5

Project Spring
Communication Plan

May 2000

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Exhibit
2781
State of Minnesota v. 3M Co.,
Court File No. 27-CV-10-28862

SPOKESPERSON GUIDEBOOK
Glossary of Terms

Fluorochemicals – **Fluorochemicals are a family of materials with properties that make them effective for repelling water and oils. They reduce surface tension dramatically. They function under extreme conditions (high heat, extreme cold, high pressure, etc). They are stable, non-reactive and inert. That's why they last a long time. They're made up of carbons and fluorines. (Fluorine atoms replace hydrogen atoms in an electrochemical process.) They're organic.**

Surfactants – **Any substance that reacts with a surface, like a detergent. Help the flow and coating performance of liquid/semi liquid materials.**

PFOS – **perfluorooctnyl sulfanate**

PFOA – **perfluorooctoanoic acid**

Parts per Billion (perspective):

- **One second in 32 years**
- **One cent in $10,000,000**
- **One bogey in 3.5 million golf tournaments**
- **One bad apple in 2,000,000 barrels**

Sustainable Development – **1) Progress that "meets the needs of the present without compromising the ability of future generations to meet their own needs." (1987 Report on the World Commission on Environment and Development)**
2) Not putting more into the environment than its carrying capacity can handle.

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Table of Contents

Section

Communication Goals 1

Plan Timetable and Logistics 2

Key Messages 3

News Media and General Public 4
- Press Release
- Fact Sheet
- Bibliography
- Outside Experts
- Environmental Policy
- Human Resource Principles
- Vision/Values

Board of Directors, Executives, Employees and Retirees 5
- Board of Directors
- Executive Report
- Employee Bulletin
- Presentation Script
- Presentation Visuals/Talking Points
- Letter to Retirees

International Operations 6

SMM Businesses and Plant Communities 7
- Divisions/Facilities
- Proposed Teams
- Talking Points
- News Release
- Letter to Local Community/Government Leaders
- Letter to Plants from Dr. Zobel
- FCI Local Contact Lists

Customers 8
- Corporate Call Center (PIC)
- 3M Contacts
- Customer Service Plan
- Letter to Customers
- Letter to Internal Customers
- Questions & Answers

Investors 9

Governments/Regulators 10

Suppliers/Partners/Industry Associations 11

Questions and Answers 12

Section 1: Communication Goals

- Be accurate, credible and persuasive.
- Protect 3M's reputation as a company people can trust.
- Generate understanding of and support for the plan.
- Boost confidence in and support for 3M's decision and business prospects.
- Reinforce 3M management's commitment to and appreciation of its employees.
- Energize employees toward helping customers, vendors and others.
- Reinforce employee pride in 3M.

Section 2:

Plan Timetable and Logistics

Timeline

Tuesday, May 16, 2000

Time	Activity	Location	Responsibility
0700 (CDT)	Emergency Communications Center (EEC) Activated	St. Paul	Auvin
0700 (CDT)	Product Information Center (PIC) Activated	St. Paul	Cornwell
0700 (CDT)	Executive Conference Meeting	St. Paul Executive Conf. Center	
0700 (CDT)	Division Operating Committee Meeting	St. Paul	Division GMs
0745 (CDT)	Notification to NYSE	St. Paul	Greer
0800 (CDT)	Employee Meetings (Affected Employees)	St. Paul Prom Center	Reich Carson Harnetty Ihlenfeld Brullo Warner Myers
		St. Paul HCD CCD	Doughty HR Schuster
		Cordova, IL	Walker Cutler Boaz Knuth
		Cottage Grove, MN	Dewaard Dworak Luden E. King Nesheim Jansen Rageth
		Decatur, AL	Gregory J. King Nelson
		Dyneon Astor Houston	Videoconference Lew Harvey Videoconference
		Oakdale	Brullo Moore (Dyneon Sales Reps to Call Oakdale)
		Antwerp, Belgium	Nauwelaerts Verdurmen Vets Nuyttens Renner

