



COMBINED ANNUAL GENERAL MEETING **2022**

THURSDAY 19 MAY 2022
AT 10:00 A.M. (PARIS TIME)
PALAIS BRONGNIART
PLACE DE LA BOURSE
75002 PARIS

The general meeting will also be broadcast live and a replay available on Arkema's website in the section Investors/Annual general meeting

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Palais Brongniart
Place de la Bourse
75002 Paris

The general meeting will also be broadcast live and a replay available on Arkema's website in the section **Investors/Annual general meeting**

Press releases and all other information useful to shareholders, including documents related to this annual general meeting, can be found on Arkema's website in the section Investors/Annual general meeting:

www.arkema.com/global/en/investor-relations/annual-general-meeting/

FOR FURTHER INFORMATION, PLEASE CONTACT

the following number:

+33 (0)1 86 86 05 90

This document is a free translation in English of the "Brochure de convocation" and is provided solely for the information and convenience of English-speaking readers.

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- **Lines 8 and 9:**
Station "Grands Boulevards"
- **Bus: Lines 20, 39, 48, 67, 74, 85**
Bus stop "Bourse"
- **By car:**
Parking Bourse
Entrance: 31 rue Vivienne, 75002 Paris

MESSAGE FROM THIERRY LE HÉNAFF

CHAIRMAN AND CHIEF EXECUTIVE OFFICER



LADIES AND GENTLEMEN, DEAR SHAREHOLDERS,

After two years without the physical presence of shareholders given the public health context, I am particularly happy to invite you this year to Arkema's annual general meeting which is taking place on Thursday 19 May 2022, at 10 a.m. at the Palais Brongniart in Paris.

The members of the Board of Directors and myself hope many of you will attend this event, which is an important moment of information and dialogue. We nevertheless maintained the possibility to connect remotely to follow the live broadcast of this general meeting on our website. You will be able to ask your questions in person during the meeting or online in advance. Through your votes, you will take part in important decisions for the future of your Group.

During the general meeting, we will review the very good year we had in 2021, which enabled Arkema to achieve an excellent financial performance, strongly progressing in each business segment. The Group benefited from the post-Covid rebound, as well as from the acceleration in demand for high performance and sustainable solutions, and managed to adapt to a demanding and volatile operating context, marked by significant supply chain constraints and elevated raw materials and energy inflation. Cash flow generation remained strong, and the level of net debt under control.

Moreover, the Group continued to refocus on Specialty Materials, in line with its 2024 ambition, with the acquisition of Ashland's performance adhesives and the divestment of the PMMA business. Arkema also announced numerous capacity expansion projects in areas with high technological content serving sustainable megatrends such as clean mobility, materials lightweighting, bio-based products and living comfort and home efficiency.

Finally, the Group's progress and commitment in terms of Corporate Social Responsibility was rewarded, as Arkema climbed to 3rd place in the « *Chemicals* » category of the DJSI World in 2021, and was included in the new CAC 40[®] ESG index.

Given our results and in line with the policy to progressively increase the dividend, the Board of Directors is proposing the distribution of a 3.0 euros per share dividend in respect of 2021, up by 20% relative to last year.

During this general meeting, you will also be invited to vote on the appointment or the renewal of terms of office of several directors who will consolidate the skills and experience within the Board.

In this notice, you will find the agenda of the general meeting, the resolutions submitted to your approval, as well as practical information on how to participate in this meeting. You will also find a summary of the 2021 results, as well as certain elements of our governance.

I look forward to seeing you at this general meeting and would like to thank you for your support and loyalty.

Thierry Le Hénaff

Chairman and Chief Executive Officer

HOW TO TAKE PART IN THE GENERAL MEETING?

The combined annual general meeting will take place at **10:00 a.m. (Paris time) on Thursday 19 May 2022 at Palais Brongniart**, Place de la Bourse, 75002 Paris – France⁽¹⁾. The registration desk will open at 9:00 a.m. The annual general meeting will also be broadcasted live and a replay will be available on the Company's website in the section Investors/Annual general meeting at www.arkema.com/global/en/investor-relations/annual-general-meeting/

The annual general meeting is only open to Arkema's shareholders regardless of the number of shares held.

To take part in the general meeting, you are therefore required to provide evidence of your status as a shareholder of Arkema **two business days before the date of the meeting, i.e., by 0:00 a.m. (Paris time) on 17 May 2022.**

How to provide evidence of your status as a shareholder of Arkema?

If your shares are registered

The evidence of your status as shareholder is provided simply by having your shares registered in your name in the direct or administered registered account **at the latest at 0:00 a.m. (Paris time) on 17 May 2022.** You do not need to do anything else.

If you hold bearer shares

The evidence of your status as shareholder is provided by a **certificate of shareholding** (*attestation de participation*) issued by your **financial intermediary** (bank, stockbroker or any other party who manages the share account in which your Arkema shares are held). Your financial intermediary is your **only contact** for these matters.

He will send the certificate of shareholding along with your request for an admission card or your voting form to the following registrar appointed by Arkema:

BNP Paribas Securities Services

CTS Assemblées Générales

Les Grands Moulins de Pantin

9, rue du Débarcadère

93761 Pantin Cedex – France.

(1) As provided for in article R. 225-67 of the French Commercial Code, the convening notice is published in the Bulletin des Annonces Légales Obligatoires on 29 April 2022.

How to vote?

To vote, you may:

1. **attend** the annual general meeting in person;
2. **vote** or give proxy to the Chairman or be represented by the person of your choice **by post**; or
3. **vote** or give proxy to the Chairman or be represented by the person of your choice **online on the secure VOTACCESS platform**.

In all cases, you must either:

- complete the attached form (see “How to fill out the form?” on page 5) and send it back;
- log into the secure dedicated website and follow the procedure described hereafter for online voting.

Shareholders who have cast a vote by post, voted online, given a proxy to another person, or requested an admission card will not have the right to participate in the general meeting in another way.

1. If you wish to attend the annual general meeting in person

You must request an admission card ⁽¹⁾.

By post

Simply **fill in box A on the form**, fill in your name, first name and address, or make sure they are correct if already mentioned, **date** and **sign** the form.

- If your shares are registered:
 - Send the form back to **BNP Paribas Securities Services** using the reply pre-paid envelope provided.
- If you hold bearer shares:
 - Send the form back to to **your financial intermediary**.

Online

- If your shares are registered:
 - Simply log into the secure VOTACCESS platform *via* the Planetshares website: <https://planetshares.bnpparibas.com> using:
 - your usual ID and password, if you are a direct registered shareholder, or

- the login ID sent to you together with your notice of meeting, if you are an administered shareholder.

- Once logged in, follow the instructions on screen.

Should you encounter any problem, you can call the toll-free number 0 800 115 153 (from France) or +33 (0)1 55 77 41 17 (outside France).

- If you hold bearer shares:
 - You need to contact the bank or broker holding your account in order to confirm whether they are connected to the VOTACCESS platform and if so, whether such access is subject to any specific terms of use.
 - Please, note that only the holders of bearer shares whose bank or broker is a member of VOTACCESS may access the website and request their admission card online.
 - If the bank or broker holding your account is connected to the VOTACCESS platform, you simply need to log into its website using your usual ID and password, to click on the icon on the line corresponding to your Arkema shares and follow the instructions on screen.

2. If you do not attend the annual general meeting and wish to be represented by the person of your choice or vote by post

You may choose one of the three options mentioned on the **voting form** and described hereafter, then fill in your name, first name and address or make sure they are correct if already mentioned, before **dating** and **signing** the form:

- **Vote by post**: fill in box ① “I vote by post”;
- **Give your proxy to the Chairman of the general meeting**: fill in box ② “I give my proxy to the Chairman of the general meeting”. In this case, the Chairman will **vote in favour** of the proposed resolutions agreed by the Board of Directors; or
- **Appoint another shareholder of Arkema, your spouse, a partner** with whom you have entered into a civil partnership or **any other person** of your choice as your

proxy: fill in box ③ “I appoint as my proxy” and fill in the name, first name and address of the person who will attend the meeting on your behalf.

To be duly taken into account, appointments or dismissals of proxy by mail must be received at the latest 3 calendar days before the date of the general meeting.

- If your shares are registered:
 - You must send the form to **BNP Paribas Securities Services** using the provided reply pre-paid envelope.
- If you hold bearer shares:
 - You must send the form to **your financial intermediary**.

(1) It is recalled that shareholders holding bearer shares only need an admission card to attend in person to the annual general meeting. They do not need to request a certificate of shareholding unless they have lost their admission card or they have not received it on time.

3. If you do not attend the annual general meeting and wish to be represented by the person of your choice or vote online

The vote online is to be carried out via the secure VOTACCESS platform which offers you the same options as the voting form.

- If your shares are registered:

You can log into the VOTACCESS platform via the Planetshares website, [https:// planetshares.bnpparibas.com](https://planetshares.bnpparibas.com) using:

- your usual ID and password, if you are a **direct registered** shareholder; or
- the login ID which was sent to you together with your notice of meeting, if you are an **administered** shareholder.

Once logged in, follow the instructions on screen.

Should you encounter any problem, you can call the toll-free number of BNP Paribas: 0 800 115 153 (from France) or +33 (0)1 55 77 41 17 (outside France).

- If you hold bearer shares:

- If the bank or broker holding your account is connected to the VOTACCESS platform:

You simply need to log into its website using your usual ID and password, to click on the icon on the line corresponding to your Arkema shares and follow the instructions on screen.

Please contact the bank or broker holding your account in order to confirm whether such access is subject to any specific terms of use.

- If the bank or broker managing your account is not connected to the VOTACCESS platform:

You can also appoint or revoke a proxy electronically by sending an email to paris.bp2s.france.cts.mandats@bnpparibas.com.

This email must mention Arkema and contain the date of the general meeting, your name, first name and address, and the name, first name and, if possible, address of the proxy.

You must ask your bank or broker holding your share account to send confirmation in writing to BNP Paribas Securities Services – CTS Assemblées Générales – Les Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex – France.

To be duly taken into account, appointments or dismissals of a proxy sent electronically must be received at the latest by 3:00 p.m. (Paris time) the day before the general meeting.

Shareholders may **access the VOTACCESS platform** from **29 April 2022 at 10:00 a.m. (Paris time) until 18 May 2022 at 3:00 p.m. (Paris time)**. Shareholders are advised not to wait until the last few days to vote, in order to avoid any difficulties accessing the platform.

Whichever option you choose, only those **shares held in the share account no later than two business days** prior to the annual general meeting, *i.e.*, **17 May 2022 at 0:00 a.m. (Paris time)** will be taken into account.

If shares are sold or transferred after this record date, the certificate of shareholding will remain valid and votes cast or proxies granted by the seller will be taken into account.

How to fill out the form?

YOU WISH TO ATTEND THE ANNUAL GENERAL MEETING IN PERSON:
fill in box **A** to receive your admission card

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci ■ la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form

A JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE et demande une carte d'admission : dater et signer au bas du formulaire / I WISH TO ATTEND THE SHAREHOLDER'S MEETING and request an admission card: date and sign at the bottom of the form

ARKEMA

Société Anonyme au capital de 742 860 410 €
Siège social : 420, rue d'Estienne d'Orves
92700 COLOMBES Cedex France
445 074 685 RCS Nanterre

ASSEMBLÉE GÉNÉRALE MIXTE
convocquée le jeudi 19 Mai 2022 à 10h00 (heure de Paris),
au Palais Brongniart,
Place de la Bourse 75002 Paris (France)

COMBINED GENERAL MEETING
to be held on Thursday, May 19th, 2022 at 10:00 am (Paris Time),
at the Palais Brongniart,
Place de la Bourse 75002 Paris (France)

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account

Nombre d'actions / Number of shares

Nominatif / Registered

Porteur / Bearer

Vote simple / Single vote

Vote double / Double vote

Nombre de voix - Number of voting rights

<p>1 <input type="checkbox"/> JE VOTE PAR CORRESPONDANCE // I VOTE BY POST</p> <p>Cf. au verso (2) - See reverse (2)</p> <p>Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'exception de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention". / I vote YES to all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote "No" or "Abs".</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>1</td><td>2</td><td>3</td><td>4</td><td>5</td><td>6</td><td>7</td><td>8</td><td>9</td><td>10</td><td>A</td><td>B</td> </tr> <tr> <td>Non / No</td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input 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Mme ou Mlle, Raison Sociale pour voter en mon nom I appoint [see reverse (4)] Mr, Mrs or Miss, Corporate Name to vote on my behalf</p> <p>Pour être pris en considération, tout formulaire doit parvenir au plus tard : To be considered, this completed form must be returned no later than: sur 1^{ère} convocation ou 1^{ère} notification sur 2^{ème} convocation / on 2nd notification à la banque / to the bank le 16 mai 2022 à 20h59 (heure de Paris) / May 16th, 2022 at 11:59 pm (Paris time) à la société / to the company</p>	1	2	3	4	5	6	7	8	9	10	A	B	Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	11	12	13	14	15	16	17	18	19	20	C	D	Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	21	22	23	24	25	26	27	28	29	30	E	F	Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	31	32	33	34	35	36	37	38	39	40	G	H	Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	41	42	43	44	45	46	47	48	49	50	J	K	Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<p>2 <input type="checkbox"/> JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE</p> <p>Cf. au verso (3)</p> <p>I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING</p> <p>See reverse (3)</p> <p>ATTENTION: Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque. CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.</p> <p>Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1) Surname, first name, address of the shareholder (Change regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)</p>	<p>3 <input type="checkbox"/> JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée</p> <p>I HEREBY APPOINT: See reverse (4) to represent me at the above mentioned Meeting</p> <p>M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name</p> <p>Adresse / Address</p>
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FILL IN YOUR NAME, FIRST NAME AND ADDRESS OR CHECK THEM IF THEY HAVE ALREADY BEEN FILLED IN.

WHATEVER YOUR CHOICE, DO NOT FORGET TO DATE AND SIGN HERE.

Date & Signature

* Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), cela vaut automatiquement pouvoir au Président de l'Assemblée Générale *
 * If the form is returned dated and signed but no choice is checked (admission card / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting *

YOU DO NOT ATTEND THE ANNUAL GENERAL MEETING AND WISH TO CAST A POSTAL VOTE:
fill in box **1** and follow the instructions.

YOU DO NOT ATTEND THE ANNUAL GENERAL MEETING AND WISH TO GIVE YOUR PROXY TO THE CHAIRMAN OF THE MEETING:
fill in box **2**.

YOU DO NOT ATTEND THE ANNUAL GENERAL MEETING AND WISH TO APPOINT AS YOUR PROXY A PERSON OF YOUR CHOICE WHO WILL BE ATTENDING THE GENERAL MEETING
fill in box **3** and fill in the name and address of this person.

Nota bene: if you hold bearer shares, please do not send the form directly to Arkema or to BNP Paribas Securities Services as it must be accompanied by a certificate of shareholding. Your bank or broker will issue the required certificate and send it with your voting form to: BNP Paribas Securities Services – CTS Émetteurs – Service des Assemblées – Les Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex – France.



ARKEMA IN 2021

Key figures

All figures contained in this section are provided on a consolidated basis and in accordance with the Group's organization prevailing on 31 December 2021. Details on the alternative performance indicators used by the Group are provided in note 4 of the notes to the consolidated financial statements in section 5.3.3 of the 2021 Universal Registration Document.

Sales
€9,519m

+25.9% VS 2020
AT CONSTANT SCOPE
AND CURRENCY

EBITDA
€1,727m

18.1%
EBITDA MARGIN

Adjusted net income
€896m

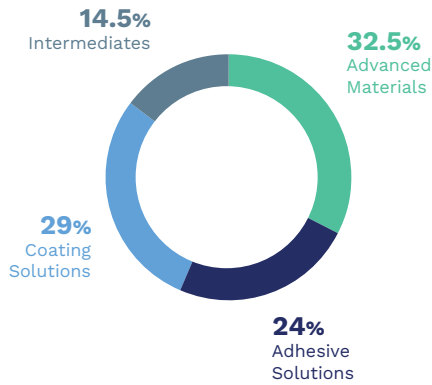
€11.88
PER SHARE

Dividend per share*
€3.0

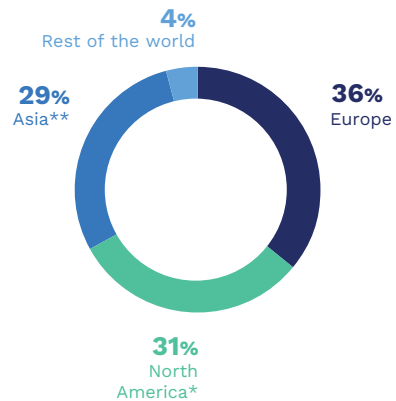
+20%
VS 2021

*Dividend proposed at this annual general meeting.

SALES BY SEGMENT



SALES BY REGION



* United States, Canada and Mexico.
** Asia and the Middle East.



20,200
employees

A presence in
55
countries

141
production sites

3
regional R&D hubs

INCOME STATEMENT KEY FIGURES

<i>(In millions of euros unless otherwise mentioned)</i>	2021	2020	Variation
Sales	9,519	7,884	+20.7%
EBITDA	1,727	1,182	+46.1%
EBITDA margin <i>(EBITDA as % of sales)</i>	18.1%	15.0%	-
Recurring operating income (REBIT)	1,184	619	+91.3%
REBIT margin <i>(REBIT as % of sales)</i>	12.4%	7.9%	-
Operating income	1,733	600	+188.8%
Net income – Group share	1,309	332	+294.3%
Adjusted net income	896	391	+129.2%
Earnings per share <i>(in euros)</i>	17.15	3.98	+330.9%
Adjusted net income per share <i>(in euros)</i>	11.88	5.11	+132.5%

BALANCE SHEET KEY FIGURES

<i>(In millions of euros unless otherwise mentioned)</i>	31 December 2021	31 December 2020
Shareholders' equity	6,350	5,235
Net debt (including hybrid bonds)	1,177	1,910
Ratio of net debt to EBITDA	0.7	1.6
Capital employed	7,957	7,364
Working capital on sales <i>(in %)</i> *	12.7%	11.8%
Net provisions **	795	809

* For 2021, the ratio excludes the PMMA business divested on 3 May 2021.

