



SYENSQO

Financial Report
First Nine Months 2024



Regulated information

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Forenote

In addition to IFRS accounts, Syensqo also presents alternative performance indicators (“underlying”) to provide a more consistent and comparable indication of the Group’s underlying financial performance and financial position, as well as cash flows. These indicators provide a balanced view of the Group’s operations and are considered useful to investors, analysts and credit rating agencies as these measures provide relevant information on the Group’s past or future performance, financial position or cash flows. These indicators are generally used in the sector it operates in and therefore serve as a useful aid for investors to compare the Group’s performance with its peers. The underlying performance indicators adjust IFRS figures for the non-cash Purchase Price Allocation (PPA) accounting impacts related to acquisitions, for the coupons of perpetual hybrid bonds, classified as equity under IFRS but treated as debt in the underlying statements, for impairments and for other elements that would distort the analysis of the Group’s underlying performance. The comments on the results made on pages 3 to 9 are on an underlying basis, unless otherwise stated.

UNDERLYING BUSINESS REVIEW

Underlying (€ million)	Q3	Q3	Q2	YoY	YoY	QoQ	9M	9M	YoY	YoY
	2024	2023	2024	change	organic	change	2024	2023	change	organic
Net sales	1,633	1,629	1,708	0.2%	1.6%	-4.4%	4,965	5,257	-5.6%	-4.1%
Gross profit	572	592	582	-3.4%	-	-1.7%	1,737	1,890	-8.1%	-
Gross profit margin	35.0%	36.4%	34.1%	-130 bps	-	100 bps	35.0%	35.9%	-100 bps	-
EBITDA	374	418	378	-10.5%	-7.9%	-0.9%	1,114	1,324	-15.8%	-13.3%
EBITDA margin	22.9%	25.7%	22.1%	-280 bps	-	80 bps	22.4%	25.2%	-270 bps	-
Operating cash flow	210	423	43	-50.4%	-	388%	497	1,080	-54.0%	-
Op. cash flow excl. €167mn payment to NJDEP	n.a.	423	210	n.a.	-	n.a.	664	1,080	-38.6%	-
Free cash flow	27	216	-120	-87.5%	-	-123%	65	483	-86.5%	-
FCF excl. €167mn payment to NJDEP	n.a.	216	47	n.a.	-	n.a.	232	483	-52.0%	-
Cash conversion (LTM)	69%	n.a.	77%	n.a.	-	-800 bps	n.a.	n.a.	n.a.	-
Cash conv. (LTM) excl. €167mn payment to NJDEP	81%	n.a.	88%	n.a.	-	-700 bps	n.a.	n.a.	n.a.	-
ROCE (LTM)	8.1%	n.a.	8.8%	n.a.	-	-70 bps	n.a.	n.a.	n.a.	-

Highlights

- **Net sales** of €1.6 billion increased by 2% year-on-year organically, driven by higher volumes in both the Materials and Consumer & Resources segments. Strong performance in Composite Materials and Novacare with [14%] and [10%] year-on-year net sales growth respectively;
- **Underlying EBITDA** of €374 million, approximately flat sequentially, included net pricing impact of €-[12] million;
- **EBITDA margin** of 22.9% increased by approximately 80 basis points sequentially with improvements in both the Materials and Consumer & Resources segments;
- **Underlying net profit** of €162 million;
- **Operating cash flow** of €210 million; **Free cash flow** of €27 million, with **cash conversion** of 81%¹;
- **Balance sheet: net debt** of €1.9 billion, approximately flat sequentially; **leverage ratio** of 1.3x;
- Completed €75 million **Long Term Incentive Plan share repurchase** at average price of €75.64;
- New €300 million **share buyback program** announced at the end of Q3;
- **Full year outlook** ranges updated to include impact of strike at Boeing.

Dr. Ilham Kadri, CEO

"In the context of ongoing macroeconomic and demand uncertainty, I am pleased that we returned to year-on-year volume and top line growth in Q3, led by double digit increases in Composite Materials and Novacare. We also delivered another quarter of robust margin performance across most of our business units as well as sequential improvements in both segments, led by Specialty Polymers, Technology Solutions and Novacare.

"The sharper focus we have gained since the separation has allowed us to accelerate our strategy to create value for shareholders. This has included more optionality around how we allocate capital, prioritizing our investments towards the most attractive growth opportunities and continually reviewing our costs. Now that we see more clearly our needs and how we can better serve our customers, we plan to take actions to become even more efficient to further improve our operating leverage and support the delivery of our mid-term plan."

"Aided by our strong financial position, our Board of Directors also approved a new EUR 300 million share buyback program at the end of the quarter, which we expect to commence immediately."

[Register to the webcast scheduled at 14:00 CEST](#) - [Financial report](#) - [Financial calendar](#)

¹ Excluding the €167 million payment to the New Jersey Department of Environmental Protection made in Q2 2024

2024 Outlook

While we expect year-on-year volume growth to continue in the fourth quarter of 2024, a number of our end markets continue to be impacted by ongoing macroeconomic and industry uncertainties, most notably Automotive and Aerospace.

In addition, our outlook reflects fourth quarter seasonality as well as the expected EBITDA and cash flow impacts from the strike at Boeing and its related supply chain disruption.

As a result, our full year 2024 outlook is now as follows:

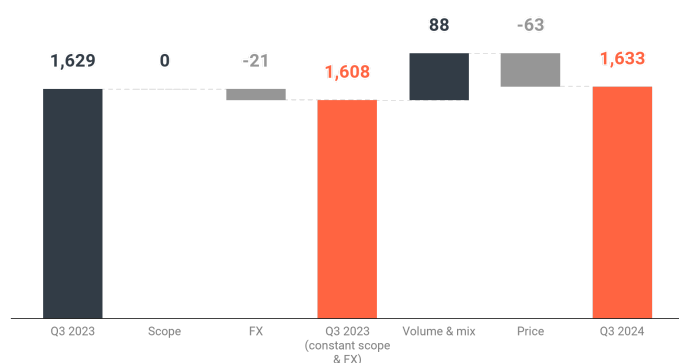
- **Underlying EBITDA:** in the range of €1.4 billion - €1.44 billion;
- **Capital expenditures:** in the range of €600 - €650 million;
- **Free Cash Flow:** approximately €400 million, excluding the €167 million payment to the New Jersey Department of Environmental Protection, which was made in April 2024.

Financial Review

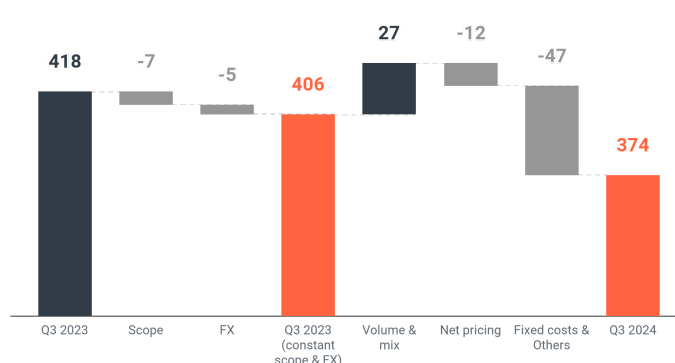
Summary Income Statement

Underlying (€ million)	Q3 2024	Q3 2023	Q2 2024	YoY change	QoQ change	9M 2024	9M 2023	YoY change
Net sales	1,633	1,629	1,708	0.2%	-4.4%	4,965	5,257	-5.6%
Gross profit	572	592	582	-3.4%	-1.7%	1,737	1,890	-8.1%
Gross profit margin	35.0%	36.4%	34.1%	-130 bps	100 bps	35.0%	35.9%	-100 bps
EBITDA	374	418	378	-10.5%	-0.9%	1,114	1,324	-15.8%
EBITDA margin	22.9%	25.7%	22.1%	-280 bps	80 bps	22.4%	25.2%	-270 bps
EBIT	243	302	250	-19.4%	-2.6%	745	978	-23.9%
Net financial charges	-32	-64	-43	-49.5%	-25.6%	-111	-131	-15.3%
Income tax expenses	-49	-59	-49	-17.7%	0.0%	-158	-197	-20.0%
Profit / (loss) attributable to Syensqo shareholders	162	177	159	-8.8%	1.6%	477	647	-26.3%
Basic EPS	1.55	1.68	1.48	-7.8%	4.4%	4.54	6.11	-25.8%

Net sales bridge (€ million)



Underlying EBITDA bridge (€ million)



Net sales of €1,633 million in the third quarter of 2024 were flat on a reported basis, but increased by 2% organically, versus the third quarter of 2023. The year-over-year increase was driven by higher volumes, particularly in Novecare and Composite Materials, partially offset by lower pricing, most notably in Specialty Polymers and Novecare.

On a sequential basis, reported net sales decreased by 4%, versus the second quarter of 2024, driven by lower volumes in most business units. Pricing was flat sequentially.

Gross profit of €572 million in the third quarter of 2024 decreased by 3% on a reported basis versus the third quarter of 2023, primarily driven by the Materials Segment.

On a year-on-year basis, gross margin of 35.0% decreased by 130 basis points. This was primarily driven by lower gross margin in the Consumer & Resources segment.

Underlying EBITDA of €374 million in the third quarter of 2024 decreased by 11% on a reported basis, or 8% organically, compared to the third quarter of 2023. The

decrease was driven by higher fixed costs and lower net pricing, partially offset by higher volumes. On a reported basis, the year-on-year underlying EBITDA performance was negatively impacted by approximately €10 million of dissynergies related to the partial demerger from Solvay.

On a sequential basis, underlying EBITDA decreased by 1% on a reported basis versus the second quarter of 2024. The slight decrease was primarily driven by higher Corporate & Business Services expenses, almost entirely offset by higher underlying EBITDA in the Materials Segment.

Underlying EBITDA margin of 22.9% in the third quarter of 2024 decreased by approximately 280 basis points versus the third quarter of 2023, driven by higher Corporate & Business Services expenses and, to a lesser degree, lower Materials underlying EBITDA margin.

On a sequential basis, underlying EBITDA margin increased by approximately 80 basis points, primarily driven by higher margin and improved mix in both the Materials segment and Consumer & Resources segment.

Summary of Cash Flow and Net Debt

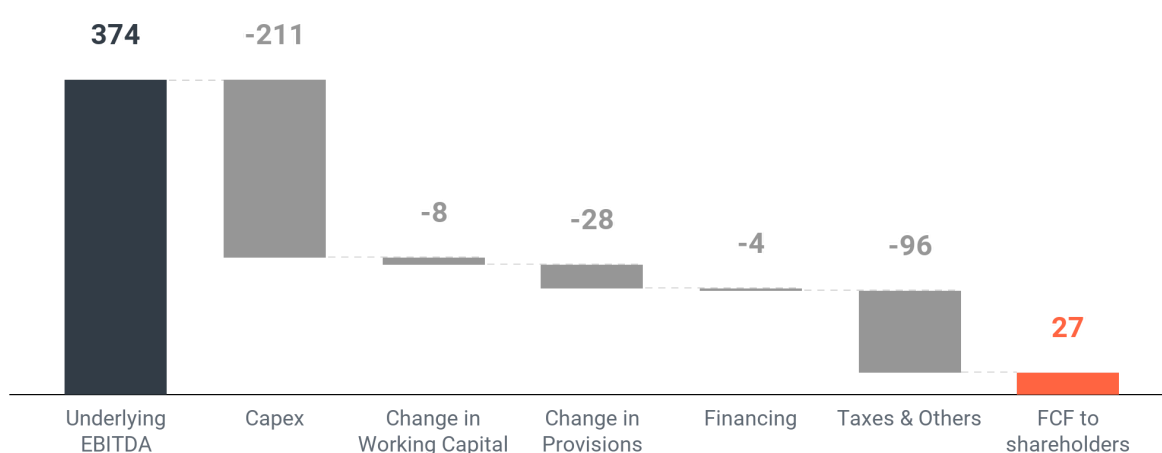
Cash flow from operating activities amounted to €210 million in the third quarter of 2024, including €8 million cash outflow from movements in working capital and €61 million of income tax payments.