Time	Activity	Location	Responsibility
		Dyneon	
0800 (CDT)	Employee Meetings (Affected Employees)	Gendorf Kelstabach	Kempf Benton
		Kerkrade	Dardel
		Neuss	Bach
		Japan	Yamana Sanchez
		Thailand	
0800 (CDT)	Employee Communications Exec Report E-Bulletin (includes release)	St. Paul	Auvin
0800 (CDT)	Intranet (in 3M) Bulletin	St. Paul	Harris/Bauke
0800 (CDT)	Media (Announcement) PR Newswire Electronic to Select Publications	St. Paul	Sutton
0800 (CDT)	Customer Letters	St. Paul	Business Units
0800 (CDT)	Government Meetings Key Congressional State – MN State – AL State – IL	 Washington Minnesota Alabama Illinois	 Fed Govt Affairs/Milne State Govt Affairs State Govt Affairs State Govt Affairs
0815 (CDT)	Media Responses	St. Paul	PR/Media Relations
0815 (CDT)	Internet Bulletin	St. Paul	Harris/Bauke
0830 (CDT)	Coverage Tracking/Distribution	St. Paul	Flanaghan
0830 (CDT)	Analysts/Investor Teleconference	St. Paul 220-14E Board Room	Greer DeSimone Burgstahler
0900 (CDT)	SESC Filing (News Release)	St. Paul	Larson
0900 (CDT)	Regulatory Agencies EPA FDA CPSC OSHA NIOSH Europe – EFC Canada Japan	St. Paul	Dougherty
0900 (CDT)	Science Panel	St. Paul	Zobel

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Time	Activity	Location	Responsibility
0900 (CDT)	Industry Associations: Amer Chem Assoc. Chemstar Panel Int'l Associations CMA Other Associations	St. Paul	Dougherty
1700 (CDT)	Sales Forces, Field Tech Service	Chicago O'Hare Airport Hilton	Ihlenfeld Harnetty Warner

Wednesday, May 17, 2000

Time	Activity	Location	Responsibility
	User Division Comm.	St. Paul	Business Units
	Customer Follow-up		Business Units
	Employee Follow-up		HRMs/BU Mgrs
	Media Follow-up		PR/Media Relations
	NGO Inquiries		Berry
	Insurers Meetings		Finance
	R&D VPs	St. Paul	Wendling

Thursday, May 18, 2000

Time	Activity	Location	Responsibility
	Suppliers Materials Services		
	Employee Follow-up		HRMs/BU Mgrs
	Customer Visits		Business Units
	Media Follow-Up		PR/Media Relations

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Communication Materials

Assignments:

Plan Timetable/Roles ..... Wagner
Key Messages ..... Gahlon/Dougherty
Press Release ..... Cornwell/Greer
Employee Communications ..... Auvin
Presentation Materials for Employee Meetings ..... Auvin/Cornwell
Plant Communities ..... Auvin/Renner
Investor Communications ..... Greer/Ginter
Background/Spokespersons for Media ..... Dougherty/Welsh
Executive Report Item ..... Auvin
Material for Affected Employees ..... Auvin/Muilenburg
PIC/CSR Script ..... Cornwell
OUS Managing Directors ..... Renner
Questions & Answers ..... Sutton

International Communication Management:

Europe: Felix Thun, Tony Griffiths, Herman Nauwelaerts, Rainer Goldammer

Nordic: Lena Gibson, Pip Frankish

Asia-Pacific: Richard Wallace, Larry Smith

Japan: Stephen Sanchez and Shigeru (Lefty) Sato, Kaneko Yamana

Latin America: Mexico, Brazil, Katja Finger; business unit leaders, Manuel Calderon

Dyneon:

3

Section 3:

