



# Annual Audit of Financial Accounts as of 31/12/2024 Dividend 2024 of €5.81 gross per share, unchanged compared to 2023.

- 1. The dividend distributed by Solvac for the fiscal year 2024 is €5.81 gross per share, unchanged from 2023.
- 2. The cash income¹, driven by dividend flows received from investments in Solvay and Syensqo, amounts to €132.1 million, unchanged from the 2023 financial year dividend of €132.1 million, as shown in the table below:

	2023	2024
Solvay dividend per share – January (in €)	1.54	1.62
Number of Solvay shares held by Solvac (in millions)	32.6	32.6
Solvay dividend received in January (in € millions) (a)	50.2	52.8
Solvay dividend per share – May (in €)	2.51	0.81
Number of Solvay shares held by Solvac (in millions)	32.6	32.6
Solvay dividend received in May (in € millions) <b>(b)</b>	81.9	26.4
Syensqo net dividend per share – May (in €)	-	1.134
Number of Syensqo shares held by Solvac (in millions)		32.6
Syensqo net dividend received in May (in millions €) (c)	-	37.0
Withholding tax on Syensqo net dividend per share – December (in EUR)	-	0.486
Number of Syensqo shares held by Solvac (in millions)		32.6
Withholding tax on Syensqo net dividend in December (in millions €) (d)	-	15.8
Cash income (a) + (b) + (c) + (d)¹ (in € millions)	132.1	132.1
Administrative expenses	-2.5	-2.6
Other operating expenses	-2.2	-0.5
Financial expenses	-3.1	-3.5
Cash earnings¹ (in € millions)	124.3	125.5

Provided that the statutory accounts allow it, the Board of Directors will determine the amounts proposed for distribution by Solvac based on the cash earnings<sup>1</sup>, after covering expenses.

<sup>&</sup>lt;sup>1</sup> Solvac uses certain non-GAAP performance indicators that need to be defined here:

<sup>-</sup> Cash income means income received during the period. It is defined as the cash flow generated from the payment of dividends received from Solvay and Svensgo

The cash earnings is defined as cash income reduced by interest expenses and other (financial/operating) income and expenses. It is based on this indicator that the Board of Directors determines the amounts proposed for distribution by Solvac. The net earnings per share and the diluted net earnings per share are identical. The weighted average number of shares used for per-share calculations is 21,375,033 in 2023 and 2024.

#### 3. The Board of Directors announces the statutory account figures of Solvac SA for 2024:

€ thousands	2023	2024
Financial earnings	132,085	107,750
Operating earnings	-4,742	-3,052
Earnings before taxes	127,343	104,698
Earnings after taxes	127,343	104,698
Gross return on capital	-124,189	-124,189
Balance to be allocated	3,154	-19,491

Solvac's net earnings for 2024 are €104.7 million (compared to €127.3 million in 2023). The decrease of €22.3 million is primarily due to the absence of an interim dividend payment by Syensqo (€23.8 million). It should be noted, however, that Syensqo announced on 27 February 2025, the payment of a total dividend of €1.62 gross per share for the 2024 financial year, subject to approval by its General Meeting of Shareholders, identical to that of the 2023 financial year.

The dividends paid by Solvay and by Syensqo are included in Financial income. It is reduced by the costs of services (€3.1 million) and interest expenses (€3.5 million). These mainly include the costs related to listing and maintaining the shareholder register, as well as the remuneration of Management and the Shareholder Services.

In 2024, these are supplemented by costs related to external support for the Board of Directors, which was required to maintain and ensure its role as a reference shareholder, as well as the implementation of Solvac's significant influence over its two investments within the new governance framework resulting from Solvay's spin-off. These costs are recorded as non-recurring operational costs amounting to €0.5 million in 2024 (compared to €2.2 million in 2023).

Net financial income showed a decrease of €24 million in 2024 compared to 2023.

