Press release

Communiqué de presse

Paris, November 9th 2010

ARKEMA: 3RD QUARTER 2010 RESULTS

BEST HISTORICAL PERFORMANCE IN 3RD QUARTER
€130 MILLION NET INCOME
FULL-YEAR TARGET SIGNIFICANTLY REVISED UPWARD

- **Very sharp increase in sales: +41% compared to 3rd quarter 2009**
- **€246 million EBITDA, multiplied by 2.4 compared to 3rd quarter 2009**
- **EBITDA margin close to 16%**
- **Stronger financial structure:**
    - **+€96 million free cash flow[1] in 3rd quarter 2010**
    - **€500 million bond issue at 4% over 7 years**
- **2010 EBITDA target significantly up to around €740 million**

The Board of Directors of Arkema met on November 8th 2010 to review Arkema's consolidated accounts for 3rd quarter 2010. At the end of this meeting, Thierry Le Hénaff, Chairman and CEO of Arkema, stated:

"Arkema reports its best historical quarterly performance in 3rd quarter 2010 and achieves 16% EBITDA margin supported by excellent progress in Industrial Chemicals and Performance Products, with Vinyl Products continuing to lag behind in a challenging environment.

Particularly strong growth in sales, at +41%, among the highest in the chemical sector, is a source of great satisfaction for all Arkema employees. This reflects Arkema's successful repositioning in emerging countries and in tomorrow's technologies, in particular renewable energies and high performance polymers, as well as the contribution of the acrylics business acquired from Dow at the beginning of the year."

[1] Cash flow from operating and investment activities excluding the impact of portfolio management.

(In millions of euros)	3rd Qtr 2010	3rd Qtr 2009	Variation
Sales	**1,559**	**1,103**	**+41%**
EBITDA	**246**	**101**	**x2.4**
EBITDA margin	***15.8%***	***9.2%***	
Vinyl Products	*1.4%*	*(3.2)%*	
Industrial Chemicals	*19.9%*	*15.3%*	
Performance Products	*19.6%*	*10.2%*	
Recurring operating income	**172**	**36**	**x4.8**
Non-recurring items	1	(8)	-
Adjusted net income	**128**	**8**	**x16**
Net income – Group share	**130**	**(3)**	**-**

3RD QUARTER 2010 PERFORMANCE

The market conditions prevailing in 3rd quarter this year followed the trend of those in the 2nd quarter and were significantly up on those of 3rd quarter last year. The seasonality effect resulting from the traditional lower activity in August in Europe was less pronounced this year. Demand in Asia, where the Group now achieves 20% of its sales, remained very strong.

Sales in 3rd quarter 2010 reached €1,559 million, 41% up on 3rd quarter 2009. This increase results from a 10.5% growth in volumes, sustained by the many developments in fast growing markets (new energies, high performance biosourced polymers, etc.). In most product lines, volumes recovered their pre-crisis levels. Arkema also successfully implemented its sales price increase policy, which has yielded a very positive price effect of +13.4%. The acrylic activities purchased from Dow helped increase sales by 11.1%. Finally, the +6.5% translation effect primarily reflected the change in the US dollar vs euro exchange rate.

At €246 million, **EBITDA** reached its highest historical level, even outperforming 2nd quarter 2010. EBITDA was multiplied by 2.4 compared to 3rd quarter 2009, reflecting the policy to improve margins, more favorable market conditions, and the strong contribution of initiatives aimed at transforming the Group. The acrylic assets from Dow yielded a sound performance, the production plants recently opened in Asia ran at full capacity, and developments in emerging applications continued to grow.

EBITDA margin rose to 15.8% of sales, overtaking the previous record of 15.0% in 2nd quarter 2010 (against 9.2% in 3rd quarter 2009).

Income taxes of -€40 million for the quarter accounted for 23% of recurring operating income.

Net income (Group share) rose to €130 million (against -€3 million in 3rd quarter 2009), representing 8.3% of sales.

