

**ADDENDUM TO REPORT OF THE BOARD OF DIRECTORS REGARDING THE RESOLUTIONS  
SUBMITTED TO THE COMBINED GENERAL MEETING OF SHAREHOLDERS OF MAY 19, 2020**

The purpose of this corrective *addendum* is to modify some sections of the report of the Board of Directors on the resolutions submitted to the Combined general meeting of shareholders of May 19, 2020 (the “**General Meeting**”) set out in section 7.3 of the 2019 Universal Registration Document (the “**Report of the Board**”). This *addendum* is fully integrated in the Report of the Board and should be read together with the latter and with the draft resolutions set out in the “*avis de réunion*” (only available in French) published in the *Bulletin des Annonces Légales Obligatoires (BALO)* on 10 April 2020, which have been modified by the Board of Directors at its meeting on 14 April 2020 as set out in this *addendum*. The draft resolutions so modified will be presented in the notice of meeting document to be published on the website of the Company and in the notice of meeting to be published in the BALO. These documents and all preparatory documents for the General Meeting may be found on the website of the Company at the following address: <https://www.arkema.com/en/investor-relations/annual-general-meeting/2020/>.

This addendum has been adopted by the Board of Directors on 14 April 2020 after its decisions to modify draft resolutions number three, six and seven, in the context of the health crisis linked to Covid-19. As a result, the presentation of these resolutions as set out in the Report of the Board are cancelled and replaced by the following presentations. In order to identify the modifications, they have been drafted in bold italics and underlined.

**ALLOCATION OF PROFIT AND DIVIDEND DISTRIBUTION (3<sup>RD</sup> RESOLUTION)**

The purpose of the 3<sup>rd</sup> **resolution** is to decide the allocation of the Company’s profit for the year ended 31 December 2019 of €164,980,613.38, as presented in the Company’s financial statements, plus prior retained earnings of €1,904,744,218.24. The Board of Directors recommends the profit to be allocated as follows:

<b>Source</b>	
Profit for the period	€164,980,613.38
Prior retained earnings	€1,904,744,218.24
Distributable profit	€2,069,724,831.62
<b>Allocation</b>	
Legal reserve	€1,042,728
Dividend distribution <sup>(1)</sup>	<b>€168,573,284</b>
Retained earnings	<b>€1,900,108,819.62</b>

(1) The total dividend distribution is calculated on the basis of the number of shares carrying dividend rights at 1 January 2019 and existing on the date of the Board of Directors’ meeting adopting the proposed resolution and therefore granting dividend rights. The total may vary if the number of shares carrying dividend rights changes up to the ex-dividend date depending, for example, on the number of treasury shares held by the Company.

The payment of the dividend of **€168,573,284** with regard to the 76,624,220 shares carrying dividend rights at 1 January 2019 and existing on the date of the Board of Directors’ meeting adopting the proposed resolutions, would correspond to a distribution of **two euros and twenty** cents (**€2.20**) per share.

The shares would be traded ex-dividend as of 25 May 2020 and the dividend for the 2019 financial year would be paid as of 27 May 2020. The dividend would be eligible for the 40% tax relief available to individual shareholders domiciled for tax purposes in France as provided for in article 158.3-2° of the French Tax Code. The dividend paid for the last three financial years was as follows:

Financial year	2019	2018	2017
Net dividend per share (in euros)	<u>2.20</u> <sup>(1)</sup>	2.50 <sup>(1)</sup>	2.30 <sup>(1)</sup>

(1) Eligible in full for the 40% tax relief available to individual shareholders domiciled for tax purposes in France as provided for in article 158.3- 2° of the French Tax Code.

The distribution of this **two euros and twenty cents (€2.20)** per share dividend would represent **a decline of 12 % relative to last year.** The pay-out ratio amounts to **27%** of the Group's adjusted net income. **The Group has reaffirmed its confidence in its ability to withstand the economic crisis linked to Covid-19 despite the significant drop in global demand expected in the 2<sup>nd</sup> quarter. Nevertheless, in the spirit of solidarity and responsibility towards all stakeholders, Arkema's Board of Directors has decided to reduce the proposed dividend for the 2019 financial year as stated on 26 February 2020 to €2.20 per share, a decline close to 20% compared to the amount announced originally.**

#### APPROVAL OF COMPENSATION POLICIES APPLICABLE TO NON-EXECUTIVE DIRECTORS AND TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER (6<sup>TH</sup> AND 7<sup>TH</sup> RESOLUTIONS)

In the **6<sup>th</sup> resolution**, and in accordance with article L. 225-37-2 of the French Commercial Code as amended by French Law no. 2019-486 of 22 May 2019 (the "Loi Pacte"), the Board of Directors recommends that you approve the compensation policy for non-executive directors, other than the Chairman and Chief Executive Officer, as defined by the Board of Directors on the recommendation of the Nominating, Compensation and Corporate Governance Committee and presented in the corporate governance report provided for in article L. 225-37 of said Code **and in its addendum published on 15 April 2020.** This compensation policy is presented in section 3.4.1.1 of the 2019 Universal Registration Document, **supplemented by said addendum.** **The Board of Directors proposes also in the 6<sup>th</sup> resolution, in compliance with article L.225-45 of the French Commercial Code, to set the total maximum amount of the annual compensation allocated to members of the Board of Directors at 800,000 euros.**

In addition, the Board of Directors recommends in the **7<sup>th</sup> resolution** that you approve the compensation policy for the Chairman and Chief Executive Officer as defined by the Board of Directors at its meeting of 26 February 2020 on the recommendation of the Nominating, Compensation and Corporate Governance Committee and presented in the corporate governance report provided for in article L. 225-37 of the French Commercial Code **and in its addendum published on 15 April 2020.** This compensation policy is presented in section 3.4.2.1 of the 2019 Universal Registration Document **supplemented by said addendum.**

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