Key Messages

Key Messages for All Constituents

- 3M is phasing out of perfluorooctanyl chemistry used in certain repellents and surfactant products by the end of this year.
- Products include: soil, oil and water repellents (many Scotchgard™ products), coatings for oil and grease resistance on paper packaging (pet and snack/convenience food packaging), fire-fighting foams, and compounds used to make other products.
- Advanced research recently has discovered that very small amounts of these materials are widespread in the environment, including humans.
- These materials are also persistent … they last a long time.
- 3M has been on a path to find alternative solutions, but despite progress, the time needed to reformulate is too long.
- We're taking this action now because it is consistent with our longstanding corporate values and environmental principles. It simply makes good business sense. It's the right decision for our employees, customers, and the communities where we operate.
- Our goal is a smooth transition for customers and employees over the next six months.
- These products are safe … and have been for decades.

Additional Key Messages for Employees

- Employees have done an excellent job.
- We appreciate your tremendous efforts, especially over the last two years. Your work has put us in the position to take this action (to do the right thing).
- This action is evidence that 3M remains true to its values -- and that you can continue to count on 3M to do the right thing.
- 3M is growing and there are many opportunities. We expect no involuntary separations.
- Continue to work safely, support each other, and serve our customers.

Internal Use Only

Background Information
Decision and Impact, Rationale, History of Initiative

Decision

- 3M is announcing today its decision to discontinue the production of perfluorooctanyl chemistry which is used to manufacture many of its Scotchgard® branded products as well as coatings used for oil and grease resistance on paper-based food packaging, fire-fighting foams and specialty additives for industrial markets.
- This decision impacts about [ ] percent or $[ ] million out of the $16 billion of annual 3M sales.
- This decision is based on 3M's commitment to responsible environmental management and sound business principles. It is not based on any health or safety concern.
- We have chosen to discontinue the manufacture of this chemistry because:
    1. Extremely small amounts of persistent materials stemming from this particular perfluorinated chemistry have been detected at very low levels in people and wildlife.
    2. Discontinuing production means that no more of these materials will enter the environment as a result of 3M manufacturing operations.
    3. The appropriate use and management of persistent materials is becoming a focus of increasing public attention. Ceasing production now is consistent with 3M's values and serves the public interest.
    4. From a business perspective, 3M has numerous technology platforms and product development programs underway that do not involve this particular chemistry. We believe that these alternative R&D efforts are more deserving of our energies and attention.

- We have established the end of the year as a target for discontinuing production. We will work to assist our customers during this period. Certain limited but critical applications (where these products play an important health and safety role, for example) may require a longer phase-out period. 3M will work in cooperation with the U.S EPA (and other appropriate government agencies) in establishing an orderly process for reviewing these critical use situations.

Internal Use Only

3M's Perfluorinated Chemistry Stewardship Initiative

- Since 1998, 3M has been working to transition away from this chemistry and began a comprehensive and intensive initiative with five clearly defined areas of focus:

1. **Health and Environmental Research.** Additional health and environmental studies were initiated to add to the already extensive body of knowledge. Advances in analytical techniques and sample preparation enabled us to conduct this research program. This research program will continue despite our decision to discontinue production.
2. **Product Innovation.** We launched a major research effort to develop new chemistry. Despite significant progress towards development of new materials, we have decided that the anticipated 5-7 year time frame necessary to fully transition to the new materials is too long. In addition, there is no certainty that transition could be accomplished even over 5-7 years.
3. **Reductions in Manufacturing Releases.** Significant reductions in environmental releases and waste from our manufacturing facilities have been achieved and are ongoing.
4. **Communications.** We have actively communicated our scientific findings and other information to our employees, customers, the scientific community, other manufacturers in this industry, the U.S. EPA and other regulatory agencies globally. We have actively sought advice and guidance from external scientists and regulatory agencies.

4

Section 4:

News Media and General Public

Section 4: News Media and General Public

A. Press Release

B. Backgrounder

C. Bibliography

D. Outside Experts

E. Environmental Policy

F. Human Resource Principles

G. Vision/Values

PRESS RELEASE TO BE DISTRIBUTED ELECTRONICALLY.