SEGMENT PERFORMANCE IN 3RD QUARTER 2010

Vinyl Products (18% of Group sales): SLIGHT IMPROVEMENT IN A CHALLENGING ENVIRONMENT

The relative share of Vinyl Products continued to fall, accounting for 18% of the Group's overall sales in 3rd quarter. Although still difficult, market conditions in construction in Europe showed a slight improvement over the previous year. Against this background, PVC prices and margins rose compared to 3rd quarter 2009 and 2nd quarter 2010. Caustic soda prices also rose. **Vinyl Products** sales stood at €284 million against €248 million in 3rd quarter 2009, up 14%, while EBITDA was positive at €4 million for the first time in the last 5 quarters despite the traditional seasonality effect linked to the construction sector in Europe.

The performance of Qatar Vinyl Company, in which Arkema owns a 13% stake, remained very good.

Refocusing and improving competitiveness remain the segment's priorities for the months and years to come.

Industrial Chemicals (52% of Group sales): EXCELLENT GROWTH AND PROFITABILITY

Industrial Chemicals sales stood at € 800 million, 52% up on 3rd quarter 2009. At constant scope of business, sales grew by 29%. In addition to better market conditions, the major improvement in sales was sustained by the contribution of new plants in Asia, the selling price increase policy, and a positive translation effect primarily related to the evolution of the US$/€ exchange rate.

EBITDA stood at €159 million, i.e. double the 3rd quarter 2009 figure. Fluorogas and hydrogen peroxide production plants in Asia ran at full capacity, while the acrylic activities acquired from Dow reported a good performance. The improvement in the results also reflected the increase in the margins of acrylic monomers compared to their 3rd quarter 2009 trough level, the improved competitiveness of Methacrylates in Europe, and the good performance of Thiochemicals and Fluorochemicals.

In line with 2nd quarter 2010, EBITDA margin reached a very high level, at 19.9% (15.3% in 3rd quarter 2009).

Performance Products (30% of Group sales): RECORD EBITDA WITH 20% EBITDA MARGIN

Performance Products sales stood at €470 million, compared to €324 million in 3rd quarter 2009. Volumes, 22% up, were supported by strong demand in Asia, in particular in Technical Polymers, and by the ongoing developments in fast-growing emerging applications.

EBITDA continued its steady improvement since 4th quarter 2009, reaching a record €92 million in 3rd quarter 2010, namely 2.8 times the 3rd quarter 2009 level. In a favorable market environment, this reflected the success of the sales price increase policy, the contribution of the latest developments in photovoltaics and high performance biosourced polymers, and a positive translation effect.

EBITDA margin reached 19.6% against 10.2% in 3rd quarter 2009, its highest historical level since Arkema's spin off.

CASH FLOW AND NET DEBT AT SEPTEMBER 30TH 2010

STRONG CASH FLOW GENERATION IN 3RD QUARTER 2010

In 3rd quarter 2010, Arkema generated highly positive **free cash flow**[2] of +€96 million. Over the first 9 months of the year, free cash flow reached +€110 million despite the –€154 million negative variation of working capital[3] related to the evolution of sales. Arkema nevertheless reduced its working capital on sales ratio[4] to 15.0%, against 16.2% at December 31st, 2009 and 18.2% at September 30th, 2009.

[2] Cash flow from operating and investment activities excluding the impact of portfolio management.
[3] Variation of working capital from cash flow statement excluding impact of portfolio management.
[4] At end September: working capital at September 30th divided by 4 times the 3rd quarter sales.

Free cash flow at September 30th 2010 also included capital expenditure of €185 million and –€51 million outflows related to past restructuring operations.

After taking account of the impact of mergers and acquisitions, net cash flow at end September was positive at €70 million.

Net debt dropped to €250 million against €341 million at December 31st 2009, i.e. 12% gearing.

HIGHLIGHTS OF 3RD QUARTER 2010

The 3rd quarter 2010 saw Arkema rewarded for its innovations on two occasions:

- In the pre-plant soil treatment market, Arkema, the world leader in Thiochemicals, was granted in July 2010 registration by the US Environmental Protection Agency for Paladin®, a new sulfur-based fumigation agent. Paladin® soil fumigant has no ozone depletion potential, a low global warming potential (GWP), and is short-lived in the atmosphere.
- With Kynar Aquatec®, Arkema was presented with the Pierre Potier Prize which rewards companies for their innovative initiatives in the field of sustainable development. This Kynar® water-borne fluorinated resin formulation is used to manufacture roof coatings that reflect sunlight and hence reduce the cost of air-conditioning and yield major energy savings.