Cash conversion defined as (underlying EBITDA +/- changes in working capital - Sustenance Capital Expenditure) / (underlying EBITDA) totaled 69% on a rolling 12-month basis, or 81%, excluding the payment to the NJDEP incurred in the second quarter of 2024.

Free cash flow to shareholders was an inflow of €27 million in the third quarter of 2024. This included €211 million of capital expenditures, comprising €94 million of sustenance capital expenditure and €117 million of growth capital expenditure.

Cash and cash equivalents totaled €647 million at the end of the third quarter of 2024.

Free cash flow bridge (€ million)



Underlying net financial debt amounted to €1,895 million at the end of the third quarter of 2024, versus €1,584 million at the end of 2023, and approximately flat versus the end of the second quarter of 2024, resulting in a leverage ratio of 1.3x and a gearing ratio of 22%. The increase in underlying net financial debt versus the end of 2023 was primarily driven by the €167 million payment to the New Jersey Department of Environmental Protection and the dividend payment of €154 million, partially offset by positive free cash flow.

Underlying (€ million)	Q3 2024	End of 2023	Change
Gross debt	2,633	2,813	-6.4%
Cash and cash equivalents.	738	1,229	-40.0%
Net debt	1,895	1,584	19.6%
Leverage ratio	1.3x	1.0x	0.3x
Gearing ratio	21.5%	18.2%	330 bps

Provisions decreased by €240 million in Q3 2024 to €836 million, primarily due to the reclassification of the settlement with NJDEP (€167 million) at the end of March as other current liabilities, following the Court approval on March 1, 2024 and then subsequently paid in April 2024.

(in € millions)	31 Dec 2023	Payments	Net new provisions	Unwinding of provisions	Asset return	Remeasurements	Changes in scope & other	30 Sep 2024	YoY change
Employee benefits	-373	28	-3	-70	78	-25	0	-365	8
Environment	-500	40	8	-14	0	4	167	-296	204
Restructuring and other provisions	-202	31	-24	0	0	1	20	-175	27
Total	-1,076	99	-20	-84	78	-21	186	-836	240

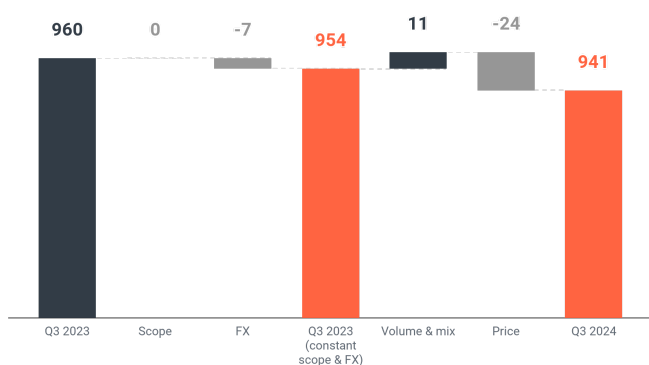
Performance by segments

Materials (58% of Group net sales, 71% of Group underlying EBITDA*)

* Excluding the contribution of Corporate & Business Services

Underlying (€ million)	Q3 2024	Q3 2023	Q2 2024	YoY change	YoY organic	QoQ change	9M 2024	9M 2023	YoY change	YoY organic
Net sales	941	960	988	-2.1%	-1.4%	-4.8%	2,869	3,077	-6.8%	-5.6%
Specialty Polymers	649	702	679	-7.6%	-6.9%	-4.4%	1,979	2,299	-13.9%	-12.5%
Composite Materials	292	258	309	13.0%	13.5%	-5.6%	889	778	14.3%	14.3%
EBITDA	307	325	303	-5.4%	-4.9%	1.5%	921	1,051	-12.4%	-12.1%
EBITDA margin	32.7%	33.8%	30.6%	-110 bps	-	200 bps	32.1%	34.2%	-210 bps	-

Materials net sales bridge (€ million)



Net sales of €941 million in the third quarter of 2024 decreased by 2% on a reported basis, or 1% organically, versus the third quarter of 2023. The year-on-year decrease was primarily due to lower pricing in Specialty Polymers. This was partially offset by strong net sales growth in Composite Materials, driven by higher pricing and volumes.

On a sequential basis, net sales in the Materials segment fell by 5% compared to the second quarter of 2024, with declines in both Specialty Polymers and, to a lesser extent, in Composite Materials.

Specialty Polymers net sales of €649 million in the third quarter of 2024 decreased by approximately 8% on a reported basis, or 7% organically, compared to the third quarter of 2023. The decrease was driven by lower pricing, with volumes approximately flat year-on-year. Lower year-on-year net sales was primarily driven by the automotive and healthcare end markets as well as the phase-out of certain fluorosurfactant products, partially offset by growth in the Construction and Electronics end markets.

Composite Materials net sales of €292 million in the third quarter of 2024 increased by 13% on a reported basis, or approximately 14% organically, versus the third quarter of 2023. Growth was driven by higher pricing and volumes, with both civil aerospace and

space and defense applications contributing to the strong year-on-year performance.

Underlying segment EBITDA of €307 million in the third quarter of 2024 declined by 5% on both a reported and organic basis compared to the third quarter of 2023, primarily due to lower underlying EBITDA in Specialty Polymers, driven by higher year-on-year fixed costs and, to a lesser degree, lower volumes. This decline was partially offset by higher underlying EBITDA in Composite Materials, supported by positive net pricing and increased volumes.

At the Materials segment level, overall net pricing increased year-on-year, with positive net pricing in both Composite Materials and Specialty Polymers.

Sequentially, underlying segment EBITDA increased by 2% on a reported basis compared to the second quarter of 2024, due to higher underlying EBITDA in Specialty Polymers, partially offset by lower underlying EBITDA in Composite Materials.

Underlying EBITDA margin of 32.7% in the third quarter of 2024 decreased by approximately 110 basis points versus the third quarter of 2023. The decrease was primarily driven by unfavorable sales mix, as Composite Materials delivered stronger year-over-year growth than Specialty Polymers. This was partially offset by a margin improvement in Composite Materials.

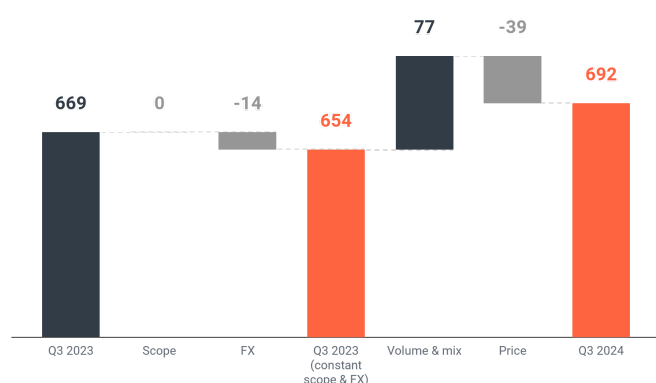
Sequentially, underlying EBITDA margin increased by approximately 200 basis points compared to the second quarter of 2024, driven by higher underlying EBITDA margin in Specialty Polymers.

Consumer & Resources (42% of Group net sales, 29% of Group underlying EBITDA*)

* Excluding the contribution of Corporate & Business Services

Underlying (€ million)	Q3 2024	Q3 2023	Q2 2024	YoY change	YoY organic	QoQ change	9M 2024	9M 2023	YoY change	YoY organic
Net sales	692	669	720	3.5%	5.8%	-3.9%	2,096	2,176	-3.7%	-1.9%
Novecare	353	325	350	8.4%	10.4%	0.8%	1,051	1,049	0.1%	1.4%
Technology Solutions	162	159	182	1.8%	5.6%	-11.2%	498	516	-3.7%	-1.6%
Aroma Performance	75	82	83	-7.6%	-7.3%	-9.5%	240	269	-10.8%	-9.6%
Oil & Gas	102	103	105	-0.8%	1.9%	-2.6%	308	341	-9.8%	-6.7%
EBITDA	125	120	125	4.5%	9.8%	0.2%	357	378	-5.7%	-2.1%
EBITDA margin	18.1%	17.9%	17.4%	20 bps	-	70 bps	17.0%	17.4%	-40 bps	-

Consumer & Resources net sales bridge (€ million)



Net sales of €692 million in the third quarter of 2024 increased by 4% on a reported basis and 6% organically compared to the third quarter of 2023, driven by higher volumes across all business units, particularly in Novecare. This was partially offset by lower pricing, most notably in Novecare and Aroma.

On a sequential basis, Consumer & Resources net sales decreased by 4% versus the second quarter of 2024, primarily due to lower net sales in Technology Solutions and Aroma.

Novecare net sales of €353 million in the third quarter of 2024 increased by 8% on a reported basis and 10% organically compared to the third quarter of 2023. This year-over-year growth was driven by broad-based volume increases, particularly in the Agro, Consumer, Industrial and Chemical Applications, and Construction end markets. This was partially offset by lower pricing, most notably in the Agro and Consumer end markets

Technology Solutions net sales of €162 million in the third quarter of 2024 increased by 2% on a reported basis, or 6% organically, versus the third quarter of 2023, driven by higher volumes in both mining solutions and polymer additives.

Aroma Performance net sales of €75 million in the third quarter of 2024 decreased by 8% on a reported basis, or 7% organically, compared to the third quarter of 2023. This was driven by lower pricing.

Oil & Gas net sales of €102 million in the third quarter of 2024 were approximately flat on a reported basis, but increased by 2% organically compared to the third quarter of 2023. This was driven by higher volumes, partially offset by modestly lower pricing.

Underlying segment EBITDA of €125 million in the third quarter of 2024 increased by 4% on a reported basis, or 10% organically, compared to the third quarter of 2023, primarily driven by higher underlying EBITDA in Technology Solutions.

Sequentially, underlying segment EBITDA remained unchanged versus the second quarter of 2024. Increases in underlying EBITDA from Technology Solutions, particularly in mining solutions, as well as in Novecare, offset by declines in Aroma and, to a lesser extent, in Oil & Gas.

Underlying EBITDA margin of 18.1% increased slightly versus the third quarter of 2023, as favorable sales mix as well as higher underlying EBITDA margin in Technology Solutions offset lower underlying EBITDA margin in Aroma, and Oil & Gas.

Sequentially, underlying EBITDA margin increased by approximately 70 basis points, driven by margin improvements in Technology Solutions and, to a lesser extent, in Novecare.

Corporate & Business Services

Underlying (€ million)	Q3 2024	Q3 2023	Q2 2024	YoY change	YoY organic	QoQ change	9M 2024	9M 2023	YoY change	YoY organic
Net sales	0	0	0	n.m.	n.m.	n.m.	0	3	n.m.	n.m.
EBITDA	-59	-27	-50	120.8%	86.8%	16.8%	-163	-105	54.8%	29.2%

Corporate and Business services reported a cost of €59 million to Syensqo's EBITDA in the third quarter of 2024, a year-on-year increase of €32 million versus the third quarter of 2023, primarily driven by planned dissynergies related to the partial demerger from Solvay, higher corporate costs, as well as higher spend on growth platforms.

