

# SOLVAY SHARES

SOLVAY'S  
FIRST  
EMPLOYEE  
SHARE  
PURCHASE  
PLAN

2022



## EXPERIENCE A NEW WAY OF TAKING PART IN SOLVAY'S JOURNEY

JOIN AND  
GET 1 FREE  
SHARE\*

JOIN FROM SEPTEMBER 2022

+

GET 1 MATCHING  
SHARE FOR  
2 SHARES  
BOUGHT\*



[WWW.ESPP.SOLVAY.COM](http://WWW.ESPP.SOLVAY.COM)

\*Refer to the plan rules.





**SHARING  
PROGRESS**  
EXPERIENCE  
A NEW WAY  
OF TAKING PART  
IN SOLVAY'S  
JOURNEY

Solvay is offering you the opportunity to become a shareholder.

**BY PARTICIPATING IN ITS FIRST EMPLOYEE SHARE  
PURCHASE PLAN, YOU CAN BUY SOLVAY'S SHARES  
ON PREFERENTIAL TERMS.**

### ✓ ENJOY YOUR BENEFITS

#### **Get 1 free share if you join**

Solvay will give you one share for free after joining the Plan (i.e. after the first salary deduction). This free share will be awarded to you at the end of a 2-year vesting period.



#### **Get matching shares based on your purchase**

For every 2 shares that you buy, Solvay will give you 1 matching share. These matching shares will be awarded to you at the end of a 2-year vesting period.



#### **Participate from €15 per month**

When the Plan is offered, you will be able to join with a minimum of € 15 and a maximum of € 250 per month, or equivalent in your local currency, over 12 months. The 12 monthly instalments will be deducted from your net monthly salary.



## WHAT IS A VESTING PERIOD?



A vesting period means that you don't own the shares immediately. You will become the owner of the shares at the end of the vesting period provided you meet 2 conditions:

- you remain a Solvay employee (other than in special circumstances set out in the Plan documents\*); and
- you keep your purchased shares until the end of the vesting period for the 2022 plan, in this case, September 30, 2024.



### ✓ WHO CAN JOIN?

When the offer opens, anyone employed by Solvay and remains employed on the share purchase date can participate in the Plan.



VISIT [WWW.ESPP.SOLVAY.COM](http://WWW.ESPP.SOLVAY.COM)  
when the offer opens

IF YOU  
WANT TO JOIN  
- IT'S EASY TO  
ENROL!

### ✓ WHAT DOES IT MEAN TO BE A SHAREHOLDER?

**BY PARTICIPATING IN THE PLAN, YOU  
WILL BE A SOLVAY SHAREHOLDER**

As a shareholder:

- You are entitled to receive dividends on the shares you purchase.
- You can choose to exercise the voting rights attached to your purchased shares before each Shareholders' Meeting.

The amount of dividends you can earn and the votes you can make increase with every additional share you own.

Your investment will follow the Solvay share price up and down. This means that you may incur a capital gain or loss impacting the value of your personal contribution as:

- The price of the Solvay share may vary up or down and,
- The exchange rate between euro and your local currency can also vary up or down.

### ✓ HOW DOES IT WORK?

1. You choose to buy shares ranging from a monthly amount of **€15-250** or your local currency equivalent.
2. You will be awarded **1 free share** upon your initial purchase, and one matching share for every two shares you then purchase. These free shares will be given to you at the end of the vesting period (if you meet the conditions in the box "What is a vesting period?").
3. Global Shares, the Plan administrator, will purchase whole shares on your behalf, using your monthly salary deductions, at market price and at the applicable exchange rate (if you are in a country outside the Euro zone) at the purchase date.
4. You will own the Solvay shares you purchase immediately and these will be held in an account in your name by Global Shares.

\* Please refer to the «What if?» section on page 4 for more information regarding the Po2 spin-off project.

## ✓ WHAT HAPPENS AFTER YOU JOIN?

**The shares you purchase are not subject to a vesting period or a risk of forfeiture.**

- You can sell them any time but, if you sell them before the free shares' 2-year vesting period, you will lose the ability to receive the free share and the matching shares.
- You can stop making salary deductions at any time and you will be able to keep any purchased shares, the free share and/or the

matching shares acquired to date (provided that you do not sell the purchased shares until the end of the 2-year vesting period).

**You will receive the free shares at the end of a 2-year vesting period** (if you meet the conditions in the box "What is a vesting period?").

## WHAT IF?

### WHAT ARE THE CONSEQUENCES OF THE SPIN-OFF ON MY INVESTMENT IN THE PLAN?

Under the ESPP, Solvay has flexibility to take a range of actions to ensure that participants do not suffer a disadvantage as a result of the Spin-off.

We will let you know as soon as a decision is made but, whatever decision is made, your interests will be safeguarded so that the value of your shares at the point of the Spin-off will be the same immediately before and after.

### DOES THE SPIN-OFF HAVE ANY IMPACT ON THE VESTING PERIOD OF MY FREE SHARE AND MY FREE MATCHING SHARES?

We will decide what happens to free and matching shares closer to the time of the Spin-off and will let you know what is decided but you will not lose the benefit of the shares and, if vesting stops early, you will at least have the benefit of the shares pro-rated to the point of the Spin-off.

### WHAT WILL BE THE VALUE OF MY INVESTMENT AFTER THE SPIN-OFF?

The value of your investment will be the same immediately following the Spin-off as immediately before the spin-off, as the calculation used to calculate the number of shares held following the Spin-off will put shareholders and ESPP participants in the same economic position.

After the Spin-off, EssentialCo and SpecialtyCo will be separately trading companies and their individual performance will depend on their own business performance.

### WILL I LOSE THE BENEFIT OF MY FREE SHARE AND FREE MATCHING SHARES?

The impact of the Spin-off on the ESPP is being carefully analysed because the Spin-off structure is evolving. You will be updated once we know more.

### WILL MY SALARY DEDUCTIONS AUTOMATICALLY STOP?

We need to look carefully, closer to the time of the Spin-off at when we stop the ESPP and how it might work after the Spin-off. That is something that we are thinking about now and, once a decision is made, we will of course let you know.

**Note:** This document is not an offer document for the Employee Share Purchase Plan (ESPP), nothing in this document should be read as offering the ESPP and the ESPP will not be offered until September 2022.