** Provisions net of non-current assets as defined in section 5.1.9 of the 2021 Universal Registration Document.

CASH FLOW STATEMENT KEY FIGURES

<i>(In millions of euros unless otherwise mentioned)</i>	2021	2020
Cash flow from operating activities	915	1,115
Free cash flow *	479	651
Recurring cash flow **	756	762
Recurring and exceptional capital expenditure **	758	600

* Cash flow from operations and investments excluding the impact of portfolio management.

** As defined in note 4 to the consolidated financial statements at 31 December 2021 in section 5.3.3 of the 2021 Universal Registration Document.

NON-FINANCIAL KEY FIGURES

	2021	2020
Safety		
Total recordable injury rate (TRIR) *	1.0	1.0
Process safety event rate (PSER)	3.1	4.0
Climate and environment **		
Greenhouse gas emissions (Scopes 1 and 2 + ODS)	0.66	0.77
Volatile organic compound emissions	0.50	0.58
Chemical oxygen demand	0.45	0.45
Net energy purchases	0.85	0.90
Innovation		
Percentage of patent applications filed relating to sustainable development/ number of patents applications filed	90%	78%
Percentage of sales that significantly contribute to the United Nations' Sustainable Development Goals ***	51%	50%
Employees		
Percentage of women in senior management and executive positions	24%	23%
Percentage of non-French nationals in senior management and executive positions	40%	41%

* Number of injuries per million hours worked (including injuries not resulting in time off work). TRIR includes injuries to both Group and subcontractor employees.

** In EFPI terms compared with 2012 except for greenhouse gas emissions and in absolute terms compared with 2015 for greenhouse gas emissions.

*** On the basis of an assessment of 85% of the Group's third-party sales in 2021 and 72% in 2020.

Group's financial performance in 2021

After a 2020 marked by the emergence of Covid and the resulting major global economic crisis, the pandemic continued to spread in 2021, as new, more contagious variants emerged that led to the re-introduction of lockdown restrictions in some countries. However, the economic rebound that began in late 2020 was confirmed in 2021, and, particularly in the first half of the year, Arkema was able to take advantage of strong growth in most of its end markets and of accelerating demand for sustainable, high performance solutions. In this environment of sustained growth in volumes, supply chains have been put under pressure, leading to disruptions relating to the unavailability of certain raw materials or logistics resources, as well as very high price inflation in raw materials, energy and transportation.

In this complex and challenging operating environment, Arkema delivered an excellent financial performance in 2021, posting strong earnings growth and a 46.1% year-on-year rise in EBITDA up to a historic high, led by Specialty Materials which accounted for 85.5% of Group sales in 2021.

Sales

At €9,519 million, sales were up 20.7% compared with the prior year, and up 25.9% at constant scope and currency. In a market environment that recovered significantly after 2020, volumes rose by 7.3%, with the Group benefiting from its cutting-edge innovation and its positioning on solutions that have a high technological content or that are more environmentally friendly in the battery, consumer goods, decorative paints, electronics and 3D printing markets. Certain markets which are more minor for Arkema like oil and gas and paper were down year-on-year, as was the automotive sector, impacted by chip shortages. The price effect came in at 18.6%, reflecting both the adaptation of selling prices throughout the year in the face of high raw materials, energy and logistics cost inflation, and much more favorable market conditions in upstream acrylics relative to the low level of 2020. The 4.1% negative scope effect relates to the divestments of PMMA, finalized on 3 May 2021, and Functional Polyolefins, completed in June 2020, which were partly offset by acquisitions in Specialty Materials. The currency effect was limited over the year (-1.1%).

EBITDA and recurring operating income

The Group's EBITDA rose by 46.1% year-on-year to €1,727 million – a historic high – despite a negative scope effect of around €75 million, mainly related to divestments in Intermediates. All segments reported a significant improvement in their results, reflecting higher volumes in attractive markets, the Group's capacity to pass on higher raw materials and energy costs, the shift in the product mix toward higher value-added solutions and favorable market conditions in upstream acrylics. In this predominantly favorable environment, the EBITDA margin improved by more than 300 bps compared with 2020 to reach its historic high at 18.1%.

Recurring operating income (REBIT) was up by more than 90% to €1,184 million, and the REBIT margin improved by 450 bps to 12.4%. Recurring depreciation and amortization amounted to €543 million, down €20 million year-on-year, essentially due to the divestment of PMMA.

Net income – Group share

Consequently, net income – Group share totaled €1,309 million (€332 million in 2020). Excluding the post-tax impact of non-recurring items, adjusted net income amounted to €896 million *versus* €391 million in 2020, and represents €11.88 per share (€5.11 per share in 2020).

Net income – Group share included other income and expenses representing a net income of €617 million. This amount includes the capital gain on the divestment of PMMA totaling €956 million before tax and deduction of divestment costs, impairment of assets and goodwill – mainly in the Hydrogen Peroxide and Fluorogases businesses – for €206 million, acquisition costs arising on major portfolio management operations during the year, restructuring and environmental costs of €37 million, and the consequences of winter storm Uri in Texas in the first quarter of 2021.

It also integrates €68 million in depreciation and amortization resulting from the revaluation of property, plant and equipment and intangible assets, up €11 million from 2020, mainly due to the full-year impact of bolt-on acquisitions in 2020 and the additional contribution of acquisitions made in 2021.

Moreover, it also includes a financial result that represents a net expense of €56 million, down €29 million compared with 2020. This year-on-year change is primarily due to a more favorable interest rate on the portion of the Group's debt swapped into US dollars and, to a lesser extent, to the refinancing, at favorable market conditions, of the €480 million senior bond that matured in April 2020.

Lastly, net income – Group share includes income taxes of €369 million in 2021 *versus* a net €178 million expense in 2020. This increase was mainly due to the mechanical increase in the tax amount linked to the increase in the Group's operating income, as well as the capital gains tax on the divestment of PMMA. Excluding non-recurring items, the tax rate amounted to 20% of recurring operating income, close to the 2020 tax rate.

Dividend

In line with the policy of gradually increasing the dividend, the Board of Directors has decided that, at the annual general meeting of 19 May 2022, it will recommend a dividend payment of €3.0 per share in respect of 2021 (*vs.* €2.5 per share in respect of 2020), to be paid entirely in cash. Shares will be traded ex-dividend on 23 May 2022 and the dividend will be paid as from 25 May 2022.

Performance by segment in 2021

Adhesive Solutions segment

Following the integration of Bostik in 2015, the Group developed the Adhesive Solutions segment notably by making a number of bolt-on acquisitions in the construction sector – in particular in sealants and flooring solutions – as well as in high performance industrial adhesives and engineering adhesives.

This segment includes all of Arkema’s adhesive solutions, glues and sealants, and is organized into 2 Business Lines:

- **Construction & Consumer**, which includes Bostik’s solutions for construction and building renovation (adhesive solutions for floors, tiles, waterproofing, joints, assembly, insulation and wall and floor surface preparation); and
- **Industrial Assembly**, which includes Bostik’s solutions in industrial adhesives for durable goods (automotive, aeronautics, etc.) and consumer goods (hard and soft packaging, labels, etc.), and in hygiene.

As one of the world leaders in adhesives, Bostik offers high value-added solutions for construction and building renovation, as well as for many industrial applications.

(In millions of euros)	2021	2020
Sales	2,278	1,996
EBITDA	316	261
EBITDA margin (% of sales)	13.9%	13.1%
Recurring operating income (REBIT)	250	198
REBIT margin (% of sales)	11.0%	9.9%

Sales in the Adhesive Solutions segment totaled **€2,278 million**, up 14.1% compared with 2020. Volumes grew by 5.4%, benefiting from robust demand in the construction and DIY market as well as the post-Covid business recovery in high performance industrial applications, but they were impacted in the second half of the year by shortages of several important raw materials. The price effect, which grew constantly throughout the year, was a positive 5.4% and reflects the Group’s ongoing actions to pass on high inflation in raw materials. The 4.1% positive scope effect corresponds to the integration of Fixatti, Ideal Work, Poliplus and Edge Adhesives Texas and the currency effect was a negative 0.8%.

EBITDA for the segment rose by 21.1% compared with 2020 to **€316 million**, driven by positive sales momentum, the shift in the product mix toward higher value-added applications and the contribution of acquisitions, with the impact of higher raw materials costs progressively offset by price increase initiatives. In this context, the **EBITDA margin** expanded by 80 bps compared with 2020 to **13.9%**, in line with the guidance of 14% announced in early 2021, which constitutes a good performance, particularly given the mechanical dilutive impact of price increases on this ratio of around 100 bps for the year.

Advanced Materials segment

The Advanced Materials segment is highly exposed to the major challenges of sustainable development and as a result offers a wide range of high-tech solutions. Thanks to substantial investments in innovation and R&D, these solutions mean the

segment is able to meet the growing and increasingly complex needs of customers in materials lightweighting, new energies (batteries, wind power, etc.), access to water, bio-based or recyclable materials, and new production processes (3D printing), particularly for cutting-edge sectors such as automotive, electronics, health, nutrition, sport, oil and gas extraction, and aeronautics.

Advanced Materials are organized into two Business Lines:

- **High Performance Polymers**, materials with excellent mechanical, chemical and thermal resistance properties that can be used in a very wide range of high-value added applications; and
- **Performance Additives**, comprising tailor-made solutions which are essential to improve the properties of certain materials or optimize production processes.

(In millions of euros)	2021	2020
Sales	3,087	2,527
EBITDA	662	496
EBITDA margin (% of sales)	21.4%	19.6%
Recurring operating income (REBIT)	408	245
REBIT margin (% of sales)	13.2%	9.7%

Sales in the Advanced Materials segment rose by a strong 22.2% compared with 2020 to **€3,087 million**. Volumes were up by a significant 10.3% compared with the prior year, driven by High Performance Polymers, which benefited from a strong dynamic in most end markets, despite a decline in the automotive sector, and from the acceleration in demand for high performance, sustainable solutions, particularly in batteries, bio-based consumer goods, sports and water filtration. Volume growth was more moderate in Performance Additives, where demand remained lower in the oil and gas and paper markets. The 12.8% increase in prices reflects both the actions taken to increase selling prices in the context of marked raw materials, energy and logistics cost inflation, and product mix improvement toward high performance, higher value-added solutions. The scope effect was a positive 0.2%, corresponding to the integration of Agiplast, finalized on 1 June 2021, and the currency effect was a negative 1.1%.

In this context, the segment’s **EBITDA** amounted to **€662 million**, up by 33.5% year-on-year, supported notably by the excellent year of High Performance Polymers. The **EBITDA margin** increased to **21.4%**, compared with 19.6% in 2020.

Coating Solutions segment

The Coating Solutions segment includes the entire range of Arkema’s materials and technologies for the coating market (decorative paints, industrial coatings). The Group’s offering of high performance solutions and innovative technologies make it a global leader on a market that is exposed to increasingly strict environmental standards. Its coherent activities are backed by a competitive upstream in Acrylics.

The segment is organized into two Business Lines: **Coating Resins** and **Coating Additives**.

(In millions of euros)	2021	2020
Sales	2,746	1,911
EBITDA	525	261
EBITDA margin (% of sales)	19.1%	13.7%
Recurring operating income (REBIT)	407	142
REBIT margin (% of sales)	14.8%	7.4%

Sales in the Coating Solutions segment were up sharply by 43.7% to **€2,746 million**. Volumes grew by 8.1%, driven by robust demand across all of the segment's key markets, namely decorative paints, 3D printing, industrial coatings, graphic arts and electronics. The positive 37.6% price effect reflects the necessary price increases implemented for downstream products to offset very high raw materials and energy inflation, and the significant tightness of upstream acrylics. The currency effect reduced segment sales by 2.0%.

At **€525 million**, **EBITDA** doubled and the **EBITDA margin** reached the high level of **19.1%** (13.7% in 2020), benefiting from the growth and product mix improvement linked to strong demand for more environmentally friendly solutions such as water-based and bio-based paints, powder coatings and UV-curable resins, as well as more favorable conditions in upstream acrylics.

Intermediates segment

Since the divestment of PMMA on 3 May 2021, the Intermediates segment combines two activities in which the Group has strong positions and high quality assets, but where results are more volatile: Fluorogases and Asia Acrylics.

(In millions of euros)	2021	2020
Sales	1,378	1,425
EBITDA	316	231
EBITDA margin (% of sales)	22.9%	16.2%
Recurring operating income (REBIT)	219	109
REBIT margin (% of sales)	15.9%	7.6%

At **€1,378 million**, **sales** in the Intermediates segment were down 3.3% compared with the prior year, impacted by a negative scope effect of 29.1% corresponding to the PMMA divestment finalized in May 2021 and the Functional Polyolefins divestment on 1 June 2020. The positive 22.1% price effect was attributable to much more favorable market conditions for acrylics in Asia compared with the low level of the previous years, and to a solid performance in Fluorogases. Volumes rose by 3.6% over the year, driven by higher demand post-Covid, but held back in the second half for acrylics in Asia following Chinese authorities' measures aimed at limiting energy consumption.

In this context of a buoyant market, and despite a negative scope effect of around €90 million, segment **EBITDA** increased by 36.8% to **€316 million** and the **EBITDA margin** improved to **22.9%** (16.2% in 2020).

Cash flow and net debt at 31 December 2021

In 2021, **net cash flow** represented a net inflow of **€1,388 million** (versus €657 million in 2020), and included a net cash inflow of €909 million from portfolio management operations. Net cash flow from portfolio management operations mainly included proceeds from the divestments of PMMA and the epoxides businesses, as well as the bolt-on acquisitions of Poliplas, Edge Adhesives Texas and Agjplast. In 2020, this figure came to €6 million and notably included the divestment of the Functional Polyolefins business.

Consequently, **free cash flow** (corresponding to net cash flow excluding the impact of portfolio management operations) totaled **€479 million** for the year (€651 million in 2020), and includes recurring cash flow of €756 million and non-recurring items representing a net cash outflow of €277 million.

Recurring cash flow was stable year on year at **€756 million** (€762 million in 2020) and reflects:

- the Group's improved operating performance in 2021;
- a €319 million increase in working capital in 2021, in the context of a strong rebound in business and significant raw material inflation (€196 million decrease in 2020 in the context of the pandemic). Working capital remained well controlled at 12.7% of annual sales excluding the PMMA business (11.8% at end-December 2020 and 13.8% at end-December 2019), and below its normative level of around 14%;

- an increase in taxes paid, in line with the Group's improved operating performance;
- recurring capital expenditure of €506 million (€460 million in 2020) representing 5.3% of Group sales; and
- a year-on-year decrease in the cost of debt, due primarily to an improvement in the rate on the portion of the Group's debt swapped into US dollars and, to a lesser extent, to the refinancing, at favorable market conditions, of the €480 million senior bond that fell due in April 2020.

The EBITDA to cash conversion rate, now calculated based on recurring cash flow, thus amounted to 43.8%, in line with the Group's long-term objective of 40%.

Non-recurring items represented a net cash outflow of €277 million (net cash outflow of €111 million in 2020), primarily reflecting the ramp-up of exceptional capital expenditure corresponding to the bio-based polyamides project in Asia and the hydrofluoric acid supply project with Nutrien in the United States (€252 million in 2021 compared with €140 million in 2020). Non-recurring items also include a net cash outflow of €25 million essentially relating to restructuring costs and the consequences of storm Uri in the United States.

Cash flow from financing activities represented a **net outflow of €652 million** in 2021, primarily including an outflow of €329 million corresponding to the cost of share buybacks, particularly as part of the €300 million buyback program announced in May 2021 and completed on 24 November, payment of the 2020 dividend of €2.50 per share for a total amount of €191 million, and €15 million in interest paid on hybrid bonds.

Net debt including hybrid bonds fell sharply to stand at **€1,177 million** versus €1,910 million at end-2020, and the net debt (including hybrid bonds) to last-twelve-months EBITDA ratio stood at 0.7x. Including the finalization of the acquisition of Ashland's adhesives, this ratio should remain below 2x annual EBITDA in 2022.

Outlook for 2022

In 2022, Arkema should benefit from a positive level of global demand, with nuances in different regions and markets, and from its leading positioning on innovative, high performance Specialty Materials. In particular, the Group will leverage its innovation dynamic in fields such as clean mobility, materials lightweighting, natural resources management and living comfort & home efficiency, as well as the start-up of production units in high-growth regions.

At the start of the year, the environment remains volatile, marked by uncertainty related to the health crisis, growing geopolitical tensions and continued strong constraints in raw materials and energy in the continuity of second-half 2021. In this demanding context, while remaining attentive to demand trends, the Group will continue to pass on higher costs in its selling prices and ensure that it optimizes supply chain management.

In first-quarter 2022, Group EBITDA is expected to increase strongly, driven by the growth in Advanced Materials and Coating Solutions. The Adhesive Solutions segment will still remain temporarily impacted by raw materials shortages, and its EBITDA is expected to come in, at constant scope, somewhere between

the first quarter 2020 and the record first quarter 2021 levels. Intermediates should achieve a solid start to the year.

For full-year 2022, Arkema is aiming to achieve, at constant scope, Specialty Materials EBITDA comparable to the record high of 2021. Moreover, the scope effect at Group level will include the contribution of Ashland's performance adhesives, which closing took place in the first quarter, and the residual effect of the divestment of PMMA.

In line with its strategy to become a pure Specialty Materials player by 2024, the Group will continue its bolt-on acquisition policy in 2022, as well as its review of the Intermediates segment. Lastly, beyond the start-up, expected in the middle of the year, of the two major industrial projects, namely the bio-based polyamides plant in Singapore and the hydrofluoric acid plant in the United States, Arkema will continue to strengthen its innovation and capacities to support, in a targeted manner, customer demand in fast-growing markets.