Key IFRS figures

(€ million)	IFRS			Underlying			
	Q3 2024	Q3 2023	% YoY	Q3 2024	Q3 2023	% YoY	YoY organic
Net sales	1,633	1,629	0.2%	1,633	1,629	0.2%	1.6%
EBITDA	352	414	-15.0%	374	418	-10.5%	-7.9%
EBITDA margin	21.6%	25.4%	-390 bps	22.9%	25.7%	-280 bps	-
EBIT	188	263	-28.3%	243	302	-19.4%	-
Net financial charges	-35	-60	-41.5%	-32	-64	-49.5%	-
Income tax expenses	-153	-99	54.2%	-49	-59	-17.7%	-
Profit / (loss) attributable to Syensqo shareholders	-1	102	n.m.	162	177	-8.8%	-
Basic EPS (in €)	0.00	0.97	n.m.	1.55	1.68	-7.8%	-

(€ million)	IFRS			Underlying			
	9M 2024	9M 2023	% YoY	9M 2024	9M 2023	% YoY	YoY organic
Net sales	4,965	5,257	-5.6%	4,965	5,257	-5.6%	-4.1%
EBITDA	1,005	1,106	-9.1%	1,114	1,324	-15.8%	-13.3%
EBITDA margin	20.2%	21.0%	-80 bps	22.4%	25.2%	-270 bps	-
EBIT	535	658	-18.7%	745	978	-23.9%	-
Net financial charges	-100	-126	-20.7%	-111	-131	-15.3%	-
Income tax expenses	-308	-128	141.3%	-158	-197	-20.0%	-
Profit / (loss) attributable to Syensqo shareholders	128	402	-68.1%	477	647	-26.3%	-
Basic EPS (in €)	1.22	3.80	-67.8%	4.54	6.11	-25.8%	-

SUPPLEMENTARY INFORMATION

Reconciliation of alternative performance metrics

Syensqo measures its financial performance using alternative performance metrics, which can be found below. Syensqo believes that these measurements are useful for analyzing and explaining changes and trends in its historical results of operations, as they allow performance to be compared on a consistent basis. Definitions of the different metrics presented here are included in the glossary at the end of this financial report.

Underlying tax rate

(in € million)		9M 2024	9M 2023
Profit / (loss) for the period before taxes	a	634	847
Earnings from associates & joint ventures	b	14	20
Income taxes	c	-158	-197
Underlying tax rate	d = -c/(a-b)	25.4%	23.8%

Free cash flow (FCF)

(in € million)		Q3 2024	Q3 2023	9M 2024	9M 2023
Cash flow from operating activities	a	210	423	497	1080
of which cash flow related to the Partial Demerger and portfolio management and excluded from Free Cash flow	b	-33	-12	-96	-15
Cash flow from investing activities	c	-198	118	-466	191
of which change in internal bank accounts with remaining Solvay Group	d	0	302	0	560
of which capital expenditures required for the partial demerger and excluded from Free Cash Flow	e	-4	-0	-10	-52
Acquisition (-) of subsidiaries	f	-1	0	-4	-2
Acquisition (-) of investments - Other	g	-1	-5	-3	-12
Loans to associates and non-consolidated companies and related parties	h	-4	-5	-4	142
Sale (+) of subsidiaries and investments	i	5	4	8	9
Corporate costs after taxes	j	0	-14	0	-40
Payment of lease liabilities	k	-17	-9	-44	-37
Free cash flow (FCF)	l = a-b+c-d-e-f-g-h-i+j+k	32	234	96	563
Net interests received/(paid)	m	-4	-11	-26	-72
Coupons paid on perpetual hybrid bonds	n	0		-13	
Capital injections paid / received to / from non-controlling interests	o	0		9	
Dividends paid to non-controlling interests	m	-1	-8	-1	-8
FCF to Syensqo shareholders	p = l+m+n+o	28	216	65	483
FCF to Syensqo shareholders from continuing operations (LTM)	q	30		30	
Dividends paid to non-controlling interests from continuing operations (LTM)	r	-1		-1	
Underlying EBITDA (LTM)	s	1,408		1,408	
FCF conversion ratio (LTM)	t = (q-r)/s	2.2%		2.2%	

Net working capital

(in € million)		2024 September 30	2023 December 31
Inventories	a	1,278	1,244
Trade receivables	b	956	907
Other current receivables	c	311	385
Trade payables	d	-885	-918
Other current liabilities	e	-403	-417
Net working capital	f = a+b+c+d+e	1,257	1,201
Quarterly total sales	g	1,688	1,601
Annualized quarterly total sales	h = 4*g	6,753	6,404
Net working capital / quarterly total sales	i = f / h	18.6%	18.8%

Capital expenditure (capex) and Cash conversion

(in € million)		Q3 2024	Q3 2023	9M 2024	9M 2023
Acquisition (-) of tangible assets	a	-170	-157	-388	-449
of which capital expenditures required for the partial demerger and excluded from Free Cash Flow	b	-4	-0	-10	-52
Acquisition (-) of intangible assets	c	-29	-21	-83	-57
Payment of lease liabilities	d	-17	-9	-44	-37
Capex	e = a-b+c+d	-211	-187	-505	-491
Capex (LTM)		-861	n.a.	-861	n.a.
of which sustenance capital expenditure (LTM)	f	-352	n.a.	-352	n.a.
of which growth capital expenditure (LTM)		-509	n.a.	-509	n.a.
Change in Working Capital (LTM)	g	-87	n.a.	-87	n.a.
Underlying EBITDA (LTM)	h	1,408	n.a.	1,408	n.a.
Cash conversion (LTM)	i = (f+g+h)/h	69%	n.a.	69%	n.a.
Cash conversion (LTM) excl. €167mn payment to NJDEP	j = (f + g + h + 167) / h	81%	n.a.	81%	n.a.

Net financial debt

(in € million)		2024	2023
		September 30	December 31
Non-current financial debt	a	-1,741	-2,159
Current financial debt	b	-393	-154
IFRS gross debt	c = a+b	-2,133	-2,313
Underlying gross debt	d = c+h	-2,633	-2,813
Other financial instruments (current + non-current)	e	90	78
Cash & cash equivalents	f	647	1,150
Total cash and cash equivalents	g = e+f	738	1,229
IFRS net debt	i = c+g	-1,395	-1,084
Perpetual hybrid bonds	h	-500	-500
Underlying net debt	j = i+h	-1,895	-1,584
Underlying EBITDA (LTM)	k	1,408	1,618
Underlying leverage ratio	l = -j/k	1.3	1.0

ROCE

(in € million)		9M 2024	9M 2023
		As calculated	As calculated
EBIT (LTM)	a	900	n.a.
Accounting impact from Novation of energy hedges and amortization & depreciation of purchase price allocation (PPA) from acquisitions	b	-133	n.a.
Numerator	c = a+b	766	n.a.
WC industrial	d	1,336	n.a.
WC Other	e	-87	n.a.
Property, plant and equipment	f	3,527	n.a.
Intangible assets	g	1,661	n.a.
Right-of-use assets	h	195	n.a.
Investments in associates & joint ventures	i	205	n.a.
Other investments	j	15	n.a.
Goodwill	k	2,602	n.a.
Denominator	l = d+e+f+g+h+i+j+k	9,455	n.a.
ROCE	m = c/l	8.1%	n.a.

Reconciliation of underlying income statement indicators

In addition to IFRS accounts, Syensqo also presents underlying Income Statement performance indicators to provide a more consistent and comparable indication of Syensqo's economic performance. These figures adjust IFRS figures for the non-cash Purchase Price Allocation (PPA) accounting impacts related to acquisitions, for the coupons of perpetual hybrid bonds classified as equity under IFRS but treated as debt in the underlying statements, and for other elements to generate a measure that avoids distortion and facilitates the appreciation of performance and comparability of results over time.

Consolidated income statement Q3 (in € million)	Q3 2024			Q3 2023		
	IFRS	Adjustments	Underlying	IFRS	Adjustments	Underlying
Sales	1,688	-	1,688	1,675	-	1,675
of which revenues from non-core activities	56	-	56	46	-	46
of which net sales	1,633	-	1,633	1,629	-	1,629
Cost of goods sold	-1,116	-	-1,116	-1,083	-	-1,083
Gross profit	572	-	572	592	-	592
Commercial costs	-75	-	-75	-71	-	-71
Administrative costs	-174	0	-174	-120	-18	-138
Research & development costs	-86	-	-86	-78	-	-78
Other operating gains & losses	-31	33	2	-49	33	-15
Earnings from associates & joint ventures	4	-	4	11	-	11
Result from portfolio management & major restructuring	-35	35	0	-9	9	0
Result from legacy remediation & major litigations	13	-13	0	-14	14	0
EBITDA	352	22	374	414	3	418
Depreciation, amortization & impairments	-164	33	-131	-151	35	-116
EBIT	188	55	243	263	39	302
Net cost of borrowings	-28	-2	-31	-52	-	-52
Coupons on perpetual hybrid bonds	0	-3	-3	0	-	0
Cost of discounting provisions	-8	10	1	-7	-6	-12
Result from equity instruments measured at fair value	2	-1	0	-2	2	0
Profit / (loss) for the period before taxes	153	58	211	203	35	238
Income taxes	-153	104	-49	-99	40	-59
Profit / (loss) for the period	0	162	162	103	75	178
attributable to Syensqo share	-1	162	162	102	75	177
attributable to non-controlling interests	0	-	0	1	-	1
Basic earnings per share (in €)	0.00	1.55	1.55	0.97	0.71	1.68
Diluted earnings per share (in €)	0.00	1.57	1.56	0.97	0.71	1.68

EBITDA on an IFRS basis totaled €352 million, versus €374 million on an underlying basis. The difference of €22 million is explained by the following adjustments to IFRS results, which are done to improve the comparability of underlying results:

- €35 million to adjust for the "Result from portfolio management and major restructuring" (excluding depreciation, amortization and impairment elements), mainly including costs incurred for the separation costs related to information technology, following the demerger from Solvay
- €-13 million to adjust for the "Result from legacy remediation and major litigations", mainly due to adjustment for Legacy remediation and litigations related to accruals to environmental provisions and legal expenses.

EBIT on an IFRS basis totaled €188 million, versus €243 million on an underlying basis. The difference of €55 million is explained by the above-mentioned €22 million adjustments at the EBITDA level and €33 million of "Depreciation, amortization & impairments". The latter consist of the non-cash impact of purchase price allocation (PPA), related to amortization charges on intangible assets, which are adjusted in "Other operating gains & losses".

Net financial charges on an IFRS and underlying basis were €-34 million. The adjustments made to IFRS net financial charges mainly consists of:

- €-3 million for the reclassification of coupons on perpetual hybrid bonds, which are treated as dividends under IFRS, and as financial charges in underlying results,
- €10 million related to discount rates on environmental provisions
- €-2 million related to the remeasurement of the Long term incentive plans for which the beneficiaries will receive Solvay shares
- €-1 million related to the exclusion of the results from investment at fair value through P&L.

Income taxes on an IFRS basis were €-153 million, versus €-49 million on an underlying basis. The €-104 million adjustment mainly relates to valuation allowances on deferred taxes on losses.

Profit / (loss) attributable to Syensqo shareholders was €-1 million on an IFRS basis and €162 million on an underlying basis. The delta of €162 million reflects the above-mentioned adjustments to EBIT, net financial charges and income taxes.

9M consolidated income statement (in € million)	9M 2024			9M 2023		
	IFRS	Adjustments	Underlying	IFRS	Adjustments	Underlying
Sales	5,184	-	5,184	5,466	-	5,466
of which revenues from non-core activities	219	-	219	209	0	210
of which net sales	4,965	-	4,965	5,257	-	5,257
Cost of goods sold	-3,447	-	-3,447	-3,576	-	-3,576
Gross profit	1,737	-	1,737	1,890	-	1,890
Commercial costs	-229	-	-229	-213	-	-213
Administrative costs	-519	0	-519	-385	-53	-438
Research & development costs	-245	-	-245	-248	-	-248
Other operating gains & losses	-129	115	-14	-133	100	-33
Earnings from associates & joint ventures	14	-	14	20	-	20
Result from portfolio management & major restructuring	-81	81	0	-65	65	0
Result from legacy remediation & major litigations	-13	13	0	-208	208	0
EBITDA	1,005	109	1,114	1,106	217	1,324
Depreciation, amortization & impairments	-470	101	-370	-448	103	-345
EBIT	535	210	745	658	320	978
Net cost of borrowings	-77	0	-77	-109	-	-109
Coupons on perpetual hybrid bonds	0	-9	-9	0	-	0
Cost of discounting provisions	-20	-4	-24	-17	-6	-22
Result from equity instruments measured at fair value	-3	2	0	-1	1	0
Profit / (loss) for the period before taxes	435	199	634	532	315	847
Income taxes	-308	150	-158	-128	-70	-197
Profit / (loss) for the period	128	348	476	405	245	650
attributable to Syensqo share	128	348	477	402	245	647
attributable to non-controlling interests	-1	-	-1	3	-	3
Basic earnings per share (in €)	1.22	3.32	4.54	3.80	2.32	6.11
Diluted earnings per share (in €)	1.21	3.30	4.51	3.80	2.32	6.11

EBITDA on an IFRS basis totaled €1,005 million, versus €1,114 million on an underlying basis. The difference of €109 million is explained by the following adjustments to IFRS results, which are done to improve the comparability of underlying results:

- €81 million to adjust for the "Result from portfolio management and major restructuring" (excluding depreciation, amortization and impairment elements), mainly including costs incurred for the restructuring of the Aroma Performance GBU and separation costs primarily related to information technology after the demerger from Solvay
- €13 million to adjust for the "Result from legacy remediation and major litigations", mainly due to adjustment for Legacy remediation and litigations related to accruals to environmental provisions and legal expenses
- €15 million to exclude net losses related to energy hedges, to reflect the related economic hedge (after the gain from novation recorded in 2023), included in "Other operating gains & losses".

