

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
SOLUTIA INC., *et al.*, : Case No. 03-17949 (PCB)
Debtors. : (Jointly Administered)
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**NOTICE OF (A) DEADLINE FOR CASTING VOTES TO
ACCEPT OR REJECT, AND TO FILE OBJECTIONS TO, SOLUTIA'S
FIFTH AMENDED JOINT PLAN OF REORGANIZATION, (B) HEARING
TO CONSIDER CONFIRMATION OF SUCH PLAN AND (C) RELATED MATTERS**

TO ALL CREDITORS, EQUITY INTEREST HOLDERS AND PARTIES IN INTEREST,
PLEASE TAKE NOTICE THAT:

1. **Disclosure Statement and Solicitation Procedures.** On October 19, 2007, the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Disclosure Statement Order") approving, among other things, (a) Solutia's Fifth Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated October 19, 2007 (the "Disclosure Statement"), for distribution to creditors and equity holders, because the Disclosure Statement contains adequate information for holders of claims against, or interests in, the above-captioned debtors and debtors in possession (collectively, "Solutia") to make a decision as to whether to accept or reject Solutia's Fifth Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code, dated October 19, 2007 (the "Amended Plan"); (b) approving (i) procedures for solicitation of votes to accept or reject the Amended Plan and the tabulation of such votes on the Amended Plan (the "Solicitation Procedures") and (ii) certain related materials, including a copy of this notice, that holders of claims against and interests in Solutia will receive (collectively, the "Solicitation Packages"); and (c) scheduling the date and time on which the Bankruptcy Court will hold a hearing to consider confirmation of the Amended Plan (the "Confirmation Hearing").
2. **Confirmation Hearing.** The Confirmation Hearing will be held on **November 29, 2007 at 11:00 a.m. Eastern Time**, or as soon thereafter as counsel may be heard, at the United States Bankruptcy Court for the Southern District of New York, Room 701, One Bowling Green, New York, New York 10004-1408 before the Honorable Prudence Carter Beatty, United States Bankruptcy Judge. The Confirmation Hearing may be continued from time to time without further notice, including by announcement of the adjournment date(s) at the Confirmation Hearing or any continued hearing. Notwithstanding the foregoing, notice of any such adjournments will be set forth on (a) the Court's website at www.nysb.uscourts.gov for registered users of the Public Access to Court Electronic Records (PACER) system, (b) the website of Financial Balloting Group LLC, Solutia's voting agent, at www.fbgdocuments.com/soi, and (c) the website of Solutia at www.solutia.com/reorganization.

3. Voting Classes. Any holder of a Claim or Equity Interest as of **October 22, 2007**, the voting record date established by the Disclosure Statement Order (the “Voting Record Date”), that, pursuant to the Amended Plan, is entitled to vote to accept or reject the Amended Plan, will be mailed a ballot form (a “Ballot”) as part of the Solicitation Package such holder will receive. Such holders include holders of Claims and Equity Interests in Class 3 (Senior Secured Note Claims)¹, Class 5 (CPFilms Claims), Class 11 (Monsanto Claim), Class 12 (Noteholder Claims), Class 13 (General Unsecured Claims), Class 14 (Retiree Claim), Class 15 (Pharmacia Claims), Class 19 (Security Claims) and Class 20 (Equity Interests in Solutia).
4. Voting Deadline. The Disclosure Statement and Disclosure Statement Order require votes to accept or reject the Amended Plan to be actually received by Financial Balloting Group, LLC (the “Voting Agent”) **no later than 5:00 p.m., Eastern Time, on November 26, 2007** (the “Voting Deadline”).
5. Amended Plan Releases of Solutia, Pharmacia and Monsanto. **As more fully set forth in Article X of the Amended Plan, the Amended Plan provides for certain releases and injunctions. In addition to the releases of Solutia, their affiliates and related parties, the Amended Plan provides that Monsanto and Pharmacia will be released by the following parties: (i) Solutia (other than for liabilities related to the Legacy Tort Claims, Environmental Liabilities with respect to the Legacy Sites and Monsanto’s portion of Environmental Liabilities with respect to the Shared Sites); (ii) holders of Claims or Equity Interests (other than for liabilities related to the Tort Claims, the Legacy Site Claims, the NRD Claims and Claims of governmental entities); and (iii) the Retirees Committee and the Retirees for claims related to “retiree benefits” (as defined in section 1114(a) of the Bankruptcy Code). Monsanto and Pharmacia will not be released from the following claims: (i) Tort Claims; (ii) NRD Claims; (iii) Legacy Site Claims and (iv) Claims of governmental entities.**
6. Amended Plan Injunctions. **The Amended Plan provides for an injunction against the commencement or prosecution by any entity, whether directly, derivatively or otherwise, of any Claims, obligations, suits, judgments, damages, demands, debts, rights, causes of action or liabilities released pursuant to the Amended Plan, including but not limited to the Claims, obligations, suits, judgments, damages, demands, debts, rights, causes of action or liabilities released, discharged or subject to exculpation pursuant to the terms of the Amended Plan.**
7. Solicitation Materials. In accordance with the Solicitation Procedures, Solicitation Packages will be mailed to: (i) all persons or entities that filed proofs of Claim on or before the Record Date, except to the extent a Claim was paid pursuant to, or expunged by, a prior order of the Bankruptcy Court, (ii) all persons or entities listed in Solutia’s Schedules as holding liquidated, noncontingent, and undisputed Claims in an amount greater than zero, (iii) the registered holders of Solutia’s debt and equity securities including options to purchase such securities, as of the Record Date, and (iv) all other known creditors of Solutia as of the Record Date.
8. Voting Procedures. Any holder of a Claim or Equity Interest that Solutia believes is entitled to vote on the Amended Plan has been mailed a Ballot and appropriate instructions for voting on the

¹ The Ballots and Master Ballots provided to Holders of Claims in Class 3 will be provisional Ballots and will only be counted in the event that Senior Secured Note Claims are determined by the Bankruptcy Court to be Impaired under the Amended Plan.