On the strength of its 2021 performance and the significant progress made in the execution of its strategic roadmap, the Group is fully reaffirming its confidence in its ability to achieve its ambitious 2024 targets.

Results of the Company in the last five years

Type of disclosures <i>(In millions of euros unless otherwise indicated)</i>	2017	2018	2019	2020	2021
I – Financial position at year-end					
a) Share capital	759	766	766	767	767
b) Number of shares issued	75,870,506	76,581,492	76,624,220	76,736,476	76,736,476
II – Operations and results					
a) Sales (excluding taxes)	66	86	109	99	114
b) Income before tax, depreciation, impairment and provisions	60	2	155	103	2
c) Income taxes	(51)	18	9	11	22
d) Employee profit sharing	-	-	-	-	-
e) Income after tax, depreciation, impairment and provisions	485	522	165	103	282
f) Amount of profits distributed	176	190	168	191	NA
III – Earnings per share (in euros)					
a) Income after tax but before depreciation, impairment and provisions	0.12	0.26	2.15	1.48	0.31
b) Income after tax, depreciation, impairment and provisions	6.39	6.82	2.15	1.34	3.68
c) Net dividend per share	2.30	2.50	2.20	2.50	NA
IV – Employee data					
a) Number of employees	9	8	8	10	9
b) Total payroll	7	8	9	9	10
c) Amounts paid to employee benefit bodies in the year	4	6	7	7	4

GOVERNANCE

Composition of the Board of Directors at 31 December 2021

The Board of Directors comprises fourteen members including:

- eight independent directors;
- one member representing shareholder employees; and
- two members representing employees.

It also includes seven women.

The Board of Directors set up three permanent and specialized committees: the Audit and Accounts Committee, the Nominating, Compensation and Corporate Governance Committee and the Innovation and Sustainable Growth Committee (since 20 May 2021).

The Board of Directors met eleven times in 2021, including a one-day session dedicated to strategy, with an average global attendance rate of 92%.

SUMMARY OF THE BOARD OF DIRECTORS COMPOSITION

	Nationality	Age	Independent director	Year of first appointment	Year current term expires	Other directorships in listed companies	Audit and Accounts Committee	Nominating, Compensation and Corporate Governance Committee	Innovation and Sustainable Growth Committee	Expertise
Thierry Le Hénaff Chairman and CEO	French	58		2006	2024	1				Chairman and Chief Executive Officer
Jean-Marc Bertrand representing shareholder employees	French	63		2018	2022	None			•	IT, CSR and knowledge of the Group
Bpifrance Investissement represented by Sébastien Moynot	French	49	◆	2021	2025	4 ⁽¹⁾			•	Credit, guarantees, innovation and M&A
Marie-Ange Debon	French	56	◆	2018	2022	1	Chairman			Executive management, accounting, finance and M&A
Fonds Stratégique de Participations represented by Isabelle Boccon-Gibod	French	53		2014	2022	3 ⁽¹⁾	•		•	Industry, finance, innovation and sustainable development
Ilse Henne	Belgian	49	◆	2021	2025	None	•			Industry, finance and transformation
Ian Hudson	British and Swiss	64	◆	2019	2023	1	•		•	Executive management, chemicals, finance, innovation and sustainable development
Victoire de Margerie	French	58	◆	2012	2023	1			Chairman	Chemicals, industry, innovation and sustainable development

	Nationality	Age	Independent director	Year of first appointment	Year current term expires	Other directorships in listed companies	Audit and Accounts Committee	Nominating, Compensation and Corporate Governance Committee	Innovation and Sustainable Growth Committee	Expertise
Laurent Mignon	French	58		2006	2023	2				Executive management, banking, finance and M&A
Hélène Moreau-Leroy	French	57	◆	2015	2023	None		●		Industry, finance, M&A and governance
Nathalie Muracciole representing employees	French	57		2016	2024	None		● ⁽²⁾		Human resources and knowledge of the Group
Thierry Pilenko	French	64	◆	2021	2025	None		Chairman		Executive management, industry, M&A and governance
Susan Rimmer representing employees	British and French	46		2020	2024	None				Chemicals and knowledge of the Group
Philippe Sauquet	French	64	◆	2021	2022	None		●		Industry, sustainable development and M&A

◆ Independence in accordance with the AFEP-MEDEF Code criteria set out in the Board of Directors' Internal Rules and as assessed by the Board of Directors.

● Member.

(1) Concerns only directorships held by the permanent representative.

(2) For compensation matters.

Directors proposed for re-election

Marie-Ange Debon Independent director and Chairman of the Audit and Accounts Committee	PROFESSIONAL EXPERIENCE Born in 1965, Marie-Ange Debon is a graduate of France's <i>École des hautes études commerciales</i> (HEC) and <i>École nationale de l'administration</i> (ENA), and holds a Master's degree in law. She serves as independent director of Technip Energies and as Chairman of its Audit committee. She has been Chairman and Chief Executive Officer of KEOLIS, a public transportation operator, since August 2020. Before joining KEOLIS in 2008, Marie-Ange Debon held several positions in both the public and private sectors: as auditor and then as magistrate at the Cour des Comptes (national audit office) from 1990 to 1994. She served as Deputy Chief Executive Officer at France 3 from 1994 to 1998. In 1998, she began working with the Thomson Group as Deputy Chief Financial Officer, and in July 2003 became General Secretary. In 2008, she joined Suez as General Secretary and member of the Executive Committee. In 2013, she was appointed Head of the international division (North America, Asia, Pacific, Africa, India) and between March 2018 and December 2019 served as Deputy CEO in charge of France, Italy, Central and Eastern Europe. She is Vice-President of Medef International.
Other offices currently held **	Other offices held in the past five years but now expired **
France ► Chairman and Chief Executive Officer, KEOLIS International ► Technip Energies*	Expired in 2021 ► Member of the Board of Directors and Chairman of the Audit committee, Technip-FMC* Expired from 2017 to 2020 ► Senior Executive VP Group, Suez in charge of France, Italy, Central and Eastern Europe ► Member of the Board of Directors, GRDF (Engie Group) ► Member of the Board of Directors and Chairwoman of the CSR and Responsible Gaming committee, Française des Jeux (FDJ)* ► Member of the Board of Directors of a Suez Group company*, Lydec in Morocco

* Listed company.

** Outside the Arkema Group.

Philippe Sauquet Independent director and member of the Nominating, Compensation and Corporate Governance Committee		PROFESSIONAL EXPERIENCE Born in 1957, Philippe Sauquet is a graduate of France's <i>École polytechnique</i> and <i>École Nationale des Ponts et Chaussées</i> , and holds a Master's degree in Industrial Management from the University of California, Berkeley in the United States. He has served as President of KréVal since 2021. Philippe Sauquet held a number of senior management positions within the TotalEnergies Group over more than 30 years, including member of the Executive Committee between 2014 and 2021, President of Gas, Renewables & Power and Executive Vice-President of Strategy & Innovation between 2016 and 2021, as well as President of Refining & Chemicals between 2014 and 2016. In the last decade, Philippe Sauquet was also a key figure in TotalEnergies' strategy to diversify into renewable energies and low-carbon solutions.	
Date of first appointment: 9 November 2021 Date appointment expires: AGM held to approve financial statements for 2021 financial year Nationality: French Number of shares held at 31 January 2022: 320 Business address: 14 bis rue Raynouard, 75016 Paris, France			
Other offices currently held **		Other offices held in the past five years but now expired **	
France ► Member of the Board of Directors, Axens International ► None		Expired in 2021 ► President of Gas, Renewables & Power and Executive Vice-President of Strategy & Innovation, TotalEnergies ► Member of the Executive Committee, TotalEnergies Expired from 2017 to 2020 ► None	

Fonds Stratégique de Participations (FSP) Director		PROFESSIONAL EXPERIENCE The Fonds Stratégique de Participations (FSP) is a long-term investment vehicle aimed at supporting French businesses over the long term with their growth and transition projects. It acquires large stakes in companies and plays a role in their governance through membership on their Board of Directors or Supervisory Board. It is owned by 7 French insurance companies, namely BNP Paribas Cardif, CNP Assurances, Crédit Agricole Assurances, Groupama, Natixis Assurances, Société Générale Assurances and Suravenir. FSP currently holds stakes in eight French companies, all of which are leaders in their respective fields: Seb, Arkema, Safran, Eutelsat Communications, Tikehau Capital, Elior, Néoen and Valeo. The fund is managed by ISALT, which is the French acronym for "Strategic Investments in Long-Term Equity". The FSP appointed Isabelle Boccon-Gibod as its permanent representative on the Company's Board of Directors.	
Date of first appointment: 15 May 2014 Date of last renewal: 18 May 2018 Date appointment expires: AGM held to approve financial statements for 2021 financial year Number of shares held at 31 December 2021: 5,946,391 Business address: ISALT, 93, bd Haussmann, 75008 Paris, France			
Represented by: Isabelle Boccon-Gibod Permanent representative of the FSP, member of the Audit and Accounts Committee and the Innovation and Sustainable Growth Committee		PROFESSIONAL EXPERIENCE Born in 1968, Isabelle Boccon-Gibod is a graduate of the <i>École Centrale de Paris</i> in France and the University of Columbia in the United States. She is notably a member of the National Investment Strategy Board (Conseil national d'orientation) of Bpifrance, and was Vice-President of the MEDEF Economic Commission, Director of the Paprec Group, and Director of Legrand. She was Executive Vice-President of Arjowiggins and an Executive Director of Sequana and also chaired Copacel, the French Association of Paper Industries, until the end of 2013. Isabelle Boccon-Gibod is also a photographer and author.	
Date appointed: 15 May 2014 Nationality: French Number of shares held at 31 December 2021: 250 Business address: Arkema, 420, rue d'Estienne-d'Orves, 92700 Colombes, France			
Other offices currently held **		Other offices held in the past five years but now expired **	
France ► Director, Legrand* ► Director, GTT* ► Director, CONSTELLIUM* ► Director, Paprec ► Director, Arc Holdings ► Chairman, Observatoire Conseil ► Chairman, DEMETER International ► None		Expired in 2021 ► Director, SilMach Expired from 2017 to 2020 ► Director, Sequana* ► Permanent representative of Fonds Stratégique de Participations, a director of Zodiac Aerospace* ► Vice-President of the Economic Commission, MEDEF ► Director, Centre Technique du Papier	

* Listed company.

** Outside the Arkema Group.

Directors proposed for appointment

In addition, the candidates for the term of office as director representing the shareholder employees, as proposed by the Supervisory Board of the Arkema Actionnariat France company mutual fund and the Arkema Actionnariat International company mutual fund respectively are Nicolas Patalano and Uwe Michael Jakobs. As there is only one position of director representing shareholder employees to be filled, only the candidate having obtained the greatest number and at least the majority of votes shall be appointed.

The Board of Directors supports the candidacy of Nicolas Patalano in view of the number of shares held by the FCPE Arkema Actionnariat France (3,196,514 shares, *i.e.* 4.2% of the share capital at 31 December 2021).

Nicolas Patalano	PROFESSIONAL EXPERIENCE
Nationality: French	Nicolas Patalano, currently Medium Term Project Technician in the High Performance Polymers Business Line, has held various positions within Arkema, including Process Technician, Industrial Hygiene Manager and Site Contract Manager in the HSE department, as well as Medium Term Correspondent in the Orgasol manufacturing line since he joined the company in 1998. In addition, he has held several positions within employee representative bodies for the CFE-CGC trade union, including Union Delegate, Central Union Representative and Group Coordinator. He is also Chairman of the regional union body Syndicat Régional Chimie Pyrénées Garonne.
Other offices currently held	
France <i>Within the Arkema Group</i> <ul style="list-style-type: none"> ▶ Member of the Supervisory Board of the Arkema Actionnariat France company mutual fund (<i>Fonds Commun de Placement d'Entreprise</i>) International <ul style="list-style-type: none"> ▶ None 	

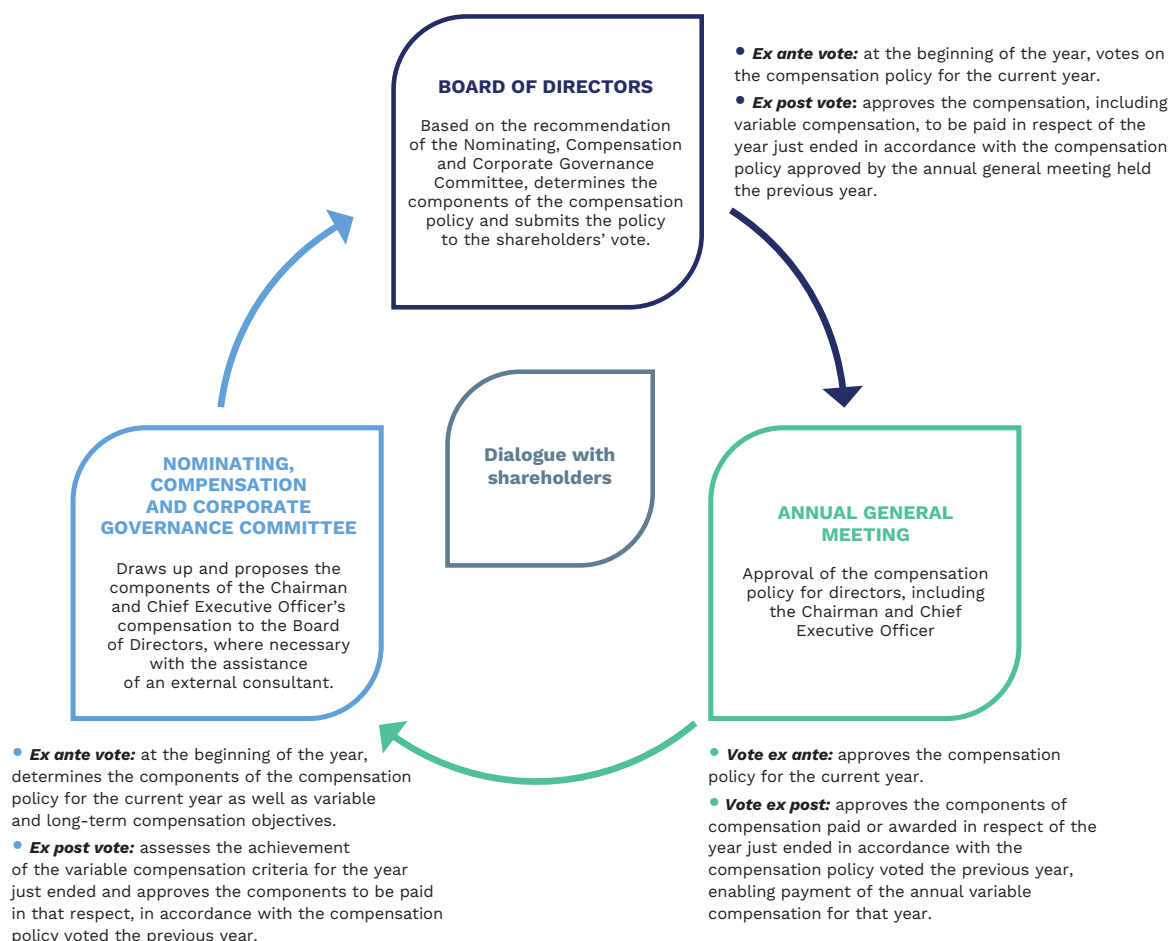
Uwe Michael Jakobs	PROFESSIONAL EXPERIENCE
Nationality: German	Uwe Michael Jakobs has been a member of the Supervisory Board of the Arkema Actionnariat International company mutual fund (FCPE) since 2016 and his appointment is proposed by this fund. Uwe Michael Jakobs, currently Senior Area Sales Manager of the Specialty polyamides business in Germany, Austria, Switzerland and BeNeLux, has held various positions as Global and Local Key Account Manager and Business Development Manager for this business line since he joined the company in 2008, and before that for the PMMA division in Western Europe. He is also a member of the Arkema GmbH works council and is currently Chairman of the Group's consolidated works council in Germany.
Other offices currently held	
France <i>Within the Arkema Group</i> <ul style="list-style-type: none"> ▶ Member of the Supervisory Board of the Arkema Actionnariat International company mutual fund (<i>Fonds Commun de Placement d'Entreprise</i>) International <ul style="list-style-type: none"> ▶ None 	

Compensation of executive directors

Compensation policy for executive directors

The Chairman and Chief Executive Officer is the Company's sole executive director.

The following diagram illustrates the discussion and decision process in order to determine and approve the compensation policy for the executive director and its implementation:



Compensation principles

The policy and principles governing the compensation of the Chairman and Chief Executive Officer are globally defined by the Board of Directors at each renewal of his term of office, *i.e.*, every four years, and for the duration of his term of office, on the proposal of the Nominating, Compensation and Corporate Governance Committee, if necessary with the assistance of external consultants whose objectivity has been verified. The Board of Directors conducts an overall assessment of the Chairman and Chief Executive Officer's compensation package, as well as a detailed review of its components, to ensure that the compensation package remains simple, easy to understand, balanced and consistent. In particular, it ensures that the compensation policy is aligned with the Group's medium- and long-term strategic priorities and that it reflects both the Group's financial performance and the Chairman and Chief Executive Officer's individual performance and responsibilities.

The compensation policy takes account of the social interests of the Company and its subsidiaries, and contributes to the strategy of the Group in its commercial, industrial and R&D aspects and to the sustainability of Arkema, by allocating variable compensation, determined based on criteria that reflect in a significant manner: (i) the contribution to the Group's earnings of new developments, which promotes innovation, the development of new products and the launch of new applications as well as the completion of major investment projects in line with the Group's targeted growth strategy, and (ii) the implementation of the Group's medium- and long-term strategy, and (iii) the implementation of the Group's medium- and long-term strategy by the Chairman and Chief Executive Officer, in particular the evolution of the Group's profile, CSR issues and operational management.

