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Solvay
Limited Liability Company
310 rue de Ransbeek, 1120 Brussels
Brussels, RPM 0403 091 220

Shareholders are invited to attend the Ordinary Shareholders' Meeting of Solvay SA that will take place on Tuesday 11 May 2021 at 10.30 a.m. (Belgian time) at l' Event Lounge Boulevard Général 16 F, 1030 Brussels with the agenda mentioned hereafter.

In view of the exceptional situation related to the coronavirus and the police measures taken by the authorities restricting gatherings, shareholders will not be able to participate physically in the General Meeting. Shareholders are invited to exercise their rights by voting by proxy or by virtually in a live and interactive way participating in and voting during the General Meeting. The company is closely monitoring the situation and will inform shareholders, by means of a press release and on the company's website, of any developments that may be communicated in due course.

Shareholders now have the choice, to the extent specified below, to use Lumi's AGM+ platform (<https://lumiagm.com/>) or to contact Solvay SA directly. They also have the possibility to virtually participate in and vote during the General Meeting via the AGM+ platform. In addition to the formalities described below, you will also find on the company's website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>), and on Lumi's website <https://www.lumiglobal.com> a setting out the various steps to be followed to use the AGM+ platform.

AGENDA

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.
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.
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 the External Auditor in office for the operations relating to 2020 fiscal year.



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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.
- c) It is proposed to confirm the appointment of Mrs Françoise de Viron as an independent Director on the Board of Directors.
- d) It is proposed to confirm the appointment of Mrs Agnès Lemarchand as an independent Director on the Board of Directors.
- 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.
- 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 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.
- 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 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.
- j) It is proposed that Mr Wolfgang Colberg be appointed as an independent Director on the Board of Directors.

7. Miscellaneous.

FORMALITIES TO BE COMPLETED IN ORDER TO VOTE BY PROXY AT THE GENERAL MEETING

1) Holders of registered shares

In order to be able to participate in the General Meeting by voting by proxy, a double formality will apply: on the one hand, your shares will be subject to the registration procedure that will result from their entry in the Solvay SA shareholders' register on Tuesday 27 April 2021 at midnight and, on the other hand, you will have to complete and submit a proxy. This proxy will also serve to confirm your intention to participate in the General Meeting.

Only persons who will be shareholders of Solvay SA on Tuesday 27 April 2021 at midnight (Belgian time) (hereafter called the "**registration date**") will have the right to participate in and vote at the General Meeting, regardless of the number of shares held by the shareholders on the day of the General Meeting.

You will find enclosed a **PROXY** form that you may send us, duly completed and signed. This proxy must be in our possession by Wednesday, 5 May 2021 at the latest.

Shareholders who choose to use the AGM+ platform may use the platform to complete and submit the proxy.



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2) Holders of dematerialised shares

If you intend to participate in the General Meeting by voting by proxy, you will have to produce a certificate issued by an approved account holder or a settlement institution that maintains your securities account, certifying the registration in the shareholder's name of the number of dematerialised shares on the registration date, i.e. Tuesday 27 April 2021 at midnight, and for which you have declared that you wish to participate at the General Meeting. For shareholders who choose to use the AGM+ platform, the platform allows this certificate to be issued directly, which in this case will be sent directly to the company.

Only persons who will be shareholders of Solvay SA on Tuesday 27 April 2021 at midnight (Belgian time) will be entitled to participate and vote at the General Meeting, regardless of the number of shares held by the shareholders on the day of the General Meeting.

You will find enclosed a **PROXY** form which you may send us, **duly completed and signed**. This proxy form must also be in our possession by Wednesday, 5 May 2021 at the latest.

Shareholders who choose to use the AGM+ platform may use the platform to complete and submit the proxy form.

In any case, the proxy will also serve to confirm your intention to participate in the General Meeting.

3) Common dispositions for holders of registered and dematerialised shares

The above-mentioned documents may be sent to Solvay SA, either by post to the address of its registered office: Solvay SA, General Meeting, 310 rue de Ransbeek, 1120 Brussels, or by fax to +32-(0)2.264.37.67, or by e-mail to ag.solvay@solvay.com. Shareholders who choose to use the AGM+ platform can use the platform to submit the above-mentioned documents.

