and \$324 million for full year
 - FY 2016 expectation of \$325-\$350 million

¹ Trade Working Capital defined as trade accounts receivables plus inventories minus trade accounts payables; calculated on a 13-month rolling basis.

² Definition of free cash flow: operating cash less capital expenditures and other items Ashland has deemed non-operational.

Margin Profile Expectations

FY 2016 and Long Term



Execution and margin management expected to drive strong performance with ASH EBITDA margin **exceeding 20%** in 2016

| Operating Segment | 2015 Adjusted EBITDA % | Performance Drivers | 2016 Adjusted EBITDA % Target | Expected Additional Long-term Margin Expansion (in bps) | Performance Drivers | Long-term Normalized EBITDA % Targets |
|-----------------------|------------------------|--|-------------------------------|---|---|---------------------------------------|
| Specialty Ingredients | 23.3% | Growth in high-value-add areas and in emerging markets; cost efficiencies and SG&A savings; mix upgrades; somewhat offset by FX and energy | ~24.0 % | 100 - 300 | Growth through new technology focused on regional needs; enhanced customer service leading to improved value | 25 - 27 % |
| Performance Materials | 12.6% | Volume growth and margin management in composites; plant efficiency and cost-outs; offset by I&S headwind and FX | ~12.0 % | 0 - 0 | New application development leading to volume growth; mix improvement; efficient use and optimization of assets; offset by I&S headwind | 10 - 12 % |
| Valvoline | 20.9% | Continued VIOC store adds; Growth in target international markets; mix upgrade; favorable raw materials; improving domestic demand | ~21.0 % | 0 - 0 | Continued volume increases in target high-growth international markets; additions to VIOC store count; continued mix upgrade | 19 - 21 % |

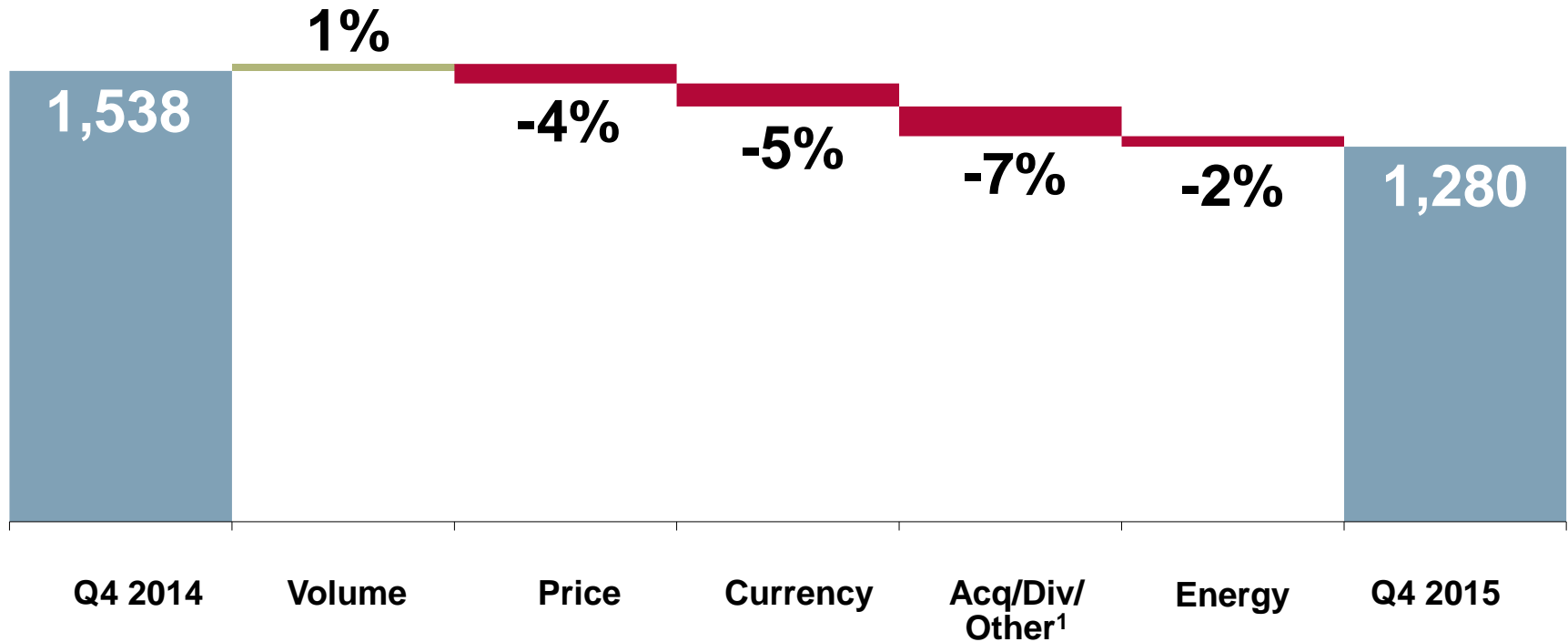


Appendix A: Bridges



Revenue Bridge

(\$ millions)
Preliminary



- Volume growth across key end markets offset by currency headwinds and divestitures; energy end market remains weak
- Raw material pass through was primary driver to lower overall pricing

