

**SOLVAY SA/NV**  
**ORDINARY SHAREHOLDERS' MEETING**  
**Tuesday 12 May 2026 at 10.30 a.m.**

**MINUTES**

**INTRODUCTORY STATEMENT**

The ordinary general meeting of Solvay SA/NV, whose registered office is at Rue de Ransbeek, 310, 1120 Brussels (hereinafter also referred to as "Solvay" or the "Company"), was held on Tuesday 12 May 2026 at the Event Lounge, Boulevard General Wahis 16F, 1030 Brussels.

The meeting was opened at 10.30 a.m. with Mr. Pierre Gurdjian as the chairman.

The Chairman welcomed the participants to the meeting and delivered his speech.

The supporting document for the Chairman's speech is attached to these minutes.

**ASSEMBLY'S OFFICE**

The composition of the Assembly's Office is determined in accordance with Article 33 of the articles of association.

The Chairman appointed Mr. Nicolas Jérôme, *Senior Legal Director Corporate Governance and Deputy Corporate Secretary* of Solvay, as Secretary.

Among the shareholders, Mr. Charles de Montpellier d'Annevoie and Mr. Marc-Eric Janssen de la Boëssière-Thiennes agreed to act as scrutineers. Mr. Philippe Kehren completed the Office.

All members of the Assembly's Office attended the meeting in person.

**CONVENING FORMALITIES**

The Chairman noted that:

- the press release relating to the meeting was published on 10 April 2026 and the documents relating to the meeting were made available on the Company's website since that date;
- the invitations containing the agenda were published in the "Moniteur belge", "L'Echo" and "De Tijd" of 10 April 2026; a specimen copy of each of these publications is made available to the scrutineers;
- the registered shareholders were convened on 10 April 2026, as were the directors and the statutory auditor, in accordance with the model also made available to the scrutineers.

**SHAREHOLDERS PRESENT AND REPRESENTED**

According to the attendance list signed by the members of the meeting, both in their personal name and as proxies, the shareholders present and represented owned together 63,432,851 shares out of the 105,876,416 shares comprising the registered capital, i.e. 59.91%.

The necessary verifications have been carried out with regard to compliance with the formalities for admission to the meeting by the shareholders present and represented.

The meeting was declared to be regularly constituted.

## AGENDA

The agenda is as follows:

- 1. Management report for the financial year 2025 (including the Corporate Governance Statement)**
- 2. Auditor's report for the financial year 2025**
- 3. Communication of the consolidated accounts for the financial year 2025 – Auditor's report on the consolidated accounts**
- 4. Approval of the annual accounts for the financial year 2025 – Allocation of profits and determination of the dividend**

Proposed resolution: To approve the annual accounts and the allocation of profits for the financial year 2025 and to set the gross dividend per share at EUR 2.43. After deduction of the gross interim dividend of EUR 0.97 per share, paid on 21 January 2026, the balance of the gross dividend amounts to EUR 1.46 per share, payable as from 20 May 2026.

- 5. Discharge of the directors for the financial year 2025**

Proposed resolution: To grant discharge to the directors in office during the financial year 2025 for the performance of their duties during the financial year 2025.

- 6. Discharge of the auditor for the financial year 2025**

Proposed resolution: To grant discharge to the auditor, EY Reviseurs d'Entreprises SRL, represented by Mr. Eric Van Hoof, for the performance of its duties during the financial year 2025.

- 7. Approval of the remuneration report relating to the financial year 2025**

Proposed resolution: To approve the remuneration report relating to the financial year 2025, as included in chapter 6 of the Corporate Governance Statement.

- 8. Board of Directors: Renewal of mandate of Mr. Pierre Gurdjian as independent director**

The mandate of Mr. Pierre Gurdjian, independent director and Chair of the Board, shall expire at the end of this Meeting. The Board of Directors proposes renewing Mr. Gurdjian's mandate for a period of four years (until the end of the Ordinary Shareholders' Meeting which will be requested to approve the annual accounts relating to the financial year 2029). If renewed by the Ordinary Shareholders' Meeting, Mr. Gurdjian will remain Chair of the Board.

Mr. Gurdjian meets the independence criteria stipulated by article 7:87 of the Belgian Code of Companies and Associations, provision 3.5 of the 2020 Corporate Governance Code and by the Solvay Corporate Governance Charter. Pursuant to article 7:87 §1 al.3 of the Belgian Code of Companies and Associations, the Board also expressly confirms that it has no indication of any element that could impair the independence of Mr. Gurdjian in accordance with the above-mentioned criteria.

The curriculum vitae and information on other board mandates of Mr. Gurdjian are available on the website of Solvay (<https://www.solvay.com/en/investors/corporate-governance/board-directors>).

Proposed resolution: To renew the mandate of Mr. Pierre Gurdjian as independent director for a period of four years, as his current mandate expires at the end of this Meeting. His mandate will expire at the end of the Ordinary Shareholders' Meeting which will be requested to approve the annual accounts relating to the financial year 2029.