EBIT on an IFRS basis totaled €535 million, versus €745 million on an underlying basis. The difference of €210 million is explained by the above-mentioned €109 million adjustments at the EBITDA level and €101 million of "Depreciation, amortization & impairments". The latter consists of €101

million to adjust for the non-cash impact of purchase price allocation (PPA), related to amortization charges on intangible assets, which are adjusted in "Other operating gains & losses".

Net financial charges on an IFRS basis were €-100 million versus €-110 million on an underlying basis. The adjustments made to IFRS net financial charges mainly consists of:

- €-9 million for the reclassification of coupons on perpetual hybrid bonds, which are treated as dividends under IFRS, and as financial charges in underlying results,
- €-4 million related to the impact of increasing discount rates on environmental provisions
- €2 million relate to the exclusion of the results from investments at fair value through P&L

Income taxes on an IFRS basis were €-308 million, versus €-158 million on an underlying basis. The €150 million adjustment mainly relates to valuation allowances on deferred taxes on losses and deferred taxes on unremitted earnings.

Profit / (loss) attributable to Syensqo shareholders was €128 million on an IFRS basis and €477 million on an underlying basis. The delta of €348 million reflects the above-mentioned adjustments to EBIT, net financial charges and income taxes.

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS ^[1]

Consolidated income statement (in € million)	IFRS			
	Q3 2024	Q3 2023	9M 2024	9M 2023
Sales	1,688	1,675	5,184	5,466
of which revenues from non-core activities	56	46	219	209
of which net sales [2]	1,633	1,629	4,965	5,257
Cost of goods sold	-1,116	-1,083	-3,447	-3,576
Gross profit	572	592	1,737	1,890
Commercial costs	-75	-71	-229	-213
Administrative costs [3]	-174	-120	-519	-385
Research & development costs	-86	-78	-245	-248
Other operating gains & losses [4]	-31	-49	-129	-133
Earnings from associates & joint ventures	4	11	14	20
Result from portfolio management & major restructuring [5]	-35	-9	-81	-65
Result from legacy remediation & major litigations [6]	13	-14	-13	-208
EBIT	188	263	535	658
Cost of borrowings [7]	-28	-54	-87	-148
Interest on loans & short term deposits [7]	5	19	19	63
Other gains & losses on net indebtedness	-5	-17	-9	-24
Cost of discounting provisions	-8	-7	-20	-17
Result from equity instruments measured at fair value	2	-2	-3	-1
Profit / (loss) for the period before taxes	153	203	435	532
Income taxes [8]	-153	-99	-308	-128
Profit / (loss) for the period	0	103	128	405
attributable to Syensqo share	-1	102	128	402
attributable to non-controlling interests	0	1	-1	3
Weighted average of number of outstanding shares, basic [9]	104,721,411	105,876,417	105,053,394	105,876,417
Weighted average of number of outstanding shares, diluted [9]	105,421,780	105,876,417	105,723,810	105,876,417
Basic earnings per share (in €)	0.00	0.97	1.22	3.80
Diluted earnings per share (in €)	0.00	0.97	1.21	3.80

Consolidated statement of comprehensive income (in € million)	IFRS			
	Q3 2024	Q3 2023	9M 2024	9M 2023
Profit / (loss) for the period	0	103	128	404
Gains and losses on hedging instruments in a cash flow hedge	-1	6	35	-
Currency translation differences from subsidiaries & joint operations [10]	-181	109	-72	6
Share of other comprehensive income of associates and joint ventures	-6	2	-2	1
Recyclable components	-189	117	-40	7
Remeasurement of the net defined benefit liability [11]	-1	-58	-30	-48
Non-recyclable components	-1	-58	-30	-48
Income tax relating to recyclable and non-recyclable components	4	-9	-13	-12
Other comprehensive income/(loss), net of related tax effects	-186	50	-82	-53
Total comprehensive income/(loss)	-186	153	45	351
attributable to Syensqo share	-186	152	46	349
attributable to non-controlling interests	-1	1	-1	2

[1] Unaudited. 9M 2024 is subject to a limited review by the auditors.

[2] As more detailed in the Business review, Net sales of €1.6 billion in Q3 2024 were flat on a reported basis, but increased by 2% organically versus Q3 2023. The year-on-year increase was driven by higher volumes, particularly in Novecare and Composite Materials, partially offset by lower pricing, most notably in Specialty Polymers and Novecare.

[3] Administrative costs in Q3 and 9M 2024 are not directly comparable to Q3 and 9M 2023 since the 2023 comparatives do not include certain corporate allocated costs, which were considered only for Underlying metrics (€53 million).

[4] Other operating gains and losses in 9M 2024 includes €15 million net losses related to energy hedges, "excluded from Underlying EBITDA" to reflect the related economic hedge (after the gain from novation recorded in FY 2023 prior to the Partial Demerger). Other operating gains and losses for Q3 and 9M 2024 also includes €33 million and €101 million respectively of Depreciation, amortization & impairments to adjust for the non-cash impact of purchase price allocation (PPA), related to amortization charges on intangible assets.

[5] The Result from portfolio management & major restructuring in Q3 2024 and 9M 2024 mainly relate to separation costs incurred in the context of the Group's information systems as well as other costs related to the Partial Demerger, whereas the Q3 and 9M 2023 costs mainly relate to the restructuring provisions that were recognized as a consequence of the preparation for the Partial Demerger.

[6] The Q3 and 9M 2024 Result from legacy remediation & major litigations mainly relates to the periodic updates of the Group's environmental liabilities. In the 9M 2023 period, the Group increased its environmental provisions by €229 million as a result of the settlement reached with NJDEP resolving certain PFAS related claims in New Jersey. The 9M 2023 amount is partly offset by the €92 million final settlement of litigation in relation to Syensqo's claims of environmental breaches by Edison. The remaining amount for Q3 and 9M 2023 mainly relates to the periodic updates of the Group's environmental liabilities.

[7] The cost of borrowings and interests on loan & short term deposits in each of the reporting periods presented is not comparable due to the capital structure in the Q3 and 9M 2023 combined financial statements being different from the capital structure after the completion of the Partial Demerger.

[8] The change in income taxes in Q3 and 9M 2024 compared to Q3 and 9M 2023 is mainly due to the recognition, in 2024, of valuation allowances on deferred taxes on losses. The 9M 2023 income taxes include the deferred taxes recognised for the increase in the PFAS provision.

[9] During the prior reporting period presented, Syensqo was not constituted as a Group under a unique holding company and therefore its shares were not publicly traded. For the purposes of disclosing a comparative earnings per share figure and in compliance with IAS 33 Earnings per share, management has based the calculation for both basic and diluted earnings per share on the number of shares in issue at the date of the Partial Demerger (105,876,417).

[10] The Q3 and 9M 2024 currency translation differences are mainly due to the weakening of the USD against the EUR. The Q3 and 9M 2023 gains from currency translation differences from subsidiaries & joint operations are mainly related to the strengthening of USD against the EUR in the period.

[11] The remeasurement of the net defined benefit liability in 9M 2024 is mainly related to an update in demographic assumptions (mainly in the UK) during Q2 2024. In the prior year, this remeasurement was done in Q3 2023.

(in € million)	IFRS			
	Q3 2024	Q3 2023	9M 2024	9M 2023
Profit / (loss) for the period	0	103	128	405
Adjustments to profit / (loss) for the period	315	343	884	1,062
Depreciation, amortization & impairments	164	151	470	448
Earnings from associates & joint ventures	-4	-11	-14	-20
Additions & reversals of provisions [1]	-37	39	20	373
Other non-operating and non-cash items	4	4	1	8
Net financial charges	35	60	100	126
Income tax expenses	153	99	308	127
Changes in working capital [2]	-5	81	-265	-71
Uses of provisions	-38	-49	-119	-111
Dividends received from associates & joint ventures	0	0	20	2
Income taxes paid (excluding income taxes paid on sale of investments)	-62	-55	-151	-207
Cash flow from operating activities	210	423	497	1,080
of which cash flow related to the Partial Demerger and portfolio management and excluded from Free Cash flow [3]	-33	-12	-96	-15
Acquisition (-) of subsidiaries	-1	0	-4	-2
Acquisition (-) of investments - Other	-1	-5	-3	-12
Loans to associates and non-consolidated companies and related parties	-4	-5	-4	-8
of which with remaining Solvay Group	0	-5		-8
Loans repayments from associates and non-consolidated companies and related parties	0	0		150
of which with remaining Solvay Group [4]	0	0		150
Sale (+) of subsidiaries and investments	5	4	8	9
Acquisition (-) of tangible and intangible assets	-199	-178	-471	-506
of which property, plant and equipment [5]	-170	-157	-388	-449
of which capital expenditures required for the partial demerger and excluded from Free Cash Flow	-4	0	-10	-52
of which intangible assets	-29	-21	-83	-57
Sale (+) of property, plant and equipment and intangible assets	0	0	7	0
Change in Internal Bank Accounts with remaining Solvay Group [6]	0	302		560
Cash flow from investing activities	-198	118	-466	191
Acquisition (-) / sale (+) of treasury shares [7]	-58	0	-65	0
Increase in borrowings [8]	0	48	1,256	426
of which Solvay Group	0	26		391
Repayment of borrowings [9]	-72	-716	-1,476	-2,215
of which Solvay Group	0	-642		-2,120
Changes in other financial assets	-3	-16	-17	-9
Payment of lease liabilities	-17	-9	-44	-37
Net interests received/(paid) [10]	-4	-11	-26	-72
Coupons paid on perpetual hybrid bonds	0	0	-13	0
Dividends to Syensqo shareholders	0	0	-154	0
Dividends to non-controlling interests	-1	-8	-1	-8
Dividends paid to Solvay Group [6]		0		-436
Dividends received from Solvay Group [6]	0	30		1,304
Other transactions with Solvay Group [6]	0	123		-156
Capital injection / reimbursements from non-controlling interests	0	0	9	
Other	1	-2	1	-9
Cash flow from financing activities	-154	-559	-531	-1,210
Net change in cash and cash equivalents	-143	-18	-500	61
Currency translation differences	-2	5	-3	-11
Opening cash balance	793	307	1,150	244
Closing cash balance	647	294	647	294

[1] Additions & reversals of provisions in Q3 and 9M 2024 mainly relate to the period updates of the Group's environmental liabilities. Additions & reversals of provisions in 9M 2023 is mainly related to the €229 million increase in provisions as a result of the settlement reached with NJDEP resolving certain PFAS related claims in New Jersey, as well as €41 million related to the restructuring provision in the context of the separation plan.

[2] In 9M 2024, the changes in working capital includes the €167 million payment to the NJDEP. Refer to the Significant Events for further details.