#### 4. Distribution of dividends for the fiscal year 2024 by Solvay and Syensgo

The general meeting of shareholders of Syensqo decided on 23 May 2024 to allocate a dividend for the fiscal year 2023 amounting to €1.62 gross per share, with its payment made on 31 May 2024.

The Solvay general meeting of shareholders decided on 28 May 2024 to allocate a dividend for the 2023 fiscal year amounting to €2.43 gross per share. After deducting the interim dividend of €1.62 gross per share allocated by the Board of Directors on 3 November 2023, and paid in January 2024, the remaining gross dividend therefore amounted to €0.81 per share and was paid in June 2024.

The Board of Directors of Solvac notes that, subject to approval by their respective general meetings, the total amount of dividends received for the 2024 fiscal year from Solvay and Syensqo will be €4.05 gross per share, the same as the dividends paid in 2023.

# 5. Distribution of Solvac dividends in 2024.

The timing of Solvac's interim dividend payments is aligned with the decisions and dividend payment schedules of its holdings.

Solvac paid two interim dividends: one on 27 August 2024 (a 4% increase compared to the first interim dividend of the 2023 fiscal year) and another on 30 January 2025 (with the decision made on 11 December 2024).

The Board of Directors has decided to propose to the Ordinary General Meeting on 13 May 2025 a distribution of a remaining dividend of €0.844 gross per share. This third interim dividend will be paid on 27 May 2025. This will result in a gross distribution of € 18,0 million. Solvac shares will trade ex-dividend on Euronext Brussels from

Wednesday 14 May, 2025 and transactions must be notified to us by Tuesday 20 May, 2025 at the latest. Any transaction not recorded on this date must be recovered (purchase) or returned (sale) by the financial intermediary who executed the transaction.

CASH Distribution			
€ gross per share	2023	2024	2025
1st interim dividend	3.350	3.486	0.000
2nd interim dividend	2.460		1.480
3rd interim dividend considered as	0.000		0.844
final payment in 2024			
Total gross dividend per share	5.810	5.8	10

Subject to the approval of the General Meeting of Shareholders, the total dividend for the 2024 financial year will amount to €5.81 gross per share, remaining stable compared to the 2023 financial year.

# 6. Allocation of profit for the 2024 financial year.

It will be proposed to the General Meeting of Shareholders to reduce retained earnings by €19.5 million, decreasing it from €1,391.7 million in 2023 to €1,372.1 million in 2024.

The gross compensation of shares for the current and previous financial years are presented in the table below:

Statement of changes in reserves and distributable profits		
in € millions	2023	2024
Distributable retained earnings (as of 31/12/N-1)	1,388.5	1,391.6
Net earnings for the year N	127.3	104.7
Total dividend for the year	-124.2	-124.2
Distributable retained earnings as of 31/12/N	1,391.6	1,372.1

#### **NOTES**

# 1. Auditor's report on the audit of annual accounts

The auditor, EY Réviseurs d'Entreprises SRL ("EY"), represented by Marie-Laure Moreau, confirms that its audit work on the financial statements of Solvac SA, prepared in accordance with the legal and regulatory provisions applicable in Belgium, is substantially complete. EY has confirmed that its audit work, which is substantially complete, has not identified any significant adjustments in the financial statements and that the financial information presented in this press release is consistent with the financial statements of Solvac SA.

The auditor's report to the General Meeting of Shareholders of Solvac SA on the audit of annual accounts for the financial year ending 31 December 2024, will be included in the 2024 annual report, which will be published on the website (www.solvac.be) on 3 April 2025.

#### 2. Content

The risk management analysis is included in the annual report, which will be available online (www.solvac.be).

#### 3. Solvac shares

	2023	2024
Number of shares issued at the end of the period	21,375,033	21,375,033

# 4. Declaration of responsible persons

Mr Jean-Marie Solvay, Chairman of the Board of Directors and Mr Melchior de Vogüé, President of the Audit Committee, declare that to their knowledge:

- a) the financial statements, prepared in accordance with applicable accounting standards, provide a true and fair view of the assets, financial position and earnings of the issuer;
- b) The management report provides a true and fair account of the business development, earnings, and financial position of the issuer, along with a description of the primary risks and uncertainties they face.