- 9. Miscellaneous**

## **FURTHER EXPLANATIONS ON THE PROCEEDINGS OF THE MEETING**

Detailed explanations were provided to participants on how to participate, notably regarding the question-and-answer session and the voting on resolutions. These explanations covered practical arrangements and aspects relating to the protection of participants' personal data.

All questions relating to the agenda items could be submitted in writing until 6 May 2026, 11.59 pm. Participants were informed that these questions would be answered during the assembly, as well as questions that would be asked during the question and answer session during the assembly. All questions were therefore answered in the dedicated question and answer session before the voting session, provided that they related to items on the agenda and that the disclosure of certain data or facts was not likely to prejudice the Company's interests or confidentiality commitments. Questions on the same subject were grouped together and were therefore not always answered in the order in which they were asked. In addition, questions were sometimes answered as a whole.

Participants were therefore informed that the voting session was open.

## **PRESENTATION BY THE CEO**

The Chairman gave the floor to Mr. Philippe Kehren, Mr. Philippe Kehren delivered his speech.

The supporting document for Mr. Philippe Kehren's speech is attached to these minutes.

## **QUESTION AND ANSWER SESSION**

The debates were led by the Chairman.

The written questions that were sent to the Company were related to operations at the Les Petons Quarry, located in Yves-Gomezée Walcourt, Belgium. In accordance with Article 7:139 of the Companies and Associations Code, they were not answered to safeguard the interests of the Company in the proper conduct of ongoing proceedings lodged by the non-profit organisation Covaldys on 28 April 2026 with the Council of State against the single permit authorising the continued operation of the existing area and the extension of the Les Petons Quarry.

Questions asked orally during the meeting were then answered.

A record of the discussions during the question-and-answer session is appended to the minutes.

## **VOTE**

### Voting on the items on the agenda

The meeting then moved on to the item-by-item review of the agenda.

**1. and 2.** With regard to the first two items on the agenda, the Board of Directors drew up a management report on the operations of the 2025 financial year - including the Corporate Governance Statement of the Company - in which all the information required by law was included. The Board had taken note of the Auditor's report and had no particular comments about it.

The Chairman noted that the necessary measures have been taken to meet legal obligations in terms of distribution of the management report concerning the operations of the financial year 2025, including the Corporate Governance Statement and the auditor's report.

Under these conditions, the reading of the management report on the operations of the financial year 2025 was waived.

In view of the wide circulation of the auditor's report, the reading of the report was dispensed with.

In accordance with the regulatory provisions, the annual accounts, the management report and the Auditor report have been submitted to the Works Council of Solvay in Brussels. The reading of the report of the Works Council was waived. For those who wished to read it, a copy was available from the scrutineers.

These items did not require a vote.

**3.** The third item on the agenda concerned the consolidated accounts for the financial year 2025. This was also an item for information, which did not require a vote.

These consolidated accounts have been audited and approved by the Board of Directors. The Board had taken note of the Auditor's report and had no particular comments on it.

**4.** The Meeting then approved the statutory accounts of Solvay SA for the financial year 2025 and the proposal for the allocation of profits and the determination of the dividend with a majority of 99.71% of the votes.

Each fully paid-up share will receive a gross dividend of EUR 2.43 per fully paid-up share. Taking into account the gross interim dividend of EUR 0.97 per share paid on 21 January 2026, the balance of the gross dividend will amount to EUR 1.46 per share, payable as from 20 May 2026.

**5.** The meeting discharged the Directors in office during the financial year 2025 for the operations of that year with a majority of 98.62% of the votes.

**6.** The meeting then discharged the statutory auditor in office during the financial year 2025 for the operations of that year with a majority of 98.65% of the votes.

**7.** With regard to the remuneration report, a presentation on the main points of this report was made to the meeting.

The meeting approved with a majority of 98.00% of the votes the remuneration report 2025 in section 6 of the Corporate Governance Statement.

**8.** Board of Directors: Renewal of mandate of Mr. Pierre Gurdjian as independent director

The meeting approved the renewal of the mandate of Mr. Pierre Gurdjian as independent director for a period of four years. His mandate will expire at the end of the Ordinary Shareholders' Meeting which will be requested to approve the annual accounts relating to the financial year 2029.

The resolution was approved by 91.39% of the votes.

**9.** Miscellaneous

The formalities relating to this meeting will be carried out by Nicolas Jérôme in his capacity as *Senior Legal Director Corporate Governance and Deputy Corporate Secretary*. This item did not require a vote.

**CLOSING**

There were no technical problems or incidents that prevented or disrupted the participation in the general meeting or voting.

There being no further business, the Chairman adjourned the ordinary general meeting at 12.10 pm.

These minutes were signed by the members of the Assembly's Office.

No shareholder attending the meeting requested to sign the minutes.