

**PROXY FOR THE ORDINARY SHAREHOLDERS' MEETING OF SOLVAY SA ON 11 MAY 2021**

I, the undersigned (name, first name and address to be completed)

holder of Solvay shares, on the record date of Tuesday 27 April at midnight hereby grant authority, to Mr Alex Dessalle,  
with right of substitution,

to represent me in the General Meeting of Solvay SA that will take place on Tuesday 11 May 2021 at 10.30 a.m. (Belgian time) and to vote in my name on all the items on the agenda.

The proxy may also sign all deeds, documents, minutes, attendance lists and other documents relating to the General Meeting and, in general, do whatever is necessary to fulfil this mandate.

**Legal entity shareholders** must specify the name(s), first name(s) and capacity of the physical person(s) who sign(s) this proxy form on their behalf. The physical person(s) hereby declare(s) and warrant(s) to Solvay SA to have full authority to execute this proxy form.

Solvay SA must be provided with this proxy, duly completed and signed, by **5 May 2021** at the latest. In addition, shareholders must comply with the registration procedure described in the convening notice to the General Meeting. The proxy may be sent by mail to the company's registered office: Solvay SA, General Meeting, 310 rue de Ransbeek, 1120 Brussels, or by e-mail to [ag.solvay@solvay.com](mailto:ag.solvay@solvay.com), or by fax to +32-(0)2.264.37.67.

As indicated in the convening notice, instead of using this proxy, shareholders may use the AGM+ platform to complete and submit their proxy electronically. In this case, in order to be valid, the proxy must be submitted directly on the AGM+ platform by 5 May 2021 at the latest, in the manner described in the convocation.

In view of the exceptional situation related to the coronavirus and the police measures taken by the authorities restricting gatherings, **the proxy holder appointed under the proxies shall exclusively be Mr Alex Dessalle**, as indicated below.

\* \* \*

Each proxy must provide precise voting instructions for each item on the agenda.

**In the absence of indication on how to vote for one or more of the resolutions proposed below or if the instructions as to the meaning of the vote given by the shareholder are not clear, this will constitute an instruction to vote in favour of the relevant proposed resolution(s).**