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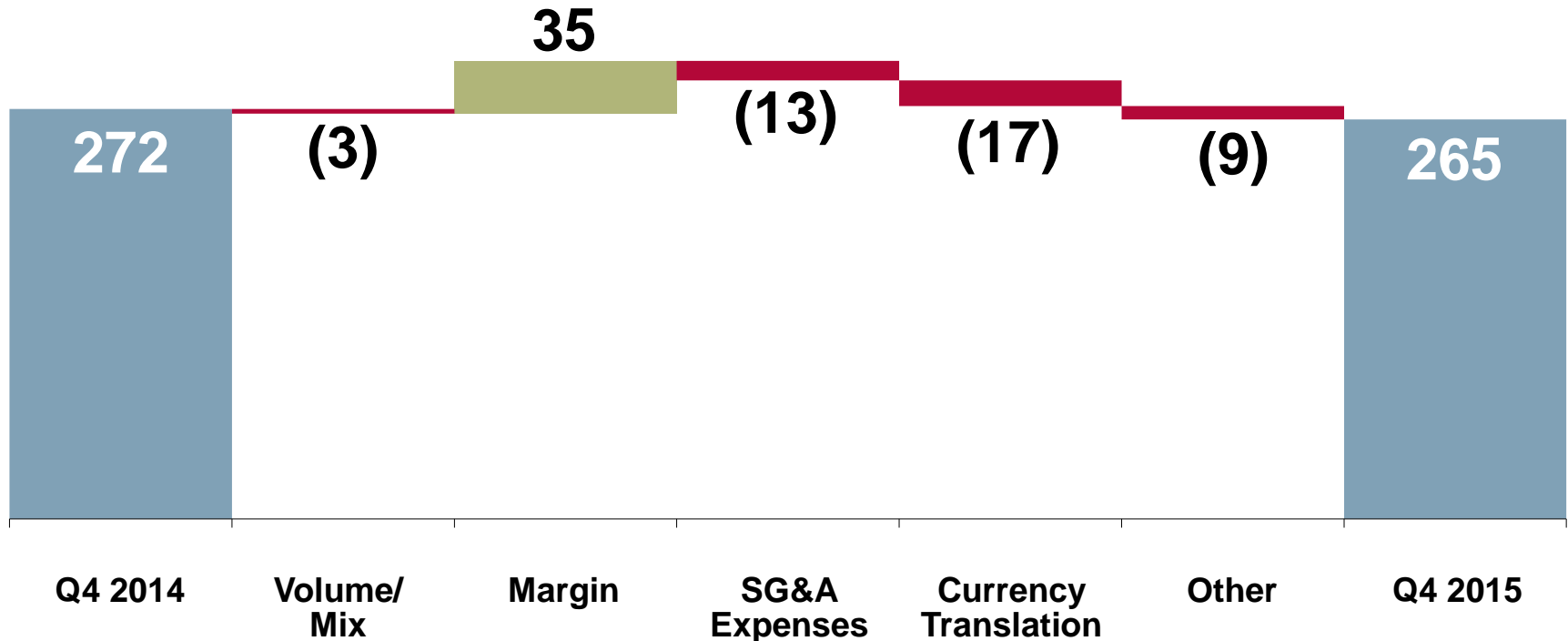
¹ Divestitures includes elastomers, biocides, redispersible powders (RDP) and Valvoline car care product lines exited during prior four quarters.

Ashland Q4 FY 2014 vs. Q4 FY 2015

Adjusted EBITDA Bridge



(\$ millions)
Preliminary



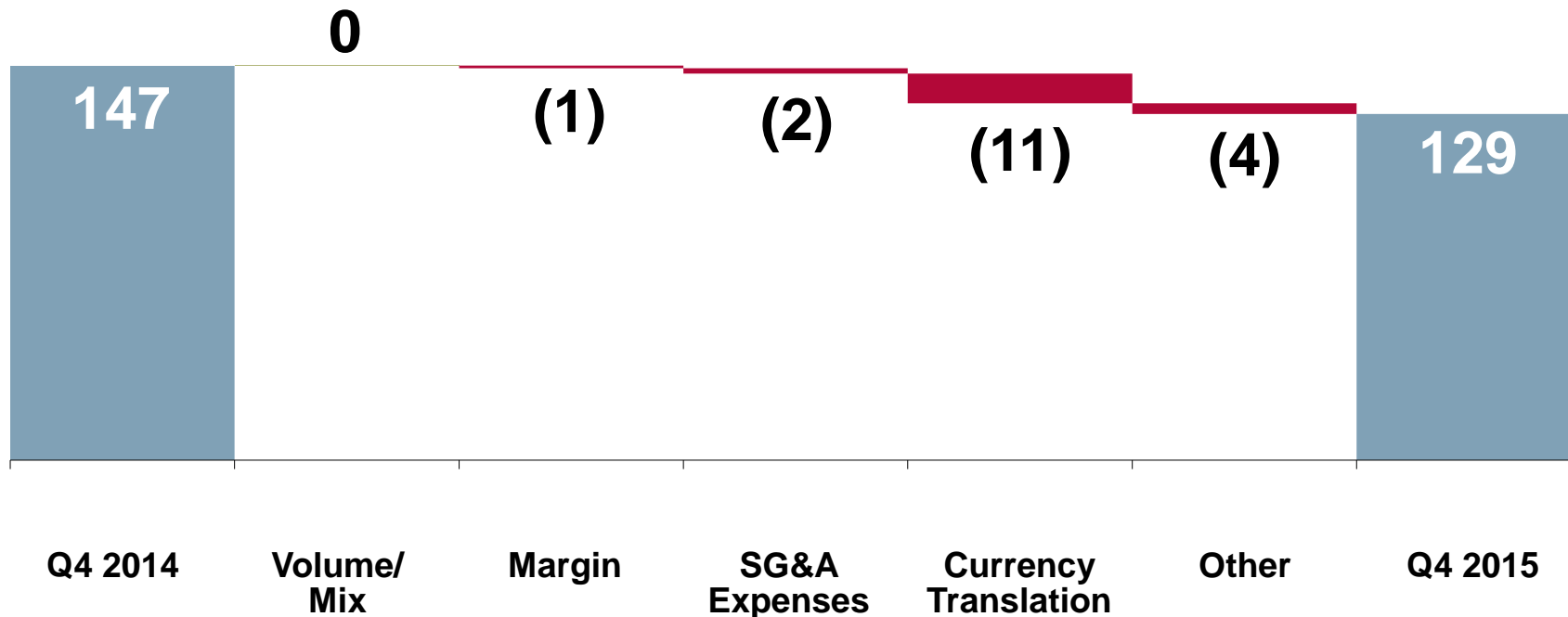
- Strong margins contributed \$35 million to EBITDA, more than offsetting currency headwinds
- Elastomers divestiture included in Other category, resulted in an \$8 million headwind



