ARKEMA GROUP EMPLOYEE SHARE OFFERING 2024

COUNTRY SUPPLEMENT FOR KOREA

You have been invited to invest in shares of Arkema under the umbrella of the Arkema Group employee share offering 2024. You will find below a brief summary of the terms of the offering, the local offering information and principal tax consequences relating to the offering.

→ SUMMARY OF THE OFFERING

To be read in conjunction with the employee brochure and other materials distributed to you.

A share capital increase reserved for employees

Arkema shares will be offered to all eligible employees of participating Arkema Group companies, pursuant to Arkema's capital increase reserved to such employees. The Arkema Group Employee Share Offering is being offered as a "Classic" plan.

If the total number of requested shares exceeds the offered shares (1 350 000 shares), the number of shares requested may be reduced. In this event, each participant will be notified personally.

Eligibility

All current employees of Arkema and the employees of its participating direct and indirect majority-owned subsidiaries, in each case subject to a minimum employment condition of three months measured at the close of the subscription period. In addition, such employee must be employed as of the day he or she returns the subscription form during the subscription period.

Subscription period

The subscription period starts on September 16, 2024 and lasts until September 30, 2024 (inclusive).

If you decide to participate to the 2024 Offer, we invite you to log in to the website, **www.ake2024 .arkema.com**, between September 16, 2024 and September 30, 2024 , and click on the "Subscribe" button. You will be asked to enter the user ID and password that have already been sent to you by email on your professional email address.

If you have no professional address or if you have not received these ID and password, you can participate to the 2024 Offer by returning the paper subscription form at the latest by September 30, 2024 to 7th Floor, Dongsung Building, 21 Gookhoedaero 62 Gil, Yeongdeungpo-Gu, Seoul, Korea.

Subscription price

The subscription price for the Arkema shares will be at a discount of 25% from the "reference price".

The reference price is based on the average of the opening price of the Arkema share on the 20 trading days preceding September 11, 2024 .

Payment will be requested in local currency at an exchange rate to be set before the subscription period begins. Such exchange rate will be valid for the payment of the purchase price throughout the subscription period.

During the life of your investment, the value of the Arkema shares will be affected by fluctuations in the currency exchange rate between the euro and the Korean Won. As a result, if the value of the euro strengthens relative to the Korean Won, the value of the shares expressed in local currency will increase. On the other hand, if the value of the euro weakens relative to your Korean Won, the value of the shares expressed in Korean Won will decrease.

Your investment is capped

The maximum subscription amount you can invest will be equal to the lesser of (i) the subscription price of 750 Arkema shares and (ii) 25% of your gross annual compensation for 2023 or 25% or your estimated gross annual compensation for 2024.

The minimum amount of investment will be one share.

Method of payment

The following payment methods are made available:

- Payment by Cash (to be paid by wire transfer) by September 30, 2024 , or
- Salary Deduction (in case of employer loan described below)

If you choose payment by payroll deduction, your employer is offering you a loan for the subscription price you indicate in the subscription form, to be repaid in substantially equal installments through payroll deductions over a 24 month period. Payroll deductions in any given month cannot exceed 10% of your net monthly salary. If you choose payment by payroll deduction, you must provide explicit consent to have automatic salary deductions applied.

Currency exchange control

Prior to remittance of the purchase price, the transaction must be confirmed by a local foreign exchange bank, which is generally a routine procedure. The funds to be remitted and evidence of the offering (e.g., offering documentation) should be submitted to a local foreign exchange bank for the confirmation.
In order to remit the funds for purchasing shares, each employee should submit a power of attorney for delegating the remittance, as provided for in the subscription form.

Custody of your shares

The shares you subscribe will be held directly in your name.

Your investment will be subject to a five-year lock-up period

In consideration of the benefits granted under this offering, your shares will be subject to a lock-up period of five years (ending on October 30, 2029), during which your investment will not be available unless you qualify for an early exit (see "Early exit events" below).