The compensation policy for the Chairman and Chief Executive Officer, which was amended upon Thierry Le Hénaff's re-election as director in accordance with the principles summarized above, was thus approved at the annual general meeting of 19 May 2020, for a four-year term and unchanged for 2022, comprised of:

- (i) an annual fixed compensation amounting to €1,000,000;
- (ii) an annual variable compensation taking into account the achievement of specific, precise and demanding quantitative and qualitative targets aligned with the Group's strategy and priorities and which can amount to 180% of the annual fixed compensation; and
- (iii) a long term compensation through the award of 30,000 performance shares fully subject to performance criteria and representing on the basis of a maximum allocation of 120% (i.e. 36,000 shares, in case of outperformance) approximately 70% of the base salary (fixed compensation plus maximum variable compensation) and approximately 45% of the total compensation package.

One component enabling the building up of a supplementary retirement benefit corresponding to 20% of his total fixed and variable compensation completes the policy package since the termination of the Chairman and Chief Executive Officer's supplementary defined benefit pension scheme on 7 June 2016.

The components are distributed in a balanced manner between short- and long-term components in line with the compensation of the Group's senior executives and employees. They are mainly submitted to the achievement of precise and quantified criterion reflecting the performance of the Group, thus favoring the development of the Company and the creation of value over the long-term and thus aligning the interests of the manager with those of the shareholders and all of the stakeholders.

In addition, there is a severance pay to be paid in case of forced departure as well as a non-compete clause the purpose of which is to prohibit the Chairman and Chief Executive Officer,

in consideration of an indemnity to be paid to him, for a period of one year from the effective date of termination of office, from engaging, directly or indirectly, in an activity that competes with Arkema's business, either on his own behalf or on behalf of another company.

In accordance with applicable legal provisions, this policy will again be submitted to the vote of the annual general meeting of 19 May 2022 under the 11th resolution.

All the information required in accordance with article L. 22-10-8 II of the French Commercial Code are detailed in the 2021 Universal Registration Document on pages 121 to 126, and includes, among other information, the information submitted to the shareholders' vote at the annual general meeting in the **11th resolution**.

Components of compensation due or awarded to the Company's executive director for 2021

In accordance with the provisions of Article L. 22-10-34 II of the French Commercial Code, the components of compensation due or awarded to Thierry Le Hénaff, Chairman and Chief Executive Officer of the Company, for the year ended 31 December 2021, are submitted to the shareholders' vote at this annual general meeting of 19 May 2022 in the **14th resolution**.

In 2021, the annual fixed compensation amounted to €1,000,000 and for the first time this year after being deferred due to the Covid-19 pandemic, the maximum achievable amount of annual variable compensation was 180% of annual fixed compensation, in compliance with the compensation policy approved by the annual general meeting of 20 May 2021.

Components of compensation submitted to a shareholder vote	Amounts paid during 2021	Amounts awarded for the 2021 financial year or accounting valuation	Presentation
Fixed compensation	€1,000,000	€1,000,000	In the context of the reappointment of Thierry Le Hénaff as director, approved at the annual general meeting of 19 May 2020, his annual fixed compensation was set at €1,000,000 per year as of 1 January 2021 for the duration of his term of office.
Annual variable compensation	€992,456	€1,800,000	The maximum achievable amount of variable compensation due in respect of 2021 was 180% of annual fixed compensation. The Board of Directors set the amount of variable compensation due in respect of 2021 based on the achievement of specific, precise and demanding quantitative and qualitative targets approved by the Board of Directors at its meeting on 24 February 2021, as follows: <ul style="list-style-type: none"> • concerning the three quantitative criteria linked to the Group's financial performance, the achievement rates in relation to the maximum of each sub-criterion were as follows: <ul style="list-style-type: none"> • 100% for EBITDA, whose average maximum weighting represents 45%, and which reached €1,727 million in 2021, a historic high, in a complex and demanding operating environment throughout a year marked by logistics disruptions, difficulties sourcing certain raw materials and high inflation in raw materials, energy and transportation costs. This very good performance, well above the guidance issued at the start of the year, was driven by a significant 7.3% growth in volumes and a marked increase in selling prices to offset high inflation. It also reflects an improvement in the product mix and a tight acrylics market. Specialty Materials delivered an excellent performance with strong growth in each segment and EBITDA of €1,503 million, up by 47.6% compared with 2020 (€1,018 million) and by 29.8% compared with 2019, the baseline year,

Components of compensation submitted to a shareholder vote	Amounts paid during 2021	Amounts awarded for the 2021 financial year or accounting valuation	Presentation
			<ul style="list-style-type: none"> • 100% for recurring cash flow, whose average maximum weighting represents 45%. Recurring cash flow in 2021 amounted to a particularly high €756 million (free cash flow adjusted for exceptional capex and non-recurring items), leading to an EBITDA to cash conversion rate of 43.8%, in line with the long-term target of 40%. This achievement reflects the Group's excellent operating performance and the increase in working capital, which nevertheless remains tightly controlled at 12.7% of sales, despite a context of strong growth in business and significant raw materials inflation. In addition, the increase in taxes paid is in line with the Group's improved operating performance, and recurring capital expenditure, at 5.3% of sales, is above the target of maintaining this metric at around 5.5%. This cash generation helped reduce the Group's net debt to around €1,177 million (including hybrid bonds), representing 0.7 x annual EBITDA, • 100% for the criterion of new developments, whose average maximum weighting represents 45%. As it does every year, the Board of Directors took into account the commercial success of the main innovation platforms, assessed using a reporting table that tracks the evolution of the margin on variable costs of various pre-defined products, the development of (also pre-defined) new customers, growth in emerging geographies, and the introduction of new applications over the year. For 2021, the Board noted the following more significant developments in particular: batteries, for which sales are up sharply, as well as 3D printing, additives for the solar industry, resins for paints, high performance adhesive powders for solar power, developments in sports including bio-based Pebax for sports shoes, and electronic applications. <p>The variable compensation due in respect of the quantifiable criteria thus amounted to 135% of the annual fixed compensation; and</p> <ul style="list-style-type: none"> • concerning the qualitative criteria, whose average maximum weighting represents 45% and which involved the implementation of the Group's strategy and main operational priorities for one half and operational management components for the other half, the notable achievements include: <ul style="list-style-type: none"> • regarding the implementation of the Group's strategy and main operational priorities: 2021 saw the continued transformation of the Group's profile in accordance with the 2024 strategy published in April 2020 with a focus on short- and medium-term innovation in major areas of sustainable development with significant success and progress and the announcement of a sales target of €1 billion in batteries by 2030, a continued focus on M&A operations, in particular with the finalization of the PMMA divestment, the signing of the acquisition of Ashland's performance adhesives business and the continuation of small bolt-on acquisitions (Permo seal and Agiplast), progress in major industrial projects such as PA 11 in Singapore and hydrofluoric acid with Nutrien, on schedule and on budget despite a complicated health context, as well as the continuation of the strategic review of fluorogases and fluorospecialties. At end-2021, based on pro forma figures, the Specialty Materials platform accounted for 88% of Group sales compared with 82% at end-2020,

Components of compensation submitted to a shareholder vote	Amounts paid during 2021	Amounts awarded for the 2021 financial year or accounting valuation	Presentation
			<ul style="list-style-type: none"> regarding operational management components, one-third of which were quantifiable: the consolidation of workstation safety performance at the excellent 2020 level with a TRIR of 1 accident per million hours worked and a particular focus on process safety with a sharp drop in the PSER from 4 to 3.1 as well as on cybersecurity with no notable incidents, the continuation of Bostik's integrated organization and administrative process reliability drive and the ramp-up of cross-functional initiatives (commercial excellence, cybersecurity, digitization and data management). The Board also acknowledged the continued deployment of the CSR roadmap, with Arkema's rise in the DJSI index to third place in the "Chemicals" category (vs. sixth in 2020) and inclusion in the new CAC 40[®] ESG index, once again representing major recognition of the progress achieved by Arkema, the advances made in systematically evaluating its portfolio in light of sustainability criteria, as well as the progress recorded in several non-financial performance indicators in line with its long-term targets, such as the sustainable solutions offering as well as the reduction in greenhouse gas emissions, which have decreased by 10% (scope excluding PMMA) ahead of the WB 2 degrees trajectory, and emissions to water. Lastly, the Board noted Arkema's dynamic corporate governance with, in particular, changes to the composition of the Board of Directors and its committees and the creation and initial work of the new Innovation and Sustainable Growth Committee, as well as progress in talent management initiatives, with greater diversity within the Group management committee and the development of mobility processes and succession plans. <p>In light of all of these achievements, and the manner in which the Group was able to adapt to the challenging and volatile circumstances of 2021, marked by very high inflation in raw materials, energy and logistics costs as well as supply chain disruptions and the health crisis, the achievement rate of these criteria was set at 100%. Consequently, the average variable compensation due in respect of qualitative criteria was set at 45% of the annual fixed compensation.</p> <p>In total, the variable compensation for 2021 amounts to €1,800,000, <i>i.e.</i>, 100% of the maximum. It represents 180% of the 2021 annual fixed compensation.</p> <p>The payment of this annual variable compensation is subject to the approval by the annual general meeting of 19 May 2022 of the Chairman and Chief Executive Officer's compensation components, in accordance with the conditions provided for under article L. 22-10-34, II of the French Commercial Code (14th resolution). The compensation would only be paid after this date.</p> <p>As a reminder, variable compensation for 2020 amounted to €992,456, <i>i.e.</i>, 73% of the maximum.</p>
Deferred variable compensation	N/A	N/A	Thierry Le Hénaff receives no deferred variable compensation.
Exceptional compensation	N/A	N/A	Thierry Le Hénaff receives no exceptional compensation.
Compensation for serving as a director	N/A	N/A	Thierry Le Hénaff receives no compensation from Arkema for serving as a director.
Stock options	N/A	N/A	Thierry Le Hénaff does not receive any stock options.

Components of compensation submitted to a shareholder vote	Amounts paid during 2021	Amounts awarded for the 2021 financial year or accounting valuation	Presentation
Performance shares	N/A	€2,457,300	<p>Making use of the authorization granted by the annual general meeting of 21 May 2019 (13th resolution), at its meeting of 9 November 2021, the Board of Directors awarded 30,000 performance shares (representing 0.04% of share capital) to Thierry Le Hénaff (out of a total of 364,288 shares granted to 1,532 grantees, representing less than 10% of the performance share grant taking into account the eventual outperformance).</p> <p>The shares will vest at the end of a three-year period subject to a presence condition and if the following five performance targets are met: EBITDA margin for the Specialty Materials platform, EBITDA to cash conversion rate, comparative Total Shareholder Return, return on average capital employed for the Specialty Materials platform and Arkema's CSR performance (comprising four indicators: Climate and non-renewable resources management (40%), TRIR (30%) and percentage of women in senior management and executive positions (30%). Each criterion is applied to 20% of the awarded rights. The vesting period is followed by a two-year mandatory holding period. Further details on the criteria may be found in section 3.5.1 of the 2021 Universal Registration Document.</p> <p>In the event of outperformance, and pursuant to the aforementioned performance conditions set out in section 3.5.1 of the 2021 Universal Registration Document, this award could rise to 36,000 shares, or 120% of the maximum awarded.</p>
Pension	€378,491	€560,000	<p>Since 7 June 2016, when the supplementary defined benefit pension scheme (governed by article L. 137-11 of the French Social Security Code) from which he benefited was terminated, Thierry Le Hénaff benefits from an additional annual payment corresponding to 20% of his total fixed and variable compensation for the year concerned, to enable him to build up his supplementary retirement benefits, year after year.</p> <p>Thierry Le Hénaff has committed to invest this entire amount, net of any contributions and tax, in savings vehicles dedicated to financing his supplementary retirement benefits.</p>
Benefits in kind	N/A	€6,720	Thierry Le Hénaff has the use of a company car.

Components of compensation paid or awarded for 2021 already approved by the annual general meeting

Severance payment	No payment ⁽¹⁾		<p>Thierry Le Hénaff is entitled to severance payment in the event of his forced departure. The amount is calculated by reference to the achievement of three demanding conditions set by the Board of Directors and approved by the annual general meeting (TRIR – total recordable injury rate, annual variable compensation, and EBITDA to cash conversion rate) and cannot exceed twice his total annual gross fixed and variable compensation. The calculation base is the fixed annual compensation for the year in which the forced departure occurs and the average of the last two years of variable compensation paid prior to departure.</p> <p>The amount of the payment is calculated based on three demanding conditions, each accounting for one-third of the total:</p> <ul style="list-style-type: none"> • TRIR: average TRIR (total recordable injury rate) for the three years preceding departure would have to be less than or equal to 1.4, making Arkema a leader for the industry as a whole; • annual variable compensation: on average, the annual variable compensation paid during the three years preceding departure would have to be at least 75% of the target variable amount; • EBITDA to cash conversion rate (defined as free cash flow excluding exceptional capital expenditure divided by EBITDA) the EBITDA to cash conversion rate must be greater than or equal to 35%. The achievement rate will be determined using the average conversion rate for the three years preceding departure. <p>In addition, the Board of Directors has decided to gradually reduce the maximum termination indemnity that would be payable to 18 months of total annual gross compensation (fixed and variable) in case of a departure beyond 60 years of age, and 12 months of total annual gross compensation (fixed and variable) beyond 62-and-a-half years of age. No compensation would be paid in the event of departure beyond the age of 65.</p>
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(1) Estimate of the amounts payable at 31 December 2021, in a theoretical case of forced departure, in accordance with the provisions of article L. 22-10-9, I, 4° of the French Commercial Code: €4,792,456.

Components of compensation submitted to a shareholder vote	Amounts paid during 2021	Amounts awarded for the 2021 financial year or accounting valuation	Presentation
Non-compete compensation	N/A		<p><i>Thierry Le Hénaff is subject to a non-compete clause, in accordance with the legal provisions and recommendations of the AFEP-MEDEF Code, whereby, in the event of termination of his office as Chairman and Chief Executive Officer, for whatever reason, he will be bound by a non-compete obligation, limited to a period of one year from the effective date of termination.</i></p> <p><i>The purpose of this non-compete clause is to prohibit Thierry Le Hénaff, in consideration of an indemnity to be paid to him under the conditions set out below, for a period of one year from the effective date of termination of office, from engaging, directly or indirectly, in an activity that competes with Arkema's businesses, either on his own behalf or on behalf of another company. An activity that competes with Arkema's businesses means any specialty chemicals activity carried on in the same geographic regions and sectors as those of the Arkema Group when the term of office ends.</i></p> <p><i>In consideration of the non-compete undertaking, and throughout the term of the agreement, Thierry Le Hénaff will receive a monthly indemnity equal to 100% of his monthly compensation calculated based on the sum of his fixed compensation for the year in which his term of office ended and the average of his annual variable compensation paid for the last two years prior to the effective termination date. A monthly payment will be made throughout the period of this non-compete agreement.</i></p> <p><i>Any breach of this non-compete obligation will require Thierry Le Hénaff to repay the monthly indemnities he has already received and the Company will no longer be liable to pay the remaining indemnities through to the end of the one-year period.</i></p> <p><i>The Board of Directors may decide to waive this non-compete clause up to the effective date of termination of Thierry Le Hénaff's office at the latest. In such an event, he would no longer be bound by the constraints of the non-compete clause referred to above and the Company would be released from any commitment to pay him a non-compete compensation.</i></p> <p><i>It should be noted that Thierry Le Hénaff will only be entitled to this indemnity if his departure is not concomitant with his retirement. Moreover, Thierry Le Hénaff will not be entitled to the indemnity once he reaches the age of 65. In these two cases, Thierry Le Hénaff will be released from his obligations.</i></p> <p><i>Lastly, in accordance with the recommendations of the AFEP-MEDEF Code, in the event of the simultaneous application of the severance payment and the non-compete compensation, the cumulative amount of these indemnities will not exceed two years of fixed and variable compensation (as defined above).</i></p>

Equity ratios between the compensation of the Chairman and Chief Executive Officer and the average and median compensation of the Company's employees as well as the annual change in the Chairman and Chief Executive Officer's compensation, the Company's performance, the average compensation of the Company's employees other than executives and the above-mentioned fairness ratios over the last five years, are described in section 3.4.2.2 of the 2021 Universal Registration Document.

Compensation policy for non-executive directors

Compensation principles

The compensation of non-executive directors is reviewed every four years, at the end of the Company's Chairman and Chief Executive Officer's term of office as a director. It was last reviewed and adopted at the annual general meeting of 19 May 2020. This meeting also set the maximum annual amount of compensation that the Board of Directors may allocate between its members and those of the specialized committees at €800,000.

As announced in the press release published by the Company on 14 April 2020, the amount and the conditions of the allocation of the compensation applicable from 1 January 2021 is as follows, in line with the policy voted at the annual general meeting on 19 May 2020, for a four-year period and consequently unchanged for 2022:

- an annual fixed amount of €25,000 per director paid on a *pro rata* basis in the event of a change during the year; and
- a predominant variable amount based on directors' attendance, as follows:
 - €3,500 per director present at a Board of Directors' meeting, except for exceptional meetings held by conference call and of a shorter duration for which the variable amount is set at €1,750,
 - €2,500 per director present at a specialized committee meeting (excluding the chairman), except for exceptional meetings held by conference call and of a shorter duration for which the variable amount is set at €1,250, and
 - €5,000 per committee chairman present at a specialized committee meeting, except for exceptional meetings held by conference call and of a shorter duration for which the variable amount is set at €2,500.

The senior independent director receives additional annual fixed compensation of €10,000.

In accordance with the recommendations of the AFEP-MEDEF Code, these allocation rules take account of the directors'

membership of the Board of Directors and/or its committees, and their effective participation in meetings, by making the variable portion of their compensation predominant. The amounts allocated are adapted in accordance with the level of responsibility entrusted to directors and the time they must devote to their duties. The compensation and employment conditions of the Company's employees are also an integral part of the process for determining and revising the compensation policy and are taken into account when analyzing the consistency of the compensation structure in place. Compensation is also designed to comply with the Group policy on preventing potential conflicts of interest between the directors and the Company.

