

OUTSTANDING EQUITY AWARDS AT FISCAL YEAR-END

The following table presents information about outstanding stock awards held by our NEOs as of December 31, 2020. The securities underlying the awards are common shares of Hexion Holdings, and the awards were granted under the Hexion Holdings Corporation 2019 Omnibus Incentive Plan. See the footnotes and Narrative to Outstanding Equity Awards Table below, as well as the description of Equity Awards above, for a discussion of this plan and the vesting conditions applicable to the awards.

Name (a)	Stock Awards ⁽¹⁾			
	Number of Shares or Units of Stock That Have Not Vested (#) (b) ⁽²⁾	Market Value of Shares or Units or Stock That Have Not Vested (\$) (c) ⁽³⁾	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#) (d) ⁽⁴⁾	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested (\$) (e) ⁽³⁾
Craig A. Rogerson				
Restricted Stock Units	700,000	8,575,000	—	—
Performance Stock Units	—	—	1,508,333	18,477,079
George F. Knight				
Restricted Stock Units	62,879	770,268	—	—
Performance Stock Units	—	—	125,152	1,533,112
Douglas A. Johns				
Restricted Stock Units	51,642	632,615	—	—
Performance Stock Units	—	—	101,629	1,244,955
Ann Frederix				
Restricted Stock Units	35,676	437,031	—	—
Performance Stock Units	—	—	72,263	885,222
Mark I. Alness				
Restricted Stock Units	40,333	494,079	—	—
Performance Stock Units	—	—	81,333	996,329

(1) Reflects grants made on September 9, 2019 and March 9, 2020

(2) The award granted September 9, 2019 vests in three equal annual installments on the first three anniversaries of July 1, 2019 however, is subject to forfeiture based on resignation prior to the settlement date. Settlement of vested awards that have not been forfeited will occur and will be settled within 10 days following July 1, 2022. The award granted March 9, 2020 vests in three equal annual installments on the first three anniversaries of the grant date and will be settled as soon as administratively feasible in July 2023.

(3) The market values shown in Columns (h) and (j) are based on the closing price of a share of Hexion Holdings Corporation common stock on the over-the-counter market as of December 31, 2020.

(4) Twenty-five percent (25%) of the award granted September 9, 2019 vests when, at any time during the Vesting Period, a \$20 .00 volume-weighted average price (VWAP) is attained. Thereafter, an additional 7.5% of the award will vest with each \$1.00 increase in the VWAP during the Vesting Period, until 100% of the award is vested if a \$30.00 VWAP is attained during the Vesting Period. Any portion of the award that vests prior to July 1, 2022 areis subject to settlement and delivery of the underlying shares of common stock in July 2022, and any portion of the award that vests on or after July 1, 2022, but before July 1, 2023, is subject to settlement and delivery of the underlying shares of common stock in July 2023. Fifty percent (50%) of the award granted March 9, 2020 is earned based on achievement of EBITDA margin for the trailing twelve month period ending December 31, 2022. A minimum of 50% of the target shares will be earned if EBITDA margin of 13% is achieved and a maximum of 150% of the target shares will be earned if EBITDA margin of 17% is achieved. The remaining 50% of the award granted on March 9, 2020 is earned based on achievement of adjusted return on invested capital ("Adjusted ROIC") for the trailing twelve month period ending December 31, 2022. A minimum of 50% of the target shares will be earned if Adjusted ROIC of 13% is achieved and a maximum of 150% of the target shares will be earned if Adjusted ROIC of 15% is achieved. Any shares earned will vest and be settled as soon as administratively feasible in July 2023.