[3] The Q3 and 9M 2024 cash flow is mainly due to the payments of separation costs and taxes related to the Partial Demerger.

[4] The Loan repayments from associates and non-consolidated companies and related parties in the prior periods presented was due to the restructuring of the internal financing in preparation for the Partial Demerger.

[5] The acquisition of property, plant and equipment in Q3 and 9M 2024 includes €44 million and €111 million respectively, related to the expansion of the PVDF site in Tavaux.

[6] Refer to note 5 Transactions with the Solvay Group.

[7] Refer to Significant Events for further details.

[8] The increase in borrowings in 9M 2024 mainly relate to the issuance of senior bonds for a nominal amount of US\$1.2 billion (€1 billion) and the issuance of a commercial paper for €150 million. Increase in borrowings in Q3 and 9M 2023 mainly relates to structured borrowings and loans with the remaining Solvay Group to finance the day to day operations of the Syensqo Group entities prior to the Partial Demerger and fully settled at the Partial Demerger.

[9] The Repayment of borrowings in 9M 2024 mainly relate to the repayment of the bridge loan facility (€1,355 million) set up by Syensqo at the end of 2023 in relation to the demerger from Solvay. In Q3 2024, €50 million of the commercial paper was repaid. The 9M 2023 Repayment of borrowings mainly relates to a transaction in the US, where an entity within the remaining Solvay Group paid a dividend to the Syensqo Group of US\$1.1 billion and this reduced for the same amount the internal bank account liability that the Syensqo Group had with that entity belonging to the remaining Solvay Group. The remaining 2023 amounts mainly relate to the settlement of other liabilities with the remaining Solvay Group prior to the Partial Demerger.

[10] The Net interest received/(paid) for 9M 2024 includes the €7 million cash inflow due to the settlement of the Treasury Lock instruments. See note 4 for further details.

Consolidated statement of financial position	2024	2023
	September 30	December 31
(in € million)		
Intangible assets	1,578	1,659
Goodwill [1]	2,546	2,560
Property, plant and equipment	3,603	3,494
Right-of-use assets	196	188
Equity instruments measured at fair value	89	94
Investments in associates & joint ventures	193	207
Other investments	15	19
Deferred tax assets [2]	410	661
Loans & other assets	172	196
Other financial instruments	30	30
Non-current assets	8,832	9,108
Inventories	1,278	1,244
Trade receivables	956	907
Income tax receivables	64	52
Dividends receivables	0	1
Other financial instruments	60	48
Other receivables	311	385
Cash & cash equivalents	647	1,150
Current assets	3,318	3,786
Total assets	12,150	12,894
Share capital	1,352	1,352
Share premiums	1,022	1,022
Other reserves	4,977	5,193
Non-controlling interests	49	42
Total equity	7,399	7,609
Provisions for employee benefits	365	373
Other provisions [3]	324	406
Deferred tax liabilities	372	428
Financial debt [4]	1,741	2,159
Other liabilities	66	76
Non-current liabilities	2,867	3,442
Other provisions [3]	147	297
Financial debt [4]	393	154
Trade payables	885	918
Income tax payables	39	59
Dividends payables	16	-
Other liabilities	403	417
Current liabilities	1,883	1,844
Total equity & liabilities	12,150	12,894

[1] The movement in goodwill is mainly due to foreign exchange fluctuations in 2024.

[2] Refer to footnote 8 of the consolidated income statement for further details.

[3] On March 1, 2024, the settlement with NJDEP, memorialized in a Judicial Consent Order, obtained the court approval and became final and binding. As such, in Q1 2024, the settlement was reclassified from Other provisions to Other current liabilities before being paid in Q2 2024 when the Group made a cash payment of €167 million. Therefore, at September 30, 2024, Other provisions have decreased with the settlement amount. Refer to the Significant Events for further details.

[4] Refer to note 6 for further details.

Consolidated statement of changes in equity
Equity attributable to equity holders of the parent

(in € million)	Revaluation reserve (fair value)											
	Share capital	Share premiums	Treasury shares	Perpetual hybrid bonds	Invested equity attributable to Syensqo / Retained earnings	Currency translation differences	Equity instruments measured at fair value	Cash flow hedges	Defined benefit pension plans	Total other reserves	Non-controlling interests	Total equity
Balance on December 31, 2022					5,002	-130	4	3	44	4,922	24	4,946
Profit / (loss) for the period	-	-	-	-	402	-	-	-	-	402	3	404
Items of other comprehensive income	-	-	-	-	1	6	-1	-11	-48	-52	-1	-53
Comprehensive income	-	-	-	-	402	6	-1	-11	-48	349	2	352
Cost of share-based payment plans	-	-	-	-	7	-	-	-	-	7	-	7
Dividends	-	-	-	-	-	-	-	-	-	-	-8	-8
Transactions with Solvay Group	-	-	-	-	1,250	2	0	-1	1	1,252	-	1,252
Other	-	-	-	-	-1	-	1	-	-	0	-	0
Balance on September 30, 2023	-	-	-	-	6,660	-122	4	-9	-3	6,531	18	6,549
Balance on December 31, 2023	1,352	1,022	-59	494	5,079	-302	8	-39	12	5,193	42	7,608
Profit / (loss) for the period	-	-	-	-	128	-	-	-	-	128	-1	128
Items of other comprehensive income	-	-	-	-	-	-74	-7	34	-35	-82	0	-83
Comprehensive income	-	-	-	-	128	-74	-7	34	-35	46	-1	45
Capital Injection from non-controlling interests	-	-	-	-	-	-	-	-	-	-	9	9
Cost of share-based payment plans	-	-	-	-	14	-	-	-	-	14	-	14
Dividends [2]	-	-	-	-	-170	-	-	-	-	-170	-1	-172
Coupons of perpetual hybrid bonds	-	-	-	-	-13	-	-	-	-	-13	-	-13
Sale (acquisition) of treasury shares [1]	-	-	-97	-	-	-	-	-	-	-97	-	-97
Transactions with Solvay Group	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	4	-	-	-	-	4	-	4
Balance on September 30, 2024	1,352	1,022	-156	494	5,042	-376	0	-5	-23	4,977	49	7,399

[1] In June 2024, Syensqo repurchased 90,000 Syensqo shares for €8 million in the first phase of the share buyback program. The second phase of the program resulted in the recognition of a short-term financial liability of €90 million at June 30, 2024, with a corresponding increase in Treasury Shares. Refer to the General information and significant events for further details.

[2] In compliance with the Belgian tax law, Syensqo SA has withheld an amount corresponding to the tax on the dividends, (at 30% or at a reduced rate in application of the applicable tax treaties), paid to the shareholders usually benefitting from an exemption of withholding tax (under article 264/1 of the Belgian Income Tax Code, Article 106 §5 or Article 106 §6 of the Royal Decree implementing the Income Tax Code). The amount will be provisionally retained, not paid to the Belgian Treasury and released by Syensqo SA once the one-year detention will be reached.

Prior to the Partial Demerger, Syensqo did not constitute a group with a parent company in accordance with IFRS 10 Consolidated Financial Statements. Therefore, share capital, share premium, treasury shares and retained earnings for the year ended December 31, 2022 and period ended September 30, 2023 were presented as Invested equity attributable to Syensqo.

Prior to the Partial Demerger, cumulated exchange differences in currency translation of foreign operations were measured at their carrying amount included in the Solvay Group's consolidated financial statements for Dedicated Entities and pro rata the net assets transferred to Syensqo for the Mixed Entities. The changes in equity that result from transactions deemed to be immediately settled through equity and as such treated as contributions from or distributions to shareholders are included in the line "Transactions with Solvay Group", in the statements of changes in equity. Those contributions from or distributions to shareholders relate to carve-out specific considerations, such as the allocation of costs for shared services, impact of tax results recalculated on separate tax return basis, restructuring charges and employee benefit charges and from the execution of the liability management program.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. General information and significant events

Syensqo is a public limited liability company governed by Belgian law and listed on Euronext Brussels. These interim condensed consolidated financial statements were authorized for issue by the Board of Directors on October 30, 2024.

Environmental liabilities

On June 28, 2023, Solvay Specialty Polymers USA, LLC (“Solvay Specialty Polymers”), a subsidiary of Syensqo SA, and the New Jersey Department of Environmental Protection (“NJDEP”) announced an agreement resolving certain PFAS related claims in New Jersey.

The agreement, which is not an admission of liability, was structured as a Judicial Consent Order and it was presented to the US Court for review and approval following a public comment period. The Court Approval was obtained on March 1, 2024 and became final and binding.

Under the terms of the agreement, Solvay Specialty Polymers agreed to pay US\$75 million to NJDEP for Natural Resource Damages (NRDs) and US\$100 million to fund NJDEP PFAS remediation projects in areas of New Jersey near the Group’s West Deptford site. The settlement includes commitments for Solvay Specialty Polymers to complete remediation activities that began in 2013, including testing water and soil near the West Deptford site. Solvay Specialty Polymers has agreed to establish a remedial funding source in the amount of US\$214 million to fund those activities. As a result of this settlement, Solvay Specialty Polymers increased its current provision by around US\$250 million (€229 million) in Q2 2023.

Following the approval of the Judicial Consent Order by the US Court, an amount of US\$180 million (€167 million) was reclassified from “Other (current) provisions” to “Other (current) liabilities” as of March 31, 2024 and that amount was paid in April 2024 (in the Statement of Cash flow, it is included in the Changes in working capital for 9M 2024). The balance of the provision will be spent over a 30-year period and is included in Other non-current provisions.

The environmental provision recorded is based on the net present value of the cash flow forecast needed, for current and future years, to settle the remediation obligations. This provision represents the estimated cash out and does not reflect expected recoveries from third-party contributors nor does it reflect the potential insurance proceeds, the combination of which could significantly reduce the resultant costs.

The Group submitted certain claims from its environmental liability insurance and received and recognized €32 million as a preliminary settlement of these insurance policy claims in February 2024. Other unrecognized insurance proceeds and recovery from third-party contributors are still under discussion.

Bond issuance

On June 4, 2024, the Group issued senior bonds for a nominal amount of US\$1.2 billion across two tranches:

- US\$600 million bond with a 5-year maturity and a 5.65% fixed coupon;
- US\$600 million bond with a 10-year maturity and a 5.85% fixed coupon.

Proceeds from the bond issuance will be used for general corporate purposes, including the repayment of the bridge loan facility set up by Syensqo at the end of 2023 in relation to the demerger from Solvay. The bridge loan facility was repaid in June 2024.

The bonds are recognized as long-term financial liabilities and measured at amortized cost in accordance with IFRS 9 Financial Instruments.

Refer to Note 6 for further details.

Share buyback program

On June 25, 2024, the Group launched a Share Buyback Program. The repurchase of Syensqo shares under the Share Buyback Program intends to cover current and future obligations under Syensqo’s current Long Term Incentive Plans for its employees and will be carried out under the terms and conditions of the authorization granted by the Extraordinary Shareholders’ Meeting of Syensqo SA on December 8, 2023.

Under this program, Syensqo may acquire a maximum of 983,000 Syensqo shares. The Share Buyback Program commenced on June 25, 2024 and was concluded on October 23, 2024 (see Subsequent events). The Share Buyback Program may be

suspended or discontinued at any time and any shares acquired under the Share Buyback Program will be held as treasury shares.

The timing of the share buybacks will depend on a variety of factors, including market conditions. Syensqo will provide regular updates on the progress of its share purchases, in accordance with applicable legislation.

During the period June 25, 2024 up to and including June 28, 2024, Syensqo repurchased 90,000 Syensqo shares for €8 million in the first phase of the framework of the Share Buyback Program.

The remaining purchases (second phase) will be executed by an independent financial intermediary under the terms of a discretionary mandate agreement by which it is committed to acquire the remaining 893,000 shares for an additional amount of up to €90 million. In accordance with the requirements of IFRS 9 Financial Instruments, the Group recognized a short-term financial liability (Current financial debt) for the maximum amount of €90 million at June 30, 2024 for this Share Buyback Program with a corresponding increase in Treasury shares.