The proxy form is available at the registered office of the company and via its website: <http://www.solvay.com/en/investors/shareholders-meeting/index.html>, as well as on the AGM+ platform and from the following financial institutions: BNP Paribas Fortis, ING.

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 will be exclusively Solvay SA or a person appointed by Solvay SA to represent it, as indicated in the proxy form.

If you have completed the formalities for voting by proxy at the General Meeting, you may follow a live webcast of the General Meeting organised by the company. Shareholders are invited to consult the company's website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>) to find out how to access this webcast. Shareholders who have voted by proxy may not vote, nor ask questions during the webcast.

FORMALITIES TO BE COMPLETED IN ORDER TO VIRTUALLY PARTICIPATE IN AND VOTE DURING THE GENERAL MEETING

Instead of giving a proxy, shareholders may choose to virtually participate in and vote during the General Meeting through the AGM+ platform. In this case, voting takes place during the General Meeting, which shareholders attend via the AGM+ platform. There is no proxy to be given in this case.

1) Holders of registered shares

In order to be able to virtually participate in and vote during the General Meeting, a double formality will apply: on the one hand, your shares will be subject to the registration procedure that will result from their entry in the Solvay SA shareholders' register on Tuesday 27 April 2021 at midnight and, on the other hand, you will have to confirm your intention to participate in the General Meeting.



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Only persons who will be shareholders of Solvay SA on the registration date, i.e. Tuesday 27 April 2021 at midnight (Belgian time), will be entitled to participate in and vote at the General Meeting, regardless of the number of shares held by the shareholders on the day of the General Meeting.

If you intend to virtually participate in and vote during the General Meeting, all you need to do is confirm your intention to participate in the General Meeting on the AGM+ platform no later than the sixth day prior to the date of the General Meeting, i.e. Wednesday, 5 May 2021 at the latest.

You will then receive the procedure and login details to connect to the General Meeting. Further information on the procedure is available on the Lumi website (<https://www.lumiglobal.com/>) and the Solvay SA website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>).

2) Holders of dematerialised shares

If you intend to virtually participate in and vote during the General Meeting, you will have to produce a certificate issued by an approved account holder or by a settlement institution that keeps your securities account, certifying the registration in the shareholder's name of the number of dematerialised shares on the registration date, i.e. on Tuesday 27 April 2021 at midnight, and for which you have declared that you wish to participate in the General Meeting. This must be done via the AGM+ platform, which allows the certificate to be issued directly. The certificate will be sent directly to the company.

Only persons who will be shareholders of Solvay SA on Tuesday 27 April 2021 at midnight (Belgian time) will be entitled to participate in and vote at the General Meeting, regardless of the number of shares held by the shareholders on the day of the General Meeting.

If you intend to virtually participate in and vote during the General Meeting, all you need to do is to confirm your intention to participate in the General Meeting on the AGM+ platform and to request via the AGM+ platform the aforementioned certificate no later than the sixth day prior to the date of the General Meeting, i.e. Wednesday, 5 May 2021 at the latest.

You will then receive the procedure and login details to connect to the General Meeting. Further information on the procedure is available on the website of Lumi (<https://www.lumiglobal.com/>) and the website of Solvay SA (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>).

3) Common dispositions for holders of registered and dematerialised shares

The AGM+ platform enables shareholders to (i) be directly, simultaneously and continuously informed of the discussions at the General Meeting, (ii) exercise their voting rights on all items on which the General Meeting is called upon to vote and (iii) participate in the deliberations and exercise their right to ask questions.

In accordance with article 7:137 of the Code of Companies and Associations, shareholders who participate in the General Meeting in this way shall be deemed to be present at the place where the General Meeting is held for compliance with the quorum and majority requirements. The AGM+ platform enables Solvay SA to control the quality and identity of shareholders.

RIGHT TO ADD AGENDA ITEMS AND TO SUBMIT RESOLUTION PROPOSALS

In accordance with Article 7:130 of the Code of Companies and Associations, one or more shareholders holding (together) at least 3% of the share capital of Solvay SA may have new items added to the agenda of the general meeting and may submit resolution proposals in relation to existing or new agenda items.

