

COMBINED ANNUAL GENERAL MEETING
2 JUNE 2015

ADDENDUM TO THE NOTICE OF MEETING

On 5 May 2015, the Board of Directors decided to propose to the annual general meeting of 2 June 2015 the following resolutions in addition to the resolutions already adopted on 4 March 2015:

- the appointment of Mrs H el ene Moreau-Leroy as director for a four-year period ; and
- a modification of the Company's Articles of Associations related to the age limit for directors.

Accordingly, the agenda of this annual general meeting is as follows:

DRAFT AGENDA OF THE COMBINED GENERAL MEETING

RESOLUTIONS PROPOSED TO THE ORDINARY GENERAL MEETING

- Approval of the Company's financial statements for the financial year ended 31 December 2014.
- Approval of the consolidated financial statements for the financial year ended 31 December 2014.
- Allocation of net income for the financial year ended 31 December 2014 and setting of the dividend.
- Option for the payment of dividend in shares.
- Statutory auditors' special report on the regulated agreements and commitments referred to in articles L. 225-38 *et seq.* of the French Commercial Code.
- Renewal of the term of office of Mrs Victoire de Margerie as member of the Board of Directors.
- Renewal of the term of office of Mr Fran ois  naud as member of the Board of Directors.
- Renewal of the term of office of Mr Laurent Mignon as member of the Board of Directors.
- Opinion of the shareholders on the elements of compensation of Mr Thierry Le H enaff.
- Authorisation to be granted to the Board of Directors to trade in the Company's shares.

RESOLUTIONS PROPOSED TO THE EXTRAORDINARY GENERAL MEETING

- Delegation of authority granted to the Board of Directors to reduce the share capital by cancelling shares.
- Modification of article 16.3 of the Articles of Association of the Company.
- Modification of article 10.1.3 of the Articles of Association of the Company.

RESOLUTIONS PROPOSED TO THE ORDINARY GENERAL MEETING

- Appointment of Mrs H el ene Moreau-Leroy as director.
- Powers for the accomplishment of formalities.

The numbering of the resolutions changes, the thirteenth resolution (powers for formalities) initially published in the *Bulletin des annonces l egales obligatoires* becoming the fifteenth resolution.

MODIFICATION OF THE ARTICLES OF ASSOCIATION

TEXT OF THE NEW DRAFT RESOLUTION

Thirteenth resolution

(Modification of article 10.1.3 of the Company's Articles of Association)

The general meeting, voting in accordance with the quorum and majority requirements for extraordinary general meetings, after reviewing the Board of Directors' report, decides to modify article 10.1.3 of the Company's Articles of Association as follows:

"The maximum age limit of directors shall be 70 years.

When a director reaches this age limit during his term of office, such term shall automatically come to an end unless the Board of Directors decides that the director can continue to exercise his functions until his term."

ADDITIONAL INFORMATION

To accommodate current and future changes in the Board's composition, and in the light of Arkema's significant evolution, the Board wishes to have more flexibility to ensure that the Company's key competencies and continuity of knowledge are safeguarded within it. Accordingly, the Board will recommend to this next annual general meeting that it be allowed, in the event of a director reaching the statutory age limit of 70 years during their term of office, to decide that the director in question could complete their term of office.

APPOINTMENT OF A NEW DIRECTOR

TEXT OF THE NEW DRAFT RESOLUTION

Fourteenth resolution

(Appointment of Mrs H  l  ne Moreau-Leroy as director)

The general meeting, voting in accordance with the quorum and majority requirements for ordinary general meetings, after reviewing the Board of Directors' report, decides to appoint Mrs H  l  ne Moreau-Leroy as director for a term of four (4) years which will expire at the close of the ordinary general meeting to be held in 2019 to approve the financial statements for the financial year ending 31 December 2018.

ADDITIONAL INFORMATION

H  l  ne Moreau-Leroy is Chairman and CEO of Hispano-Suiza (Safran Group) and has been a member of the Safran Executive Committee since 1st July 2013.

Her appointment will enable Arkema's Board of Directors to fully benefit from her experience in senior management, as well as her proven industrial expertise and long-standing international experience.

Subject to her appointment as director by the annual general meeting, Mrs H  l  ne Moreau-Leroy would be qualified as an independent director according to the criteria set by the Company in accordance with the AFEP-MEDEF Code. The Board of Directors also decided that she would be appointed as member of the Audit and Accounts Committee.

Born in 1964, H  l  ne Moreau-Leroy is a graduate engineer from INSA Lyon (1987) and holds a Master in International Business Administrations (University of New England, Australia). She is a certified supply chain professional (APICS).

She has held a number of management positions in R&D, project management, procurement and production in industrial groups, and spent 14 years of her career outside France in international posts. She joined the Safran Group in 2003 in the Group Purchasing Department of Snecma SA. She then oversaw the implementation of Messier-Bugatti Dowty's supply chain in emerging countries before she became Executive Vice-President of Programs and a member of the Management Committee.

H  l  ne Moreau-Leroy is also a member of the Steering Committee of the *Groupement des Equipementiers de l'A  ronautique et D  fense* (GEAD) and a member of networks and associations promoting diversity in the workplace.