At September 30, 2024, a total of 776,292 shares had been acquired, during the second phase, by the independent financial intermediary resulting in an outstanding financial liability of €32 million. The acquisition of the remaining shares (116,708) under this Share Buyback Program is expected to result in a cash outflow of less than €10 million based on the Group share price at the end of the quarter. Once the remaining shares are purchased, the outstanding financial liability balance will be reversed via equity in line with IFRS 9.

On September 30, 2024, the Group announced that the Board approved a plan to commence a new share buyback program for a value of up to €300 million. The new program has no impact on these interim condensed consolidated financial statements as no contractual agreement has yet been signed with a financial intermediary.

Pension risk management

On September 17, 2024, the Group announced a significant step in its ongoing commitment to the financial stability of its retirees in the US and Canada by reducing its pension obligations through the purchase of group annuity contracts. This strategic move is designed to reduce the Group's gross pension obligations and associated volatility risk, while enhancing the long term security of pension benefits for its retirees.

Syensqo has, in August 2024, entered into agreements with Pacific Life Insurance Company ("Pacific Life") and RBC Insurance ("RBC"), to transfer some of its legal and constructive pension obligations with no change to the benefits for its retirees. The transfer resulted in a settlement of its US\$485 million gross pension obligation. Considering that the plans were fully funded, it did not result in any additional cash funding requirement.

RBC will begin paying and administering the retirement benefits of affected retirees and beneficiaries in Canada from December 2024 and Pacific Life will similarly do the same for US retirees and beneficiaries from January 2025.

The US and Canada defined benefit obligations have decreased by US\$470 million and CAD\$20 million respectively, while US\$450 million and CAD\$20 million of plan assets have been derecognized as a result of the transfer.

U.S. Tax Matters Agreement

In connection with the Partial Demerger, Syensqo and Solvay entered into a U.S. Tax Matters Agreement (the "U.S. TMA") intended to (among other things) preserve the tax-free treatment of the Partial Demerger and of the separation of the U.S. Specialty Businesses and the U.S. Essential Businesses (the "U.S. Spin-Off") for U.S. federal income tax purposes.

Under the U.S. TMA, Syensqo and Solvay are prohibited from taking actions that are reasonably expected to cause the Partial Demerger or U.S. Spin-Off (or certain associated transactions) to fail to qualify for their intended U.S. tax treatment, or that could jeopardize the conclusions of, or that are inconsistent with, the IRS ruling or the tax opinion discussed above.

Additionally, the parties are generally prohibited (subject to certain exceptions in the U.S. TMA), for the two-year period following completion of the Partial Demerger, from engaging in certain acquisitions, mergers, liquidations, sales, and redemption transactions with respect to their respective stock and assets that could jeopardize the tax-free status of the Partial Demerger or the U.S. Spin-Off for U.S. federal income tax purposes.

Neither Solvay's nor Syensqo's obligations under the U.S. TMA are limited in amount or subject to any cap.

As of September 30, 2024, Syensqo was not aware of any breach or alleged breach by it of its obligations under the U.S. TMA, and had not received any notice from Solvay relating to a breach or alleged breach thereof.

2. Accounting policies

Syensqo has prepared its interim condensed consolidated financial statements on a quarterly basis, in accordance with IAS 34 Interim Financial Reporting using the same accounting policies as those adopted for the preparation of the consolidated financial statements for the year ended December 31, 2023. They do not include all the information required for the preparation of the annual consolidated financial statements and should be read in conjunction with the consolidated financial statements for the year ended December 31, 2023. The consolidated financial statements for 2023 were published in April 2024.

In 2023, prior to the Partial Demerger, a Legal Reorganization occurred by: (i) transferring assets, liabilities and activities from legal entities that previously undertook both Specialty Businesses and Remaining Solvay Group operations (referred to as "Mixed Entities") to existing or new legal entities dedicated to either Specialty Businesses or the Remaining Solvay Group's activities; and (ii) reorganizing the ownership within the Solvay Group of all existing legal entities entirely dedicated to the Specialty Businesses before the Legal Reorganization ("Dedicated Entities"), all existing legal entities that were Mixed Entities before the Legal Reorganization and from which Remaining Solvay Group's activities have been carved out, and all new legal entities to which Specialty Businesses have been carved-out as part of the Legal Reorganization. The Legal Reorganization is a business combination under common control that is scoped out of IFRS 3 Business Combinations. In the absence of an IFRS standard specifically applicable to such a transaction, management elected to apply the pooling of interests method in the consolidated financial statements of Syensqo, based on the historical carrying values of the assets and liabilities of the combining entities. Syensqo SA is the continuing entity of the Reporting Entity reflected in the combined financial statements of SpecialtyCo.

The preparation of the figures for the Syensqo Group in 2023 prior to the Partial Demerger date and therefore the figures for the period ended on September 30, 2023, required management to apply accounting methods and policies that are based on judgments. The application of these judgments, including how the entities within the existing Solvay Group were combined, affected the reported amounts of assets and liabilities on September 30, 2023 as well as the reported amounts of income and expenses prior to the Partial Demerger date.

The critical accounting judgments and key sources of estimation uncertainty included in the 2023 consolidated financial statements remain applicable. Relevant updates on specific topics are included in these notes and should be read together with the 2023 consolidated financial statements.

Below are the standards, interpretations and amendments that became effective as of January 1, 2024 and which are relevant to the Group. An assessment was made and these amendments had no material impact on the Group's interim condensed consolidated financial statements.

Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7

In May 2023, the IASB issued amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The transition rules clarify that an entity is not required to provide the disclosures in any interim periods in the year of initial application of the amendments. Thus, the amendments had no impact on the Group's interim condensed consolidated financial statements.

Amendments to IFRS 16: Lease Liability in a Sale and Leaseback

In September 2022, the IASB issued Lease Liability in a Sale and Leaseback (Amendments to IFRS 16), with amendments that clarify how a seller-lessee subsequently measures sale and leaseback transactions that satisfy the requirements in IFRS 15 Revenue from Contracts with Customers (IFRS 15) to be accounted for as a sale. The amendments had no material impact on the Group's interim condensed consolidated financial statements.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

In January 2020 and October 2022, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement;
- That a right to defer must exist at the end of the reporting period;
- That classification is unaffected by the likelihood that an entity will exercise its deferral right;
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced whereby an entity must disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments had no material impact on the Group's interim condensed consolidated financial statements.

International Tax Reform – Pillar Two Model Rules – Amendments to IAS 12

Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions in which the Group operates, notably in Belgium where the ultimate parent entity is located. The legislation is effective for the Group's financial year beginning January 1, 2024.

Syensqo SA is closely monitoring the laws which the various jurisdictions are adopting following the Organization for Economic Co-operation and Development ('OECD') and EU-initiatives regarding the Pillar Two Global Minimum Tax of 15% and the potential impact thereof.

The Group has performed the Q3 2024 Transitional CbCR Safe Harbour (TCSH) calculations based on September 30, 2024 figures and the Pillar 2 entity classification, under the reasonable assumption that the Group will benefit from the CbCR qualification ('Qualified CbCR') for eligibility under the Pillar 2 Safe Harbour.

Based on our assessment, Chile, UAE and Luxembourg are the only jurisdictions that would fall out of scope for the TCSH. However, based on the full Pillar 2 calculation that was performed, the Top-Up Tax that would be due is immaterial.

The data for non-consolidated entities (including GloBE JVs) has not been captured in the analysis.

Based on the above, no Pillar 2 current tax provision has been recognized as at September 30, 2024 and the Group, to the best of its knowledge, does not anticipate any significant changes due to the phased implementation of Pillar 2 in various jurisdictions going forward.

The Group will continue to conduct tax technical analyses and further develop its tools and processes over the next few months and continue to involve, inform and educate key stakeholders, both internal and external.

3. Segment information

Syensqo is organized into three Reportable Segments:

- **Materials**, consisting of the GBUs Composite Materials and Specialty Polymers. The Materials segment offers a unique portfolio of high-performance polymers and composite technologies used primarily in sustainable mobility applications. Its solutions enable weight reduction and enhance performance while improving CO2 and energy efficiency. Major markets served include next-generation mobility in automotive and aerospace, healthcare and electronics.
- **Consumer & Resources** offer a unique formulation & application expertise through customized specialty formulations for surface chemistry & liquid behavior, maximizing yield and efficiency of the processes they are used in while minimizing the eco-impact. Novecare, Technology Solutions, Aroma, and Oil & Gas focus on specific areas such as resources (improving the extraction yield of metals, minerals and oil), industrial applications (such as coatings) or consumer goods and healthcare (including vanillin and guar for home and personal care).
- **Corporate & Business Services** includes corporate and other business services, such as research & innovation, cogeneration units dedicated to the Syensqo activities and new business development (NBD) and the Peroxides activities in the Zhenjiang entity.

Reconciliation of segment, underlying and IFRS data

(in € million)	Q3 2024	Q3 2023	9M 2024	9M 2023
Net sales	1,633	1,629	4,965	5,257
Materials	941	960	2,869	3,077
Consumer & Resources	692	669	2,096	2,176
Corporate & Business Services	0	0	0	4
Underlying EBITDA	374	418	1,114	1,324
Materials	307	325	921	1,051
Consumer & Resources	125	120	357	378
Corporate & Business Services	-59	-27	-163	-105
Underlying depreciation, amortization & impairments	-131	-116	-370	-345
Underlying EBIT	243	302	745	978
Accounting impact from Novation of energy hedges and amortization & depreciation of purchase price allocation (PPA) from acquisitions	-33	-33	-115	-100
Corporate costs allocation	-	18	-	53
Result from portfolio management & major restructuring	-32	-9	-81	-65
Result from legacy remediation & major litigations	10	-14	-13	-208
EBIT	188	263	535	658
Net financial charges	-35	-60	-100	-126
Profit / (loss) for the period before taxes	153	203	435	532
Income taxes	-153	-99	-308	-128
Profit / (loss) for the period from continuing operations	0	103	128	405
Profit / (loss) for the period	0	103	128	405
attributable to non-controlling interests	0	1	-1	3
attributable to Syensqo share	-1	102	128	402
Capex	-211	-187	-505	-491
Materials	-141	-139	-346	-344
Consumer & Resources	-41	-42	-97	-122
Corporate & Business Services	-29	-6	-62	-25

Working Capital by Segment

(in € million)	Inventory		Trade Receivables		Trade Payables	
	September 30, 2024	December 31, 2023	September 30, 2024	December 31, 2023	September 30, 2024	December 31, 2023
Materials	810	792	542	485	-388	-392
Consumer & Resources	460	444	419	380	-371	-357
Corporate and Business Services	8	9	-6	42	-126	-169
Total Syensqo	1,278	1,244	956	907	-885	-918

The Group has no material seasonal impacts on its condensed consolidated financial statements. The Group recognized €3.2 million of intersegment sales in 9M 2024.

For details on the Underlying to IFRS reconciliations, please refer to the Business Review section. For further details on the performance by segment, please refer to Note 3 of the Business Review section.

4. Financial Instruments

Valuation techniques

Compared to December 31, 2023, there are no changes in valuation techniques.

Fair value of financial instruments measured at amortized cost

For all financial instruments not measured at fair value in Syensqo's consolidated statement of financial position, the fair value of those financial instruments as of September 30, 2024, is not significantly different from their carrying amounts as of June 30, 2024 and March 31, 2024 and is not significantly different from the ones published in Note F32 of the consolidated financial statements for the year ended December 31, 2023.

