



Tax Information to FMC Shareholders

Distribution of Shares of Livent Corporation Is Expected To Be Tax-Free for US Federal Income Tax Purposes

FMC Corporation has received an opinion from outside tax counsel, based on certain assumptions and representations as to factual matters from both FMC Corporation and Livent Corporation, as well as certain covenants by those parties, that the distribution of Livent Corporation common stock to FMC Corporation shareholders will be tax-free for FMC Corporation and its shareholders for US federal income tax purposes. Shareholders receiving cash in lieu of a fractional share of Livent Corporation common stock will recognize gain or loss equal to the difference between the cash received and the tax basis of the fractional share deemed to have been received.

Tax Basis Information

FMC Corporation shareholders of record as of February 25, 2019, received a distribution of 0.935301 shares of common stock of Livent Corporation for every share of FMC Corporation common stock owned. Shareholders entitled to distribution of a fractional share of Livent Corporation common stock received cash in lieu of the fractional share. All the fractional shares of Livent Corporation common stock were aggregated and sold, with the net proceeds paid in lieu of distributing fractional shares. Shareholders must allocate their pre-distribution tax basis in their FMC Corporation shares between their FMC Corporation common stock and the Livent Corporation common stock received, including any fractional share for which cash was received, in proportion to the relative fair market value of each immediately following the distribution.

Allocation of Tax Basis

Based on the trading prices of FMC Corporation common stock and Livent Corporation common stock, we have determined the following allocation of pre-distribution tax basis in FMC Corporation common stock for purposes of our reporting to the IRS: 86.5230% to FMC Corporation common stock and 13.4770% to Livent Corporation common stock, including any fractional share that you are deemed to have received. Each shareholder should consult their tax adviser regarding the allocation of tax basis and the tax consequences of the distribution under federal, state, local and foreign tax laws.

- [Executed I.R.S. Form 8937](#)
- [Attachment to I.R.S. Form 8937](#)

Tax Basis Allocation Example

FMC Corporation Shares owned Feb. 25, 2019: 100
Tax Basis all FMC Corporation shares: \$5,000
Livent Corporation shares received (100x0.935301): 93.5
Tax basis FMC Corporation 100 shares (\$5,000x0.865230): \$4,326.15
Tax basis one share of FMC Corporation: \$43.26
Tax basis Livent Corporation 93.5 shares (\$5,000x0.134770): \$673.85
Tax basis one share of Livent Corporation: \$7.20
Tax basis fractional 0.5 share of Livent Corporation: \$3.60

*Some values have been rounded for purposes of this example.

Important Canadian Income Tax Information Concerning the Distribution by FMC Corporation of Stock in Livent Corporation

The Income Tax Act (Canada) provides that the distribution of common shares to shareholders resident in Canada in a U.S. Internal Revenue Code §355 tax-free distribution can, in certain circumstances, qualify for tax-deferred

treatment for Canadian income tax purposes. The U.S. corporation must file an application with the Canada Revenue Agency ("CRA") and the shareholder resident in Canada must file an election with the CRA to obtain the tax-deferred benefit.

On March 1, 2019, FMC Corporation announced that it had completed the distribution ("spin-off") of 100% of the common stock of Livent Corporation as a pro rata dividend on common shares of FMC Corporation. Each shareholder of FMC Corporation's common stock received 0.935301 shares of Livent Corporation for every 1 share of FMC Corporation common stock held on the record date of February 25, 2019.

FMC Corporation will file an election under Section 86.1 of the Canadian Income Tax Act (Canada) ("ITA") for the spin-off prior to its September 1, 2019 filing deadline. We anticipate that the CRA will accept the election on the basis that the spinoff meets the requirement of paragraph 86.1(2)(e) of the ITA. We will post updates as soon as we receive a response from the CRA. If approved, the CRA will post such information on its website at: <http://www.cra-arc.gc.ca/tx/bsnss/tpcs/spnffs-eng.html>.

Shareholders resident in Canada desiring to take advantage of the Canadian tax-deferral benefit may make an election under Section 86.1 with respect to their Livent shares received in the spin-off. Information regarding the filing of the election by shareholders resident in Canada may be found on the CRA website at: <http://www.cra-arc.gc.ca/tx/bsnss/tpcs/cdnshrholders-eng.html>.

Consult Your Tax Advisor

The information regarding the Canadian income tax consequences of the spin-off presented above is for general information purposes only and does not constitute tax advice. The information presented does not purport to cover all income tax consequences that may apply to all categories of shareholders. Shareholders should consult their own tax advisors regarding the federal, provincial, and foreign tax consequences of the spin-off, including the applicability and the effect of any Canadian federal, provincial, territorial and foreign tax laws, and the advisability of, and actions and information necessary to make, any available election under Section 86.1 of the Income Tax Act (Canada). This document was not intended or written to be used, and it cannot be used, for the purpose of avoiding tax penalties that may be imposed on the taxpayer.