Adjusted EBITDA Bridge

(\$ millions)
Preliminary

Q4 FY 2014 versus Q4 FY 2015



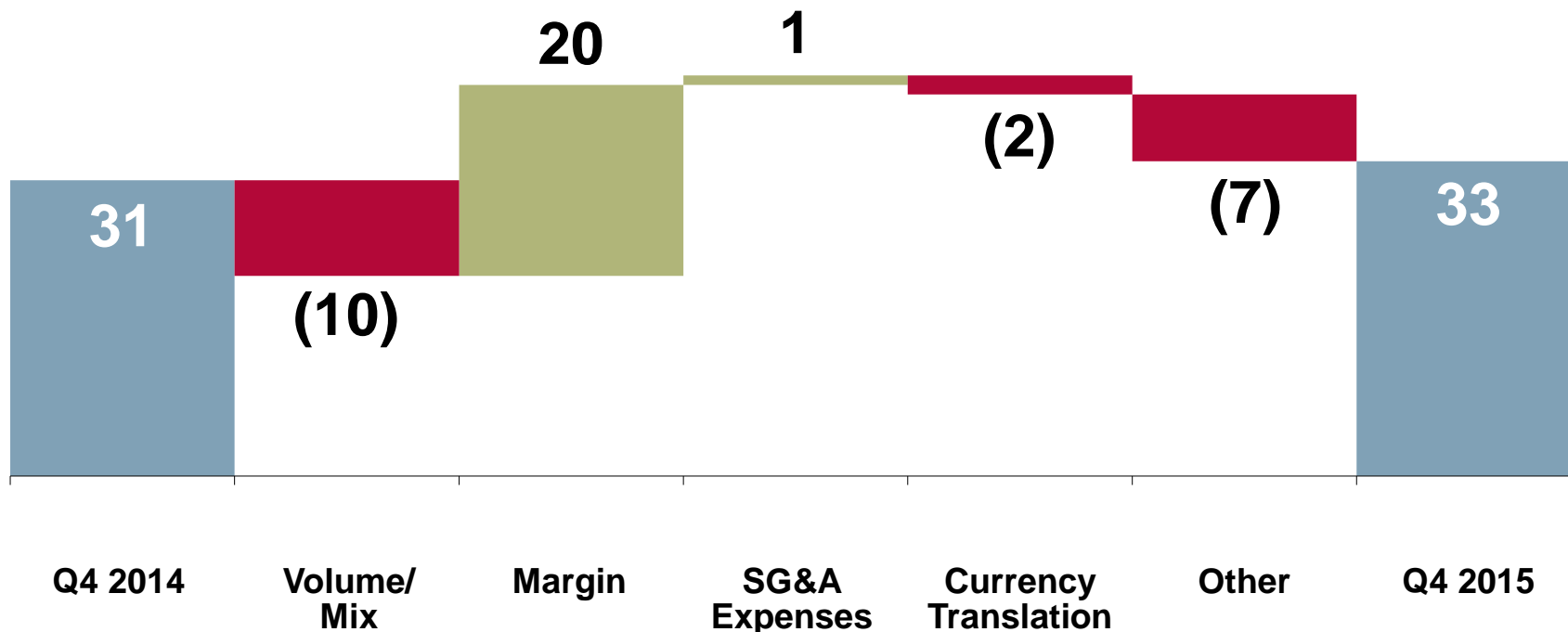
- Divestitures and exited product lines (biocides and RDP) included in the Other category
- Currency, driven by Euro, was an \$11 million headwind