\* \* \*

## Ordinary Shareholders' Meeting

1. Management Report 2020 including the Declaration of Corporate Governance, External Auditor's Report.
2. Approval of compensation Report.  
It is proposed to approve the compensation Report found in chapter 5 of the Declaration of Corporate Governance.  
FOR  AGAINST  ABSTAIN
3. Consolidated accounts from 2020 – External Audit Report on the consolidated accounts.
4. Approval of annual accounts from 2020 – Allocation of results, setting of dividend.  
It is proposed to approve the annual accounts as well as the allocation of results for the year and to set the gross dividend per entirely liberated share at 3.75 EUR. After deduction of the prepayment of dividend at 1.50 EUR gross per share paid on January 18, 2021, the balance of the dividend will amount to 2.25 EUR gross, payable as of 19 May 2021.  
FOR  AGAINST  ABSTAIN
5. Discharge of liability to be given to Board members and to the External Auditor for operations for the year 2020.  
It is proposed to discharge the liability  
of the Board members and FOR  AGAINST  ABSTAIN   
of the External Auditor in office FOR  AGAINST  ABSTAIN   
on the operations relating to 2020 fiscal year.
6. Board of Directors: Term renewals – Nominations
  - a) The terms of office of Mr Nicolas Boël, Mrs Ilham Kadri, Mr Bernard de Laguiche, Mr Hervé Coppens d'Eeckenbrugge, Mrs Evelyn du Monceau, Mrs Françoise de Viron, Mrs Amparo Moraleda and Mrs Agnès Lemarchand expire at the end of this Meeting.
  - b) It is proposed that Mr Nicolas Boël, Mrs Ilham Kadri, Mr Bernard de Laguiche, Mrs Françoise de Viron and Mrs Agnès Lemarchand be re-elected successively for a period of four years. Their terms of office will expire at the end of the Ordinary Shareholders' Meeting of May 2025.
    1. Renewal of the mandate of Mr Nicolas Boël FOR  AGAINST  ABSTAIN
    2. Renewal of the mandate of Mrs Ilham Kadri FOR  AGAINST  ABSTAIN
    3. Renewal of the mandate of Mr Bernard de Laguiche FOR  AGAINST  ABSTAIN
    4. Renewal of the mandate of Mrs. Françoise de Viron FOR  AGAINST  ABSTAIN
    5. Renewal of the mandate of Mrs Agnès Lemarchand FOR  AGAINST  ABSTAIN
  - c) It is proposed to confirm the appointment of Mrs Françoise de Viron as an independent Director on the Board of Directors. FOR  AGAINST  ABSTAIN
  - d) It is proposed to confirm the appointment of Mrs Agnès Lemarchand as an independent Director on the Board of Directors. FOR  AGAINST  ABSTAIN
  - e) It is proposed to re-elect Mr Hervé Coppens d'Eeckenbrugge for a period of three years. His term of office will expire at the end of the Ordinary Shareholders' Meeting of May 2024. FOR  AGAINST  ABSTAIN
  - f) The term of office of Mrs Evelyn du Monceau expires at this Meeting, having reached the age limit
  - g) It is proposed that Mr Edouard Janssen (see Curriculum Vitae available on the website of Solvay SA be appointed as Director for a period of four years to replace Mrs Evelyn du Monceau. Mr Edouard Janssen's term of office will expire at the end of the Ordinary Shareholders' Meeting of May 2025. FOR  AGAINST   
ABSTAIN
  - h) Mrs Amparo Moraleda has decided, for personal reasons, not to request the renewal of her term of office as Director.
  - i) It is proposed that Mr Wolfgang Colberg be appointed as Director (see Curriculum Vitae available on the website of Solvay SA for a period of four years to replace Mrs Amparo Moraleda. Mr Wolfgang Colberg's term of office will expire at the end of the Ordinary Shareholders' Meeting of May 2025. FOR  AGAINST   
ABSTAIN
  - j) It is proposed that Mr Wolfgang Colberg be appointed as an independent Director on the Board of Directors.  
FOR  AGAINST  ABSTAIN
7. Miscellaneous.

In case shareholders, in accordance with Article 7:130 of the Code of Companies and Associations, exercise their right to add items to the agenda and/or to submit resolution proposals with regard to existing agenda items or new items to be added to the agenda, proxies submitted prior to the publication of the revised agenda shall remain valid for the agenda items that they cover. Solvay SA will also make the revised agenda and a revised model of shareholder proxy form available on its website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>) at the latest on 26 April 2021, in order to allow shareholders who would wish to give specific voting instructions on the new agenda items and/or new/alternative proposed resolutions.

In case new/alternative proposed resolutions are submitted with respect to agenda items existing after the notified proxies, the proxy holder shall abstain from voting on the new/alternative proposed resolutions. However, in this case, shareholders will have the possibility to send a new proxy to Solvay SA, using the revised proxy form mentioned in the previous paragraph.

#### Data Protection

Solvay is responsible for the processing of the personal information that it receives from shareholders and proxyholders in the context of the General Meeting in accordance with applicable data privacy laws.

Such information will be used for the purposes of analyzing and administrating the attendance and voting process in connection with the General Meeting, as set out in the convening notice, and will be transferred to third parties assisting the Company for the above purposes. This information will not be kept longer than necessary for these purposes.

Shareholders and proxy holders can consult the "Data Protection and Privacy Policy" with the link <https://www.solvay.com/en/information/data-protection-and-privacy-policy.html>.

They may request access to their data and any additional modification by contacting Mrs Michèle Vervoort, Solvay SA, [310, rue de Ransbeek - 1120 Brussels \(Belgium\)](#) (tel: +32 (0) 2 264 15 32 / e-mail: [michele.vervoort@solvay.com](mailto:michele.vervoort@solvay.com))

Signed at \_\_\_\_\_, on \_\_\_\_\_ 2021.

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