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Richard M. Cieri (RC 6062)
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Hearing Date: October 19, 2005 at 2:30 p.m.
Objection Deadline: October 14, 2005 at 5:00 p.m.

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Attorneys for the Debtors and Debtors in Possession

**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)
: :
-----X X

THIS NOTICE APPLIES TO:

<input type="checkbox"/> All Debtors	<input type="checkbox"/> Axio Research Corporation
<input checked="" type="checkbox"/> Solutia Inc.	<input type="checkbox"/> Solutia Investments, LLC
<input type="checkbox"/> Solutia Business Enterprises Inc.	<input type="checkbox"/> Beamer Road Management Company
<input type="checkbox"/> Solutia Systems, Inc.	<input type="checkbox"/> Monchem, Inc.
<input type="checkbox"/> Solutia Overseas, Inc.	<input type="checkbox"/> Solutia Inter-America, Inc.
<input type="checkbox"/> CPFilms Inc.	<input type="checkbox"/> Solutia International Holding, LLC
<input type="checkbox"/> Solutia Management Company, Inc.	<input type="checkbox"/> Solutia Taiwan, Inc.
<input type="checkbox"/> Monchem International, Inc.	<input type="checkbox"/> Solutia Greater China, Inc.

**SPECIAL NOTICE OF HEARING ON MOTION FOR AN ORDER
AUTHORIZING SOLUTIA INC. TO CONSENT TO THE SALE OF
SUBSTANTIALLY ALL OF THE ASSETS OF ASTARIS LLC, A NON-DEBTOR, WHICH SALE
IS TO BE FREE AND CLEAR OF ALL CLAIMS AND INTERESTS OF
SOLUTIA INC. AND OF SOLUTIA INC.'S CREDITORS AND INTEREST HOLDERS**

PLEASE TAKE NOTICE that a hearing on the Motion for an Order Authorizing Solutia Inc. to (A) Consent to the Sale of Substantially All of the Assets of Astaris LLC, a Non-Debtor Entity, as a Member of Astaris LLC (Which Sale is to be Free And Clear of All Claims and Interests of Solutia Inc. and of Solutia Inc.'s Creditors and Interest Holders), (B) Enter Into and Perform Its Obligations Under the

Asset Purchase Agreement, Including the Grant of Certain Indemnities to the Buyer, (C) Enter Into and Perform Its Obligations Under the Sauget Toll Agreement, (D) Enter Into and Perform Its Obligations Under the Owners' Agreement and (E) Enter Into and Perform Its Obligations Under the Services Agreement (the "Motion") will be held before the Honorable Prudence Carter Beatty, United States Bankruptcy Judge, in Room 701 of the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), One Bowling Green, New York, New York, on **October 19, 2005 at 2:30 p.m.**

PLEASE TAKE FURTHER NOTICE that the Motion and the exhibits thereto will be provided to the Court and those parties who have formally appeared and requested service in these cases pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). The Motion and exhibits thereto are voluminous. As a result, if you would like to receive these documents, you may either (a) request a copy by contacting Kirkland & Ellis LLP, Citigroup Center, 153 East 53rd Street, New York, New York 10022 (Attn: Robert R. Urband, Esq.) or (b) obtain them at www.trumbullgroup.com.

PLEASE TAKE FURTHER NOTICE THAT YOUR RIGHTS MAY BE AFFECTED BY ENTRY OF THE APPROVAL ORDER AS DESCRIBED BELOW. By the Motion, Solutia Inc. ("Solutia," collectively with certain of its affiliates as debtors and debtors in possession, the "Debtors") seeks entry of an order (the "Approval Order") that, among other things: (a) authorizes and directs Solutia, in its capacity as an owner of Astaris LLC ("Astaris"), to consent to Astaris entering into an asset purchase agreement (the "Asset Purchase Agreement") for the sale of substantially all of the assets of Astaris (the "Acquired Assets") to Israel Chemicals Limited and certain of its affiliates (the "Buyer"); (b) provides that Solutia shall be bound by the relevant terms of the Asset Purchase Agreement including the granting of certain indemnities by Solutia to the Buyer; (c) provides that the sale of the Acquired Assets to the Buyer shall be free and clear of all liens, claims and interests held by Solutia's creditors or interest holders in or against Solutia; and (d) enjoins such creditors or interest holders from asserting those liens, claims or interests against the Buyer or the Acquired Assets; provided,

however, that nothing in the Approval Order shall preclude a creditor or interest holder from asserting liens, claims or interests against the proceeds obtained by Solutia in connection with the sale of the Acquired Assets.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be in writing, shall conform to the Bankruptcy Rules and the Local Rules of the Bankruptcy Court and shall be filed with the Bankruptcy Court electronically by registered users of the Bankruptcy Court's case filing system (the User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov, the official website for the Bankruptcy Court) 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 (in either case, with a hard-copy delivered directly to Chambers) and shall be served upon (i) Kirkland & Ellis LLP, Citigroup Center, 153 East 53rd Street, New York, New York 10022 (Attn: Michael J. Frishberg, Esq.), (ii) 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.), (iii) 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 the Debtors' postpetition secured lenders, (iv) Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036 (Attn: Bennett S. Silverberg, Esq.), counsel for the agents for the Debtors' postpetition secured lenders, (v) Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue, New York, New York 10022 (Attn: Daniel H. Golden, Esq.), counsel for the official committee of unsecured creditors, (vi) Weil Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: John Rapisardi, Esq.), counsel for the prepetition ad hoc committee of Solutia senior secured noteholders, (vii) Spencer Fane Britt Browne LLP, 1 North Boulevard, Tenth Floor, St. Louis, Missouri 63105 (Attn: Nicholas A. Franke, Esq.), counsel to the official committee of retirees, (viii) 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, (ix) Pillsbury Winthrop LLP, 650

Town Center Drive, Seventh Floor, Costa Mesa, California 92626 (Attn: Craig A. Barbarosh, Esq.),
counsel to the official committee of equity security holders,
(x) Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Attn: Peter
V. Pantaleo), counsel to Astaris, (xi) Dechert LLP, 30 Rockefeller Plaza, New York, New York 10112
(Attn: Joel H. Levitin), counsel to the Buyer, and (xii) all persons or entities that have served and filed
notices of appearance in these chapter 11 cases pursuant to Bankruptcy Rule 2002, so as to be received no
later than **October 14, 2005 at 5:00 p.m.**

Dated: September 28, 2005
New York, New York

Respectfully submitted,

/s/ Richard M. Cieri
Richard M. Cieri (RC 6062)
Jonathan S. Henes (JH 1979)
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New York, New York 10022-4611
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Attorneys for the Debtors
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