Press release



Solvay finalizes financing of Cytec acquisition with 100% subscription of its rights issue further to completion of scrips placement

Brussels, **December 17**, **2015**, **08:30** --- Solvay announces today it has finalized the financing of its acquisition of U.S.-based Cytec. This acquisition will significantly boost Solvay's portfolio of advanced materials with lightweighting solutions for the aerospace and automotive industries, and will furthermore strengthen its formulations know-how in mining chemicals.

Solvay maintains its stable to growing dividend policy. As indicated, the nominal dividend will be adjusted for the value of the rights distributed, the adjustment factor being 93.98%. This adjustment will not affect the announced interim dividend of \notin 1.36 per share, payable in January 2016. The total dividend for the year, however, will be adjusted through the balance dividend payment scheduled in May 2016.

Further to completion of the exempt placement of the scrips through an accelerated bookbuilding, an additional 4.98% of the new shares it offered as part of its € 1.5 billion rights issue has been subscribed at € 70.83 per share. As a result, 100% of the rights issue has now been subscribed.

Each scrip was sold at a price of \notin 4.9175. The net proceeds of the scrips placement due to holders of rights that have not been exercised during the rights subscription period amounts to \notin 4.9175 per right. The payment for subscription of shares with rights and scrips is expected to take place on or around December 21, 2015. Delivery of the new shares will take place on or around December 21, 2015. The payment of the net proceeds of the scrips placement is expected to occur on or around December 21, 2015.

* * * * *

These written materials do not constitute an offer to sell, or a solicitation of offers to purchase or subscribe for, securities in the United States or any other jurisdiction. The securities referred to herein have not been, and will not be, registered under the Securities Act of 1933, as amended, and may not be offered, exercised or sold in the United States absent registration or an applicable exemption from registration requirements. There is no intention to register any portion of the offering in the United States or to conduct a public offering of securities in the United States.

The issue, exercise or sale of securities in the offering are subject to specific legal or regulatory restrictions in certain jurisdictions. Solvay assumes no responsibility in the event there is a violation by any person of such restrictions.

The information contained herein shall not constitute or form part of an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities referred to herein, in any jurisdiction in which such offer, solicitation or sale would be unlawful. A prospectus for purposes of Directive 2003/71/EC, as amended (together with any applicable implementing measures in any Member State, the "Prospectus Directive") has been approved by the Belgian Financial Services and Markets Authority on 2 December 2015. Investing in the securities involves certain risks. Prospective investors should read the prospectus and in particular should see "Risk Factors" in the prospectus for a discussion of certain factors that should be



Press release

carefully considered before investing in the securities. The distribution of this press release may be restricted by law or regulation in certain countries. Accordingly, persons who come into possession of this press release should inform themselves of and observe such restrictions.

Solvay has not authorized any offer to the public of securities in any Member State of the European Economic Area other than Belgium and France. With respect to each Member State of the European Economic Area other than Belgium and France and which has implemented the Prospectus Directive (each, a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of securities requiring publication of a prospectus in any Relevant Member State. As a result, the securities may only be offered in Relevant Member States (a) to any legal entity which is a qualified investor as defined in Article 2(1)(e) of the Prospectus Directive; or (b) in any other circumstances which do not require the publication by Solvay of a prospectus pursuant to Article 3 of the Prospectus Directive. For the purposes of this paragraph, the expression an "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable an investor to decide to exercise, purchase or subscribe the securities, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EU.

This communication is directed only at (i) persons who are outside the United Kingdom or (ii) in the United Kingdom, persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), or who are high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2) of the Order (all such persons together being referred to as "relevant persons"). Any investment or investment activity to which this communication relates will only be available to and will only be engaged in with, relevant persons. Any person who is not a relevant person must not act or rely on this document or any of its contents.

FOLLOW US ON TWITTER @SOLVAYGROUP

An international chemical and advanced materials group, <u>SOLVAY</u> assists its customers in innovating, developing and delivering highvalue, sustainable products and solutions which consume less energy and reduce CO_2 emissions, optimize the use of resources and improve the quality of life. Solvay serves diversified global end markets, including automotive and aerospace, consumer goods and healthcare, energy and environment, electricity and electronics, building and construction as well as industrial applications. Solvay is headquartered in Brussels with about 30,000 employees spread across 53 countries. It generated pro forma net sales of close to \notin 12 billion in 2014, with 90% made from activities where it ranks among the world's top 3 players. Solvay SA (<u>SOLB.BE</u>) is listed on <u>EURONEXT</u> Brussels and Paris (Bloomberg: <u>SOLB.BB</u> - Reuters: <u>SOLB.BR</u>).

Lamia Narcisse Media Relations +33 1 53 56 59 62 Caroline Jacobs Media Relations +32 2 264 1530 Maria Alcon Investor Relations +32 2 264 1984 Geoffroy Raskin Investor Relations +32 2 264 1540 Bisser Alexandrov Investor Relations +32 2 264 3687

Ce communiqué de presse est également disponible en français. - Dit persbericht is ook in het Nederlands beschikbaar.