Financial instruments measured at fair value

(in € million)	September 30, 2024				December 31, 2023				Variation
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	
Held for trading	0	8	0	8	0	12	0	12	-4
Foreign currency risk	0	1	0	1	0	4	0	4	-3
Syensqo share price	0	5	0	5	0	8	0	8	-3
Index	0	1	0	1	0	2	0	2	-1
Equity instruments measured at fair value through profit or loss	14	0	50	64	19	0	49	68	-4
Solvay Group Share	14	0	0	14	19	0	0	19	-5
New Business Development	0	0	50	50	0	0	49	49	1
Cash flow hedges	0	8	0	8	0	18	0	18	-11
Foreign currency risk	0	7	0	7	0	9	0	9	-2
Utility risk	0	0	0	0	0	6	0	6	-6
CO2 risk	0	1	0	1	0	3	0	3	-2
Equity instruments measured at fair value through other comprehensive income	0	0	26	26	0	0	26	26	0
New Business Development	0	0	26	26	0	0	26	26	0
Total (assets)	14	15	76	105	19	30	75	124	-19
Held for trading	0	-3	0	-3	0	-2	0	-2	-1
Foreign currency risk	0	-2	0	-2	0	-2	0	-2	0
Index	0	-1	0	-1	0	0	0	0	-1
Cash flow hedges	0	-17	0	-17	0	-49	0	-49	32
Foreign currency risk	0	-8	0	-8	0	-3	0	-3	-5
Interest rate risk	0	0	0	0	0	-29	0	-29	29
Utility risk	0	-3	0	-3	0	-17	0	-17	14
CO2 risk	0	-6	0	-6	0	0	0	0	-6
Total (liabilities)	0	-20	0	-20	0	-51	0	-51	31

The table "Financial instruments measured at fair value" provides an analysis of financial instruments that, subsequent to their initial recognition, are measured at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable. Financial instruments classified as held for trading and as hedging instruments in cash flow hedges are mainly grouped into Levels 1 and 2. They are fair valued based on forward pricing and swap models using present value calculations. The models incorporate various inputs including foreign exchange spot and interest rates of the respective currencies, currency basis spreads between the respective currencies, interest rate curves and forward rate curves of the underlying commodity. The equity instruments measured at fair value through OCI and through profit and loss are presented within Level 1 and 3. The fair value of the instruments presented under Level 3 is measured based on the guidelines recommended by The International Private Equity and Venture Capital Valuation (IPEV).

In accordance with the Group internal rules, the responsibility for measuring the fair value level resides with (a) the Treasury department for the non-utility derivative financial instruments, and the non-derivative financial liabilities, (b) the Sustainable Development and Energy department for the utility derivative financial instruments and (c) the Finance department for non-derivative financial assets.

The Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. During the quarter, no such transfers have occurred.

For financial instruments measured at fair value in Syensqo's consolidated statement of financial position, the fair value of those instruments as of September 30, 2024 changed compared to December 31, 2023 due to the settlement of the interest rate risk swap (T-Lock instrument, financial liability of €29 million at December 31, 2023) and the settlement of energy contracts. Note that cash flow hedge accounting was applied to the interest rate risk swap, therefore, the related fair value movements were recognized in Other Comprehensive Income. The net interest settlement (€7 million) on these hedging instruments will be recognized in P&L as part of financing costs, thereby reducing the P&L impact of the interest expense generated by the senior bonds (issued in June 2024), over the life of the bonds.

5. Transactions with the Remaining Solvay Group

Dividends paid to / received from the Solvay Group and other transactions with Remaining Solvay Group

During the prior reporting period presented, Syensqo was not constituted as a Group under a unique holding company and Syensqo Dedicated and Mixed entities held investments in subsidiaries of the Remaining Solvay Group and vice-versa.

These investments in subsidiaries of the Remaining Solvay Group were eliminated against equity in the Syensqo Condensed Interim Combined Financial Statements for the period ended September 30, 2023. As a result, the cash from dividends paid by Dedicated or Mixed Syensqo Entities to the Remaining Solvay Group or received by Syensqo from subsidiaries of the Remaining Solvay Group are presented in the line "Dividends paid to Solvay Group" and "Dividends received from Solvay Group", respectively, in the Consolidated Statements of Cash Flows. They are also included as "Transactions with Solvay Group" in the Consolidated Statement of Changes in Equity.

Cash flows associated with capital increases, capital reimbursements or transfers of those investments in subsidiaries of the Remaining Solvay Group are also presented in the "Other Transactions with Solvay Group" in the Consolidated Statements of Cash Flows and as part of the "Transactions with Solvay Group" in the Consolidated Statement of Changes in Equity.

Certain operating and investing transactions of Syensqo are presented on a "gross basis":

- operating expenses and income are presented as operating cash flows;
- acquisitions and sales of property, plant and equipment, intangible assets, subsidiaries and other investments are presented as investing cash flows and, simultaneously, contributions from / distributions to the Remaining Solvay Group are presented in the cash flow from financing activities as "Other Transactions with Solvay Group", whenever those transactions do not ultimately result in movements of "Cash and cash equivalents" for Syensqo.

This happens for the carve-out of the above Syensqo transactions in Mixed Entities that became part of the Remaining Solvay Group as the "Cash and cash equivalents" of those entities is not included in the Consolidated Statements of Financial Position.

Current taxes from Syensqo's results in Mixed Entities of the Remaining Solvay Group, restructuring costs related to provisions settled by the Remaining Solvay Group, employee benefit charges for defined benefit obligations kept by the Remaining Solvay Group and charges for the usage of shared assets of Mixed Entities are additional examples of transactions considered to be immediately settled by the Remaining Solvay Group and grossed-up in the Consolidated Statement of Cash Flows.

The presentation on a "gross basis" is considered to better reflect the business performance in terms of cash flow generation.

Movements of cash and cash equivalents resulting from operating and investing cash flows of the businesses of the Remaining Solvay Group, which occurred in Mixed Entities that became part of Syensqo based on the Legal reorganization, are not included in the cash flows from operating and investing activities. Rather they are presented in the line "Other Transactions with the Solvay Group" in the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity as the related change in "Cash and cash equivalents" is included in the Consolidated Statements of Financial Position.

The details about the "Other transactions with Solvay Group" line and the reconciliation between the related amounts in the Consolidated Statements of Cash Flow and Consolidated Statements of Changes in Equity are presented in the table below.

Transactions with the Remaining Solvay Group

(in € million)	Q3 2024	Q3 2023	9M 2024	9M 2023
Carve out of Mixed Entities	-	14	-	21
Capital increase / decrease, transfer of shares with remaining Solvay Group	-	94	-	-193
Cash & cash equivalents transferred upon demerger	-	10	-	10
Restructuring costs	-	-6	-	11
Current taxes	-	10	-	-5
Total Other transactions with Solvay Group in the Statement of cash flows	-	123	-	-155
Dividends paid to Solvay Group	-	0	-	-436
Dividends received from the Solvay Group	-	30	-	1304
Deferred taxes	-	3	-	
Other	-	-36	-	540
Total Other transactions with Solvay Group in the Statement of changes in equity	-	120	-	1,253

As part of the implementation of the target capital structure (mainly in the US), an entity within the remaining Solvay Group paid a dividend to the Syensqo Group of US\$1.1 billion and this reduced for the same amount the internal bank account liability that the Syensqo Group had with that entity belonging to the remaining Solvay Group.

Changes in internal bank accounts with Remaining Solvay Group

Intercompany bank accounts between Syensqo and the Remaining Solvay Group, in place over the prior period presented and eliminated as part of the consolidation procedures applied for the Solvay Group Consolidated Financial Statements, have been reinstated in the Syensqo Consolidated Financial Statements.

When those intercompany bank accounts, part of the cash pooling system, were in a structural asset position for Syensqo, the related changes are presented in the line “Change in internal bank accounts with Remaining Solvay Group” as part of the Cash flow from investing activities.

At the end of December 2023, there are no longer any remaining intercompany bank accounts between Syensqo and the Remaining Solvay Group as the accounts were settled at or prior to the Partial Demerger following the completion of the Legal Reorganization.

Services provided by the Solvay Group

The Solvay Group provided shared services to Syensqo such as, but not limited to: tax, legal, accounting, IT, personnel-related services and treasury. The costs of such services, as historically charged to Syensqo Businesses and included in the Condensed Consolidated Income Statement based on their historical amounts, were about €100 million in Q3 2023 and €300 million for the nine-month period ended September 30, 2023.

The personnel and activities related to these shared services are provided to Syensqo by the Solvay Group under transitional services agreements, which came into effect at the date of the Partial Demerger.

The costs related to corporate functions incurred for the benefit of the Solvay Group as a whole, including but not limited to costs for Solvay SA's Board of Directors, Executive Leadership Team, Investor Relations and Corporate Communications have not been included in the Condensed Combined Financial Statements for the nine-month period ended September 30, 2023. Those costs amounted to €31 million in Q3 2023 and €91 million for the nine-month period ended September 30, 2023 for Solvay Group as a whole. Based on the relative usage of Syensqo compared to the remaining Solvay Group, a portion of these corporate costs has been included in the Underlying EBITDA for €18 million in Q3 2023 and €53 million in the nine-month period ended September 30, 2023 (see Reconciliation of alternative performance metrics on page 10 for more information).

6. Net debt

(in € million)	September 30, 2024	December 31, 2023
Bridge-to-bond facilities	-	1,338
USD 1.2bn bonds issued in 2024	1,066	-
EUR 500m 2027 bonds	498	498
Cytec bonds	146	147
Commercial paper	100	0
Lease debt	229	219
Other financial debt	94	111
Total current and non-current financial debt (a)	2,133	2,313
Cash and cash equivalents (b)	-647	-1,150
Other financial instruments (c)	-90	-78
Total Net Debt (a+b+c)	1,395	1,084

Financial debt at the end of September 2024 includes €1,116 million related to the senior bond issue in June 2024 for a nominal amount of US\$1.2 billion. The proceeds from the bond issuance were used to repay the bridge-to-bond facilities of €1,338 million.

To mitigate the interest rate risk of the senior bond issue, the Group entered into Treasury Lock instruments in Q4 2023. These instruments were accounted for as cash flow hedges and were subsequently settled following the senior bond issue. The settlement resulted in a cash inflow for the Group of €7 million in Q2 2024.

On September 4 and 5, 2023, the Solvay Group announced the results of liability management transactions relating to certain senior and hybrid bonds denominated in euros. The transactions included a request for consent of bondholders to the substitution, effective upon completion of the Partial Demerger, of Syensqo SA/NV for Solvay as issuer of the €500,000,000 2.750% Fixed Rate Bonds due December 2, 2027 (ISIN: BE6282460615) (the “2027 Bonds”). Syensqo SA/NV was substituted for Solvay as issuer of the 2027 Bonds, effective at the date of the Partial Demerger, and subject to the satisfaction or waiver of certain conditions set out in the consent solicitation notice.

The 3.95% Senior Notes due 2025 issued by Cytec Industries Inc. (CUSIP: 232820 AK6) (the “Cytec 2025 Bonds”) will remain outstanding for an amount of US\$163,495,000 (nominal). Solvay SA will remain the guarantor of the Cytec 2025 Bonds and, effective at the date of the Partial Demerger, Syensqo will provide a counter-guarantee to Solvay for any payments to be made under the Cytec 2025 Bonds. There is no accounting impact of the counter-guarantee in the Syensqo condensed consolidated financial statements.

The Cytec bonds will mature in June 2025 and were therefore reclassified to current financial debt in Q2 2024.

A commercial paper for €150 million was issued in June 2024 and will mature in phases in Q3 and Q4 2024. A repayment of €50 million was made in Q3 2024.

On June 25, 2024, the Group launched a Share Buyback Program. The Share Buyback Program was concluded on October 23, 2024 (see next Section). In accordance with the requirements of IFRS 9 Financial Instruments, the Group recognized a short-term financial liability of €90 million at June 30, 2024 for this Share Buyback Program (included in the “Other financial debt” in the table above). As of September 30, 2024, 776,292 shares had been acquired resulting in an outstanding financial liability of €32 million.

7. Events after the reporting period

On October 25, 2024, the Group announced the successful completion of its share buyback program. The program launched on June 25, 2024 and was concluded on October 23, 2024. In total, 983,000 shares were purchased, representing approximately 0.93% of Syensqo’s outstanding shares.

