Final Terms dated 16 January 2015

Arkema
Euro 2,000,000,000
Euro Medium Term Note Programme
for the issue of Notes

SERIES NO: 2

TRANCHE NO: 1

Euro 700,000,000 1.500 per cent. Notes due 20 January 2025

Issued by Arkema (the “Issuer”)

CITIGROUP
CM-CIC
COMMERZBANK
NATIXIS
SOCIÉTÉ GÉNÉRALE CORPORATE & INVESTMENT BANKING
PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 19 December 2014 which has received visa no. 14-664 from the Autorité des marchés financiers (the “AMF”) on 19 December 2014 which constitutes a base prospectus for the purposes of the Directive 2003/71/EC, as amended (the “Prospectus Directive”) (the “Base Prospectus”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing on the websites of the AMF (www.amf-france.org) and of Arkema (http://www.arkema.com/en/investor-relations/financials/debt/index.html) and printed copies may be obtained from Arkema at 420 rue d’Estienne d’Orves, 92700 Colombes, France.

<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Issuer:</td>
<td>Arkema</td>
</tr>
<tr>
<td>2</td>
<td>(i) Series Number:</td>
<td>2</td>
</tr>
<tr>
<td></td>
<td>(ii) Tranche Number:</td>
<td>1</td>
</tr>
<tr>
<td></td>
<td>(iii) Date on which the Notes become fungible:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>3</td>
<td>Specified Currency or Currencies:</td>
<td>Euro (“EUR”)</td>
</tr>
<tr>
<td>4</td>
<td>Aggregate Nominal Amount:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(i) Series:</td>
<td>EUR 700,000,000</td>
</tr>
<tr>
<td></td>
<td>(ii) Tranche:</td>
<td>EUR 700,000,000</td>
</tr>
<tr>
<td>5</td>
<td>Issue Price:</td>
<td>99.001 per cent. of the Aggregate Nominal Amount</td>
</tr>
<tr>
<td>6</td>
<td>Specified Denomination(s):</td>
<td>EUR 100,000</td>
</tr>
<tr>
<td>7</td>
<td>(i) Issue Date:</td>
<td>20 January 2015</td>
</tr>
<tr>
<td></td>
<td>(ii) Interest Commencement Date:</td>
<td>20 January 2015</td>
</tr>
<tr>
<td>8</td>
<td>Maturity Date:</td>
<td>20 January 2025</td>
</tr>
<tr>
<td>9</td>
<td>Interest Basis:</td>
<td>1.500 per cent. per annum Fixed Rate (further particulars specified below)</td>
</tr>
<tr>
<td>10</td>
<td>Redemption Basis:</td>
<td>Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.</td>
</tr>
<tr>
<td>11</td>
<td>Change of Interest Basis:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>12</td>
<td>Put/Call Options:</td>
<td>Residual Call Option</td>
</tr>
<tr>
<td></td>
<td>Make-Whole Redemption by the Issuer</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Change of Control Put Option (further particulars specified below)</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>(i) Status of the Notes:</td>
<td>Senior</td>
</tr>
</tbody>
</table>
|   | (ii) Date of Board approval and decision for issuance of Notes | Decision of the Conseil d’administration of Arkema dated 16 September 2014 and decision of Thierry Le
obtained: Henaff, Président-Directeur général of the Issuer dated 13 January 2015

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14 Fixed Rate Note Provisions
   (i) Rate of Interest: 1.500 per cent. per annum payable annually in arrear on each Interest Payment Date
   (ii) Interest Payment Date(s): 20 January in each year commencing on 20 January 2016 and ending on 20 January 2025
   (iii) Fixed Coupon Amount(s): EUR 1,500 per Note of EUR 100,000 Specified Denomination
   (iv) Broken Amount(s): Not Applicable
   (v) Day Count Fraction: Actual/Actual (ICMA)
   (vi) Determination Dates: 20 January in each year
   (vii) Interest Rate Adjustment: Not Applicable