Arkema also continued to implement its growth strategy in Asia with the announcement, in September, of the construction in China of an acrylic emulsions production plant designed to boost the Group's offering in the region's coatings market. Due to come on stream at end 2012, this new plant represents $30 million capital expenditure. It will be built on the Changshu industrial platform, near Shanghai.

POST BALANCE SHEET EVENTS

Arkema launched a €500 million bond issue in October 2010. With an October 2017 maturity date and a 4% interest rate, this loan allows Arkema to benefit from current favorable market conditions and to initiate its long-term refinancing by allowing it to diversify its sources of funding and extend the maturity of its debt.

Arkema announced the construction, on its Carling site (France), of a new production line of DMAEA, an acrylic acid derivative, base product for flocculants used in wastewater treatment, together with a plan to upgrade the site's energy production equipments. The capital expenditures will amount to a total of €30 million. The new DMAEA production line, which is due to start-up in 1st half 2012, will enable to increase the site production capacity by 30% and to strengthen Arkema's position as a leader in Europe on this product used in growing markets in Europe and Asia.

OUTLOOK

Taking into account the excellent results reported in 1st 9 months, market conditions which remain well oriented and the traditionally marked seasonality at the end of the year, Arkema defines more precisely its 2010 EBITDA target and increases it significantly to around €740 million. This target also takes into account the impact of external strikes (refineries and Marseille harbor) related to national pension reforms in France, estimated at –€20 million, which mainly concerns Vinyl Products.

This performance should result in an EBITDA margin of 12.5%, largely above the previous best performance achieved in 2007 (9.1%) and above the 12% target set out at the time of the spin off five years ago.

The 3rd quarter 2010 results and the outlook are detailed in the « 3rd Quarter 2010 Results » presentation available on the website www.finance.arkema.com.

FINANCIAL CALENDAR

November 23rd 2010	Investor Day Arkema (Paris, France)
March 2nd 2011	2010 Annual Results

*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, 14,000 employees and seven research centers, Arkema generates annual revenue of around €5.5 billion and holds leadership positions in all its markets with a portfolio of internationally recognized brands. **The world is our inspiration.***

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Disclaimer

The information disclosed in this press release may contain forward-looking statements with respect to the financial conditions, results of operations, business and strategy of Arkema. Such statements are based on management's current views and assumptions that could ultimately prove inaccurate and are subject to risk factors such as, among others, changes in raw materials prices, currency fluctuations, implementation pace of cost-reduction projects and changes in general economic and business conditions. Arkema does not assume any liability to update such forward-looking statements whether as a result of any new information or any unexpected event or otherwise. Further information on factors which could affect Arkema's financial results is provided in the documents filed with the French Autorité des marchés financiers.

Balance sheet, income statement, cash flow statement, statement of changes in shareholders' equity and information by business segment included in this press release are extracted from the consolidated financial statements at September 30th 2010 reviewed by the Board of Directors of Arkema S.A. on November 8th 2010.

Quarterly financial information is not audited.

The business segment information is presented in accordance with Arkema's internal reporting system used by the management.

The main performance indicators used are as follows:

- ***operating income**: this includes all income and expenses of continuing operations other than financial result, equity in income of affiliates and income taxes;*