Adjusted EBITDA Bridge

(\$ millions)
Preliminary

Q4 FY 2014 versus Q4 FY 2015



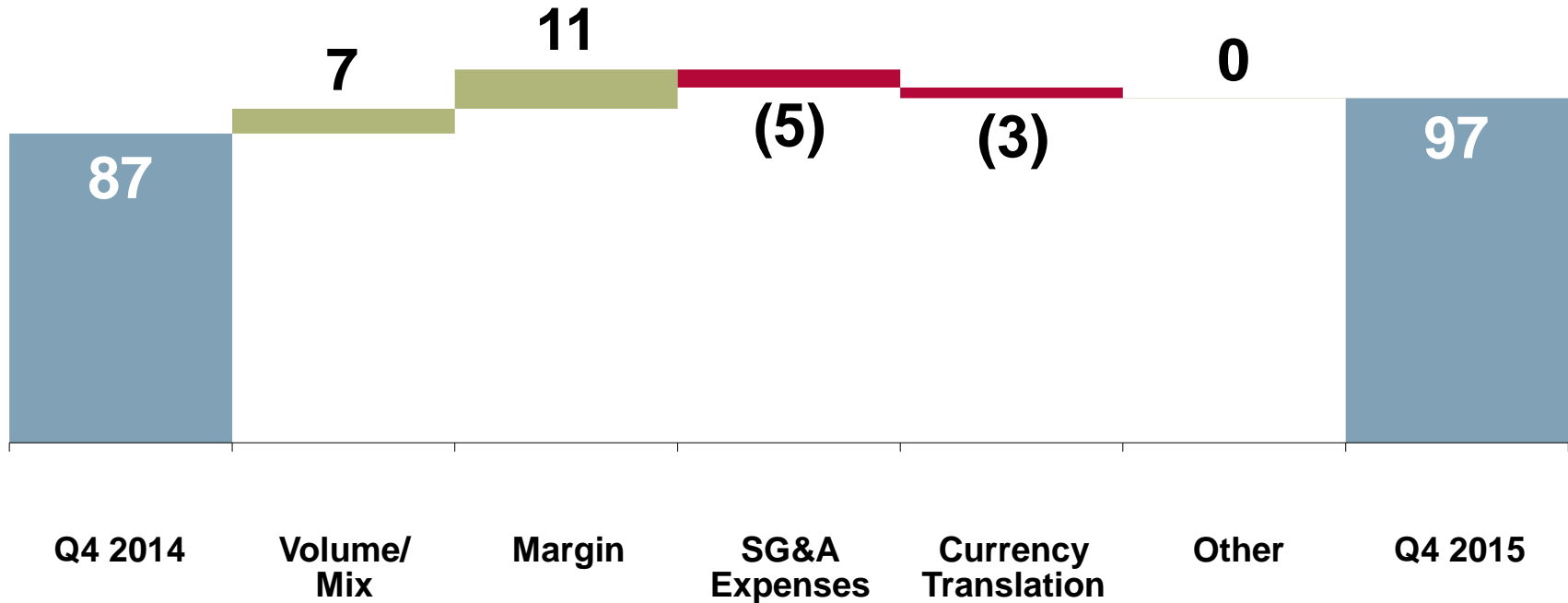
- Disciplined margin management in composites and I&S offset by weaker volumes and mix; Marl shutdown in prior-year period
- Other category includes \$8 million impact from elastomers divestiture