Early exit events

You may request to terminate the above-mentioned lock-up period in the following circumstances only:

1. Marriage of the employee;
2. Where a child is born or a child arrives at the home in view of being adopted, provided the employee's household is already financially responsible for at least two children;
3. In the event of divorce or separation, when this event is accompanied by a court decision specifying that the sole or shared ordinary place of residence of at least one child is at the domicile of the employee concerned;
4. Where the employee, his or her spouse or children, suffers from a disability as defined by French law;
5. Death of the employee or his/her spouse;
6. An early redemption is permitted in case of domestic violence committed against the beneficiary by his or her spouse, or his or her former spouse;
7. Termination of the employment contract;
8. Where the employee, his or her children, or spouse, allocates the amounts saved to create certain businesses as provided for by French law;
9. Over-indebtedness of the employee;
10. Where the employee allocates the amounts saved to the acquisition or enlargement of his or her principal residence entailing the creation of a new living area, or for repairing damages caused on your main residence by a natural disaster defined as such by local authorities.

The above is a summary of the current early exit provisions permitted under French law. The early exit events are to be interpreted and applied in a manner consistent with French law. Before relying or attempting to rely on any of these early exit events, you should consult with your employer to make sure that your case meets all the requirements of French law.

Employees (or their executors) must present a request for termination of the lock-up period within a period of six months after the occurrence of such event, except in the event of the death, domestic violence, disability or termination of the employment contract, in which cases your request may be made at any time. For further information, please contact your human resources office.

Dividends

Any dividends paid with respect to shares you have subscribed will be paid to you.

Voting rights

You may vote your shares at meetings of Arkema's shareholders.

End of lock-up period

Your investment will become available upon the expiry of the lock-up period of five years, or earlier, if you qualify for an early exit. Prior to the end of the lock-up period, you will be informed of the availability of your investment.

→ FREE SHARES

Grant of Free Shares

It is expected that the Board of Arkema will grant to all participants in the Classic Offer the right to receive free shares, subject to the conditions contained in the Free Share Plan Rules. It is expected that this grant will be made on November 5, 2024 (the "Grant Date"). A summary of the terms of the Free Share Plan Rules is provided below. You can access the Free Share Plan rules (in French or in English) upon request, from your HR.

The Arkema employers participating in the plan are referred to as the "Participating Companies".

Eligibility

In order to be eligible to receive a grant of shares under the Free Share Plan, an employee must satisfy the following conditions:

such employee must have submitted a valid subscription form to participate in the Classic Offer and complied in full with all of the terms and conditions of such offer;

and

such person must have been employed by a company of the Arkema Group on the Grant Date unless one of the events listed under Exception to the Continued Employment Condition below occurs between the date of subscription and the Grant Date).

In order to receive the free shares, the employee must satisfy the Continued Employment Condition described below.

Number of Free Shares and Limit of the Grant of Free Shares

All eligible employees that satisfy the above conditions of the Free Share Plan will be granted a right to receive free shares from Arkema. The eligible employee will be granted one matching share for every four whole shares he or she subscribes to, up to a maximum of 25 matching shares.

For the avoidance of doubt, subscribed shares shall be based on the amount actually delivered, taking into account any reductions that may be made due to individual or total orders in Arkema Offer exceeding the permitted or available amounts.

Information on the Grant of Free Shares

Within a few weeks following the grant by the Board, each eligible employee will receive a letter or statement confirming that he or she is an eligible employee and setting forth the number of free shares granted to him or her.

Vesting and Delivery of Free Shares

The free shares will be delivered to all eligible employees four years after the grant, on or about November 6, 2028 (the "Date of Delivery"), provided that the conditions of the Free Share Plan rules (in particular the Continued Employment Condition) have been satisfied during that period. The period between the Date of Grant and the Date of Delivery is referred to as the "Vesting Period". Prior to the Date of Delivery, eligible employees will not own the free shares, and consequently will have no right to any dividends paid in respect of the free shares (or for which the record date is prior to such date) and will have no right to vote at shareholders' meetings.

Non-transferability of the Rights of Free Shares

The rights resulting from the grant of free shares are personal to each eligible employee. An eligible employee cannot sell, transfer or pledge his or her right to receive the free shares under the Free Shares Plan. The only exception to this restriction is for transfers that occur through succession to legal beneficiaries, in the event of the death of the eligible employee.

Continued Employment Condition

In order to receive the free shares, the eligible employee must have remained an employee of the Arkema Group (Arkema and its majority-owned subsidiaries) for the full duration of the vesting period. Such employment must be continuous and without interruption.