- ***other income and expenses***: *these correspond to a limited number of well-identified non-recurring items of income and expense of a particularly material nature that the Group presents separately in its income statement in order to facilitate understanding of its recurring operational performance. These items of income and expense notably include:*
  - *impairment losses in respect of property, plant and equipment and intangible assets,*
  - *gains or losses on sale of assets, acquisition expenses, badwill and stock valuation adjustments between the fair value on the acquisition date and the replacement value*
  - *certain large restructuring and environmental expenses which would hamper the interpretation of recurring operating income (including substantial modifications to employee benefit plans and the effect of onerous contracts),*
  - *certain expenses related to litigation and claims or major damages, whose nature is not directly related to ordinary operations;*
- ***recurring operating income***: *this is calculated as the difference between operating income and other income and expenses as previously defined;*
- ***adjusted net income***: *this corresponds to "Net income – Group share" adjusted for the "Group share" of the following items:*
  - *other income and expenses, after taking account of the tax impact of these items,*
  - *income and expenses from taxation of an exceptional nature, the amount of which is deemed significant,*
  - *net income of discontinued operations;*
- ***EBITDA***: *this corresponds to recurring operating income increased by depreciation and amortization;*
- ***working capital***: *this corresponds to the difference between inventories, accounts receivable, other receivables and prepaid expenses, income tax receivables and other current financial assets on the one hand and accounts payable, other creditors and accrued liabilities, income tax liabilities and other current financial liabilities on the other hand. These items are classified in current assets and liabilities in the consolidated balance sheet;*
- ***capital employed***: *this is calculated by aggregating the net carrying amounts of intangible assets, property, plant and equipment, equity affiliate investments and loans, other investments, other non-current assets (excluding deferred tax assets) and working capital;*
- ***net debt***: *this is the difference between current and non-current debt and cash and cash equivalents.*

ARKEMA Financial Statements

Consolidated financial statements - At the end of September 2010

CONSOLIDATED INCOME STATEMENT

(In millions of euros)	3rd Quarter 2010 (non audited)	End of September 2010 (non audited)	3rd Quarter 2009 (non audited)	End of September 2009 (non audited)
Sales	**1 559**	**4 472**	**1 103**	**3 362**
Operating expenses	(1 253)	(3 671)	(950)	(2 964)
Research and development expenses	(37)	(105)	(34)	(102)
Selling and administrative expenses	(97)	(288)	(83)	(270)
Recurring operating income	**172**	**408**	**36**	**26**
Other income and expenses	1	(3)	(8)	(106)
Operating income	**173**	**405**	**28**	**(80)**
Equity in income of affiliates	4	11	2	7
Financial result	(6)	(18)	(6)	(21)
Income taxes	(40)	(107)	(27)	(57)
Net income of continuing operations	**131**	**291**	**(3)**	**(151)**
Net income of discontinued operations	**-**	**-**	**-**	**-**
Net income	**131**	**291**	**(3)**	**(151)**
Of which non-controlling interests	1	2	-	1
Net income - Group share	**130**	**289**	**(3)**	**(152)**
Earnings per share (amount in euros)	*2,12*	*4,74*	*(0,05)*	*(2,52)*
Diluted earnings per share (amount in euros)	*2,13*	*4,74*	*(0,05)*	*(2,52)*
Depreciation and amortization	(74)	(216)	(65)	(202)
EBITDA	**246**	**624**	**101**	**228**
Adjusted net income	**128**	**286**	**8**	**(47)**
Adjusted net income per share (amount in euros)	*2,09*	*4,69*	*0,13*	*(0,78)*
Diluted adjusted net income per share (amount in euros)	*2,09*	*4,69*	*0,13*	*(0,78)*

CONSOLIDATED BALANCE SHEET

(In millions of euros)	30 September 2010 *(non audited)*	31 December 2009 *(audited)*
ASSETS		
Intangible assets, net	487	481
Property, plant and equipment, net	1 622	1 608
Equity affiliates : investments and loans	51	59
Other investments	38	21
Deferred income tax assets	23	21
Other non-current assets	83	88
TOTAL NON-CURRENT ASSETS	**2 304**	**2 278**
Inventories	850	737
Accounts receivable	974	710
Other receivables and prepaid expenses	127	118
Income taxes recoverable	19	9
Other current financial assets	11	4
Cash and cash equivalents	79	89
Total assets of discontinued operations	-	-
TOTAL CURRENT ASSETS	**2 060**	**1 667**
TOTAL ASSETS	**4 364**	**3 945**
LIABILITIES AND SHAREHOLDERS' EQUITY		
Share capital	613	605
Paid-in surplus and retained earnings	1 490	1 264
Treasury shares	-	-
Translation adjustments	18	(78)
SHAREHOLDERS' EQUITY - GROUP SHARE	**2 121**	**1 791**
Non-controlling interests	19	22
TOTAL SHAREHOLDERS' EQUITY	**2 140**	**1 813**
Deferred tax liabilities	44	53
Provisions and other non-current liabilities	804	791
Non-current debt	86	85
TOTAL NON-CURRENT LIABILITIES	**934**	**929**
Accounts payable	719	603
Other creditors and accrued liabilities	289	233
Income taxes payable	37	20
Other current financial liabilities	2	2
Current debt	243	345
Total liabilities of discontinued operations	-	-
TOTAL CURRENT LIABILITIES	**1 290**	**1 203**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**4 364**	**3 945**