#### Key dates of financial communication

3 April 2025: Publication of the 2024 annual report on www.solvac.be
13 May 2025: Ordinary General Meeting of Shareholders at 2:30 PM

• 27 May 2025: Paiement of the third interim dividend for the financial year 2024, worth balance

• 1 August 2025: Earnings from the first half of 2025 and announcement of the first interim dividend for

financial year 2025

For more information, we invite you to contact:

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Dit persbericht is ook in het Nederlands beschikbaar - This press release is also available in French.

We present the financial statements as of 31 December 2024 (along with comparative figures as of 31 December 2023) in accordance with Belgian accounting standards.

# **Income statement as of 31 December**

	Appendices	Codes	2023	2024
Sales and services		70/76A	5	5
Other operating income	6.10	74	5	5
Cost of services		60/66A	-4,747	-3,058
Services and various goods		61	-2,027	-2,093
Compensation	6.10	62	-417	-337
Depreciation	630		-6	-2
Reserves for risks and liabilities			0	0
Other operating expenses	6.10	640/8	-105	-121
Non-recurring operating income and expenses	6.12	66A	-2,193	-504
Profit/operating loss	9901	9901	-4,742	-3,053
Financial income		75/76B	135,222	111,203
Income from financial fixed assets		75	135,222	111,203
Dividends		750	134,727	110,913
Income from current assets		751	495	290
Interest		751	495	290
Other financial income	6.11	752/9		
Financial expenses		65/66B	-3,137	-3,452
Debt expenses		650	-3,123	-3,441
Other financial expenses		652/9	-14	0
Profit before taxes		9903	127,343	104,698
Tax on earnings	6.13	67/77	0.4	0.4
Taxes		670/3	0.4	0.4
Profit after taxes	9904		127,343	104,698
Profit (Loss) for the year to be allocated	9905		127,343	104,698
Earnings per share (EUR)			5.96	4.90

#### Notes

The income statement, which the General Meeting of Shareholders must approve, reports a net profit of €104.7 million, reflecting a decrease of €22.6 million compared to 2023.

Financial income primarily includes the recorded dividends from Solvay and Syensgo.

This has decreased by €24.0 million, from €134.7 million in 2023 to €110.9 million in 2024, with details provided in the table below.

Financial income also includes €0.3 million from a two-month term cash investment in 2024, compared to €0.5 million from a three-month term cash investment in 2023.

The cost of services amounts to €3.1 million in 2024 compared to €4.7 million in 2023.

It is worth noting that service costs in 2023 included a total amount of €2.2 million for external services, mainly financial and legal in nature, related to the preparation of support for Solvay's spin-off project.

Services and miscellaneous goods increased by €0.1 million in 2024, reaching €2.1 million compared to 2023. They mainly include costs related to listing, registry maintenance, other administrative expenses, as well as the costs of the Board and Management. The "Compensation" item (€0.3 million) has decreased due to the retirement of an employee from the Shareholder Services department.

In 2024, additional costs were incurred for external support to the Board of Directors, which was required to prepare for and fulfil its role as a reference shareholder, as well as to implement significant influence over Solvac's two holdings within the new governance framework resulting from Solvay's split into two separate companies. These costs are included as non-recurring operational costs for an amount of €0.5 million.

Operational costs excluding non-recurring items have been generally stable between 2023 and 2024. Financial debt expenses increased from €3.1 million to €3.5 million due to the rise in financing amounts and interest rates.

The collection of the amount corresponding to the 30% withholding tax on the Syensqo dividend was only completed after 12 months of holding this investment, as required by tax regulations. The income from Solvay and Syensqo dividends is classified as definitively taxed income under Belgian tax law. As a result, Solvac does not pay taxes on this income.

