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**M.7777 - SOLVAY / CYTEC**

**SECTION 1.2**

**Description of the concentration**

1. The transaction involves the acquisition of sole control of Cytec Industries, Inc. (***Cytec***) by Solvay S.A. (***Solvay***) and is structured as a cash merger by a subsidiary of Solvay into Cytec followed by a share conversion, with the result being that Solvay will hold 100% of the share capital of Cytec (the ***Proposed Transaction***).
2. Solvay is listed on the NYSE Euronext stock exchange in Brussels and Paris and is active as a global manufacturer of chemicals and plastics, operating in 52 countries and employing approximately 26,000 people.
3. Cytec is a global speciality chemicals and materials company, active in composite materials for the aerospace and automotive industries and in mining chemicals. Cytec operates in 11 countries, employing approximately 4,600 people, and is listed on the New York Stock Exchange.