The compensation of non executive-directors as voted at the annual general meeting of 19 May 2020 for a period of 4 years is again submitted, unchanged, in accordance with the provisions of article L. 22-10-8 II of the French Commercial Code, to the shareholders vote under the **10th resolution**.

Setting of the maximum amount of total annual compensation for directors

Given the increasing number of Board and committee meetings over the past two years, and to take into account the creation of the Innovation and Sustainable Growth Committee in 2021 and the growing number of ESG topics that may require this committee to meet more often than planned (currently at least twice per year), as well as the Group's M&A activity and all other exceptional events or circumstances that may give rise to more additional in-person or virtual Board meetings, the Board of Directors, on the recommendation of the Nominating, Compensation and Corporate Governance Committee, has decided to ask shareholders to increase the current maximum annual compensation from €800,000 to €900,000. This proposal will be submitted to the annual general meeting to be held on 19 May 2022 in the **12th resolution**.

Implementation of the compensation policy for 2021

In accordance with the compensation policy set out above, compensation awarded to non-executive directors for 2021 amounted to €683,750 (compared with €606,500 for 2020), allocated as indicated in the following table based on the attendance rates of each directors:

(En euros)	2021		2020	
	Amounts awarded	Amounts paid ⁽¹⁾	Amounts awarded	Amounts paid
Yannick Assouad, director	23,000 ⁽²⁾	36,750 ⁽²⁾	50,500	47,250
Jean-Marc Bertrand, director representing shareholder employees ⁽³⁾	None	None	None	None
Isabelle Boccon-Gibod, permanent representative of FSP, director	70,500	72,500	64,000	59,500
Marie-Ange Debon, director	79,750	88,250	76,000	71,500
Ilse Henne, director	52 500 ⁽⁴⁾	31 500 ⁽⁴⁾	-	-
Ian Hudson, director	70,500	72,500	64,000	59,500
Alexandre de Juniac, director	55,250 ⁽⁵⁾	60,250 ⁽⁵⁾	58,500	56,000
Victoire de Margerie, director	63,000	65,500	58,500	49,500
Laurent Mignon, director	47,750 ⁽⁶⁾	85,500 ⁽⁶⁾	47,500	41,500
Hélène Moreau-Leroy, senior independent director	72,250	79,250	74,000	69,500
Thierry Morin, director	34,750 ⁽⁷⁾	54,000 ⁽⁷⁾	66,000	65,500
Sébastien Moynot, permanent representative of Bpifrance Investissement, director	38,750 ⁽⁸⁾	0 ⁽⁸⁾	-	-
Nathalie Muracciole, director representing employees ⁽³⁾	None	None	None	None
Marc Pandraud, director	24,750 ⁽⁹⁾	47,500 ⁽⁹⁾	47,500	43,000
Thierry Pilenko, director	41 250 ⁽¹⁰⁾	0 ⁽¹⁰⁾	-	-
Susan Rimmer, director representing employees ⁽³⁾	None	None	None	None
Philippe Sauquet, director	9,750 ⁽¹¹⁾	-	-	-
TOTAL	683,750	693,500	606,500 ⁽¹²⁾	563,000 ⁽¹²⁾

(1) Amounts paid in 2021 based on the payment arrangements for each of the directors.

(2) Yannick Assouad's term of office expired at the close of the annual general meeting of 20 May 2021.

(3) Jean-Marc Bertrand, Nathalie Muracciole and Susan Rimmer are on the payroll of Arkema France. They do not receive any compensation for their duties as director representing shareholder employees or directors representing employees.

(4) Ilse Henne has been a director of the Company since 20 May 2021.

(5) Alexandre de Juniac's term of office ended on 9 November 2021.

(6) Laurent Mignon received his full compensation for 2020 in the first quarter of 2021. He has opted to be paid by the quarter since April 2021.

(7) Thierry Morin's term of office expired at the close of the annual general meeting of 20 May 2021.

(8) Bpifrance Investissement, represented by Sébastien Moynot, has been a director of the Company since 20 May 2021.

(9) Marc Pandraud's term of office expired at the close of the annual general meeting of 20 May 2021. Marc Pandraud declined all amounts due to him in return for his work as a director of Arkema and requested that the Company donate his compensation to charity.

(10) Thierry Pilenko has been a director of the Company since 20 May 2021.

(11) Philippe Sauquet has been a director of the Company since 9 November 2021.

(12) This amount includes compensation paid to directors whose terms of office expired in 2020.

With the exception of Jean-Marc Bertrand, director representing shareholder employees, and Nathalie Muracciole and Susan Rimmer, directors representing employees, who are paid a salary by Arkema France, members of the Board of Directors (non-executive directors) did not receive any other compensation or benefits from the Company during the year ended 31 December 2021. In addition, no compensation other than that mentioned above and paid by the Company was paid

to the Company's non-executive directors by other Group companies during the year.

In accordance with the provisions of article L. 22-10-34 of the French Commercial Code, the compensation of the non-executive directors referred to above, together with the compensation referred to in article L. 22-10-9 I of the French Commercial Code and summarized on pages 18 to 22 of this brochure, are submitted to the shareholders' vote at the annual general meeting under the **13th resolution**.

PROPOSED AGENDA AND RESOLUTIONS

Proposed agenda for the combined annual general meeting

Resolutions proposed to the **ordinary** general meeting

- Approval of the Company's financial statements for the year ended 31 December 2021.
- Approval of the consolidated financial statements for the year ended 31 December 2021.
- Allocation of profit for the year ended 31 December 2021 and setting of the dividend.
- Approval of the agreements referred to in articles L. 225-38 *et seq.* of the French Commercial Code (*Code de commerce*).
- Ratification of the co-optation of Philippe Sauquet as a member of the Board of Directors.
- Reappointment of Philippe Sauquet as a member of the Board of Directors.
- Reappointment of the Fonds Stratégique de Participations as a member of the Board of Directors.
- Reappointment of Marie-Ange Debon as a member of the Board of Directors.
- Appointment of Nicolas Patalano as director representing shareholder employees ⁽¹⁾.
- Appointment of Uwe Michael Jakobs as director representing shareholder employees ⁽¹⁾.
- Approval of the compensation policy for directors, other than the Chairman and Chief Executive Officer.
- Approval of the compensation policy for the Chairman and Chief Executive Officer.
- Setting of the maximum amount of total annual compensation for directors.
- Approval of the information provided for in the corporate governance report and relating to the compensation of executive officers.
- Approval of the components of compensation paid or awarded to the Chairman and Chief Executive Officer for the year ended 31 December 2021.
- Authorization granted to the Board of Directors to carry out a share buyback program.

Resolutions proposed to the **extraordinary** general meeting

- Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, with preferential subscription rights.
- Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, by means of a public offering other than that referred to in article L. 411-2 1° of the French Monetary and Financial Code (*Code monétaire et financier*), without preferential subscription rights but with a mandatory priority period.
- Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, without preferential subscription rights, by means of a public offering referred to in article L. 411-2 1° of the French Monetary and Financial Code.
- Authorization granted to the Board of Directors, in the event of the issue of shares in the Company and/or securities giving access to shares in the Company, without preferential subscription rights, to set the issue price in accordance with the terms set forth by the annual general meeting up to a maximum of 10% of the share capital over a 12-month period.
- Delegation of authority granted to the Board of Directors to carry out capital increases as compensation for contributions in kind.
- Authorization granted to the Board of Directors to increase the number of shares to be issued in the event of excess demand.
- Overall limit on authorizations to issue shares in the Company immediately and/or in the future.
- Delegation of authority granted to the Board of Directors to carry out capital increases reserved for members of a company savings plan (*Plan d'Épargne d'Entreprise*), without preferential subscription rights.
- Delegation of authority granted to the Board of Directors to award free shares in the Company subject to performance conditions.
- Powers to carry out formalities.

(1) As there is only one position of director representing shareholder employees to be filled, only the candidate having obtained the greatest number and at least the majority of votes shall be appointed. The Board of Directors has approved the candidacy of Nicolas Patalano.

Presentation and text of the resolutions proposed by the Board of Directors

Resolutions proposed to the **ordinary** general meeting

1ST AND 2ND RESOLUTIONS APPROVAL OF THE FINANCIAL STATEMENTS FOR THE YEAR

OVERVIEW

The purpose of the **1st** and **2nd** resolutions is to approve respectively the Company's financial statements and the Arkema Group's consolidated financial statements for the year ended 31 December 2021.

FIRST RESOLUTION

(Approval of the Company's financial statements for the year ended 31 December 2021)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Company's financial statements for the year ended 31 December 2021, the Board of Directors' management report and the statutory auditors' reports, approves said financial statements as well as the transactions reflected therein and described in said reports.

In accordance with the provisions of article 223 *quater* of the French Tax Code (*Code général des impôts*), the annual general meeting approves the expenses and charges mentioned in article 39-4 of said code, which amounted to €77,087 in the financial year ended 31 December 2021, and given the Company's tax position in 2021, the non-deductibility of these expenses resulted in an additional current tax of €21,900.

SECOND RESOLUTION

(Approval of the consolidated financial statements for the year ended 31 December 2021)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the consolidated financial statements for the year ended 31 December 2021, the Board of

Directors' Group management report and the statutory auditors' report on the consolidated financial statements, approves said financial statements as well as the transactions reflected therein and described in said reports.

3RD RESOLUTION ALLOCATION OF PROFIT AND SETTING OF THE DIVIDEND

OVERVIEW

The purpose of the **3rd** resolution is to approve the distribution of a **dividend of €3 per share, 20% up** compared to prior year. The payout ratio amounts to 25% of the Group's adjusted net income per share.

The shares will trade ex-dividend as of **23 May 2022**. The dividend will be payable as of **25 May 2022**.

THIRD RESOLUTION

(Allocation of profit for the year ended 31 December 2021 and setting of the dividend)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having noted that the Company's financial statements for the year ended 31 December 2021 show a profit

of €282,358,263.44, plus prior retained earnings of €1,812,685,091.48, decides, as recommended by the Board of Directors, to allocate the distributable profit for the financial year as follows:

Source

Profit for the period	€282,358,263.44
Prior retained earnings	€1,812,685,091.48
Distributable profit	€2,095,043,354.92

Allocation

Legal reserve	€-
Dividend distribution ⁽¹⁾	€222,858,123
Retained earnings	€1,872,185,231.92

(1) The total dividend distribution is calculated on the basis of the number of shares carrying dividend rights at 24 January 2022 and existing on the date of the Board of Directors' meeting adopting the proposed resolutions 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 abovementioned dividend distribution is the gross amount, calculated before any taxes or social security contributions that may apply to shareholders depending on their particular situation. Dividends paid to individual shareholders domiciled for tax purposes in France are in principle subject either to a 12.8% flat tax (prélèvement forfaitaire unique – PFU), calculated on the gross amount of the dividend (article 200 A of the French Tax Code), or, if the beneficiary expressly and irrevocably so elects, to taxation on the progressive income tax scale, after application of 40% tax relief (article 158, 3.2° of the French Tax Code). This option is applicable to all income subject to the PFU flat tax, with no possibility of a partial option. It must be exercised by beneficiaries each year when filing their income tax return and no later than the filing deadline. In addition, the dividend is subject to social security contributions at a rate of 17.2%, a percentage of which may be deductible in the event of election of taxation on the progressive income tax scale. Beneficiaries whose reference taxable income exceeds certain thresholds are also subject to an exceptional surtax on high incomes (contribution exceptionnelle sur les hauts revenus – CEHR), provided for in article 223 sexies of the French Tax Code, on a scale adjusted for family status (single persons or equivalent, couples with joint taxation). Shareholders are invited to contact their tax advisor.

Accordingly, the annual general meeting decides to pay a dividend of €222,858,123 with regard to the 74,286,041 shares carrying dividend rights on 24 January 2022 and existing on the date of the Board of Directors' meeting adopting the proposed resolutions, corresponding to a distribution of three (3) euros per share, it being specified that full powers are granted to the Board of Directors to set the definitive total amount of the dividend, the balance of distributable income and consequently the amount to be allocated to retained earnings.

The shares will be traded ex-dividend as of 23 May 2022 and the dividend for the 2021 financial year will be paid as of 25 May 2022.

This dividend will be 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 aforementioned Tax Code, provided notably that the beneficiary has elected for taxation on the progressive income tax scale (see above).

In accordance with the provisions of article 243 bis of the French Tax Code, it is recalled that the dividend paid for the last three financial years was as follows:

Financial year	2020	2019	2018
Dividend distribution (in euros)	190,660,817.50	168,171,755.40	190,282,390.00
Net dividend per share (in euros)	2.50 ⁽¹⁾	2.20 ⁽¹⁾	2.50 ⁽¹⁾

(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, applicable, under certain conditions, in the event of election of taxation on the progressive income tax scale.

4TH RESOLUTION**APPROVAL OF RELATED-PARTY AGREEMENTS****OVERVIEW**

In accordance with the law, the Board of Directors performed its annual review of the related-party agreements entered into and the commitments made and authorized during previous years, and still in place during the year ended 31 December 2021. It noted that the only agreement in force in 2021, already approved by the annual general meeting of 20 May 2021, is a multi-currency syndicated line of credit entered into with, among others, Natixis and JP Morgan Securities PLC. This agreement consisted in the setting up by nine banks, including Natixis and JP Morgan PLC, in favor of Arkema and its subsidiary Arkema France, of a multi-currency syndicated credit facility agreement of a maximum amount of €1 billion for the purpose of financing the general needs of the Company.

In addition, during the course of 2021, the Board of Directors authorized the signature of an amendment to the existing syndicated credit facility. The purpose of this amendment is to include CSR criteria, allowing the adjustment of the margin applicable to the credit, based on the annual performance of CSR objectives set by the Group in line with the Company's long-term strategy.

Consequently, the purpose of the **4th resolution** is to duly note the information relating to the related-party agreements as set out in the statutory auditors' special report included in section 7.1 of the 2021 Universal Registration Document.

FOURTH RESOLUTION

(Approval of the agreements referred to in articles L. 225-38 et seq. of the French Commercial Code)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the statutory auditors' special report provided for in article L. 225-40 of the French Commercial Code, duly notes the information relating to the agreements

entered into and the commitments made during prior financial years and approved by the annual general meeting and approves the agreement authorized and entered into during the financial year ended 31 December 2021 referred to in this report.

5TH TO 9TH RESOLUTIONS AND RESOLUTION A COMPOSITION OF THE BOARD OF DIRECTORS

OVERVIEW

The Board of Directors has decided to propose at this annual general meeting the **ratification of the co-optation**, decided on a provisional basis on 9 November 2021, of Philippe Sauquet for the remaining term of office of Alexandre de Juniac, who resigned. The ratification of the co-optation of Philippe Sauquet will enable the Board of Directors to benefit from his experience as a high-level executive in a listed company in the chemical industry, particularly in the diversification strategy for renewable energies and low-carbon solutions (**5th resolution**).

The terms of office of Philippe Sauquet, the Fonds Stratégique de Participations, whose permanent representative is Isabelle Boccon-Gibod, of Marie-Ange Debon and of Jean-Marc Bertrand, director representing shareholder employees, are due to expire at the close of this annual general meeting.

On the recommendation of the Nominating, Compensation and Corporate Governance Committee, the Board of Directors proposes to this annual general meeting to **reappoint for a four-year term**:

- **Philippe Sauquet**, as independent director. This renewal will enable the Board of Directors to continue to benefit from his experience as a high-level executive in industry, of his diverse expertise in chemicals, and of his unique knowledge of renewable energies and low-carbon solutions and their challenges. Moreover, Philippe Sauquet has been able to deepen his knowledge of Arkema's strategy and activities over the past few months. (**6th resolution**);
- The **Fonds Stratégique de Participations**, as director, whose permanent representative will remain **Isabelle Boccon Gibod**. This renewal will enable the Board of Directors to continue to benefit from the presence of a reference and long-term shareholder, which fully supports the strategy to refocus towards Specialty Materials implemented by Arkema, as well as from Isabelle Boccon-Gibod's experience as a high-level executive in industry and her knowledge of Arkema and its priorities developed during her last two terms of office. (**7th resolution**); and
- **Marie-Ange Debon**, as independent director. This renewal will enable the Board of Directors to continue to benefit from her long experience as a high-level executive in the public and private sectors, from her great accounting and financial expertise, as well as from her knowledge of Arkema and of its priorities developed over the last four years within the Board and the Audit and Accounts Committee (**8th resolution**).

In addition, two candidacies are proposed to this annual general meeting for the position of director representing employee shareholders: Nicolas Patalano (**9th resolution**) and Uwe Michael Jakobs (**resolution A**). As there is only one position of director representing shareholder employees to be filled, only the candidate having obtained the greatest number and the majority of votes shall be appointed. The Board of Directors has decided to support the candidacy of Nicolas Patalano, member of the Supervisory Board of the FCPE Arkema Actionnariat France appointed by the latter, in view of the number of shares held by the FCPE Arkema Actionnariat France (3,196,514 shares, *i.e.* 4.2% of the share capital at 31 December 2021). His diverse experience within the Group, in particular in High Performance Polymers, will be precious during the Board's discussions.

In view of these changes and subject to approval of these resolutions, **seven** of the **fourteen members** of the Board of Directors would be women at the close of this annual general meeting, *i.e.* **45%** (excluding directors representing employees and shareholder employees). In addition, with eight independent members, the **independence rate** would amount to **73%** (excluding directors representing employees and shareholder employees), unchanged compared to 2021.

The education and professional experience of Philippe Sauquet, Marie-Ange Debon and Isabelle Boccon-Gibod, the Fonds Stratégique de Participations and of Nicolas Patalano are set out in pages 14 to 16 of this document.

FIFTH RESOLUTION

(Ratification of the co-optation of Philippe Sauquet as a member of the Board of Directors)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Board of Directors' report, ratifies the appointment, decided on a provisional basis by the Board of Directors at its meeting on 9 November 2021, of

Philippe Sauquet as director, in place of Alexandre de Juniac who resigned, for the remainder of the term of his office, *i.e.*, until the close of the ordinary general meeting to be held in 2022 to approve the financial statements for the year ended 31 December 2021.