Shareholders who wish to exercise this right must (a) provide evidence of ownership of such shareholding as at the date of their request and (b) record their shares representing such shareholding on the registration date (i.e. on Tuesday 27 April, 2021) in accordance with the above admission conditions. Evidence of ownership of such shareholding can be provided by a certificate evidencing the registration of the relevant shares in the share register



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of Solvay SA (for registered shares) or by a certificate issued by an authorized account holder or a settlement organization certifying that the relevant number of dematerialised shares is recorded in the shareholder's account.

The request to add agenda items or resolution proposals must be made in writing and must be accompanied by, as the case may be, the text of the items to be added to the agenda and the corresponding resolution proposals, or the text of the newly proposed resolutions in relation to existing agenda items. Such request must contain a postal or e-mail address to which Solvay SA will send an acknowledgement of receipt within 48 hours of receipt of such request.

The additional agenda items and/or resolution proposals must be received by Solvay SA no later than Monday 19 April, 2021 either by regular mail to the address of its registered office: Solvay SA, Assemblée Générale, 310 rue de Ransbeek at 1120 Brussels, or by fax to +32-(0)2.264.37.67, or by electronic mail to the e-mail address: ag.solvay@solvay.com.

If such requests are received by Solvay SA, it will publish, at the latest Monday 26 April 2021, a modified agenda of the General Meeting, completed on the basis of any requests validly submitted, on its website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>), in the Belgian State Gazette and in the press. In this case, Solvay SA will also make a revised proxy form available on its website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>) at the same time as the publication of the modified agenda of the General Meeting.

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 to file resolution proposals, proxies filed prior to the publication of the revised agenda shall remain valid for the agenda items they cover. In the event that new/alternative proposals for resolutions are submitted concerning existing agenda items after the notified proxies, the proxy holder shall abstain from voting on the new/alternative proposals for resolutions. However, in this case, shareholders will have the possibility to send a new proxy to Solvay SA, by means of the revised proxy form mentioned in the previous paragraph.

RIGHT TO ASK QUESTIONS

Shareholders may submit written questions prior to the General Meeting. Written questions will only be answered to the extent that the shareholder submitting them has complied with the above-mentioned conditions of admission in accordance with article 7:134 of the Code of Companies and Associations and if the written questions have been received by Solvay SA by Wednesday, 5 May 2021 at the latest, either by mail at the address of its registered office: Solvay SA, General Meeting, 310 rue de Ransbeek, 1120 Brussels, or by fax at +32-(0)2.264.37.67, or by e-mail at ag.solvay@solvay.com. For shareholders who choose to use the AGM+ platform, this platform also allows to submit the above-mentioned written questions. Answers to the written questions will be provided during the General Meeting.

In addition, in accordance with article 7:139 of the Code of Companies and Associations, time will be allocated during the General Meeting for a Q&A session during which directors will also answer questions addressed to them during the General Meeting regarding their report or the items on the agenda. Only shareholders who have chosen to virtually participate in and vote during the General Meeting via the AGM+ platform will be able to ask questions during the General Meeting. These questions can be submitted live in writing via the AGM+ platform. The questions will be regrouped and treated by theme.

AVAILABILITY OF DOCUMENTS

In accordance with Article 7:132 of the Code of Companies and Associations, every shareholder has the right to obtain free of charge, upon presentation of their security or of a certificate issued by an authorized account holder or a settlement organization certifying the number of dematerialised securities recorded in the name of the security holder, obtain at the registered office of Solvay SA, i.e. 310 rue de Ransbeek at 1120 Brussels, on business days and during normal office hours as from the date of publication of the convening notice, copies of the documents that relate to this meeting and that must be made available to them pursuant to law, including the convening notice, the agenda of the Ordinary Shareholders' Meeting and the proxy form.



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These documents are also available on Solvay SA's website (<http://www.solvay.com/en/investors/shareholders-meeting/index.html>).

These documents are also available on the AGM+ platform.

DATA PROTECTION

Solvay is responsible for the processing of the personal information that it receives from shareholders and proxy holders in the context of the General Meeting in accordance with applicable data privacy laws. Such information will be used for the purposes of analysing 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

We draw your attention to the fact that the resolution proposals will be submitted for electronic votes. Proxy votes will be counted in advance and systematically recorded for each point. It should be recalled that one share is equal to one vote.

The Board of Directors