After taking these elements into account, the net earnings for the financial year amount to €104.7 million compared to €127.3 million in 2023.

# Dividends received from Solvay and Syensgo in the financial income in the statutory accounts

Year	Dividend Type	Dividend € / share	Number of shares	Total dividend € millions	Variation compared to Previous year
2023	2022 balance	2.51	32,621,583	81.9	6.8%
	2023 interim dividend	1.62	32,621,583	52.8	5.2%
	2023 financial income	4.13		134.7	6.2%
2024	Solvay 2023 balance	0.81	32,621,583	26.4	
	Syensqo 2023 dividend	1.62	32,621,583	37.0	
	Solvay 2024 interim dividend	0.97	32,621,583	31.6	
	2024 financial income	3.40		110.9	-17.7%

# Balance sheet as of 31 December 2024 (thousands of €)

ASSETS	Appendices	Codes	31/12/2023	31/12/2024
Fixed assets		21/28	2,697,679	2,697,677
Intangible assets	6.2	21	1	0
Other intangible assets	6.2	21	1	0
Tangible assets	6.3	22/27	10	9
Other tangible assets	6.3	26	10	9
Financial fixed assets	6.4 / 6.5.1	28	2,697,667	2,697,667
Affiliated companies	6.15	282/3		
Investments in Solvay		282	613,217	613,217
Investments in Syensqo		282	2,084,451	2,084,451
Receivables		283	0	0
Current assets		29/58	57,270	35,132
Short-term receivables		40/41	52,995	31,878
Commercial receivables		40	0	0
Other receivables		41	52,995	31,878
Cash investments	6.6	50/53	0	0
Other investments		51/53	0	0
Liquid assets		54/58	4,221	3,200
Accruals and deferrals	<b>6</b> .6	490/1	54	54
Deferred expenses		490/1	54	54
TOTAL ASSETS	20/58		2,754,949	2,732,809

LIABILITIES	Appendices	Codes	31/12/2023	31/12/2024
Shareholders' equity		10/15	2,535,925	2,516,434
Capital	6.7.1	10	192,787	192,787
Subscribed capital		100	192,787	192,787
Additional paid-in capital		11	572,822	572,822
Share premium		1100/10	572,822	572,822
Reserves		13	378,689	378,689
Legal reserves		130	19,279	19,279
Non-distributable reserves		130/1	359,411	359,411
Available reserves			0	0

Retained earnings/earnings to be carried forward		14	1,391,628	1,372,136
Debts		17/49	219,024	216,375
Long-term debts	6.9	17	150,000	100,000
Credit institutions		173	150,000	100,000
Short-term debts	6.9	42/48	67,873	115,276
Long-term debt maturing within the year		42		50,000
Financial liabilities	6.9	43	48,600	13,000
Credit institutions		430/8	48,600	13,000
Commercial debts	6.9	440/4	1,633	172
Tax, salary & social liabilities	6.9	45	15,276	62
Other liabilities	6.9	47/48	2,364	52,042
Accruals and deferrals	6.9	492/3	1,152	1,099
Expenses to be allocated		492/3	1,152	1,099
TOTAL LIABILITIES	10/49		2,754,949	2,732,809

# Notes:

# Regarding the assets

The financial fixed assets amount to €2.698 billion.

This item (€2.698 billion) represents the carrying value of the holdings in Solvay and Syensqo as of 31 December 2024, following the Solvay spin off that occurred on 8 December 2023. These investments are recorded at their original cost.

These investments are recorded in Solvac's accounts for a total amount of €2,697,667,459 as of 31 December 2024; this amount is broken down as follows:

- Solvay: €613,216,809, or €18.80 per share
- Syensqo: €2,084,450,648, or €63.90 per share

The short-term receivables mainly consist of the first instalment of the 2024 dividend from Solvay, amounting to €31.9 million (€0.97 gross per share), payable on 22 January 2025.