Adjusted EBITDA Bridge

(\$ millions)
Preliminary

Q4 FY 2014 versus Q4 FY 2015

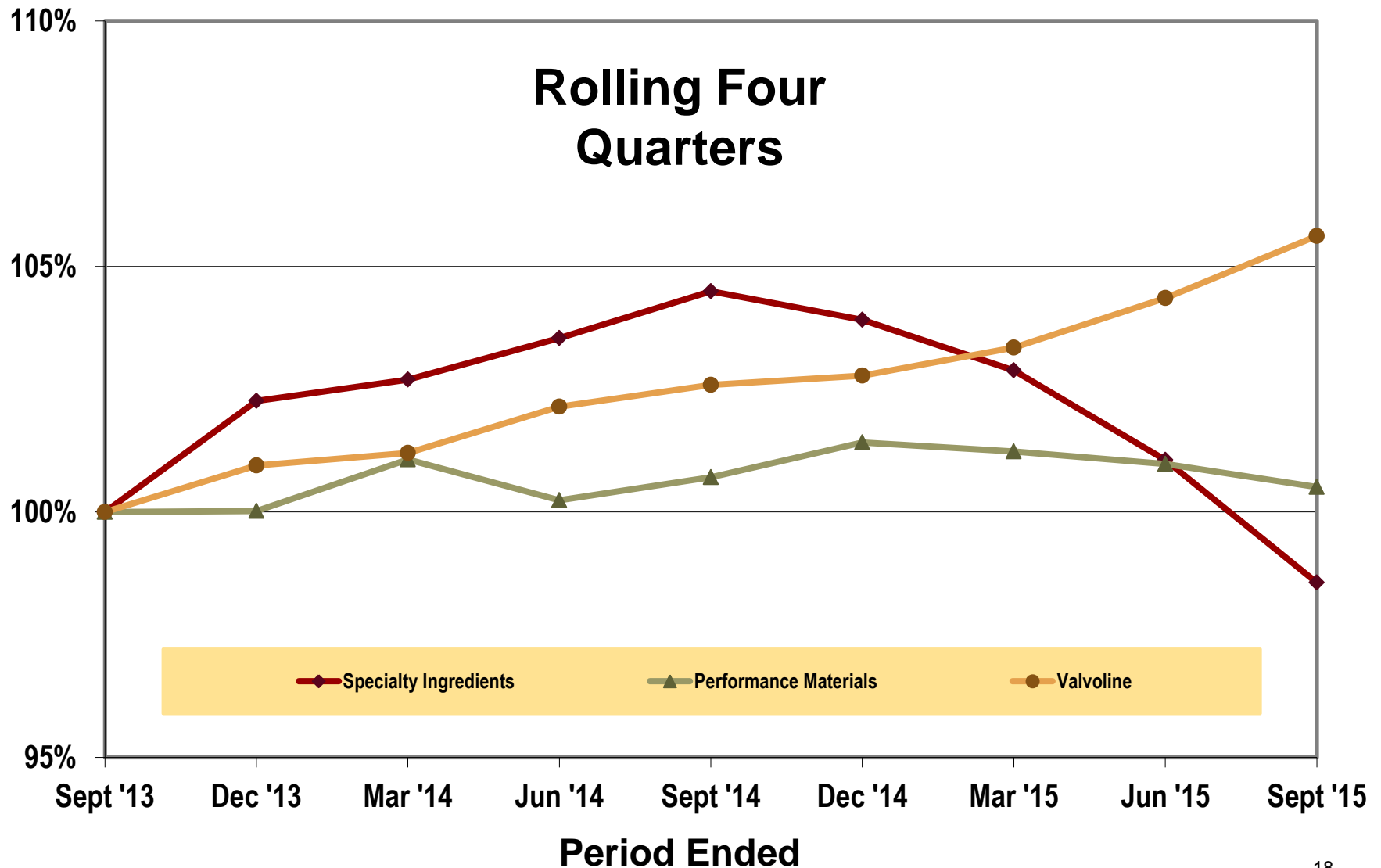


- Lower input costs, disciplined margin management and good volume/mix key to EBITDA growth
- Currency was a moderate headwind



Appendix B: Volume Trends and Liquidity and Net Debt

Normalized Volume Trends¹



¹ Excludes volumes associated with divestitures of elastomers and biocides for all periods. Excludes volumes associated with exited redispersible powders (RDP) product line for all periods. ASI and APM reflect realignment of adhesives and intermediates and solvents for all periods.

Liquidity and Net Debt



(\$ in millions)

| Liquidity | At Sept 30, 2015 |
|--|------------------|
| Cash | \$ 1,257 |
| Available revolver and A/R facility capacity | 1,023 |
| Liquidity | \$ 2,280 |

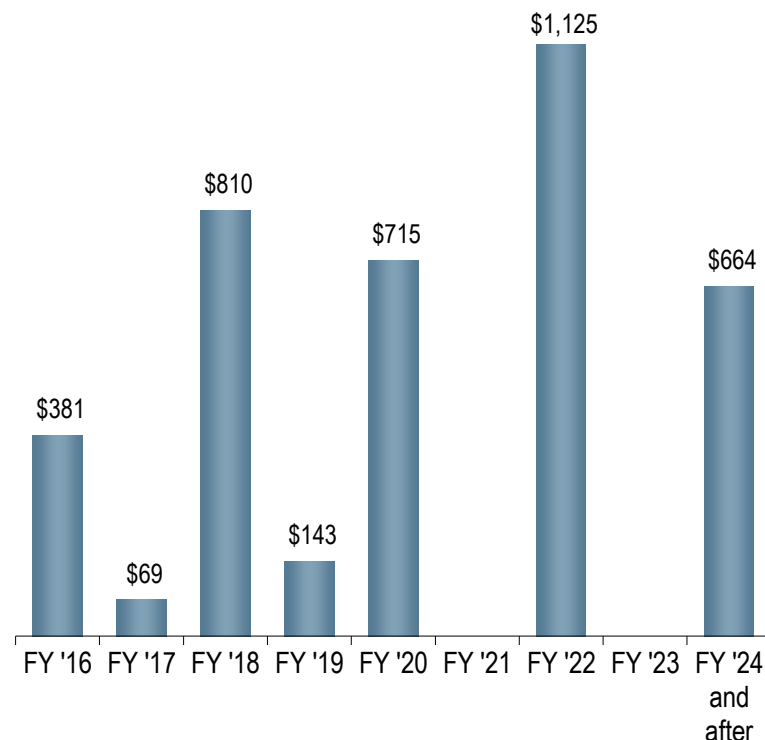
| Debt | Expiration | Interest Rate | Moody's | S&P | At Sept 30, 2015 |
|--|----------------------|---------------|------------------------|-------------------------|------------------|
| 4.750% senior notes, par \$1,125 million | 08/2022 | 4.750% | Ba1 | BB | \$ 1,120 |
| Term Loan A | 06/2020 ¹ | L+175 | Ba1 | BB | 1,086 |
| 3.875% senior notes, par \$700 million | 04/2018 | 3.875% | Ba1 | BB | 700 |
| 6.875% senior notes, par \$375 million | 05/2043 | 6.875% | Ba1 | BB | 376 |
| A/R facility drawn ² | 12/2015 | L+75 | | | 190 |
| 6.5% debentures, par \$282 million | 06/2029 | 6.50% | Ba2 | B+ | 136 |
| Revolver drawn ³ | 06/2020 | L+175 | Ba1 | BB | 110 |
| Other debt | | Various | | | 11 |
| Total debt | | | Ba1/ Stable | BB/ Negative | \$ 3,729 |
| Cash | | | | | \$ 1,257 |
| Net debt (cash) | | | | | \$ 2,472 |

¹ The Term Loan has a amortizing principal, starting in 2015, with complete repayment in 2020.

² AR securitization facility with maximum borrowing capacity of \$250 million; Sept 30 capacity of \$200 million

