

Solvay SA

Offering of Solvay SA shares under the Solvay Employee Share Purchase Plan (the "ESPP")

This document is published on the website of the Portuguese Securities Market Commission (www.cmvm.pt) and the Solvay SA ESPP site (www.ESPP.Solvay.com). It is a description of a share issue reserved to employees of the group. This document has been prepared pursuant to Article 1, nr 4, subparagraph i), of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017.

1. Issuer of Shares

Solvay SA, a Belgian company, with a share capital of €1,588,146,249 (represented by 105,876,416 shares without designated par value), having its registered offices at 310 rue de Ransbeek, 1120 Brussels (hereinafter "Solvay").

2. Maximum number of offered shares

The maximum number of Solvay shares (the "Shares") offered in the context of this offering is set up to 250,000 registered shares of Solvay with no par value.

3. Type and characteristics of Shares

Solvay Shares are listed on the Euronext stock exchange in Brussels and Paris. The ISIN code for the Shares is ISIN: BE0003470755.

Shares offered in the context of this offering are ordinary shares of Solvay, all conferring the same rights and obligations as the Shares already in circulation at the time of the acquisition of the Shares. Each Share entitles the holder to one vote in Solvay's shareholders' meetings. Information regarding the rights attached to the Shares is provided in the Solvay's annual report and in the plan documents made available to employees in connection with this offering.

4. The ESPP

4.1 Purchased Shares

The ESPP allows Eligible Employees (as defined below) to purchase Shares and thereby benefit from the grant of free shares, subject to compliance with holding conditions during a three-holding period (see section [] below). The investment amount is collected via weekly or monthly salary deductions.

The minimum purchase amount is €15 per month and the maximum purchase amount is €250 per month.

Shares are purchased at market price (i.e. the Share price at the time of purchase or if the purchase is over a period of more than 5 days, the closing price of a Share as derived from the Euronext exchange on the 3 dealing days (or other dealing days determined by the Solvay board) before the purchase) on a monthly basis.

4.2 Free Shares

Participants shall receive, free of charge (i) 1 (one) matching Share for every 2 (two) Shares purchased under the ESPP and (ii) one free Share when they choose to participate in the ESPP.

However, entitlement to matching and free Shares is subject to compliance with holding conditions during the applicable period starting from 1 October 2022.

Holding conditions include continued employment with a Solvay group company and holding of Shares in the custody account described below. For further details regarding holding conditions, participants shall refer to the documents made available in the context of this offering.

4.3 Dividends

Dividends paid, if any, with respect to the purchased, free and matching Shares may be applied for the purchase of additional Shares.

4.4 Custody of Shares purchased under the ESPP

Shares purchased under the ESPP will be delivered to participants by Solvay SA in the name and on the account of the participating group companies by transfer in a custody account managed by Global Shares, a company mandated by Solvay to provide custodial services for the ESPP.

The Shares shall be recorded in the name of Global Shares in the share register of Solvay as they will hold the Shares as nominee on behalf of the participants.

5. Purpose of the ESPP and Eligible Employees

The purpose of the ESPP is to encourage Solvay group employees to align their interests with those of the Solvay group and, subject to conditions provided for under the ESPP, to benefit from the grant of the free and matching Shares.

All permanent or fixed term employees of a participating Solvay group company who remain in employment with a participating Solvay group company on the date amounts are contributed to purchase Shares excluding members of the Solvay executive leadership team, senior managers, any employee of a Solvay group company belonging to the categories of personnel S23 and above or any employee who participates in Solvay's long term incentive plan.

6. Offer period; enrollment process

For the Eligible Employees, the offer period will start on September 5th, 2022, and end on September 19th, 2022.

Elections under the ESPP can only be made during the offer period via a web-based enrolment platform by using unique IDs sent to Eligible Employees prior to the beginning of the offer period.

Contacts

Eligible Employees may address all questions regarding the ESPP to their respective contact person whose contact details are indicated in the invitation letter that has been provided to them.

Further information on Solvay can be obtained on its website (<https://www.solvay.com/en/>).

The current offer is exempted from prospectus, since it is an offer reserved to employees and members of the managing board of a company and employees and members of the managing board of affiliated companies (see Article 1.4i) of the Regulation (EU) 2017/1129). Therefore, no prospectus has been prepared in connection with this offer. Employees should consult all other documents provided in connection with the offering.

This document was made in accordance with said Article 1.4i) of the Regulation (EU) 2017/1129 and is published on the website of the Portuguese Securities Market Commission (www.cmvm.pt).

This Information Document is exclusively addressed to employees who are eligible to the offering of Shares under the ESPP made by a participating group company in Portugal.

In particular, this document does not constitute an offer to sell or a solicitation to purchase Shares made to eligible employees who are residents of the US. Those eligible employees shall exclusively refer to specific documentation prepared to their attention.