SIXTH RESOLUTION*(Reappointment of Philippe Sauquet as a member of the Board of Directors)*

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, having considered the Board of Directors' report and noting that the term of office of Philippe Sauquet expires at the

close of this annual general meeting, decides to reappoint him for a term of four (4) years expiring at the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ending 31 December 2025.

SEVENTH RESOLUTION*(Reappointment of the Fonds Stratégique de Participations as a member of the Board of Directors)*

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, having considered the Board of Directors' report and noting that the term of office as director of the Fonds Stratégique de Participations expires at the close of this annual

general meeting, decides to reappoint it for a term of four (4) years expiring at the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ending 31 December 2025.

EIGHTH RESOLUTION*(Reappointment of Marie-Ange Debon as a member of the Board of Directors)*

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, having considered the Board of Directors' report and noting that the term of office of Marie-Ange Debon expires at the

close of this annual general meeting, decides to reappoint her for a term of four (4) years expiring at the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ending 31 December 2025.

NINTH RESOLUTION ⁽¹⁾*(Appointment of Nicolas Patalano as director representing shareholder employees)*

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Board of Directors' report, decides, pursuant to article 10.2 of the Company's Articles of Association, to appoint Nicolas Patalano as director representing

shareholder employees for a term of four (4) years expiring at the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ending 31 December 2025.

RESOLUTION A ⁽¹⁾*(Appointment of Uwe Michael Jakobs as director representing shareholder employees)*

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Board of Directors' report, decides, pursuant to article 10.2 of the Company's Articles of Association, to appoint Uwe Michael Jakobs as director

representing shareholder employees for a term of four (4) years expiring at the close of the ordinary general meeting to be held in 2026 to approve the financial statements for the year ending 31 December 2025.

10TH AND 11TH RESOLUTIONS**APPROVAL OF THE COMPENSATION POLICY FOR NON-EXECUTIVE DIRECTORS AND THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER****OVERVIEW**

In accordance with article L. 22-10-8 II of the French Commercial Code:

- In the **10th resolution**, 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. This compensation policy is presented in section 3.4.1.1 of the 2021 Universal Registration Document on page 119, and on page 23 of this document.
- In the **11th resolution**, the Board of Directors recommends that you approve the **compensation policy for 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 the French Commercial Code. This compensation policy is presented in section 3.4.2.1 of the 2021 Universal Registration Document on pages 121 to 126, completed by the *addendum* published on 6 April 2022 on the Company's website in the section Investors/Annual general meeting, and on pages 17 and 18 of this document.

(1) 9th resolution and resolution A: pursuant to article 10.2 of the Company's Articles of Association, as there is only one position of director representing employees to be filled, only the candidate having obtained the greatest number and at least the majority of votes shall be appointed. The Board of Directors has approved the candidacy of Nicolas Patalano.

TENTH RESOLUTION

(Approval of the compensation policy for directors, other than the Chairman and Chief Executive Officer)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the corporate governance report referred to in article L. 225-37 of the French Commercial Code describing the compensation policy for directors, other

than the Chairman and Chief Executive Officer, approves said policy as presented in section 3.4.1.1 of the 2021 Universal Registration Document, in compliance with article L. 22-10-8 II of the French Commercial Code.

ELEVENTH RESOLUTION

(Approval of the compensation policy for the Chairman and Chief Executive Officer)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the corporate governance report referred to in article L. 225-37 of the French Commercial Code describing the compensation policy for the Chairman and

Chief Executive Officer and in its *addendum* published on 6 April 2022, approves said policy as presented in section 3.4.2.1 of the 2021 Universal Registration Document, completed by said *addendum*, in compliance with article L. 22-10-8 II of the French Commercial Code.

12TH RESOLUTION

SETTING OF THE MAXIMUM AMOUNT OF TOTAL ANNUAL COMPENSATION FOR DIRECTORS

OVERVIEW

Pursuant to article L. 225-45 of the French Commercial Code, the purpose of the **12th resolution** is to submit to the approval of shareholders the increase of the maximum amount of total annual compensation that the Company may allocate to members of the Board of Directors as from 1 January 2022, from €800,000 to €900,000.

This decision and the total annual amount of compensation allocated to the Board of Directors would be maintained for subsequent financial years until a new decision is adopted by the general meeting.

TWELFTH RESOLUTION

(Setting of the maximum amount of total annual compensation for directors)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Board of Directors' report, decides to set at €900,000 the maximum amount of the annual fixed sum provided for in article L. 225-45 of the French

Commercial Code, which the Company may allocate to directors as compensation for their duties as of 2022 and for each subsequent year, until a new decision is adopted by the annual general meeting.

13TH RESOLUTION

APPROVAL OF THE INFORMATION PROVIDED FOR IN THE REPORT ON CORPORATE GOVERNANCE RELATING TO THE REMUNERATION OF EXECUTIVE OFFICERS

OVERVIEW

Pursuant to article L. 22-10-34 II of the French Commercial Code, the purpose of the **13th resolution** is to submit to the approval of shareholders the information about the compensation of directors, including the Chairman and Chief Executive Officer, referred to in article L. 22-10-9 I of the French Commercial Code, and presented in the corporate governance report provided for in article L. 225-37 of said Code. This information is provided in detail in sections 3.4.1.2 and 3.4.2.2 of the 2021 Universal Registration Document, on pages 120 and 126 to 131, as well as on page 24 of this document.

THIRTEENTH RESOLUTION

(Approval of the information provided for in the corporate governance report and relating to the compensation of executive officers)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the corporate governance report referred to in article L. 225-37 of the French Commercial

Code, approves the information provided for in article L. 22-10-9 of said Code and presented in sections 3.4.1.2 and 3.4.2.2 of the 2021 Universal Registration Document, in compliance with article L. 22-10-34 I of the French Commercial Code.

14TH RESOLUTION

APPROVAL OF THE COMPONENTS OF COMPENSATION PAID IN OR AWARDED TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER FOR THE YEAR ENDED 31 DECEMBER 2021

OVERVIEW

Pursuant to article L. 22-10-34 II of the French Commercial Code, the purpose of the **14th resolution** is to submit to the approval of shareholders the fixed, variable and exceptional components of the total compensation and benefits of any kind paid in or awarded for the year ended 31 December 2021 to Thierry Le Hénaff, Chairman and Chief Executive Officer. Payment of the variable compensation due for the past financial year is subject to the approval of this resolution.

The components of the remuneration are set out in detail in section 3.4.2.2 of the 2021 Universal Registration Document, on pages 126 to 131, and on pages 18 to 22 of the present document.

FOURTEENTH RESOLUTION

(Approval of the components of compensation paid or awarded to the Chairman and Chief Executive Officer for the year ended 31 December 2021)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the corporate governance report referred to in article L. 225-37 of the French Commercial Code, approves the fixed, variable and exceptional components

of the total compensation and benefits of any kind paid in or awarded for the year ended 31 December 2021 to Thierry Le Hénaff, as presented in section 3.4.2.2 of the 2021 Universal Registration Document, in compliance with article L. 22-10-34 II of the French Commercial Code.

15TH RESOLUTION

SHARE BUYBACKS

OVERVIEW

The purpose of the **15th resolution** is to **renew the authorization** granted to the Board of Directors by the annual general meeting on 20 May 2021 **to purchase or arrange for the purchase of shares in the Company**. The purchase of shares may be carried out at any time, **except from the date a takeover bid for the Company's shares is filed by a third party and until the end of the offer period**.

Main characteristics of the proposed share buyback program

Maximum purchase price: €160 per share

Overall theoretical maximum aggregate amount that may be allocated to the share buyback program (based on the share capital at 31 January 2022): €1,188,576,656

Maximum percentage of shares that can be bought back: 10% of the total amount of shares comprising the Company's share capital

Objectives of the share buyback program: any purpose permitted by law

Length of the authorization: 18 months

Use of the previous authorization

Between 20 May 2021 and 31 January 2022, the Company repurchased 2,779,553 of its own shares. At 31 January 2022, the Company owned 329,118 treasury shares allocated for the purpose of covering the performance share plans, thus enabling the Company to proceed to the allocations of performance shares without any dilutive effect, and 2,450,435 shares were cancelled as part of the reduction of the Company's share capital on 24 January 2022.

Detailed information related to the current and proposed share buyback programs is presented in paragraph 6.2.4 of the 2021 Universal Registration Document on pages 345 and 346.

FIFTEENTH RESOLUTION

(Authorization granted to the Board of Directors to carry out a share buyback program)

The annual general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, and having considered the Board of Directors' report, authorizes the Board of Directors, or any person duly authorized to act on its behalf, to purchase or arrange to have purchased shares in the Company in accordance with articles L. 22-10-62 et seq. of the French Commercial Code, regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 and Title IV of Book II of the general regulations of the French financial markets authority (*Autorité des marchés*

financiers – AMF). The number of shares that may be held by the Company under this authorization at any given date may not be greater than 10% of the share capital. The number of shares held by the Company may be adjusted as necessary to take into account transactions that affect the share capital occurring after this annual general meeting. The authorization is granted under the following conditions:

- (i) the maximum purchase price is €160 per share. However, the Board of Directors may adjust the aforementioned

purchase price to take into account the impact on the share price of transactions such as a capitalization of share premiums, reserves or earnings giving rise either to an increase in the par value of the shares or the issuance and award of free shares, a stock split or reverse stock split, or any other transaction affecting shareholders' equity;

- (ii) based on the share capital at 31 January 2022, the theoretical amount that may be dedicated to this share buyback program may not exceed €1,188,576,656;
- (iii) under no circumstances may the Company hold, directly or indirectly, more than 10% of its share capital as a result of the purchases made pursuant to this authorization;
- (iv) the shares bought back and held by the Company shall have no voting or dividend rights; and
- (v) such shares may be purchased or transferred at any time, except from the date of a takeover bid until the end of the offer period, under the conditions and within the limits, particularly as regards volume and price, permitted by law at the date of the transaction in question, by any and all means, including on the market or over the counter, by way of block trades or derivative financial instruments or warrants traded on a regulated market or over the counter, or through an investment services provider or a member of a regulated market referred to in article L. 225-206 of the French Commercial Code, under the conditions permitted by the market authorities and at the times the Board of Directors or its delegated representative deems appropriate.

The annual general meeting decides that these share purchases can be made for any purpose permitted by law either now or in the future, and notably for the following purposes:

- (i) implementing market practices allowed by the AMF such as purchasing or selling shares within the scope of a liquidity agreement entered into with an investment services provider and compliant with the Code of Conduct approved by the AMF, as well as any market practice subsequently permitted by the AMF or by law;
- (ii) purchasing shares in the Company in order to hold them and subsequently tender them in exchange or as payment for any potential external growth transactions, it being specified that the shares purchased for this purpose may

not exceed 5% of the Company's share capital at the time of the acquisition;

- (iii) putting in place and complying with obligations and in particular delivering shares upon the exercise of rights attached to securities giving immediate or future access by any means to shares in the Company, as well as carrying out any hedging transactions in respect of the Company's obligations regarding such securities, in accordance with the conditions provided for by the market authorities and at the times the Board of Directors or its delegated representative deems appropriate;
- (iv) covering stock option plans granted to employees or executive officers of the Company or its Group;
- (v) granting free shares in the Company to employees or executive officers of the Company or its Group, particularly under the conditions provided for in articles L. 225-197-1 to L. 225-197-3, L. 22-10-59 and L. 22-10-60 of the French Commercial Code;
- (vi) offering employees the opportunity to acquire shares, whether directly or *via* a Company savings plan (*Plan d'Épargne Entreprise*), under the terms provided for by law and notably articles L. 3332-1 *et seq.* of the French Labor Code (*Code du travail*); and
- (vii) canceling all or some of the purchased shares in order to reduce the Company's share capital.

The annual general meeting grants full powers to the Board of Directors, with the possibility to sub-delegate such powers under the conditions set by law, to ensure the implementation of this authorization, and in particular to set the terms and conditions thereof, carry out the share buyback program and notably place all stock market orders, enter into any agreements, prepare and amend any documents, in particular information documents, carry out all formalities, including assigning or reassigning the purchased shares to the various purposes pursued, make all declarations to the AMF and any other bodies and, in general, do whatever may be necessary.

The annual general meeting decides that this authorization is granted for a period of eighteen (18) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior authorization granted for the same purpose and in particular that given by the annual general meeting of 20 May 2021 in its 12th resolution.

Resolutions proposed to the **extraordinary** general meeting

16TH RESOLUTION

SHARE CAPITAL INCREASE WITH PREFERENTIAL SUBSCRIPTION RIGHTS

OVERVIEW

The purpose of the **16th resolution** is to **renew the delegation of authority** granted to the Board of Directors by the annual general meeting on 19 May 2020 **to carry out capital increases** via the issue, **with preferential subscription rights**, in France or any other country, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is set at **50% of the share capital** of the Company on the date of this annual general meeting and **the maximum nominal amount of debt securities** giving immediate or future access to shares in the Company that may be issued pursuant to this delegation of authority is set at **one billion five hundred million euros**.

These operations may be carried out at any time, **except from the date a takeover bid for the Company's shares is filed by a third party and until the end of the offer period**.

This delegation of authority would be granted for a period of **26 months** from the date of this annual general meeting and would render ineffective, from this date, the delegation of authority previously granted for the same purpose.

SIXTEENTH RESOLUTION

(Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, with preferential subscription rights)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with the provisions of the French Commercial Code, and in particular articles L. 225-129, L. 225-129-2, L. 225-132 to L. 225-134, L. 228-91 *et seq.* and L. 22-10-49:

- (i) authorizes the Board of Directors to carry out one or more capital increases, in the proportions and at the times that it deems appropriate, *via* the issue, with preferential subscription rights, in France or any other country, in euros or any other currency, for subscription in cash or by offsetting due and payable receivables, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company;
- (ii) decides that the maximum nominal amount of the capital increase resulting immediately or in the future from all the issues made pursuant to this delegation of authority is 50% of the Company's share capital at the date of this annual general meeting, which will be included in the overall maximum nominal amount provided for in the 22nd resolution and which may be increased, where applicable, by the additional nominal amount of the shares to be issued in order to preserve the rights of holders of securities and other rights giving access to shares in the Company, in accordance with the law and any applicable contractual provisions providing for other adjustments;
- (iii) decides that the maximum nominal amount of debt securities giving immediate or future access to shares in the Company that may be issued pursuant to this resolution is one billion five hundred million euros (€1,500,000) or the euro equivalent in a foreign currency or unit of account based on a basket of currencies at the date of the decision to carry out the issue. This amount (a) does not include any redemption premium(s) in excess of par value and (b) applies to all the debt securities that may be issued pursuant to the 16th to 21st resolutions submitted to this annual general meeting, but (c) is independent of, and separate from, the amount of the debt securities that the Board of Directors may authorize or decide to issue in accordance with article L. 228-40 of the French Commercial Code;
- (iv) decides that existing shareholders shall have, in proportion to their shareholding, preferential rights to subscribe for the shares and securities issued pursuant to this resolution and that the Board of Directors may grant shareholders a right to subscribe for additional shares or securities in proportion to their subscription rights and within the limit of their requests;
- (v) decides that, if subscriptions made by shareholders on the basis of the shares they hold and, where applicable, for additional shares or securities, have not covered the full number of shares or securities issued, the Board of Directors will be able to make use of the possibilities provided for in article L. 225-134 of the French Commercial Code or certain of them in the order it chooses;
- (vi) duly notes that this delegation of authority automatically entails a waiver by the shareholders of their preferential right to subscribe for the Company shares that result from the securities giving access to shares in the Company that could be issued pursuant to this delegation of authority;
- (vii) decides that the Board of Directors may not use this delegation of authority without prior authorization from the annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period; and
- (viii) grants full powers to the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, to *inter alia*:
- set the amount of the issues, the issue price, the nature and characteristics of the securities to be issued, as well as the other terms and conditions of the issue thereof,
 - carry out the planned issues and, where applicable, suspend them,
 - deduct the costs of issuing shares in the Company and the fees related to their admission to trading on a regulated market from the share premium amount related to such transactions and withhold the necessary sums to bring the legal reserve up to one-tenth of the new share capital after each capital increase and, generally, enter into any agreement, in particular in order to successfully complete the planned issues, take all steps and carry out all appropriate formalities for the issue, listing and financial servicing of the shares and securities issued pursuant to this delegation of authority as well as the exercise of the rights attached thereto.

The annual general meeting decides that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 12th resolution.

17TH TO 20TH RESOLUTION

SHARE CAPITAL INCREASES WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS

OVERVIEW

In order to be able to rapidly seize any financial opportunity offered by the diversity of the financial markets in France and any other country, and to carry out issues that may be placed with investors interested in certain types of financial products, the Board of Directors proposes to grant it delegations of authority to carry out issues without preferential subscription rights.

Therefore, the Board of Directors proposes to renew:

- with the **17th resolution, the delegation of authority** granted by the annual general meeting on 19 May 2020 **to carry out capital increases by means of a public offering other than those referred to in article L. 411-2 1° of the French Monetary and Financial Code via the issue, without preferential subscription rights**, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company. Shareholders will benefit from a **priority period of at least three days**.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is **10% of the Company's share capital** on the date of this annual general meeting and **the maximum nominal amount** of debt securities giving immediate or future access to shares in the Company that may be issued pursuant to this delegation of authority is set at **one billion and five hundred million euros**.

The issue price of shares shall be at least equal to the weighted average of the Arkema share price for the three trading days prior to the opening date of the public offering within the meaning of regulation (EU) No. 2017/1129 of 14 June 2017, less a potential **discount of up to 10%**;

- with the **18th resolution**, the delegation of authority granted by the annual general meeting on 19 May 2020 to carry out **capital increases by means of an offering referred to in Article L. 411-2-1° of the French Monetary and Financial Code via the issue, without preferential subscription rights**, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company.