³ \$1.2 billion facility, including ~\$77 million used for letters of credit

Scheduled Debt Repayments by Fiscal Year





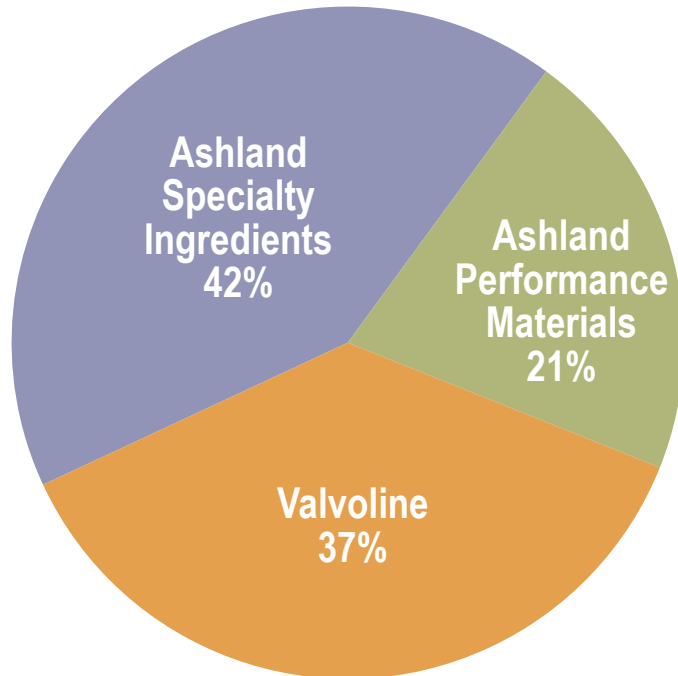
**Appendix C:
Business Profiles
12 Months Ended September 30, 2015**

Corporate Profile

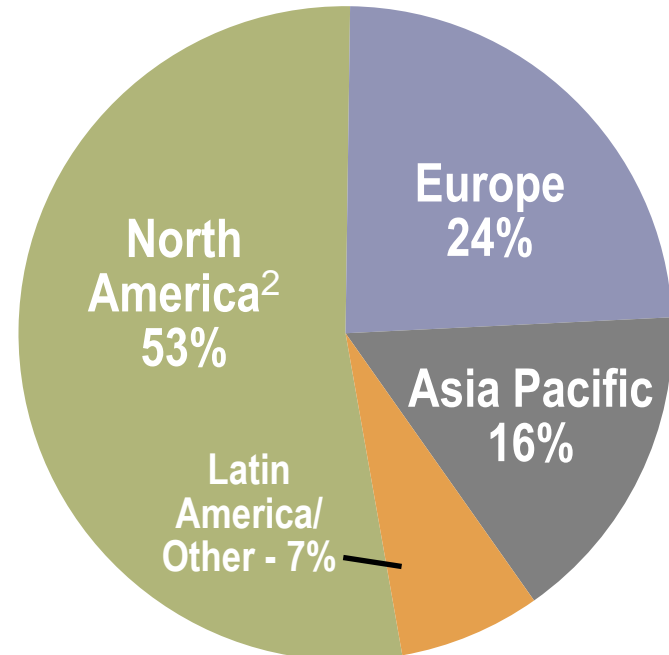


Sales¹ - \$5.4 Billion

By business unit



By geography



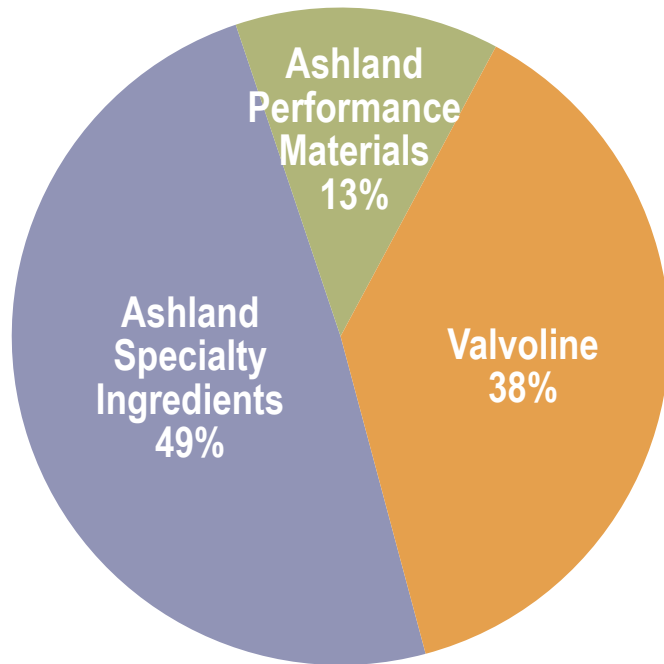
¹ For 12 months ended September 30, 2015.

² Ashland includes only U.S. and Canada in its North America designation.

Corporate Profile



Adjusted EBITDA¹ - \$1.1 Billion



NYSE Ticker Symbol: ASH

Total Employees: ~10,500

Outside North America ~30%

Number of Countries
in Which Ashland
Has Sales: More
than 100

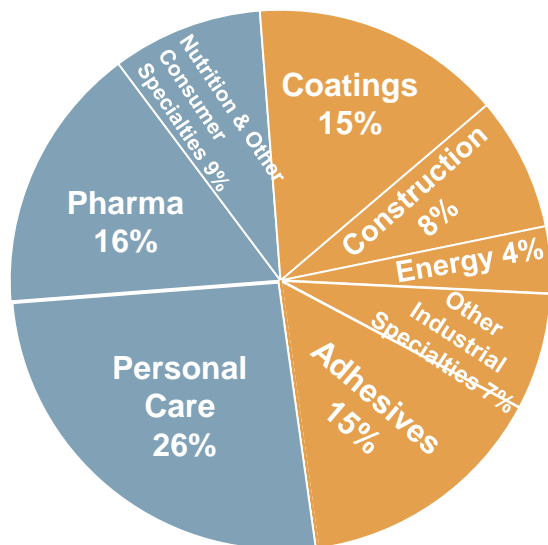
¹ For 12 months ended September 30, 2015. See Appendix D for reconciliation to amounts reported under GAAP.

