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5 September 2023

SOLVAY SA ANNOUNCES THE TERMINATION OF THE CONSENT SOLICITATION IN RESPECT OF THE 2029 BONDS, THE CANCELLATION OF THE GENERAL MEETING OF HOLDERS OF THE 2029 BONDS AND ITS INTENTION TO EXERCISE ITS MAKE-WHOLE REDEMPTION OPTION IN RESPECT OF THE 2029 BONDS

Solvay SA (the "**Existing Issuer**") refers to the proposed general meeting of the holders (the "**Bondholders**") of its €600,000,000 0.500 per cent. Fixed Rate Bonds due 6 September 2029 (ISIN: BE6315847804/Common Code: 205092099) (the "**2029 Bonds**") which was scheduled to take place on 5 September 2023 at the offices of the Existing Issuer, at Rue de Ransbeek, 310 1120 Brussels, Belgium (the "**Meeting in respect of the 2029 Bonds**") in order to deliberate and decide on an extraordinary resolution (the "**Extraordinary Resolution**") in connection with, *inter alia*, the proposed substitution of Specialty Holdco Belgium, a private liability company (*société à responsabilité limitée/besloten vennootschap*) organised under the laws of Belgium and registered with the Crossroads Bank for Enterprises (*Kruispuntbank van Ondernemingen/Banque-Carrefour des Entreprises*) under number 0798.896.453 (RPM/RPR Brussels) in place of the Existing Issuer as issuer and principal debtor in respect of the 2029 Bonds (with the invitation by the Existing Issuer to eligible holders of the 2029 Bonds to consent to the Extraordinary Resolution being referred to in this announcement as the "**Consent Solicitation in respect of the 2029 Bonds**"), as described in the consent solicitation memorandum prepared by the Existing Issuer and dated 4 August 2023 (the "**Consent Solicitation Memorandum**").

Unless a contrary indication appears, capitalised terms used in the Consent Solicitation Memorandum have the same meaning and construction in this announcement.

1. TERMINATION OF THE CONSENT SOLICITATION IN RESPECT OF THE 2029 BONDS AND CANCELLATION OF THE GENERAL MEETING OF BONDHOLDERS IN RESPECT OF THE 2029 BONDS

As separately announced by the Existing Issuer on 4 September 2023, the Existing Issuer today gives notice to the Bondholders of (i) the termination of the Consent Solicitation in respect of the 2029 Bonds in accordance with the provisions of the Consent Solicitation Memorandum and (ii) the cancellation of the Meeting in respect of the 2029 Bonds which was scheduled to take place on 5 September 2023 in connection therewith. All Block Voting Instructions or Meeting Notifications in respect of the Consent Solicitation in respect of the 2029 Bonds will be deemed to be revoked automatically.

For the avoidance of doubt, no Early Participation Fee or Ineligible Bondholder Early Payment will therefore be payable by the Issuer to the Bondholders of the 2029 Bonds, including any Bondholders of the 2029 Bonds who have already submitted a Block Voting Instruction, Meeting Notification or Ineligible Bondholder Confirmation.

For the avoidance of doubt, the termination of the Consent Solicitation in respect of the 2029 Bonds and the cancellation of the Meeting in respect of the 2029 Bonds relates to the 2029 Bonds only. The general meetings of bondholders with respect to the €500,000,000 2.750 per cent. Fixed Rate Bonds due 2 December 2027 (ISIN: BE6282460615 / Common Code: 132419116) (the "2027 Bonds") and the €500,000,000 Undated Deeply Subordinated Fixed to Reset Rate Perp-NC5.5 Bonds (ISIN: BE6324000858 / Common Code: 222601410) (the "Hybrid Bonds") will still occur on 5 September 2023, as from 11 a.m. CEST (Central European Summer Time).

2. INTENTION TO EXERCISE THE MAKE-WHOLE REDEMPTION OPTION IN RESPECT OF THE 2029 BONDS

As separately announced by the Existing Issuer on 4 September 2023, the Existing Issuer intends to exercise the make-whole redemption option in accordance with the terms and conditions of the 2029 Bonds as set out in the prospectus dated 3 September 2019 (the "**Conditions**"). The redemption notice will be delivered as soon as reasonably practicable in accordance with the Conditions.

For the avoidance of doubt, this intention to exercise the make-whole redemption option only relates to the 2029 Bonds (and not to the 2027 Bonds and Hybrid Bonds).

3. ANNOUNCEMENT

In accordance with the Conditions, this announcement to Bondholders will be delivered by (i) publication on the website of the Luxembourg Stock Exchange (www.luxse.com), (ii) publication on the website of the Existing Issuer and (iii) publication to the Clearing System for communication to Clearing System Participants. It will not be delivered by publication in the Belgian State Gazette, *De Tijd* and *L'Echo* and the Financial Times. All references in the Consent Solicitation Memorandum shall be construed accordingly.

4. INFORMATION AND TABULATION AGENT

For further information please contact:

INFORMATION AND TABULATION AGENT

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DISCLAIMER

None of the Existing Issuer, the New Issuer, the Solicitation Agents, the Information and Tabulation Agent, the Agent (each as defined in the Consent Solicitation Memorandum, in respect of the 2029 Bonds) or any of their directors, officers, employees, agents or affiliates expresses any opinion on the merits of, or makes any recommendation whatsoever regarding the Consent Solicitation in respect of the 2029 Bonds, this announcement or the Consent Solicitation Memorandum. None of the Solicitation Agents, the Information and Tabulation Agent, the Agent or any of their respective directors, officers, employees, agents or affiliates assumes any responsibility for the accuracy or completeness of any of the information concerning the Consent Solicitation in respect of the 2029 Bonds, the Existing Issuer, the New Issuer, the 2029 Bonds or the factual statements contained in, or the effect or effectiveness of, this announcement, the Consent Solicitation Memorandum or any other documents incorporated in or referred to in the Consent Solicitation Memorandum or assumes any responsibility for any failure by the Existing Issuer to disclose events that may have occurred and may affect the significance or accuracy of such information or the terms of any amendment (if any) to the Consent Solicitation in respect of the 2029 Bonds or the Proposal. None of the Solicitation Agents or the Information and Tabulation Agent makes any representation whatsoever regarding this announcement, the Consent Solicitation Memorandum (including any documents incorporated by reference therein) or the Consent Solicitation in respect of the 2029 Bonds.