For sake of clarity, if at any time during the Vesting Period, an eligible employee ceases to be an Employee of the Arkema Group, such employee will lose all rights to the free shares. These rights will not be restored even in the event such person subsequently becomes re employed within the Arkema Group.

Exception to the Continued Employment Condition

An eligible employee will be deemed to satisfy the Continued Employment Condition if, at any time during the relevant Vesting Period, the eligible employee ceases to be employed for any of the following reasons:

(i) Death

In the event of the eligible employee's death, the legal heir or heirs of the deceased beneficiary may request delivery of the free shares within a period of six months following the date of death. In this case, any free shares granted shall be delivered to such heir or heirs promptly following such request and the Vesting Period will not apply.

In the absence of such a request, the free shares granted to the deceased eligible employee shall be delivered to such heir or heirs on the Date of Delivery.

(ii) Disability

In the event of a disability corresponding to a classification in the second or third categories provided for in Article L. 341 4 of the French Social Security Code (or its equivalent in foreign law), the free shares granted shall be delivered to the eligible employee at the Date of Delivery.

(iii) Retirement

In case of retirement at the age provided for retirement under relevant local law or employer practice.

In such case, the free shares granted shall be delivered to the eligible employee at the Date of Delivery. This exception will only be allowed where legally permissible.

(iv) Redundancy or termination without cause

In case of redundancy or termination without cause, the free shares granted shall be delivered to the eligible employee at the Date of Delivery. For the avoidance of doubt, a termination for cause related to the employee's conduct or performance will result in a loss of the right to the free shares.

(v) Loss of Participating Company status or divestiture of business or operating unit

In the event of a change in control of a Participating Company or in case of a divestiture of business or operating unit (including outsourcing), an eligible employee of the relevant company, business or operating unit shall not lose his or her right to the free shares as a result of such change or divestiture. The free shares granted shall be delivered to the eligible employee at the Date of Delivery.

Ownership of the Free Shares and Selling Restrictions

At the Date of Delivery, any free shares delivered will become the full property of the eligible employee. The eligible employee will, as of such date, benefit from all the rights of ownership relating to these free shares, notably the right to vote at meetings of the Shareholders of Arkema or to be represented, and the right to receive any dividends.

Following the receipt of the free shares the recipient will be free to sell them, without selling restrictions other than insider trading restrictions. At Arkema's discretion, the free shares may be delivered as from the Date of Delivery in one or several shareholding funds (FCPE), and by subscribing to the Free Shares Plan the employee is deemed to accept such method of delivery. Employees will be informed of the method of delivery prior to the Date of Delivery.

In the event that an Arkema Company is required to pay taxes, social charges or any other governmental charges on behalf of any eligible employee as a result of the grant to such employee or delivery of the free shares, Arkema reserves the right to delay the transfer of the free shares to such person until such person has paid all such amounts, or made arrangements for payment that are satisfactory to Arkema, or to cause the sale of the shares and withhold from the proceeds the relevant amounts.

Changes to the Free Share Plan

In the event of a restructuring of Arkema that results in a split of the company or a transfer of all or substantially all of its assets to another entity prior to the Date of Delivery, the Free Share Plan may be modified by the Board of Arkema or by law in order to substitute shares in the surviving or successor entities for the Arkema Shares originally provided for under the Free Share Plan.

TAX INFORMATION FOR EMPLOYEES

RESIDENT IN KOREA

The following summary sets forth general principles that are expected to apply to employees who are (i) resident in Korea for the purposes of the tax laws of Korea and the Convention between Korea and the French Republic for the avoidance of double taxation dated June 19, 1979 and entered into force February 1, 1981, as amended on March 1, 1992 (the "Treaty") and (ii) are entitled to the benefits of the Treaty, but may not apply in all specific cases. This summary is given for informational purposes only and should not be relied upon as being either complete or conclusive. For definitive advice, employees should consult their own tax advisors regarding the tax consequences of participating in the Arkema Employee Offering.

The tax consequences listed below are described in accordance with the Korean and certain French tax law and tax practices as well as the Treaty, all of which are applicable at the time of the offering. These laws and practices and the Treaty may change over time.

A. Taxation in France

You will not be subject to taxation in France upon subscription.

Under French domestic law, dividends paid by a French company to non-residents of France are generally subject to a 12,8% withholding tax in France, unless they are paid to a bank account opened in a Non Cooperative State or Terrotory (NCST)[1] which would trigger a 75% withholding tax in France.