CONSOLIDATED CASH FLOW STATEMENT

(In millions of euros)	End of September 2010 (non audited)	End of September 2009 (non audited)
Cash flow - operating activities		
Net income	291	(151)
Depreciation, amortization and impairment of assets	217	229
Provisions, valuation allowances and deferred taxes	(42)	22
(Gains)/losses on sales of assets	(8)	(6)
Undistributed affiliate equity earnings	(4)	(2)
Change in working capital	(187)	305
Other changes	3	(2)
Cash flow from operating activities	**270**	**395**
Cash flow - investing activities		
Intangible assets and property, plant, and equipment additions	(185)	(214)
Change in fixed asset payables	(20)	(62)
Acquisitions of subsidiaries, net of cash acquired	(17)	(3)
Increase in long-term loans	(31)	(21)
Total expenditures	**(253)**	**(300)**
Proceeds from sale of intangible assets and property, plant and equipment	13	11
Change in fixed asset receivables	-	14
Proceeds from sale of subsidiaries, net of cash sold	-	3
Proceeds from sale of unconsolidated investments	3	4
Repayment of long-term loans	37	52
Total divestitures	**53**	**84**
Cash flow from investing activities	**(200)**	**(216)**
Cash flow - financing activities		
Issuance (repayment) of shares	17	-
Purchase of treasury shares	(1)	(1)
Dividends paid to parent company shareholders	(37)	(36)
Dividends paid to minority shareholders	(1)	-
Increase/ decrease in long-term debt	-	23
Increase/ decrease in short-term borrowings and bank overdrafts	(106)	(166)
Cash flow from financing activities	**(128)**	**(180)**
Net increase/(decrease) in cash and cash equivalents	(58)	(1)
Effect of exchange rates and changes in scope	48	(7)
Cash and cash equivalents at beginning of period	89	67
Cash and cash equivalents at end of period	**79**	**59**

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

(non audited)

(In millions of euros)	Shares issued: Number	Shares issued: Amount	Paid-in surplus	Retained earnings	Translation adjustments	Treasury shares: Number	Treasury shares: Amount	Shareholders' equity - Group share	Non-controlling interests	Shareholders' equity
At 1 January 2010	**60 454 973**	**605**	**999**	**265**	**(78)**	**(407)**		**1 791**	**22**	**1 813**
Cash dividend				(37)				(37)	(1)	(38)
Issuance of share capital	824 424	8	9					17		17
Purchase of treasury shares						(42 000)	(1)	(1)		(1)
Cancellation of purchased treasury shares										
Grants of treasury shares to employees				(1)		42 127	1			
Sale of treasury shares										
Share-based payments				3				3		3
Other				(6)				(6)	(5)	(11)
Transactions with shareholders	**824 424**	**8**	**9**	**(41)**		**127**		**(24)**	**(6)**	**(30)**
Net income				289				289	2	291
Income and expense recognized directly through equity				(31)	96			65	1	66
Total recognized income and expense				**258**	**96**			**354**	**3**	**357**
At 30 September 2010	**61 279 397**	**613**	**1 008**	**482**	**18**	**(280)**		**2 121**	**19**	**2 140**

STATEMENT OF RECOGNIZED INCOME AND EXPENSE

(non audited)

At 30 September 2010

In millions of euros	Group share	Non-controlling interests	Total
Net income	**289**	**2**	**291**
Hedging adjustments			
Actuarial gains and losses	(42)		(42)
Change in translation adjustments	96	1	97
Other	2		2
Tax impact	9		9
Total income and expense recognized directly through equity	*65*	*1*	*66*
Total recognized income and expense	**354**	3	**357**

INFORMATION BY BUSINESS SEGMENT

(non audited)

