

Approved by Comex 10/09/2013

Subject: Conflicts of Interest Policy

## INTRODUCTION

At Solvay, all employees are expected to act in a fair and impartial manner in all business dealings and to place the interests of Solvay over personal interests in matters relating to Solvay business. A conflict of interest – actual, potential or the mere appearance of – may damage the Group because it raises questions about the objectivity of company decisions and harms Solvay’s reputation, as well as the reputation of the employee involved.

The purpose of this Policy is to provide the rules, principles and guidelines for avoiding any actual or potential conflict of interest or an appearance thereof.

## SCOPE

This Policy applies to all employees, officers and directors of the Solvay Group, including all of its Affiliates. This Policy also applies to representatives and agents who act on behalf of Solvay.

## DEFINITIONS

For the definitions of Solvay or Solvay Group, Employee, Affiliate, Representative, and Agent, which apply to this Policy, please see the Solvay Group Policies Glossary.

“Conflict of Interest” shall mean any situation in which an employee has, or appears to have, divided interests; that is, when an employee has a direct or indirect personal interest in a transaction or matter such that it (a) affects, or might reasonably appear to affect the judgment that he/she exercises on behalf of Solvay, (b) influences his/her actions; or, (c) leads him/her to neglect Solvay business interests or the objective performance of his/her duties.

“Nonpublic information” shall mean information that an employee has obtained from either Solvay or from third parties while performing his professional duties as a Solvay employee, so long as that information has not been made generally available to the public.

## POLICY

1. Employees may take part in legitimate financial, business or other activities outside their Solvay jobs, provided these activities do not create a conflict of interest;
2. All employees, agents and representatives shall exercise fair, objective and impartial judgment in all business dealings and shall place the interests of Solvay over any personal interests in matters relating to Solvay business;
3. All employees, agents and representatives shall avoid any transaction or situation in which personal interests conflict with the interests of Solvay, including situations arising from the use of Solvay assets for personal gain or from relationships with one or more individuals or entities;
4. All employees, agents and representatives shall refrain from using nonpublic information either for personal profit or in any manner that affects or might reasonably be expected to affect Solvay's interests adversely;
5. All employees, agents and representatives shall refrain from performing any other professional activity that affects or might reasonably be expected to affect adversely the performance of his or her employment duties or Solvay's interests;
6. All employees, agents and representatives shall not use his or her contacts or position in the company to advance interests contrary to those of Solvay;
7. No employee, agent or representative shall, through another person or entity, participate in or receive the benefits of any activity or investment that, if the same were engaged in directly by the Solvay employee, agent or representative, would be in violation of this policy; and,
8. When faced with an actual or potential conflict of interest, employees shall disclose fully and promptly such conflicts to his/her manager, supervisor or functional leader.

## RESPONSIBILITIES/ACCOUNTABILITIES

The Legal & Compliance organization is responsible for defining, reviewing and updating this Policy as appropriate, but at a minimum of every five years.

The Legal & Compliance organization is responsible and accountable for deploying effective and timely communication and training related to this Policy.

It is the responsibility of every employee and representative to comply fully with this Policy.

Interpretation of or questions about this policy shall be directed to the Region Compliance Officer, the CC Ethics and Compliance Manager or the Group General

Counsel.

POLICY COMPLIANCE:

Any violation of this policy may result in appropriate disciplinary action, subject to and in conformance with applicable laws.