Any gains realized upon your investment are not subject to taxation or social charges in France.

B. Taxation in Korea

Upon subscription

The discount will be subject to tax as salary income. The taxable discount will be calculated as the market price of shares at the time of acquisition minus their subscription price. For this purpose, the time of acquisition will be when the employee pays the subscription price. Subscription price will be considered as being paid on a lump-sum basis, since the salary deduction in twenty four instalments would be repayments of loan extended by the employer.

Tax will be due at the progressive rates ranging from 6.6% to 49.5%[2] including resident surtax.

The amount of discount will be borne by Arkema without any charge-back to your local employer, therefore, the discount will not be subject to any tax withholding by the local employer. As a result, you will pay tax by filing an annual personal income tax return in May of the following year or joining a Taxpayers' Association (monthly withholding by the Association).

Such salary income borne by Arkema without any charge-back to the local employer will increase the base income for the following year's National pension contribution, but is not practically subject to other social security contributions such as National medical insurance, Unemployment insurance, etc.

Dividends

The employee will be subject to income tax on any dividends received with respect to the shares. The taxable amount is the total amount of the dividends issued to the employee. Income from receipt of dividends from shares is subject to taxation at ordinary income tax rates, which range from 15.4% to49.5%. The employee is responsible for reporting the dividends and paying any taxes due. The dividends should be reported on a year end global income tax return filed in May of the year following the year the dividends are issued. Taxes paid in France will be considered for Korean tax calculation purposes as a foreign tax credit. There are no social security charges on dividend income. There are no social security charges on dividend income, unless the annual income aggregating dividends, interest and rent, etc. exceeds KRW20 million. The amount exceeding the threshold of KRW20 million is subject to the National medical insurance. The employee's reporting to the tax office may be shared with National Medical Service and may increase the base for the following year's National medical insurance if the annual income aggregating dividends, interest and rent, etc. exceeds KRW20 million. An employee can claim a tax credit for French tax withheld on dividends via a comprehensive income tax return filed with a tax office by the end of May in the year following the year in which the relevant dividends are paid (with a maximum limit equal to the amount of Korean income taxes to be paid multiplied by the ratio of foreign-source income to total (global) taxable income). Any foreign taxes in excess of the maximum allowable credit may be carried forward ten years.

[1] The list of NCSTs can be modified each year. The states and territories qualifying as NCSTs are currently the following: Anguilla, Bahamas, Turks and Caicos Islands, Seychelles and Vanuatu

[2] 6.6~49.5% tax rate due to amendments effective from the 2021 calendar year.

Upon the end of the lock-up period and/or the sale of your shares

The employee will be subject to capital gains tax on the gain from the sale of the shares. Taxable gain is calculated as the difference between the market price on the date of payment for the shares and the sales price. The tax rate for individuals on capital gains from the sale of the shares is 20%, on the excess of the gains less KRW 2,500,000 (approximately €1,690) per year. In addition, residence surtax is imposed at a rate of 10% of the capital gains tax. There is no automatic taxation at the end of the lock-up period even if the employee does not sale the shares. There are no social security charges on capital gains income. From 2025, a tax rate of 22% would apply to gains (minus a basic deduction of KRW2.5 million) of up to KRW300 million and a higher tax rate of 27.5% would apply to gains (minus a basic deduction of KRW2.5 million) in excess of KRW300 million.

OTHER

Reporting obligations with respect to the subscription, holding and sale of the shares, as well as with respect to the receipt of dividends, if any.

Except for the reporting/confirmation procedure for exchange control purposes made at the time of remittance of funds for purchase of the shares, and the tax reporting discussed above, there are no other reporting obligations.

Korean residents must declare foreign financial accounts (i.e., non-Korean bank accounts, brokerage accounts, etc.) in foreign countries to the Korean tax authority and file a report with respect to such accounts in June of the immediately following year if the monthly balance of such accounts exceeds KRW 500 million (approximately €337,975) or an equivalent amount in foreign currency on any month-end date during a calendar year.