15 Floating Rate Note Provisions
   Not Applicable

16 Zero Coupon Note Provisions
   Not Applicable

17 Inflation Linked Notes - Provisions relating to CPI or HICP Linked Interest
   Not Applicable

PROVISIONS RELATING TO REDEMPTION

18 Call Option
   Not Applicable

19 Make-Whole Redemption by the Issuer
   (i) Notice period: As per Condition 6(d)
   (ii) Reference Security: The 1.00 per cent. Bundesobligationen of the Bundesrepublik Deutschland due 15 August 2024 with ISIN DE0001102366
   (iii) Reference Dealers: As per Condition 6(d)
   (iv) Similar Security: Reference bond or reference bonds issued by the German Federal Government having an actual or interpolated maturity comparable with the remaining term of the Notes that would be utilised, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term of the Notes
   (v) Party, if any, responsible for calculating the principal and/or interest due (if not the Calculation
Agent): Not Applicable
(vi) Redemption Margin: 0.15 per cent. per annum

20 Put Option Not Applicable

21 Residual Call Option Applicable
(i) Call Option Date: 20 October 2024
(ii) Notice period: As per Condition 6(c)

22 Change of Control Put Option Applicable

23 Final Redemption Amount of each Note EUR 100,000 per Note of EUR 100,000 Specified Denomination
Inflation Linked Notes – Provisions relating to the Final Redemption Amount: Not Applicable

24 Early Redemption Amount
(i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6(i)), for illegality (Condition 6(m)) or on event of default (Condition 9): EUR 100,000 per Note of EUR 100,000 Specified Denomination
(ii) Redemption for taxation reasons permitted on days others than Interest Payment Dates: Yes
(iv) Unmatured Coupons to become void upon early redemption (Materialised Bearer Notes only): Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25 Form of Notes: Dematerialised Notes
(i) Form of Dematerialised Notes: Bearer dematerialised form (au porteur)
(ii) Registration Agent: Not Applicable
(iii) Temporary Global Certificate: Not Applicable
(iv) Applicable TEFRA exemption: Not Applicable

26 Exclusion of the possibility to request identification of the Noteholders as provided by Condition 1(a): Not Applicable

27 Financial Centre(s) (Condition 7(h)): Not Applicable

28 Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): Not Applicable

29 Details relating to Instalment Notes: Not Applicable

A19306544
Redenomination, renominalisation and reconversioning provisions: Not Applicable
Consolidation provisions: Not Applicable
Purchase: Applicable
Repurchase Event: Not Applicable
Masse (Condition 11): Contractual Masse shall apply

Name and address of the Representative:
MASSQUOTE S.A.S.U.
7, bis rue de Neuilly
F-92110 Clichy
France

Mailing address:
33, rue Anna Jacquin
92100 Boulogne Billancourt
France
Represented by its Chairman

Name and address of the alternate Representative:
Gilbert Labachotte
8 Boulevard Jourdan
75014 Paris
France

The Representative will be entitled to a remuneration of €400 (VAT excluded) per year, payable on each Interest Payment Date with the first payment at the Issue Date.

RESPONSIBILITY
The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of Arkema:
By: Christiane Chapuis, Directeur Financement Trésorerie
Duly authorised

A19306544
PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

(i) Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 20 January 2015

(ii) Estimate of total expenses related to admission to trading: EUR 12,000

2. RATINGS

Ratings: The Notes to be issued have been rated
S&P: BBB
Moody’s: Baa2
S&P and Moody’s are established in the European Union and registered under Regulation (EC) No 1060/2009 (as amended)

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in “Subscription and Sale”, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. YIELD

Indication of yield: 1.609 per cent. per annum
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

5. OPERATIONAL INFORMATION

ISIN Code: FR0012452191
Common Code: 117018466
Depositaries
(i) Euroclear France to act as Central Depositary: Yes
(ii) Common Depositary for Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme: No
Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream, Banking, société anonyme and the relevant identification number(s): Not Applicable
Delivery: Delivery against payment
Names and addresses of additional Paying Agent(s) (if any): Not Applicable
6. DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Names of Managers: Citigroup Global Markets Limited
CM-CIC Securities
Commerzbank Aktiengesellschaft
Natixis
Société Générale

(B) Stabilising Manager(s) if any: Not Applicable

(iii) If non-syndicated, name and address of Dealer: Not Applicable

(iv) US Selling Restrictions
Categories of potential investors to which the Notes are offered: Reg. S Compliance Category 2 applies to the Notes;
TEFRA not applicable