

Colombes, May 10th, 2012

DECISIONS OF THE BOARD OF DIRECTORS MEETING DATED 9 MAY 2012 REGARDING THE AWARD OF PERFORMANCE SHARES

The Board of Directors, by virtue of an authorization by the combined shareholders meeting dated 15 June 2009, has decided to award 240,000 performance shares whereby the definitive allocation of rights shall be subject in particular to the presence in the Group at that time and to the fulfillment of performance criteria, namely one external criterion (Arkema's performance compared to that of a representative group of companies for the sector) and one internal criterion (EBITDA level).

These performance shares have been awarded to 714 beneficiaries, including Mr Thierry Le Hénaff, Chairman and Chief Executive Officer, for up to 26.000 performance shares.

It is reminded that the Chairman and Chief Executive Officer will have to retain for this plan 30% minimum of shares allocated on a definitive basis for the duration of his term of office in the Group.

No stock options have been granted.

In addition, within the scope of the share capital increase reserved to employees adhering to a saving plan completed on 18 April 2012, 17 163 free shares have been allocated to employees working out of France and the Board of directors decided the allocation of 2 000 free shares to employees of affiliated companies set out in countries where the share capital increase was not proposed.

*A global chemical company and France's leading chemicals producer, **Arkema** is building the future of the chemical industry every day. Deploying a responsible, innovation-based approach, we produce state-of-the-art specialty chemicals that provide customers with practical solutions to such challenges as climate change, access to drinking water, the future of energy, fossil fuel preservation and the need for lighter materials. With operations in more than 40 countries, some 13,200 employees and 9 research centers, Arkema generates annual revenue of €5.9 billion*, and holds leadership positions in all its markets with a portfolio of internationally recognized brands. **The world is our inspiration.***

**Sales and headcount for continuing activities at end 2011, excluding vinyl products activities, which are part of a divestment plan.*

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