Under the new reporting requirements resulting from recent amendments to the Personal Income Tax Act effective from January 1, 2024, local employers are required to report pertinent information to the Korean tax authorities by March 10 of the calendar year following the calendar year in which stock-based compensation becomes taxable for personal income tax purposes (e.g., when exercised (stock options), vested (RSUs of Free Shares), or purchased/delivered (ESPPs)), as opposed to when awards are initially granted. Please be informed that this requirement also extends to awards that were granted before 2024 but exercised, vested, or purchased/delivered on or after January 1, 2024, irrespective of whether the employer bears the cost of the discount and/or the matching contribution. Consequently, the local employer should be aware of the taxable timing of employees' stock-based compensation to ensure compliance with this new reporting requirements.

Taxation resulting from the loan granted to you by your employer, to be repaid through payroll deductions.

If you choose to pay the subscription price in twenty four instalments through salary deductions, you will be considered as having benefited from an interest free loan granted by your employer for an amount equal to such subscription price.

You will be viewed as having benefited from a taxable income equal to a deemed interest of 4.6% per annum on the basis of the loan balance as reduced by salary deductions.

Such income will be subject to tax as salary income, at the progressive rates of the personal income tax ranging from 6.6% to 49.5%[3] including resident surtax. As salary income, it will be subject to the tax withholding by local employer (the employer will actually add the deemed interest to your taxable income at the end of the year when conducting the year-end settlement for your income tax).

Social security taxes will also be due on this amount: National medical insurance (3.545% for each, the employer and the employee, plus, an additional 12.81% of the National medical insurance premium for Elderly Long Term Care Insurance), National pension (4.5% for each, the employer and the employee), Unemployment insurance (0.90% for the employee and 1.15% to 1.75%[4] for the employer), Workers compensation (ranging from 0.56% to 18.56% for the employer only, plus, contribution to the wage claim guaranty fund of 0.06% for the employer only as well as contribution to the relief from asbestos damage of 0.006% for the employer only). Employees' portion will be withheld by your employer from your salary.

FREE SHARES

Tax and/or social security charges that may be applicable at the date of grant of the right to acquire free shares.

There are no tax or social security charges that apply at the date of grant of the right to acquire free shares.

Tax and/or social security charges that may be applicable if the right to receive free shares vests prior to the end of the vesting period and are not delivered before the date of delivery of the shares.

To the extent that vesting indicates an unforfeitable right to receive the shares, then tax and social security charges may be applicable upon vesting. However, if the shares are still forfeitable until delivery, then tax and social security charges, if any, may not be imposed until delivery.

[3] *6.6~49.5% tax rate due to amendments effective from the 2021 calendar year.*
[4] *Please note that unemployment insurance rate has been increased to 0.9% for employee and 1.15% to 1.75% for employer from July 1, 2022.*

Tax and/or social security charges that may be applicable at the date of delivery of the shares.

To the extent not already taxed at vesting, tax will be assessed on the market value of the free shares at delivery. Applicable income tax is based on progressive rates ranging from 6.6% to 49.5%[5] including resident surtax.

As for the free shares, which is paid by your local employer, applicable taxes and social security contributions for such free shares must be withheld by the local employer. In other words, if the cost of the free shares will be borne by your local employer through its reimbursement to Arkema, the market value of the free shares as of the date when the free shares are delivered to you will be subject to tax withholding by the local employer. Also, with regard to social security charges, such salary income borne by your employer through its reimbursement to Arkema will increase the base income for the following year's National pension contribution, National medical insurance, Unemployment insurance and Workers' compensation insurance and is subject to social security contributions.

Tax and/or social security charges that may be applicable at the date of sale of the shares.

The employee will be subject to capital gains tax on the gain from the sale of the shares and is responsible for reporting the income and paying any taxes due thereon. Taxable gain is calculated as the difference between the market price on the date of vesting/delivery of the shares and the sale price. The tax rate for individuals on capital gains from the sale of the shares is 20%, on the excess of the gains less KRW 2,500,000 per year. In addition, residence surtax is imposed at a rate of 10% of the capital gains tax. There are no social security charges on capital gains income. From 2025, a tax rate of 22% would apply to gains (minus a basic deduction of KRW2.5 million) of up to KRW300 million and a higher tax rate of 27.5% would apply to gains (minus a basic deduction of KRW2.5 million) in excess of KRW300 million.

[5] *6.6~49.5% tax rate due to amendments effective from the 2021 calendar year.*