# Regarding the liabilities

The equity, and more specifically the retained earnings, decreased by €19.5 million, along with the retained profit.

The long-term liabilities amount to €100 million (loans from BNP Paribas Fortis) and have decreased by €50 million following the reclassification of a portion of the loan into short-term liabilities. Solvac's structural debt is as follows:

- A loan of €50 million with an interest rate of 1.47% (maturity in 2027),
- A loan of €50 million with an interest rate of 1.16% (maturity in 2029).

A loan of €50 million (with an interest rate of 2.75%) has been reclassified as a short-term financial liability, as this portion of the debt will mature on 24 May 2025. Discussions with bankers regarding its renewal started in early 2025.

Solvac's policy is to obtain bank loans with fixed interest rates for 7 to 8 years, while also repaying some of these loans early to replace them with new ones, thereby extending the maturity of its long-term debt when market interest rate conditions are favourable. As of 31 December 2024, the weighted average maturity of the debt is approximately 2.7 years, and its average cost is 1.8% per year.

The company has a positive cash flow between May and July. A short-term financial debt finances the timing differences between the dividends received from Solvay and Syensqo and the dividends paid by Solvac. In 2024, the company experienced a positive average net cash position<sup>(3)</sup> of approximately €6 million.

As of 31 December 2024, short-term liabilities have increased from €67.9 million in 2023 to €97.2 million. The main reason for this increase is the reclassification of €50.0 million into short-term financial debt, as this portion of the debt will mature on 24 May 2025. The financial debt of €48.6 million as of 31 December 2023 has been partially repaid and now amounts to only €13 million as of 31 December 2024.

#### Other liabilities consist of:

- Tax liabilities of €0.1 million, primarily consisting of salary and social security debts; since the second dividend instalment paid by Solvac was disbursed in January 2025, no tax liability related to the withholding tax on this dividend was recognised in 2024,
- Accounts payable of €0.2 million,
- Additional liabilities of €52.0 million, primarily consisting of €31.6 million related to the second dividend instalment of Solvac announced on 11 December 2024 and paid on 30 January 2025, as well as €18.0 million related to the remaining dividend of Solvac announced on 7 March 2025, which is subject to approval by the Ordinary General Meeting of Shareholders on 13 May 2025.

Accruals include unpaid accrued bank interest of €1.1 million, compared to €1.2 million in 2023.

In off-balance-sheet accounts, real guarantees established in favour of:

- BNP Paribas Fortis on net assets: 1,875,000 Solvay shares worth €58.4 million and 2,149,309 Syensqo shares worth €151.7 million, to secure the structural debt,
- KBC on net assets: 700,000 Solvay shares worth €21.8 million and 650,000 Syensqo shares worth €45.9 million, in order to secure a short-term loan.

<sup>(3)</sup> The average net cash is an Alternative Performance Indicator defined as the sum of short-term borrowings (-), cash investments (+), and available balances in current accounts during the year, weighted by their respective durations.

### Reconciliation between cash income and net profit from the audited annual financial statements.

#### 1. Net earnings as per accounting

The net earnings for 2024 is €104.7 million, showing a significant decrease compared to 2023 due to the absence of an interim dividend payment from Syensgo.

The dividends paid by Solvay and Syensqo are recorded as financial income. These are then reduced by service costs (€3.1 million) and interest expenses (€3.5 million). These mainly include the costs related to listing and maintaining the shareholder register, as well as the remuneration of Management and the Shareholder Services.

In 2024, additional costs were incurred for external support to the Board of Directors, which was required to prepare for and ensure its role as a reference shareholder, as well as the implementation of Solvac's significant influence over its two investments within the new governance framework resulting from Solvay's spin-off into two entities. These costs are included as non-recurring operational costs for an amount of €0.5 million.

After taking these elements into account, the net earnings for the financial year amount to €104.7 million compared to €127.3 million in 2023.