Ashland Specialty Ingredients

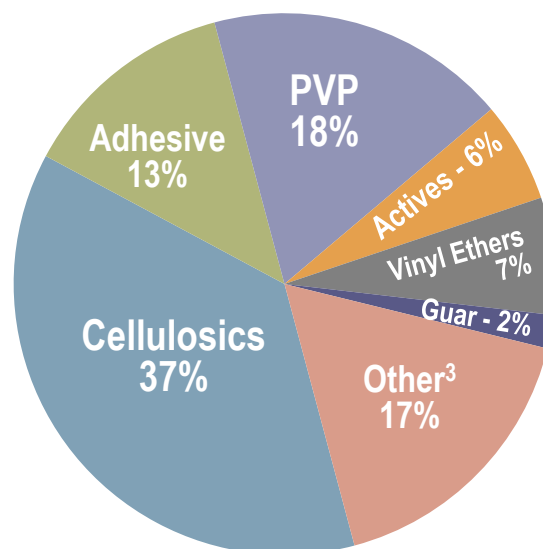
A global leader of cellulose ethers and vinyl pyrrolidones



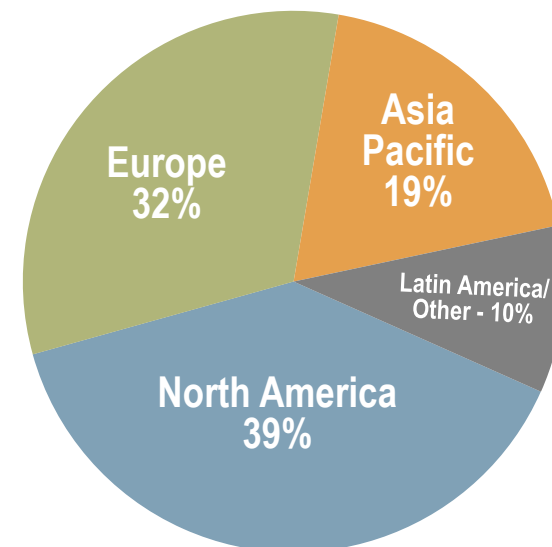
Sales by Market²



Sales by Product



Sales by Geography



For 12 Months Ended September 30, 2015

Sales: \$2.3 billion

Adjusted EBITDA: \$527 million¹

Adjusted EBITDA Margin: 23.3%¹

¹ See Appendix D for reconciliation to amounts reported under GAAP.

² Within the Sales by Market chart above, Industrial Specialties are presented in orange and Consumer Specialties are presented in blue.

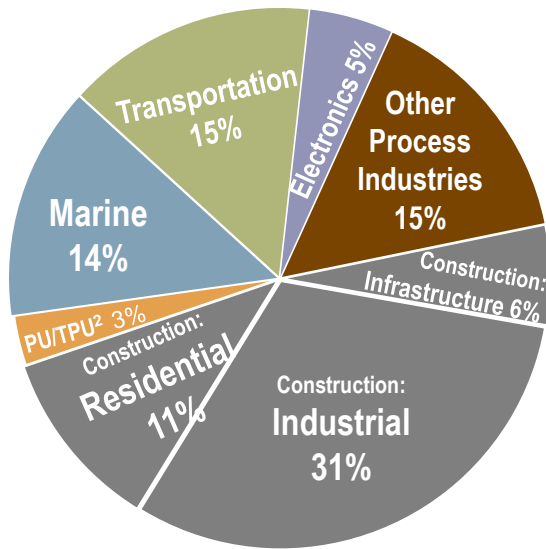
³ Includes Biocides' sales only through July 1, 2015.

Ashland Performance Materials

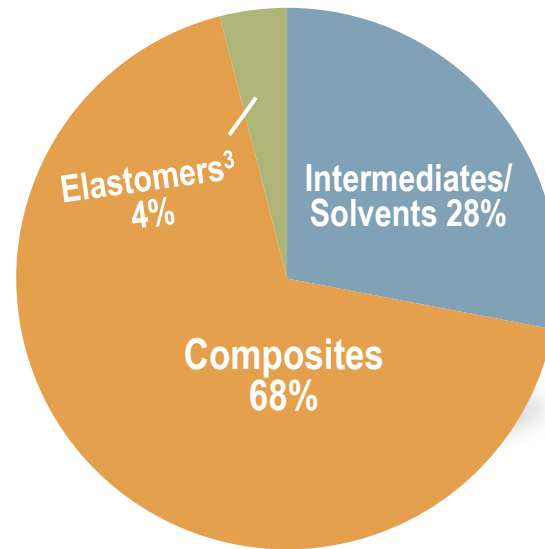


Global leader in unsaturated polyester resins and vinyl ester resins

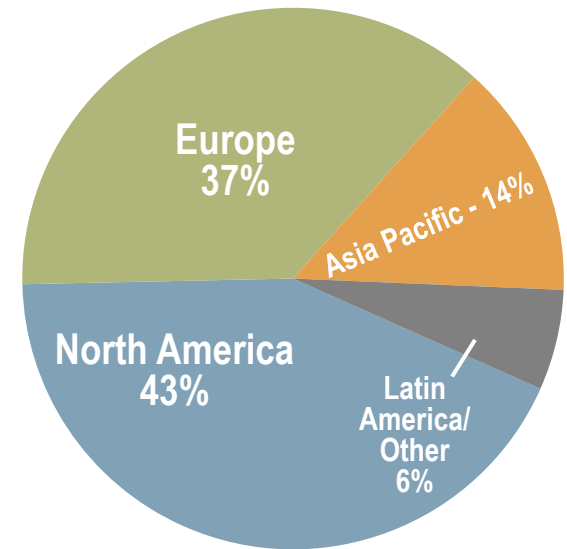
Sales by Market



Sales by Product



Sales by Geography



For 12 Months Ended September 30, 2015

Sales: \$1.2 billion

Adjusted EBITDA: \$146 million¹

Adjusted EBITDA Margin: 12.6%¹

¹ See Appendix D for reconciliation to amounts reported under GAAP.

