

SUPPLEMENT Nr. 2 TO THE PROSPECTUS IN CONNECTION WITH THE REOPENED TAKEOVER BID IN CASH BY SOLVAY PHARMACEUTICALS ON INNOGENETICS

This is a supplement to the prospectus dated 5 August 2008 as supplemented on 19 August 2008 (the "**Prospectus**") made available for distribution by Solvay Pharmaceuticals NV ("**Solvay Pharmaceuticals**") a Belgian company (naamloze vennootschap) with registered office at Gewijde Boomstraat, 21, 1050 Brussels and a wholly owned subsidiary of Solvay NV, in respect of the reopened takeover bid in cash possibly followed by a public squeeze-out bid on all the shares, warrants and convertible bonds of Innogenetics NV, a Belgian corporation (naamloze vennootschap) with registered office at Technologiepark 6, 9052 Gent, not yet held by Solvay Pharmaceuticals or its affiliated persons.

On 10 October 2008, Innogenetics reported that "*Innogenetics is currently updating its long-term business plan. Based on conservative but realistic assumptions the company anticipates that it will record non-recurring charges in the third quarter, of which the majority are non-cash items.*"

These non-recurring charges mainly consist of impairment losses, approximately EUR 7.5 million, on intangible assets, fixed assets and inventories. These losses relate to activities for which the business plan at this moment does not foresee significant future revenue streams. Other nonrecurring operating charges mainly relate to costs incurred in connection with the take-over of the Company (approximately EUR 2.2 million).

As a result the net equity of Innogenetics N.V. will decrease below the level of 50% of its share capital.

These non-recurring charges will have no impact on the completion of the acquisition by Solvay. Innogenetics will report consolidated Q3 figures on Monday November 17, 17.45 (CET)."

On 10 October 2008, the Dutch version of this supplement to the Prospectus ("**Supplement**") was approved by the Banking, Finance and Insurance Commission (CBFA) in accordance with Article 17 §2 of the Takeover Act. The CBFA's approval does not imply any judgment on the merits or the quality of the takeover bid or on the position of the persons making the takeover bid.

This is a translation into English of the Dutch original. Only the Dutch original is legally binding. Solvay Pharmaceuticals has performed and assumes responsibility for the English translation.

Capitalised terms in this Supplement have the meaning given to it in the Prospectus.

Solvay Pharmaceuticals, represented by its board of directors, assumes responsibility for the content of this Prospectus as supplemented by this Supplement in accordance with Article 21 of the Takeover Act, except with regard to the reply memorandum (*memorie van antwoord*) drafted in accordance with Articles 22 through 30 of the Takeover Act and included in the Prospectus under Exhibit 3. Solvay Pharmaceuticals declares that the information contained in this Prospectus as supplemented by this Supplement is, to its knowledge, in accordance with the facts and contains no omission likely to affect its import.

The information contained in this Prospectus and this Supplement with regard to the Innogenetics group is based solely on publicly available information, the advice of the board of directors of Innogenetics in accordance with Article 24, §1,1° of the Takeover Act and certain confidential information that Innogenetics made available to Solvay Pharmaceuticals prior to the date of the Prospectus but which according to Innogenetics does not constitute any inside information that needs to be made public in accordance with Article 10 of the law dated 2 August 2002 on the supervision of the financial markets and the financial services.

On 11 October 2008 a notice will be published in the Belgian financial press announcing the availability of this Supplement and indicating where and how the Supplement is available. This Supplement constitutes an integral part of the Prospectus. As from this date the Prospectus will not be distributed without this Supplement.

The Prospectus (including the reply memorandum and this Supplement) is available in Dutch and English. A summary of the Prospectus is also available in French. This Prospectus will be made available at no cost at the registered office of Solvay Pharmaceuticals or can be requested by phone at +32 2 229 64 46 (Petercam), +32 800 90 301 (Fortis Bank), +32 3 283 29 70 (KBC Bank) and +32 800 92 020 (CBC Banque). Subject to certain conditions, this Prospectus is also available on the internet on the following websites: www.petercam.be, www.solvay.com, www.fortisbanking.be/saveandinvest, www.kbcsecurities.be, www.kbc.be and www.cbc.be.

Adviser to the bidder and centralising agent

PETERCAM
Receiving agents

Fortis Bank

Petercam

KBC Securities
in collaboration with
KBC Bank
CBC Banque

10 October 2008