These issues may only be made in order **(to directly or indirectly) finance an external growth transaction, issue convertible bonds, or repay an external financing arrangement** put in place by the Company.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is **10% of the Company's share capital** on the date of this annual general meeting, such amount being included in the nominal maximum amount of issues without preferential subscription rights provided for in the 22nd resolution, and **the maximum nominal amount of debt securities** giving immediate or future access to shares in the Company that may be issued pursuant to this delegation of authority is set at **one billion and five hundred million euros**.

The issue price of shares shall be at least equal to the weighted average of the Arkema share price for the three trading days prior to the opening date of the public offering within the meaning of regulation (EU) No. 2017/1129 of 14 June 2017, less a potential **discount of up to 10%**;

- with the **19th resolution, the delegation of authority** granted by the annual general meeting on 19 May 2020 to set the issue price for the shares issued under the aforementioned 17th and 18th resolutions based on terms which differ from the ones provided for in these resolutions. The issue price will be set based on the volume weighted average price on the Euronext Paris regulated market on the last trading day preceding the day the issue price was set or on the volume weighted average price on the Euronext Paris regulated market determined during the trading session when the issue price is set, less, in either case, a **discount of up to 10%**.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is **10% of the Company's share capital** on the date of this annual general meeting **over a 12-month period**, and would be included in the limit provided for in the 17th or 18th resolutions; and

- with the **20th resolution, the delegation of authority** granted by the annual general meeting on 19 May 2020 **to carry out capital increases via the issue, without preferential subscription rights**, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company, as compensation for contributions in kind granted to the Company in the form of shares or securities carrying rights to shares in another company.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is **10% of the Company's share capital** on the date of this annual general meeting, which would be included in the limit provided for in the 18th resolution.

These operations may be carried out at any time, except from the date a takeover bid for the Company's shares is filed by a third party and until the end of the offer period.

These delegations of authority would be granted for a period of **26 months** from the date of this annual general meeting and would render ineffective, from this date, the delegations of authority previously granted for the same purpose.

SEVENTEENTH RESOLUTION

(Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, by means of a public offering other than that referred to in article L. 411-2 1° of the French Monetary and Financial Code (Code monétaire et financier), without preferential subscription rights but with a mandatory priority period)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with the provisions of the French Commercial Code, and in particular articles L. 225-129, L. 225-129-2, L. 225-135 to L. 225-136, L. 228-91 *et seq.*, L. 22-10-51 and L. 22-10-52:

- (i) authorizes the Board of Directors to carry out one or more capital increases, in the proportions and at the times that it deems appropriate, *via* the issue, without preferential subscription rights, by means of a public offering (other than that referred to in article L. 411-2 1° of the French Monetary and Financial Code), in France or any other country, in euros or any other currency, for subscription in cash or by offsetting due and payable receivables, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company;
- (ii) decides to cancel the shareholders' preferential subscription rights to the securities to be issued pursuant to this resolution;
- (iii) decides that the shareholders will benefit, in accordance with the provisions of articles L. 225-135 and L. 22-10-51 of the French Commercial Code and without giving rise to a negotiable right, from a priority period of at least three (3) stock market trading days for subscriptions in proportion to their shareholding and for any additional subscriptions; any remaining unsubscribed securities may be the subject of a public placement in France or any other country, or on the international market;
- (iv) decides that the maximum nominal amount of the capital increase resulting immediately or in the future from all the issues made pursuant to this delegation of authority is 10% of the Company's share capital at the date of this annual general meeting, which will be included in the overall maximum nominal amount provided for in the 22nd resolution and which may be increased, where applicable, by the additional nominal amount of the shares to be issued in order to preserve the rights of holders of securities and other rights granting access to shares in the Company, in accordance with the law and any applicable contractual provisions;
- (v) decides that the maximum nominal amount of debt securities giving immediate or future access to shares in the Company that may be issued pursuant to this resolution is one billion five hundred million euros (€1,500,000,000) or the euro equivalent in a foreign currency or unit of account based on a basket of currencies at the date of the decision to carry out the issue. This amount (a) does not include any redemption premium(s) in excess of par value and (b) applies to all the debt securities that may be issued pursuant to the 16th to 21st resolutions submitted to this annual general meeting, but (c) is independent of, and separate from, the amount of the debt securities that the Board of Directors may authorize or decide to issue in accordance with article L. 228-40 of the French Commercial Code;
- (vi) decides that if the subscriptions, including where applicable those by shareholders, have not covered the full amount of the issue, the Board of Directors will be able to limit the amount of the transaction under the conditions provided for in article L. 225-134 of the French Commercial Code;
- (vii) duly notes that this delegation of authority automatically entails a waiver by the shareholders of their preferential right to subscribe for the Company shares that result from the securities that could be issued pursuant to this delegation of authority;
- (viii) decides that the issue price of shares issued or resulting from securities issued pursuant to this delegation of authority will be set on the basis of the conversion or exchange rate to ensure that the issue price of the shares that may be created by conversion, exchange or in any other manner, shall be at least equal to the minimum amount provided for by the laws and regulations in force at the time of use of this delegation of authority (at this date, the weighted average of the Arkema share price for the three trading days prior to the opening date of the public offering within the meaning of regulation (EU) No. 2017/1129 of 14 June 2017, less a potential discount of up to 10%) after correction, if any, of this amount to take into account the difference in the dividend entitlement date;
- (ix) decides that the Board of Directors may not use this delegation of authority without prior authorization from the annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period; and
- (x) grants full powers to the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, to *inter alia*:

- set the amount of the issues, the issue price, the nature and characteristics of the securities to be issued, as well as the other terms and conditions of the issue thereof,
- carry out the planned issues and, where applicable, suspend them,
- deduct the costs of issuing shares in the Company and the fees related to their admission to trading on a regulated market from the share premium amount related to such transactions and withhold the necessary sums to bring the legal reserve up to one-tenth of the new share capital after each capital increase, and

- generally, enter into any agreement, in particular in order to successfully complete the planned issues, take all steps and carry out all appropriate formalities for the issue, listing and financial servicing of the shares and securities issued pursuant to this delegation of authority as well as the exercise of the rights attached thereto.

The annual general meeting decides that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 13th resolution.

EIGHTEENTH RESOLUTION

(Delegation of authority granted to the Board of Directors to issue shares in the Company and/or securities giving access to shares in the Company, without preferential subscription rights, by means of a public offering referred to in article L. 411-2 1° of the French Monetary and Financial Code)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with the provisions of the French Commercial Code, and in particular articles L. 225-129-2, L. 225-135, L. 225-136, L. 22-10-52 and L. 228-91 *et seq.*, and article L. 411-2 of the French Monetary and Financial Code:

- (i) authorizes the Board of Directors to carry out one or more capital increases, in the proportions and at the times that it deems appropriate, via the issue, without preferential subscription rights, by means of a public offering referred to in article L. 411-2 1° of the French Monetary and Financial Code, in France or any other country, in euros or any other currency, for subscription in cash or by offsetting due and payable receivables, of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company;
- (ii) decides that these issues may only be made in order to (a) directly or indirectly finance an external growth transaction, (b) issue convertible bonds, or (c) repay a financing arrangement put in place by the Company;
- (iii) decides to cancel the shareholders' preferential subscription right to the shares and other securities to be issued pursuant to this resolution;
- (iv) decides that the maximum nominal amount of the capital increases that may be carried out, immediately or in the future, pursuant to this delegation of authority is 10% of the Company's share capital at the date of this annual general meeting, which is included in the overall limit for issues without preferential subscription rights provided for in the 23rd resolution below and which may be increased, where applicable, by the additional nominal amount of the shares to be issued in order to preserve the rights of holders of securities and other rights granting access to shares in the Company, in accordance with the law and any applicable contractual provisions;
- (v) decides that the maximum nominal amount of debt securities giving immediate or future access to shares in the Company that may be issued pursuant to this resolution

may not exceed one billion five hundred million euros (€1,500,000,000) or the euro equivalent in a foreign currency or unit of account based on a basket of currencies at the date of the issue. This amount (a) does not include any redemption premium(s) in excess of par value and (b) applies to all the debt securities that may be issued pursuant to the 17th to 22nd resolutions submitted to this annual general meeting, but (c) is independent of, and separate from, the amount of the debt securities that the Board of Directors may authorize or decide to issue in accordance with article L. 228-40 of the French Commercial Code;

- (vi) duly notes that this delegation of authority automatically entails a waiver by the shareholders of their preferential right to subscribe for the Company shares that result from the securities giving access to shares in the Company that could be issued pursuant to this resolution;
- (vii) decides that the issue price of shares issued or resulting from securities issued pursuant to this delegation of authority will be set on the basis of the conversion or exchange rate to ensure that the issue price of the shares that may be created by conversion, exchange or in any other manner, shall be at least equal to the minimum amount provided for by the laws and regulations in force at the time of use of this delegation of authority (at this date, the weighted average of the Arkema share price for the three trading days prior to the opening date of the public offering within the meaning of regulation (EU) No. 2017/1129 of 14 June 2017, less a potential discount of up to 10%) after correction, if any, of this amount to take into account the difference in the dividend entitlement date;
- (viii) decides that the Board of Directors may not use this delegation of authority without prior authorization from the annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period; and
- (ix) grants full powers to the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, to *inter alia*:
 - set the amount of the issues, the issue price, the nature and characteristics of the securities to be issued, as well as the other terms and conditions of the issue thereof,
 - carry out the planned issues and, where applicable, suspend them,

- deduct the costs of issuing shares in the Company and the fees related to their admission to trading on a regulated market from the share premium amount related to such transactions and withhold the necessary sums to bring the legal reserve up to one-tenth of the new share capital after each capital increase, and
- generally, enter into any agreement, in particular in order to successfully complete the planned issues, take all steps and carry out all appropriate formalities for the issue, listing and financial servicing of the shares and

securities issued pursuant to this delegation of authority as well as the exercise of the rights attached thereto.

The annual general meeting decides that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 14th resolution.

NINETEENTH RESOLUTION

(Authorization granted to the Board of Directors, in the event of the issue of shares in the Company and/or securities giving access to shares in the Company, without preferential subscription rights, to set the issue price in accordance with the terms set forth by the annual general meeting up to a maximum of 10% of the share capital over a 12-month period)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with articles L. 225-136 and L. 22-10-52 of the French Commercial Code:

- (i) authorizes the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, in the event of implementation of the 18th or 19th resolution, to deviate from the terms for setting the issue price for ordinary shares outlined in the aforementioned resolutions and to set the price based on the following terms:
- the issue price of shares to be issued or resulting from securities to be issued under the aforementioned resolutions will, at the Board of Directors' discretion, be equal to: (i) the volume weighted average price on the Euronext Paris regulated market on the last trading day preceding the day the issue price is set, or (ii) the volume weighted average price on the Euronext Paris regulated market determined during the trading session when the issue price is set, less, in either case as appropriate, a maximum discount of 10%;
 - the issue price of securities giving immediate or future access to shares in the Company shall be set to ensure that the amount received immediately by the Company,

increased where applicable by the amount that it is likely to receive at a later date for each share issued as a result of the securities issued, shall be at least equal to the amount mentioned above,

- the maximum nominal amount of capital increases resulting from the implementation of this resolution is 10% of the share capital (as it stands after adjustment for the impact of any transactions subsequent to this annual general meeting and assessed on the date the Board of Directors uses this delegation of authority) over a 12-month period, and will be included in the limit provided for in the 17th or 18th resolution as applicable and in the overall limits provided for in the 22nd resolution below; and
- (ii) decides that the Board of Directors may not use this delegation of authority without prior authorization from the annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period.

This authorization is granted for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 15th resolution.

TWENTIETH RESOLUTION

(Delegation of authority granted to the Board of Directors to carry out capital increases as compensation for contributions in kind)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' report, in accordance with the provisions of the French Commercial Code, and in particular articles L. 225-129, L. 225-129-2, L. 225-147, L. 22-10-53 and L. 228-91 et seq.:

- (i) gives full powers to the Board of Directors to carry out one or more capital increases, as compensation for contributions in kind granted to the Company in the form of shares or securities giving access to shares in other companies, *via* the issue of (i) ordinary shares in the Company, and/or (ii) equity securities in the Company giving immediate and/or future access by any means to other Company equity securities and/or granting entitlement to the award of debt securities, and/or (iii) debt securities giving or potentially giving immediate and/or future access by any means to existing equity securities or equity securities to be issued in the Company, when the provisions of article L. 22-10-54 do not apply;

- (ii) decides that the maximum nominal amount of the capital increase that may be carried out, immediately or in the future, pursuant to this delegation of authority is 10% of the Company's share capital at the date of this annual general meeting, which will be included in the overall limit on the nominal amount provided for in the 18th resolution of this annual general meeting;

- (iii) decides that the maximum nominal amount of debt securities giving immediate or future access to shares in the Company that may be issued pursuant to this resolution may not exceed one billion five hundred million euros (€1,500,000,000) or the euro equivalent in a foreign currency or unit of account based on a basket of currencies at the date of the issue. This amount (a) does not include any redemption premium(s) in excess of par value and (b) applies to all the debt securities that may be issued pursuant to the 16th to 21st resolutions submitted to this annual general meeting, but (c) is independent of, and separate from, the amount of the debt securities that the Board of Directors may authorize or decide to issue in accordance with article L. 228-40 of the French Commercial Code;

- (iv) duly notes that this delegation of authority automatically entails a waiver by the shareholders of their preferential right to subscribe for the Company shares that result from the securities giving access to shares in the Company that could be issued pursuant to this resolution;
- (v) decides that the Board of Directors, or any person duly authorized to act on its behalf, will have full powers to implement this delegation of authority; and
- (vi) decides that the Board of Directors may not use this delegation of authority without prior authorization from the

annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period.

The annual general meeting decides that this delegation of authority is granted to the Board of Directors for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 16th resolution.

21ST RESOLUTION

AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SHARES TO BE ISSUED IN THE EVENT OF EXCESS DEMAND

OVERVIEW

The purpose of the **21st resolution** is to allow the Board of Directors **to increase the number of shares** to be issued, for the issues carried out pursuant to the 16th to 20th resolutions, within thirty days of the close of the subscription period for the initial issue, at the same price and within the limit of 15% of the initial issue subject to compliance with the limit provided for in the resolution authorizing the issue.

TWENTY-FIRST RESOLUTION

(Authorization granted to the Board of Directors to increase the number of shares to be issued in the event of excess demand)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with article L. 225-135-1 of the French Commercial Code:

- (i) authorizes the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, to decide, in the event of the use of the delegations of authority granted by the 16th to 20th resolutions set out above and within thirty days of the close of the subscription period for the initial issue, to increase the number of shares to be issued, within the limit of 15% of the initial issue and at the same price as that applied for the initial issue, and up to the limit provided for in the resolution authorizing the issue;

- (ii) decides that the Board of Directors may not use this delegation of authority without prior authorization from the annual general meeting from the date a takeover bid for the Company's shares is filed by a third party until the end of the offer period; and
- (iii) gives full powers to the Board of Directors to implement this authorization in accordance with the law and the regulations.

The annual general meeting decides that this authorization is granted for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior authorization granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 17th resolution.

22ND RESOLUTION

OVERALL LIMIT OF SHARE CAPITAL INCREASES

OVERVIEW

The purpose of the **22nd resolution** is to set an overall limit on the nominal amount of the capital increases to be carried out with or without preferential subscription rights, immediately or in the future, pursuant to the 16th to 21st resolutions, **to 50% of the Company's share capital** at the date of this annual general meeting.

The maximum nominal amount of capital increases without preferential subscription rights mentioned in the 17th, 18th and 20th resolutions would be **10% of the Company's share capital** at the date of this annual general meeting.

TWENTY-SECOND RESOLUTION

(Overall limit on authorizations to issue shares in the Company immediately and/or in the future)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general

meetings, and having considered the Board of Directors' report, decides to set:

- (i) the maximum overall nominal amount of the immediate or future capital increases that may be carried out pursuant to the delegations of authority and authorizations granted by the 16th to 21st resolutions at 50% of the share capital on the date of this annual general meeting; and
- (ii) the overall limit for issues without preferential subscription rights that may be carried out pursuant to the delegations

of authority and authorizations granted by the 17th, 18th and 20th resolutions at 10% of the share capital on the date of this annual general meeting.

It is specified that, where applicable, the nominal amount of the shares to be issued pursuant to adjustments made to protect holders of rights attached to securities giving access to shares in the Company shall be added to these nominal amounts.

23RD RESOLUTION

CAPITAL INCREASES RESERVED FOR MEMBERS OF A COMPANY SAVINGS PLAN

OVERVIEW

Since its 2006 stock market listing, Arkema has conducted a dynamic employee share ownership policy, with plans offered every two years to employees in the main countries in which the Group operates, to enable them to subscribe to shares in the Company on preferential terms. As a result, 6% of outstanding shares were owned by employees at 31 December 2021. The Group intends to pursue this dynamic employee share ownership policy.

The purpose of the **23rd resolution** is to **renew the delegation of authority** granted to the Board of Directors by the annual general meeting of 19 May 2020 to carry out capital increases, **without preferential subscription rights**, reserved for employees and former employees who are members of a company savings plan.

The maximum nominal amount of the capital increases that may be carried out pursuant to this delegation of authority is set at **€13.5 million, i.e., less than 2% of the Company's share capital** at the date of this annual general meeting.

The issue price would be equal to the average of the Arkema share's Euronext Paris trading prices for the twenty trading days prior to the date of the decision setting the subscription period opening date, less the maximum discount provided for by law on the date of the Board of Directors' decision. The Board of Directors may however, if it deems appropriate, reduce or eliminate the abovementioned discount.

This delegation of authority would be granted for a period of **26 months** from the date of this annual general meeting and would render ineffective, from this date, the delegation of authority previously granted for the same purpose.

