

To be valid, this form must be received by SOLVAY SA
no later than Wednesday, May 3, 2017

PROXY

This document has been translated for information purposes only. Whilst every effort has been made to ensure that the English version is a faithful and accurate translation of the French text, only the latter is a legally valid document.

I, the undersigned

currently holder of _____ shares of SOLVAY SA, with registered office at 310 Rue de Ransbeek, 1120 Brussels, hereby grant authority, to
First Name, Last name :
Address :

Or if no name is given, Mr. Jacques Levy-Morelle
each with right of substitution,

NOTE:

A shareholder may only appoint a single person as a proxy holder, other than the exceptions shown in article 547bis of the Companies Code. The proxy holder does not necessarily have to be a shareholder. It is recommended that the shareholder not designate as a proxy the Chairman of the General Shareholders' Meeting, members of the Board of Directors, members of the Executive Committee and in general the employees of Solvay SA, their spouse or legal partner and their relatives, who could pose a conflict of interest according to article 547bis, §4 of the Companies Code.
to

A. Represent me in the SOLVAY SA **Ordinary General Shareholders' Meeting** that will take place on **Tuesday, May 9, 2017 at 10:30 a.m.** at the Solvay Corporate Headquarters rue de Ransbeek 310 at 1120 Brussels and to vote in my name for all the items on the agenda. Lacking specifications on how to vote for one or more of the decisions proposed below or if for any reason the instructions given are not clear, please consider that this is a specific instruction to vote in favor of the proposals of the motions involved.

1 Management Report on operations for 2016 including the Declaration of Corporate Governance and External Auditor's Report.

2 Approval of compensation report.

It is proposed to approve the compensation report found in chapter 6 of the Declaration of Corporate Governance.

FOR AGAINST ABSTAIN

3 Consolidated accounts from 2016 – External Audit Report on the consolidated accounts.

4 Approval of annual accounts from 2016 – Distribution of earnings and setting of dividend.

It is proposed to approve the annual accounts as well as the distribution of earnings for the year and to set the gross dividend per entirely liberated share at 3.45 EUR. After deduction of the prepayment of dividend at 1.32 EUR gross per share paid on January 18, 2017, the balance of the dividend will amount to 2.13 EUR gross, payable as of May 16, 2017.

FOR AGAINST ABSTAIN

5 Discharge of liability to be given to Board members and to the Auditor for operations for the year 2016.

It is proposed to discharge liability

of Board members

FOR AGAINST ABSTAIN

and of the External Auditor

FOR AGAINST ABSTAIN

working in 2016 for the operations relating to this fiscal year.

6 Board of Directors: Term renewals - nomination

a) The terms of Mr. Nicolas Boël, Mr. Jean-Pierre Clamadieu, Mr. Bernard de Laguiche, Mr. Hervé Coppens d'Eeckenbrugge and Mrs. Evelyn du Monceau, Françoise de Viron et Amparo Moraleda, will expire at the end of this General Shareholders' Meeting.

b) It is proposed to reelect successively

Mr. Nicolas Boël	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mr. Jean-Pierre Clamadieu	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mr. Bernard de Laguiche,	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mr. Hervé Coppens d'Eeckenbrugge,	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mrs. Evelyn du Monceau	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mrs. Françoise de Viron	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>
Mrs. Amparo Moraleda	FOR	<input type="checkbox"/>	AGAINST	<input type="checkbox"/>	ABSTAIN	<input type="checkbox"/>

each for a four-year term each as Board members. Their terms will expire at the end of the General Shareholders' Meeting in May 2021.

- c) It is proposed to confirm the nomination of
 Mr Hervé Coppens d'Eeckenbrugge FOR AGAINST ABSTAIN
 Mrs. Evelyn du Monceau FOR AGAINST ABSTAIN
 Mrs. Françoise de Viron FOR AGAINST ABSTAIN
 Mrs. Amparo Moraleda FOR AGAINST ABSTAIN
 as independent Board members on the Board of Directors.
- d) It is proposed to nominate
 Mrs. Agnès Lemarchand FOR AGAINST ABSTAIN
 as a Board member for a four-year term that will expire at the end of the General Shareholders'
 Meeting in May 2021.
- e) It is proposed to nominate
 Mrs. Agnès Lemarchand FOR AGAINST ABSTAIN
 as an independent Board member on the Board of Directors.

7 Miscellaneous.

I note that I will be represented at the Ordinary General meeting for the total number of shares registered in my name to the record date, April 25, 2017 at midnight.

If, after the date of this proxy form, proposals for new motions should be added at shareholders' request in compliance with article 533ter of the Companies Code, the proxy holder is authorized, in compliance with article 533ter, §4, al.2 of the Companies Code, to withdraw from any possible instructions given by the shareholder if the execution of these instructions risks compromising the interest of the shareholder.

If, after the date of this proxy form, new subjects are added to the agenda at the request of shareholders in compliance with article 533ter of the Companies Code, the proxy holder:

- is authorized to vote on the new items that would be added to the agenda (*);
- must abstain from voting on the new items that would be added to the agenda (*).

B. to take part in all discussions on the items listed on the agenda for this meeting, to cast all votes, to pass and sign all acts, items, minutes, attendance lists and other documents:

C. in general, do all that is necessary to carry out this proxy, promising ratification in advance.

SOLVAY SA must be in possession of this proxy form, **completed and signed, no later than May 3, 2017.**

It may be sent by regular mail in the attached envelope, or by electronic mail to the e-mail address: ag.solvay@solvay.com, or by fax at +32-(0)2.264.37.67.

Signed at _____, on _____ 2017.

Signature must be preceded by the notation "Good for Authorization"

 (*) Cross out the option not chosen. If none is crossed out, the proxy holder will have to abstain from voting on the new items added to the agendas.