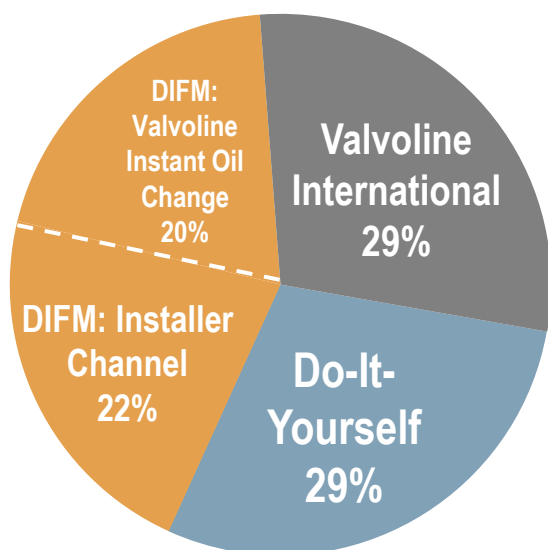
² PU/TPU stands for Polyurethane and Thermoplastic Polyurethane.

³ Includes sales only through December 1, 2014.

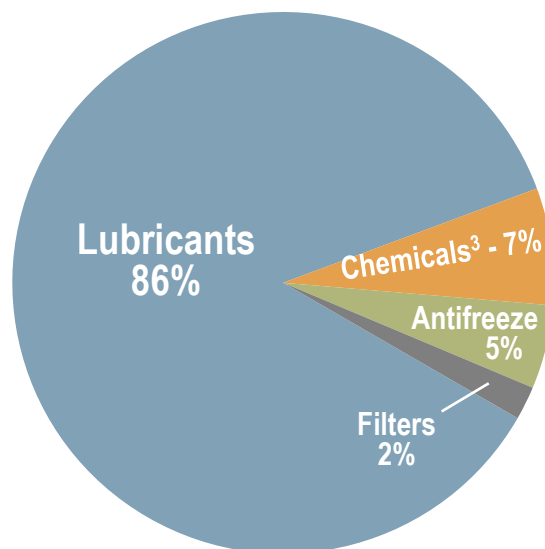
Valvoline: A leading worldwide producer and distributor of premium-branded lubricants and automotive chemicals



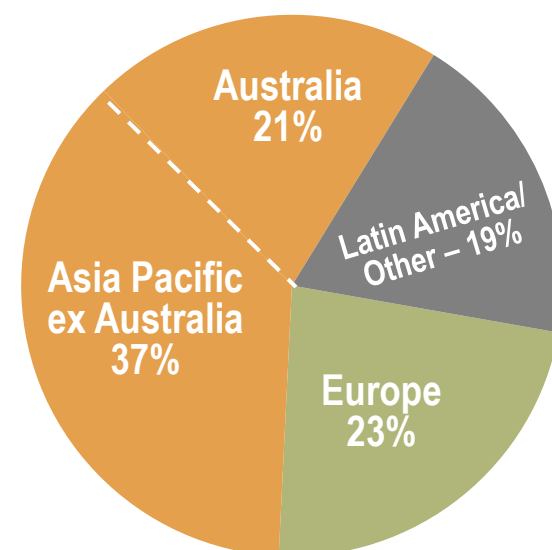
Sales by Market



Sales by Product



International Sales by Region²



For 12 Months Ended September 30, 2015

Sales: \$2.0 billion

Adjusted EBITDA: \$411 million¹

Adjusted EBITDA Margin: 20.9%¹

¹ See Appendix D for reconciliation to amounts reported under GAAP.

² Includes nonconsolidated joint ventures.

³ Includes car care products' sales only through June 30, 2015.



Appendix D: Non-GAAP Reconciliation

Reconciliation of Non-GAAP Data

for 12 Months Ended September 30, 2015



(\$ millions, except percentages)

| Sales¹ | Q4 15 | Q3 15 | Q2 15 | Q1 15 | Total | |
|------------------------------------|--------------|--------------|--------------|--------------|--------------|------------------------|
| Specialty Ingredients | 540 | 579 | 583 | 561 | 2,263 | |
| Performance Materials | 256 | 278 | 286 | 338 | 1,157 | |
| Valvoline | 484 | 510 | 481 | 492 | 1,967 | |
| Total | 1,280 | 1,367 | 1,350 | 1,391 | 5,387 | |
| | | | | | | Adjusted EBITDA |
| Adjusted EBITDA¹ | Q4 15 | Q3 15 | Q2 15 | Q1 15 | Total | Margin |
| Specialty Ingredients | 129 | 137 | 142 | 119 | 527 | 23.3% |
| Performance Materials | 33 | 27 | 44 | 42 | 146 | 12.6% |
| Valvoline | 97 | 116 | 106 | 92 | 411 | 20.9% |
| Unallocated | 6 | 10 | 9 | 9 | 35 | |
| Total | 265 | 290 | 301 | 262 | 1,119 | |

¹ Quarterly totals may not sum to actual results due to quarterly rounding conventions. Calculation of adjusted EBITDA for each quarter has been reconciled within certain financial filings with the SEC and posted on Ashland's website for each reportable segment.

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