TWENTY-THIRD RESOLUTION

(Delegation of authority granted to the Board of Directors to carry out capital increases reserved for members of a company savings plan (Plan d'Épargne Entreprise), without preferential subscription rights)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report and the statutory auditors' special report, in accordance with articles L. 225-129, L. 225-129-2, L. 225-129-6, L. 228-91, L. 228-92, L. 225-138 I and II, and L. 225-138-1 of the French Commercial Code and articles L. 3332-18 *et seq.* of the French Labor Code:

- (i) authorizes the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, to carry out one or more capital increases *via* the issue, in the proportions and at the times that it deems appropriate, of shares and/or securities giving immediate and/or future access by any means to the Company's share capital, reserved for employees and former employees of the Company and of any French or foreign related companies or groups within the meaning of article L. 225-180 of the French Commercial Code and article L. 3344-1 of the French Labor Code, who are members of a company savings plan (hereinafter, the "Beneficiaries");
- (ii) decides to cancel the shareholders' preferential subscription rights to the shares and securities giving access to shares to be issued pursuant to this delegation of authority and, where applicable, to the shares and other securities granted free of consideration pursuant to this delegation of authority;
- (iii) duly notes that this delegation of authority automatically entails a waiver by the shareholders of their preferential right to subscribe for the Company shares that result from the securities giving access to shares in the Company that could be issued pursuant to this delegation of authority;

- (iv) decides that the maximum nominal amount of the capital increase resulting immediately or in the future from all the issues made pursuant to this delegation of authority is thirteen million five hundred thousand euros (€13,500,000). This limit does not include the nominal amount of any shares issued pursuant to the adjustments made to protect the holders of rights attached to securities giving access to shares in the Company, in accordance with the law and any applicable contractual provisions;
- (v) decides that the subscription price of the shares to be issued will be equal to the average Arkema share price on Euronext Paris for the twenty (20) trading days prior to the date of the decision setting the subscription period opening date, less the maximum discount provided for by law on the date of the Board of Directors' decision. The Board of Directors may however, if it considers it appropriate, reduce or eliminate the abovementioned discount, in order to take into account, in particular, the local legal requirements applicable in the event of a share offering to members of a company savings plan on the international market or in a foreign country; and
- (vi) decides that the Board of Directors may grant free shares or securities giving access to shares in the Company to replace all or part of the abovementioned discount and/or the employer's top-up contribution. The total benefit resulting from this grant may not exceed the limits provided for by the laws or regulations pursuant to articles L. 3332-21 and L. 3332-11 of the French Labor Code, and the maximum nominal amount of the capital increases that may be carried out, immediately or in the future pursuant to the grant of free shares or securities giving access to

shares in the Company shall be included in the limits referred to in paragraph (iv) above.

The annual general meeting decides that the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf, will have full powers to implement this resolution and in particular to:

- determine that the subscriptions can be carried out directly by the Beneficiaries or via a mutual fund or any other collective undertaking authorized by the regulations;
- establish, under the conditions required by law, the list of companies or groups whose employees and former employees that are members of one or more company savings plans will be able to subscribe to the shares or securities issued and, where applicable, receive the shares or securities granted free of consideration;
- set the subscription price of the shares and the opening and closing dates of the subscription period;
- set the amount of the issues that may be made pursuant to this authorization and, in particular, set the issue price, dates, periods, terms and conditions of subscription, payment, delivery and dividend entitlement (which may be retroactive) and all other terms and conditions of the issues, within the applicable legal and regulatory limits;
- in the event of a grant of free shares or securities giving access to shares of the Company, set the number of shares or securities giving access to shares in the Company to be issued and the number of shares or securities to be awarded to each Beneficiary, and set the dates, periods, terms and conditions of the grant within the applicable legal and regulatory limits, and in

particular, elect either to substitute in whole or in part the grant of said shares or securities giving access to shares in the Company for the discounts provided for above or deduct the equivalent value of the shares or securities granted from the total amount of the employer's top-up contribution, or a combination of both;

- record the completion of the capital increase for the amount of the shares that will actually be subscribed, after any reduction in the event of oversubscription;
- determine, where appropriate, the amount of the sums to be capitalized within the limit set above, the shareholders' equity account(s) from which they will be deducted and the dividend entitlement date of the shares created;
- at its sole discretion and as it deems appropriate, charge the costs of capital increases against the share premium amounts relating thereto and withhold the necessary sums to bring the legal reserve up to one-tenth of the new share capital after each capital increase;
- take all necessary measures to complete the capital increases, carry out the related formalities, particularly those concerning the listing of the shares created, amend the Articles of Association accordingly, and generally do whatever may be necessary.

The annual general meeting decides that this authorization is granted for a period of twenty-six (26) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 19 May 2020 in its 19th resolution.

24TH RESOLUTION

PERFORMANCE SHARES

OVERVIEW

The purpose of the **24th resolution** is to **renew** the authorization granted to the Board of Directors by the annual general meeting of 21 May 2019, to **grant performance shares** to some of the Group's employees and eligible executive directors in order to foster their loyalty and involve them closely to the Group's future growth as well as its stock market performance. In 2021, 1,532 employees benefited from this incentive within the Group.

The total number of the Company's existing shares or shares to be issued which can be awarded pursuant to this authorization, granted for a period of thirty-eight months, **may not exceed 1,500,000 shares, i.e., 2.02% of the share capital at the date of this annual general meeting**. The vested performance shares will be either existing shares acquired under the share buyback program and thus avoiding any dilution for shareholders or new shares to be issued.

All the performance shares that will be granted to the Chairman and Chief Executive Officer and to the other members of the Executive Committee, pursuant to the new authorization, will be fully subject to a condition of presence within the Group and to demanding performance conditions, including since 2019 a criterion concerning Arkema's CSR performance and weighting up until 2021 for 20% of the overall allocation. The same conditions will apply to all the shares granted to other beneficiaries when representing more than 70 shares. Performance shares granted to the executive director and to the members of the Executive Committee will also be subject to a three-year vesting period followed by a two-year holding period, i.e., a total vesting-holding period of five years.

Finally, the rights granted to the Chairman and Chief Executive Officer in respect of annual performance share plans will remain limited to a maximum of 10% of all rights awarded in any annual plan.

Use of prior authorization

Making use of the authorization previously granted by the annual general meeting, the Board of Directors awarded as part of the 2019, 2020 and 2021 plans, a total of 1,310,756 performance shares, i.e., 1.71% of the Company's share capital at the date of the annual general meeting on 21 May 2019 (corresponding to the maximum number of shares that may be awarded taking into account the potential award of up to 120% of the share rights in case targets are significantly exceeded). These performance shares have been granted every year in November and no shares have been granted since 1 January 2022.

Taking into account all the performance shares still outstanding at 31 January 2022 following the capital reduction on 24 January 2022 and the number of shares that may be granted pursuant to the authorization required from this annual general meeting, the maximum potential dilution represents 3.9% of the Company's share capital at 31 January 2022.

Detailed information on all the plans put in place and on the holding requirements set for the Chairman and Chief Executive Officer and the members of the Group's Executive Committee as long as they remain in office is included in sections 3.5, 3.4.2.1 and 3.4.3.1 of the 2021 Universal Registration Document.

Performance criteria

The 2019 performance share plan was subject to five demanding performance criteria, fully aligned with the Group's long-term ambitions and strategic priorities, each applying for 20% of the total award:

- REBIT margin;
- EBITDA to cash conversion rate;
- comparative Total Shareholder Return;
- return on average capital employed; and
- CSR performance.

The 2020 and 2021 performance share plans were subject to five demanding performance criteria in line with the Group's long-term objectives for 2024, which were published at the time of the Capital Markets Day on 2 April 2020, and with Arkema's ambition to become a pure player in Specialty Materials.

Since 2020, the REBIT margin criterion has been replaced by an EBITDA margin criterion in line with the presentation made on 2 April 2020 and the EBITDA and ROACE margin are calculated at the level of the Specialty Materials platform, which will be the Group's ultimate scope. Each of these criteria applying to 20% of the total award:

- EBITDA margin for Specialty Materials platform;
- EBITDA to cash conversion rate;
- comparative TSR
- return on average capital employed (ROACE) for the Specialty Materials platform; and
- CSR performance measured in three areas: environment, security and diversity.

In addition, the achievement rates for the last three plans that ultimately vested are as follow:

Date of plan	Vesting year	Vesting rate
2016	2019	110%
2017	2020	105%
2018	2021	77.38%

Principles to be applied as part of the renewal of the authorization

The Board of Directors has confirmed the broad principles of the share-based payment policy described in section 3.5 of the 2021 Universal Registration Document and confirmed that it will continue to use the four financial performance criteria as well as a composite non-financial performance criterion from the previous authorization, which remains perfectly aligned with the Group's long term ambition and objectives. If one of these criteria should cease to be relevant or if a new criterion should prove more appropriate, the Board shall propose a criterion with similar long-term stringency. The Board of Directors indicated that for each of these criteria, scales and assigned targets will continue to be completely in phase with the long-term financial objectives (currently through to 2024) announced to the financial markets and similar to the internal targets.

The Board also indicated that for plans carried out under the authorization, and subject to shareholders' approval at the annual general meeting, the following changes would be made:

- concerning the TSR criterion: the relative weighting of this criterion would be reduced from 20% to 15% in return for the increase to 25% in the relative weighting of the non-financial criterion below. The comparison of the Group's performance with a panel of comparables will be carried out by comparing Arkema's TSR to the median of the TSRs of this panel. The comparison panel selected by the Board is also modified to take into account the significant change in Sika's portfolio, which occurred on 11 November 2021. This panel now comprises of: BASF, Clariant, Evonik, HB Fuller, Lanxess, Dupont, Solvay, the MSCI Europe index (including dividends) and the CAC40 (including dividends). It should be noted that exceptional dividends, in particular those related to M&A transactions, will be restated in the TSR calculation; and

- concerning the non-financial criterion (CSR): the relative weight of this criterion is increased from 20% to 25%. Half of this criterion will be measured through the level of greenhouse gas emissions (climate indicator). The relative weight of the latter will thus be 12.5%. The other half will be measured through a composite indicator, measuring the Group's performance in three areas: diversity, process safety and the circular economy.

The Board also confirmed that the rule introduced as part of the performance share plan implemented in November 2021 (maximum achievement rate for each criterion capped at 100% in the event that the achievement rate of two criteria is strictly less than 50%) would be maintained under the new authorization.

Full details of the equity compensation policy that will be applied subject to the favorable vote of the general meeting in the 24th resolution can be found on page 369 of the 2021 Universal Registration Document and in the *addendum* published on 6 April 2022 on the Company's website in the section Investors/Annual general meeting.

TWENTY-FOURTH RESOLUTION

(Delegation of authority granted to the Board of Directors to award free shares in the Company subject to performance conditions)

The annual general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, and having considered the Board of Directors' report, its *addendum* published on 6 April 2022 and the statutory auditors' special report, in accordance with articles L. 225-197-1 *et seq.* and L. 22-10-59 and L. 22-10-60 of the French Commercial Code:

- (i) authorizes the Board of Directors to award existing shares or shares to be issued in the Company free of consideration, on one or more occasions, to grantees or categories of grantees determined by the Board of Directors among the employees and/or eligible executive officers (within the meaning of articles L. 225-197-1, II and L. 22-10-59, III of the French Commercial Code) of the Company or of related companies or groups within the meaning of articles L. 225-197-2 and L. 22-10-60 of said Code;
- (ii) decides that the free shares granted to the aforementioned eligible executive officers of the Company and Executive Committee members shall be subject to at least two performance criteria (one internal criterion and one external criterion) decided by the Board of Directors, on the basis of which the number of vested shares shall be determined. These criteria shall be assessed over a minimum period of three financial years;
- (iii) decides that, pursuant to this authorization, the total grant of the Company's existing shares or shares to be issued may not exceed 1,500,000 shares (*i.e.*, 2.02% of the share capital at the date of this annual general meeting). This limit is fixed without taking into account the adjustments that may be made to preserve the rights of holders of securities giving access to shares in the Company, in accordance with the applicable legal and regulatory provisions or any contractual provisions;
- (iv) decides that the Board of Directors shall determine, under the conditions required by law, at the time of each grant:
 - the vesting period of the granted shares, which shall last at least one year, and
 - the holding period for grantees following the vesting of the shares, which for all or some of the shares shall be a minimum of one year, with the exception of shares with a vesting period of at least two years, for which the holding period can be eliminated or shortened;
- (v) decides that the shares awarded to grantees will vest before the end of the aforementioned vesting period in the event of second or third category disability within the meaning of article L. 341-4 of the French Social Security Code (*Code de la sécurité sociale*), and that in the event of the grantee's death, his or her heirs may request the vesting of the shares within six months of the date of death; these shares will be freely transferable;
- (vi) decides that the existing shares that can be granted pursuant to this resolution may be acquired by the Company through the share buyback program authorized by the annual general meeting pursuant to article L. 22-10-62 of the French Commercial Code;
- (vii) acknowledges that in the event of an issue of free shares, this authorization shall entail a capital increase at the end of the vesting period through incorporation of reserves, profits or premiums in favor of the grantees and a waiver by the shareholders of (i) their preferential subscription rights to the shares that will be issued in the course of the vesting of the shares, (ii) any right to the free shares granted on the basis of this delegation of authority, and (iii) any right to the amount of the reserves and premiums against which, if applicable, the issuance of the new shares shall be charged; and
- (viii) grants full powers to the Board of Directors, or any person duly authorized under the conditions set by law to act on its behalf within the abovementioned limits, to implement this authorization and in particular to:
 - determine whether the free shares being granted exist or must be issued,
 - determine the identity of the grantees or the category or categories of grantees, the grant criteria, the number of shares granted to each of them, the terms and conditions for the share grant and, in particular, the vesting and holding periods,
 - define the performance criteria, in particular for the shares granted to eligible executive officers of the Company and Executive Committee members,
 - for the free shares granted to eligible officers of the Company, decide either that they cannot be sold by the interested parties before they cease to hold office, or stipulate the quantity of free shares that they are required to hold in registered form until they cease to hold office,
 - determine, under the conditions defined by law and within legal limits, the dates on which the free shares shall be granted,
 - decide on the newly issued shares' dividend entitlement date, even if retroactive,

- decide on the conditions under which the number of free shares granted shall be adjusted, and
- more generally, with the possibility to sub-delegate such powers under the conditions set by law, enter into all agreements, draw up all documents, record capital increases following the vesting of shares, make any necessary amendments to the Articles of Association, perform all formalities, make all required declarations and do whatever is otherwise necessary.

Each year, the Board of Directors shall inform the ordinary general meeting of each grant made pursuant to this resolution, in accordance with article L. 225-197-4 of the French Commercial Code.

The annual general meeting decides that this authorization is granted for a period of thirty-eight (38) months from the date of this annual general meeting. It renders ineffective the unused portion of any prior delegation of authority granted for the same purpose and in particular that given by the annual general meeting of 21 May 2019 in its 13th resolution.

25TH RESOLUTION

POWERS FOR FORMALITIES

TWENTY-FIFTH RESOLUTION

(Powers to carry out formalities)

The annual general meeting grants full powers to the bearer of an original, a copy or an excerpt of the minutes of this annual general meeting for the purposes of performing all filing, publicity or other formalities that may be required.

OPTION FOR THE E-NOTICE

FOR REGISTERED SHAREHOLDERS ONLY

→ **The e-notice is a simple, fast and secure way of being invited to the general meeting**

that will enable you to receive by email a notice of meeting along with a voting form.

As part of our gradual digitalization process, since the general meeting of 21 May 2019 you may now opt for the e-notice. By choosing this option, you will be able to receive all the relevant documentation as soon as it is available and you will contribute to better protect the environment by avoiding the print-out and sending of notices by post.

To opt for the e-notice, you simply need to **fill in the reply form below with your name, first name, date of birth and email address**, and send it back to us at the following address: Arkema – Investor Relations department – 420, rue d’Estienne d’Orves – 92705 Colombes Cedex – France.

You can also **log into the Planetshares** website using your usual ID and password, select “My personal information”/“My e-services” and fill in the section “Convocation by email to general shareholders’ meetings”. If you had already opted for the e-notice but continue to receive a hard copy of documents, we suggest you renew your request by filling in and sending us the reply form below or by logging into the Planetshares website.



REPLY FORM TO OPT FOR THE E-NOTICE

PLEASE
RETURN THE
FORM TO ARKEMA

by email
actionnaires-individuels@arkema.com

by post
ARKEMA
Investor Relations department
420, rue d’Estienne d’Orves
92705 Colombes Cedex – France

I wish to receive my notice of meeting and the documents relating to Arkema’s shareholders’ general meetings from the shareholders’ general meetings to be held following that of 19 May 2022.

To that effect, I fill in the following details (all required information is mandatory):

I, undersigned,

Mrs Mr

Name: First name:..... Date of birth (dd/mm/yyyy):

I mention below my email address (to be filled in capital letters):

.....@.....

Signed at: on:

Signature

REQUEST FORM FOR ADDITIONAL DOCUMENTS



COMBINED ANNUAL GENERAL MEETING 2022

PLEASE
RETURN THE
FORM TO ARKEMA

by email

actionnaires-individuels@arkema.com

by post

ARKEMA

Investor Relations department

420, rue d'Estienne d'Orves

92705 Colombes Cedex – France

THURSDAY 19 MAY 2022

Documents and information referred to in article R. 225-83 of the French Commercial Code, included in the 2021 Universal Registration Document, are available and/or can be ordered **in the Investors section of the Company's website.**

I, undersigned,

Mrs Mr Company

Name (or company name): First name:

N° : Street:

Postcode: City : Country:

Email address:@.....

Acknowledge having received the documents relating to the combined annual general meeting of 19 May 2022 and referred to in article R. 225-81 of the French Commercial Code, *i.e.*, the agenda, proposed resolutions and summary presentation of the Company's situation during the year that just ended (together with a table of the last five-year results).

Request Arkema to send me prior to the combined annual general meeting, the documents and information referred to in article R. 225-83 of the French Commercial Code and included in the 2021 Universal Registration Document.

Signed at: on:2022

Signature

Photo credit: Bruno Mazodier

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