The share purchase program, authorized by the Syensqo Board of Directors, was designed to cover current and future obligations under the Group’s current Long Term Incentive Plans for its employees. Over the duration of the program, Syensqo invested a total of €74 million at an average purchase price of EUR 75.64 per share.

The difference of €24 million between the outstanding financial liability at September 30, 2024 (€32 million) and the amount paid for the remaining share purchases (€8 million) since October 1, 2024, will be reversed via equity.

8. Declaration by responsible persons

Ilham Kadri, Chief Executive Officer, and Christopher Davis, Chief Financial Officer, of the Syensqo Group, declare that to the best of their knowledge:

- The condensed consolidated financial information, prepared in accordance with IAS 34 *Interim Financial Reporting* as adopted by the European Union, reflects a faithful image of the assets and liabilities, financial situation and results of the Syensqo Group;
- The management report contains a faithful presentation of significant events occurring during the first nine months of 2024, and their impact on the condensed consolidated financial information;
- The main risks and uncertainties are in accordance with the assessment disclosed in the Risk Management section of the Syensqo 2023 Annual Integrated Report, taking into account the current economic and financial environment.

Statutory auditor's report to the board of directors of Syensqo SA/NV on the review of the condensed consolidated interim financial information as at 30 September 2024 and for the 9-month period then ended

Introduction

We have reviewed the accompanying consolidated statement of financial position of Syensqo SA/NV as at 30 September 2024, the consolidated income statement, the consolidated statement of comprehensive income, of changes in equity and of cash flows for the 9-month period then ended, and notes ("the condensed consolidated interim financial information"). The board of directors is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, "Interim Financial Reporting" as adopted by the European Union. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial information as at 30 September 2024 and for the 9-month period then ended is not prepared, in all material respects, in accordance with IAS 34, "Interim Financial Reporting" as adopted by the European Union.

Diegem, 4 November 2024

EY Réviseurs d'Entreprises SRL
Statutory auditor
represented by



Marie Kaisin*
Partner
*Acting on behalf of a BV/SRL

Ref: 25MK0010

Besloten vennootschap
Société à responsabilité limitée
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*handelend in naam van een vennootschap/agissant au nom d'une société

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GLOSSARY

Adjustments: Each of these adjustments made to the IFRS results is considered to be significant in nature and/or value. Excluding these items from the profit metrics provides readers with relevant additional information on the Group's underlying performance over time because it is consistent with how the business' performance is reported to the Board of Directors and the Executive Committee. These adjustments consist of:

- Results from portfolio management and major restructurings,
- Results from legacy remediation and major litigations,
- Amortization of intangible assets resulting from Purchase Price Allocation (PPA) and inventory step-up in gross margin,
- Net financial results related to changes in discount rates, coupons of hybrid bonds deducted from equity under IFRS and debt management impacts (mainly including gains/(losses)) related to the early repayment of debt,
- Adjustments of equity earnings for impairment gains or losses, unrealized foreign exchange gains or losses on debt and contribution to IFRS equity earnings of equity investments disposed of in the period,
- Results from equity instruments measured at fair value,
- Gains and losses, related to the management of the CO₂ hedges not accounted for as Cash Flow Hedge, deferred in adjustments until the maturity of the economic hedge;
- Remeasurement of the long term incentive plans related to Solvay Group shares and of the related hedging instruments;
- Tax effects related to the items listed above and tax expense or income of prior years

All adjustments listed above apply to both continuing and discontinuing operations, and include the impacts on non-controlling interests

Basic earnings per share: Net income (Syensqo's share) divided by the weighted average number of shares, after deducting own shares purchased to cover stock option programs.

Bps: Unit of basis percentage points, used to express the evolution of ratios.

Capital expenditure (capex): Cash paid for the acquisition of tangible and intangible assets presented in cash flows from investing activities, and cash paid on the lease liabilities (excluding interests paid), presented in cash flows from financing activities, excluding acquisition of assets associated with the partial demerger project. This indicator is used to manage capital employed in the Group.

Cash conversion Is a ratio used to measure the conversion of EBITDA into cash according to the formula $((\text{Underlying EBITDA} +/\text{- Changes in working capital} - \text{Sustenance Capex}) / (\text{Underlying EBITDA}))$. Sustenance capital expenditure includes capital expenditures for maintenance, for the implementation of the One Planet strategy and for Digital Transformation initiatives, as well as payment of lease liabilities.

Cash flow from operating activities are those generated from/(used by) the principal revenue-producing activities of the Group and other activities that are not investing or financing activities.

CGU: Cash-generating unit

CTA: Currency Translation Adjustment

Diluted earnings per share: Net income (Syensqo's share) divided by the weighted average number of shares adjusted for the effects of dilution.

Discontinued operations: Component of the Group which the Group has disposed of or which is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations;
- Is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or
- Is a subsidiary acquired exclusively with a view to resale.

EBIT: Earnings before interest and taxes. Performance indicator that is a measure of the Group's operating profitability irrespective of the funding's structure.

EBITDA: Earnings before interest and taxes, depreciation and amortization. The Group has included EBITDA as an alternative performance indicator because management believes that the measure provides useful information to assess the Group's operating profitability as well as the Group's ability to generate operating cash flows.

Extra-financial indicators: Indicators used that measure the sustainability performance of the company in complement to financial indicators. Syensqo has selected 5 indicators that are included in the ONE Planet initiative.

Free cash flow: Cash flows from operating activities (excluding cash flows linked to acquisitions or disposals of subsidiaries, cash outflows of Voluntary Pension Contributions, as they are deleveraging in nature as a reimbursement of debt and cash

flows related to internal management of portfolio such as one-off external costs of internal carve-out and related taxes...), cash flows from investing activities (excluding cash flows from or related to acquisitions and disposals of subsidiaries and cash flows associated with the partial demerger project), and other investments, and excluding loans to associates and non-consolidated investments, and recognition of factored receivables), payment of lease liabilities, and increase/decrease of borrowings related to environmental remediation. Prior to the adoption of IFRS 16, operating lease payments were included within free cash flow. Following the application of IFRS 16, because leases are generally considered to be operating in nature, free cash flow incorporates the payment of the lease liability (excluding the interest expense). Excluding this item in the free cash flow would result in a significant improvement of free cash flow compared to prior periods, whereas the operations themselves have not been affected by the implementation of IFRS 16. It is a measure of cash generation, working capital efficiency and capital discipline of the Group.

Free cash flow to Syensqo shareholders: Free cash flow after payment of net interests, coupons of perpetual hybrid bonds, dividends to non-controlling interests and capital injections and capital reimbursements from/to non-controlling interests. This represents the cash flow available to Syensqo shareholders, to pay their dividend and/or to reduce the net financial debt.

Free cash flow conversion: Calculated as the ratio between the free cash flow to Syensqo shareholders of the last rolling 12 months (before netting of dividends paid to non-controlling interest) and underlying EBITDA of the last rolling 12 months.

Gearing ratio is a measure of capital structure and is defined as Underlying net debt / (underlying net debt + Equity - Hybrid bonds in equity)

GBU: Global business unit

IFRS: International Financial Reporting Standards

LTM: Last twelve months

Leverage ratio: Net debt / underlying EBITDA of last 12 months. Underlying leverage ratio = underlying net debt / underlying EBITDA of last 12 months.

Mandatory contributions to employee benefits plans: For funded plans, contributions to plan assets corresponding to amounts required to be paid during the respective period, in accordance with agreements with trustees or regulation, as well as, for unfunded plans, benefits paid to beneficiaries.

Net cost of borrowings: cost of borrowings netted with interest on loans and short-term deposits, as well as other gains (losses) on net indebtedness.

Net financial debt: Non-current financial debt + current financial debt – cash & cash equivalents – other financial instruments (current and noncurrent). Underlying net debt reclassifies as debt 100% of the hybrid perpetual bonds, considered as equity under IFRS. It is a key measure of the strength of the Group's financial position and is widely used by credit rating agencies.

Net financial charges: Net cost of borrowings, and costs of discounting provisions (namely, related to post-employment benefits and Health Safety and Environmental liabilities).

Net pricing: The difference between the change in sales prices versus the change in variable costs.

Net sales: Sales of goods and value added services corresponding to Syensqo's know-how and core business. Net sales exclude Revenue from non-core activities.

Net working capital: Includes inventories, trade receivables and other current receivables, netted with trade payables and other current liabilities.

OCI: Other Comprehensive Income.

Operational deleveraging: Reduction of liabilities (net debt or provisions) through operational performance only, i.e. excluding impacts from acquisitions and divestitures, as well as remeasurement impacts (changes of foreign exchange, inflation, mortality and discount rates).

Organic growth: Growth of Net sales or underlying EBITDA excluding scope changes (related to small M&A not leading to restatements) and forex conversion effects. The calculation is made by rebasing the prior period at the business scope and forex conversion rate of the current period.

pp: Unit of percentage points, used to express the evolution of ratios.

PPA: Purchase Price Allocation (PPA) accounting impacts related to acquisitions, primarily for Rhodia and Cytec.

Pricing power: The ability to create positive net pricing.

Research & innovation: Research & development costs recognized in the income statement and as capital expenditure before deduction of related subsidies, royalties and depreciation and amortization expense. It measures the total cash effort in research & innovation, regardless of whether the costs were expensed or capitalized.

Research & innovation intensity: Ratio of Research & innovation / net sales

Result from legacy remediation and major litigations: It includes:

- The remediation costs not generated by on-going production facilities (shut-down of sites, discontinued productions, previous years' pollution), and
- The impact of significant litigations

Results from portfolio management and major restructuring: It includes:

- Gains and losses on the sale of subsidiaries, joint operations, joint ventures, and associates that do not qualify as discontinued operations;
- Acquisition costs of new businesses;
- One-off operating costs related to internal management of portfolio (carve-out of major lines of businesses);
- Costs and revenues, gains and losses related to the Partial Demerger project;
- Gains and losses on the sale of real estate not directly linked to an operating activity;
- Restructuring charges driven by portfolio management and by major reorganization of business activities, including impairment losses resulting from the shutdown of an activity or a plant;
- Impairment losses resulting from testing of Cash Generating Units (CGUs);

It excludes non-cash accounting impact from amortization and depreciation resulting from the purchase price allocation (PPA) from acquisitions.

Revenue from non-core activities: Revenues primarily comprising commodity and utility trading transactions and other revenue, considered to not correspond to Syensqo's know-how and core business.

ROCE: Return on Capital Employed, calculated as the ratio between underlying EBIT (before adjustment for the amortization of PPA) and capital employed. Capital employed consists of net working capital, tangible and intangible assets, goodwill, rights-of-use assets, investments in associates & joint ventures and other investments, and is taken as the average of the situation at the end of the last 4 semesters.

SOP: Stock Option Plan.

Underlying: Underlying results are deemed to provide a more comparable indication of Syensqo's fundamental performance over the reference periods. They are defined as the IFRS figures adjusted for the "Adjustments" as defined above. They provide readers with additional information on the Group's underlying performance over time as well as the financial position and they are consistent with how the business' performance and financial position are reported to the Board of Directors and the Executive Committee.

Underlying Tax rate: $\text{Income taxes} / (\text{Result before taxes} - \text{Earnings from associates \& joint ventures})$ – all determined on an Underlying basis. The adjustment of the denominator regarding associates and joint ventures is made as these contributions are already net of income taxes. This provides an indication of the tax rate across the Group.

YoY: Year on year comparison.

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About Syensqo

Syensqo is a science company developing groundbreaking solutions that enhance the way we live, work, travel and play. Inspired by the scientific councils which Ernest Solvay initiated in 1911, we bring great minds together to push the limits of science and innovation for the benefit of our customers, with a diverse, global team of more than 13,000 associates.

Our solutions contribute to safer, cleaner, and more sustainable products found in homes, food and consumer goods, planes, cars, batteries, smart devices and health care applications. Our innovation power enables us to deliver on the ambition of a circular economy and explore breakthrough technologies that advance humanity.

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