(In millions of euros)			3rd Quarter 2010		
	Vinyl Products	**Industrial Chemicals**	**Performance Products**	**Corporate**	**Group total**
Non-Group sales	284	800	470	5	**1 559**
Inter segment sales	14	38	4	-	-
Total sales	**298**	**838**	**474**	**5**	**-**
Recurring operating income	**(10)**	**122**	**70**	**(10)**	**172**
Other income and expenses	-	(2)	(1)	4	1
Operating income	**(10)**	**120**	**69**	**(6)**	**173**
Equity in income of affiliates	4	-	-	-	4
Details of certain significant non-cash expenses by segment :					
Depreciation and amortization	(14)	(37)	(22)	(1)	(74)
Asset impairment charges	-	(1)	-	-	(1)
Provisions	10	3	1	7	21
EBITDA	**4**	**159**	**92**	**(9)**	**246**
Intangible assets and property, plant and equipment additions	9	28	24	1	62
Of which additions of an exceptional nature	-	4	-	-	4

(In millions of euros)			3rd Quarter 2009		
	Vinyl Products	**Industrial Chemicals**	**Performance Products**	**Corporate**	**Group total**
Non-Group sales	248	528	324	3	**1 103**
Inter segment sales	8	26	2	-	
Total sales	**256**	**554**	**326**	**3**	
Recurring operating income	**(21)**	**50**	**12**	**(5)**	**36**
Other income and expenses	3	2	(2)	(11)	(8)
Operating income	**(18)**	**52**	**10**	**(16)**	**28**
Equity in income of affiliates	2	-	-	-	2
Details of certain significant non-cash expenses by segment :					
Depreciation and amortization	(13)	(31)	(21)	-	(65)
Asset impairment charges	-	-	-	-	-
Provisions	13	10	6	10	39
EBITDA	**(8)**	**81**	**33**	**(5)**	**101**
Intangible assets and property, plant and equipment additions	11	31	14	2	58
Of which additions of an exceptional nature	-	1	-	-	1

INFORMATION BY BUSINESS SEGMENT

(non audited)

(In millions of euros)	End of September 2010				
	Vinyl Products	**Industrial Chemicals**	**Performance Products**	**Corporate**	**Group total**
Non-Group sales	853	2 315	1 290	14	**4 472**
Inter segment sales	43	108	12	-	
Total sales	**896**	**2 423**	**1 302**	**14**	
Recurring operating income	**(45)**	**325**	**155**	**(27)**	**408**
Other income and expenses	(1)	(4)	(1)	3	(3)
Operating income	**(46)**	**321**	**154**	**(24)**	**405**
Equity in income of affiliates	10	-	1	-	11
Details of certain significant non-cash expenses by segment :					
Depreciation and amortization	(42)	(106)	(67)	(1)	(216)
Asset impairment charges	-	(2)	-	-	(2)
Provisions	18	24	(1)	20	61
EBITDA	**(4)**	**431**	**222**	**(25)**	**624**
Intangible assets and property, plant and equipment additions	29	85	67	4	185
Of which additions of an exceptional nature	-	11	3	-	14

(In millions of euros)	End of September 2009				
	Vinyl Products	**Industrial Chemicals**	**Performance Products**	**Corporate**	**Group total**
Non-Group sales	771	1 580	1 002	9	**3 362**
Inter segment sales	30	72	9	-	
Total sales	**801**	**1 652**	**1 011**	**9**	
Recurring operating income	**(50)**	**133**	**5**	**(62)**	**26**
Other income and expenses	(1)	(81)	(8)	(16)	(106)
Operating income	**(51)**	**52**	**(3)**	**(78)**	**(80)**
Equity in income of affiliates	7	-	-	-	7
Details of certain significant non-cash expenses by segment :					
Depreciation and amortization	(37)	(96)	(68)	(1)	(202)
Asset impairment charges	-	(27)	(1)	-	(28)
Provisions	25	(36)	6	26	21
EBITDA	**(13)**	**229**	**73**	**(61)**	**228**
Intangible assets and property, plant and equipment additions	33	86	92	3	214
Of which additions of an exceptional nature	1	4	27	-	32