#### 2. Cash income

As a reminder, Solvac uses certain Alternative Performance Measures ("APM"), which are also defined in the accounting policies for the Company's annual financial statements.

Cash income refers to the revenue received during the period. It is defined as the cash flow generated by the payment of dividends received from Solvay and Syensqo.

Cash earnings are defined as the cash income reduced by interest expenses and other (financial/operating) income and expenses. It is based on this indicator that the Board of Directors determines the amounts proposed for distribution by Solvac.

For the year 2024, Solvac's cash income, driven by dividend flows from its stakes in Solvay and Syensqo, amounts to €132.1 million, the same as in 2023, as shown in the table below.

This is explained by the fact that the total dividend paid by Solvay and Syensqo remained stable between 2023 and 2024, at €4.05 gross per share.

The distribution of this cash income throughout the year is detailed below.

Year	2023		2024	
	Value per share (€)	Total gross value (€ millions)	Value per share (€)	Total gross value (€ millions)
Solvay dividend collected in January	1.54	50.2	1.62	52.9
Solvay dividend collected in May 2023/June 2024	2.51	81.9	0.81	26.4
Syensqo net dividend collected in May 2024	0	0	1.134	37.0
Withholding tax on Syensqo dividends collected in December 2024	0	0	0.486	15.9
Cash income (1)	4.05	132.1	4.05	132.1

Solvac's cash earnings are calculated after deducting administrative expenses and net financial charges, as mentioned earlier.

# 3. Reconciliation between cash income and net earnings from the audited annual financial statements

The reconciliation between cash income and net earnings from the audited annual financial statements for the years 2023 and 2024 is presented in the table below:

In € millions	2023	2024
Net profit of Solvac according to the audited annual financial statements	127.3	104.7
Tax expenses	0.0	0.0
Deducting the dividends received from Solvay, accounted for in the income of year N and paid in January of year N+1	-52.8	-31.6
Including the Solvay dividends accounted for in the net income of year N-1 and paid in January of year N	+50.2	+52.8
Financial income from fixed- term deposits	-0.5	-0.3
Cash earnings	124.3	125.5
Administrative expenses	4.7	3.1
Financial expenses	3.1	3.5
Cash income (1)	132.1	132.1

# **Cash flow statement**

€Thousands	2023	2024
Services and various goods	-2,027.0	-2,093.0
Compensation	-417.0	-337.0
Other operating expenses	-105.0	-121.0
Non-recurring operating income and expenses	-2,193.0	-504.0
RELATED TO OPERATING ACTIVITIES	-4,742.0	-3,055.0
Dividends received	134,727.0	110,913.0
RELATED TO INVESTMENT ACTIVITIES		
Dividends paid (return on capital)	-124,189.0	-124,189.0
Net income from fixed-term deposits	495.0	290.0
Financial expenses (long-term and short-term financial liabilities, and bank commissions/fees)	-3,137.0	-3,452.0
Repayment of short-term credit lines	-48,000.0	-48,600.0
Drawdowns on short-term credit lines	48,600.0	13,000.0
Change in the Working Capital Requirements (WCR)	-269.0	54,072.0
RELATED TO FINANCING ACTIVITIES	-126,500.0	-108,879.0
	3,485.0	-1,021.0
CASH AT THE BEGINNING OF THE PERIOD	736.0	4,221.0
TOTAL CASH FLOWS	3,485.0	-1,021.0
END-OF-PERIOD CASH BALANCE	4,221.0	3,200.0

(1) Solvac uses certain performance indicators, Alternative Performance Metrics (APM), that should be defined here:

Cash income means income received during the period. It is defined as the cash flow generated from the payment of dividends received from Solvay and Syensqo.

The cash earnings is defined as cash income reduced by interest expenses and other (financial/operating) income and expenses. It is based on this indicator that the Board of Directors determines the amounts proposed for distribution by Solvac.