Amended Plan. For any vote to accept or reject the Amended Plan to be counted, a Ballot or Master Ballot must be completely filled out, executed and returned so that it is actually received by the Voting Agent **no later than 5:00 p.m., Eastern Time, on November 26, 2007** (the “Voting Deadline”) at Financial Balloting Group LLC, 757 Third Avenue, 3rd Floor, New York, NY 10017, Attn: Solutia Inc.

Special procedures may apply to Noteholder Claims and Voting Solutia Equity Interests. Creditors and shareholders who are entitled to vote on the Amended Plan are urged to read all instructions on their Ballots carefully to ensure that their Ballots are properly completed and timely submitted. Any failure to follow the instructions included on the Ballot may disqualify a vote.

9. Special Notices. Holders of Claims in Classes 8 (Tort Claims) and 14 (Retiree Claim) will not receive Ballots. Each such holder shall instead receive a Retiree Notice or Tort Notice, as applicable, regarding the treatment of its claims in connection with the Amended Plan.
10. Notice of Non-Voting Status. Holders of Claims and Equity Interests in the following Classes will not receive Ballots. Such holders shall instead receive Notices of Non-Voting Status in connection with the Amended Plan.
 - (a) Holders of Claims in Classes 1, 2, 4, 6, 7, 9, and 10, because they are, in Solutia’s opinion, unimpaired and conclusively presumed to accept the Amended Plan.
 - (b) Holders of Claims in Class 18, because they will receive no distribution on account of such claims and are deemed to reject the Amended Plan.
 - (c) Holders of Equity Interests in Class 20 who hold less than 11 shares of Solutia Inc. common stock, because they will receive no distribution on account of such equity interests.
11. Objections. Objections, if any, to the confirmation of the Amended Plan, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall set forth the name of the objectant, the nature and amount of claims or interests held or asserted by the objectant against the Solutia’s estates or property, the basis for the objection, and the specific grounds therefor, and shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court’s case filing system and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers) and served in accordance with General Order M-242 upon (a) Kirkland & Ellis LLP, 153 E. 53rd Street, New York, New York 10022-4675 (Attn: Jonathan S. Henes, Esq.), (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st floor, New York, New York 10004 (Attn: Greg Zipes, Esq.), (c) Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Chicago, Illinois 60606 (Attn: Timothy R. Pohl, Esq. and Samuel S. Ory, Esq.), counsel for the agents for Solutia’s postpetition secured lenders, (d) Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036 (Attn: Bennett S. Silverberg, Esq.), counsel for the agents for Solutia’s postpetition secured lenders, (e) Akin Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue, New York, New York 10022 (Attn: Daniel H. Golden, Esq., Ira Dizengoff, Esq.), counsel for the Committee of Unsecured Creditors, (f) White & Case LLP, Wachovia Financial Center, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131 (Attn: John K. Cunningham, Esq.), counsel for the prepetition *ad hoc* committee of Solutia senior secured noteholders, (g) Spencer Fane Britt Browne LLP, 1 North Brentwood Boulevard, Tenth Floor, St. Louis, Missouri 63105 (Attn:

Daniel D. Doyle, Esq.), counsel to the official committee of retirees, (i) Haskell Slaughter Young & Rediker LLC, 1400 Park Place Tower, 2001 Park Place North, Birmingham, Alabama 35203 (Attn: R. Scott Williams, Esq.), counsel to the official committee of retirees, (j) Pillsbury Winthrop Shaw Pittman LLP, 1540 Broadway, New York, New York 10036 (Attn: David A. Crichlow, Esq., Karen B. Dine, Esq.), counsel to the official committee of equity security holders, (k) Brown Rudnick Berlack Israels, LLP, One Financial Center, Boston, Massachusetts 02111 (Attn: Steven D. Pohl, Esq.), counsel to the *ad hoc* trade committee, (l) Hennigan, Bennett, & Dorman, LLP, 856 S. Figueroa St., Suite 2900, Los Angeles, California 90017 (Attn: Bennett J. Murphy, Esq.), counsel to the *ad hoc* committee of Noteholders, and (m) Reed Smith LLP, 435 Sixth Avenue, Pittsburgh, Pennsylvania 15219 (Attn: Eric A Schaffer, Esq.), counsel to the indenture trustee of Solutia's 2027/2037 notes, so as to be actually received **no later than November 21, 2007 at 5:00 p.m., Eastern Time.**

12. Additional Copies of Documents. Copies of the Amended Plan and the Disclosure Statement (including all exhibits thereto) will be available for review at (a) the Office of the Clerk, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408, and (b) on the Court's website at www.nysb.uscourts.gov.com. Copies of the Amended Plan, the Disclosure Statement, the Solicitation Materials and all exhibits thereto (a) will also be available on the website of Solutia at www.solutia.com/reorganization and the website of the Voting Agent, Financial Balloting Group LLC, at www.fbgdocuments.com/soj and (b) may be obtained upon request from Solutia Inc., c/o Financial Balloting Group LLC, 757 Third Avenue, 3rd Floor, New York, New York 10017.

Dated: October 19, 2007
New York, New York

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Attorneys for Debtors and Debtors in Possession