

**RHODIA**

**COMBINED SHAREHOLDERS' MEETING OF APRIL 28, 2010**

**RESULT OF VOTES**

**QUORUM ATTAINED : 48,4 %**

**A. ORDINARY PART**

		For	Against	Abstention	Result
1	Approval of the Company's financial statements for the financial year 2009	99,85	0,12	0,03	Approved
2	Approval of the consolidated financial statements for the financial year 2009	99,85	0,12	0,03	Approved
3	Appropriation of result of the financial year closed December 31, 2009 and determination of the dividend	97,19	2,78	0,03	Approved
4	Option for the payment of the dividend in shares	97,60	2,34	0,06	Approved
5	Approval of the Special Report of the Statutory Auditors on the regulated agreements and undertakings, prepared in accordance with Article L.225-40 of the French Commercial Code	98,28	1,68	0,04	Approved
6	Ratification of the interim appointment of Mr. Henri Poupart-Lafarge as a director	98,39	0,08	1,53	Approved
7	Authorization granted to the Board of Directors to trade in the Company's shares	92,65	7,28	0,07	Approved

**B. EXTRAORDINARY PART**

		For	Against	Abstention	Result
8	Authorization to be granted to the Board of Directors to reduce stated capital by canceling treasury shares	87,05	12,88	0,07	Approved
9	Stated capital reduction, not due to losses, by reducing the par value of the shares from € 12 to € 1	98,30	1,64	0,06	Approved

10	Delegation of authority granted to the Board of Directors to increase stated capital by issuing common shares and/or any securities granting access, immediately or in the future, to stated capital, <u>with a shareholder preemptive subscription right</u>	82,38	17,59	0,03	Approved
11	Delegation of authority granted to the Board of Directors to increase the capital by issuing common shares and/or any securities granting access, immediately or in the future, to capital or securities, <u>without a shareholder preemptive subscription right</u>	71,14	28,82	0,04	Approved
12	Authorization granted to the Board of Directors to increase the number of securities to be issued in the event of oversubscription	76,82	23,13	0,05	Approved
13	Overall limits on the amount of the issues completed pursuant to the tenth and eleventh resolutions	80,89	19,05	0,06	Approved
14	Delegation of authority granted to the Board of Directors to increase capital by issuing common shares and/or any securities granting access to stated capital issued by the Company in favor of participants in a company savings plan ( <i>plan d'épargne d'entreprise</i> )	97,37	2,58	0,05	Approved
15	Delegation of authority granted to the Board of Directors to increase capital by issuing common shares and/or any securities granting access to stated capital issued by the Company reserved for the employees of the foreign companies in the Rhodia Group, outside the scope of the company savings plan	97,16	2,78	0,06	Approved
16	Authorization to be granted to the Board of Directors to proceed to certain free allocations of shares	68,76	31,20	0,04	Approved
17	Authority	99,80	0,14	0,06	Approved