Internal Use Only

Health and Safety

- The public can be assured that continued use of existing products is safe. These products have been safely used for decades.
- All existing knowledge indicates that the presence of these materials at the extremely low levels detected does not pose a human health or environmental risk.
- This current knowledge includes information gathered from over 20 years of medical monitoring of our own employees and numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.
- Despite 3M's decision to discontinue manufacturing these materials, we will continue our health and environmental research and our sharing of the results with EPA and other regulatory agencies. The results of this research also will continue to be published in peer-reviewed scientific journals.

Historical Background

- The presence of low levels of fluorochemical materials in people has been been reported in the scientific literature since 1968.
- Since then, 3M has been the in advancing the understanding of these materials to assure human health and safety.
- During this period,our research and understanding has continually advanced in three main areas: analytical techniques that allow the detection of these materials, medical science and worker safety
- 3M has applied analytical techniques to detect these materials and initiated a medical monitoring program for our employees who work most closely with this chemistry. This medical monitoring program, which is ongoing, shows no adverse effects and has been in place for two decades.
- In 1998, using state-of-the-art detection methods developed by 3M and 3M-funded research, it became possible to rapidly identify specific perfluorinated materials at parts-per-billion and in some cases parts-per-trillion levels. This technology led 3M to detect the wide distribution of some perfluorinated materials at extremely low levels in people and certain wildlife and to initiate a program to transition out of this chemistry.

Internal Use Only – Not for External Distribution

Facts on 3M Perfluorooctanyl Chemistry

- For Use in Responding to Questions –

1. 3M manufactures and distributes a number of compounds and products based on perfluorooctanyl chemistry

2. This chemistry is used to manufacture a variety of Scotchgard™ branded products such as soil, oil and water repellents for carpeting and upholstery; coatings used for oil and grease resistance on paper-based food packaging, specialty components for other products, and in foams used by fire fighters.

3. Advanced research recently has discovered that very small amounts of materials stemming from this particular chemistry are widespread in the environment, including in humans. These materials also are persistent … they last a long time.

4. We're taking this action now because it is consistent with our longstanding corporate values and environmental principles. It simply makes good business sense. It's the right decision for our employees, customers, and the communities where we operate.

5. There are no human health or environmental risks associated with low levels of these materials. (We can state this with confidence based on information gathered from over 20 years of medical monitoring of 3M employees and numerous scientific studies by 3M scientists and outside experts.)

6. In 1998, using state-of-the-art detection methods developed by 3M and 3M-funded research, it became possible to identify these molecules at a parts-per-billion level.

7. This technology led 3M to detect the wide distribution of some perfluorinated materials at extremely low levels in people and certain wildlife and to initiate a program to transition out of this chemistry.

8. 3M research has been conducted in collaboration with independent scientists and experts from medical, research and academic institutions worldwide.

9. 3M has actively communicated its scientific findings and other information with employees, regulatory agencies, customers, the scientific community and other fluorochemical producers, and will continue to share information openly.

10. In the 1970s 3M began an ongoing medical monitoring program for its employees who work most closely with fluorochemicals. The monitoring provides 3M with the information necessary to establish appropriate use, handling and disposal practices and recommendations.

Internal Use Only – Not for External Distribution

11. For more than 20 years, we've monitored 3M employees who work with these materials to ensure no threat to human health.

12. Products affected by this decision:

- Foams used to extinguish fires
- Specialty components for other products such as surfactants that help paint, adhesives and other fluids to spread evenly
- Scotchgard™ products that improve the soil resistance and repellency of fabrics, furniture and carpets
- Scotchban™ products that protect paper-based food packaging from oil and grease.

13. The decision is another example of 3M's commitment to the environment. (Other examples include:

- Pollution Prevention Pays (3P) program
- Move to solventless materials
- Early transition out of ozone-depleting CFCs and development of CFC replacement materials)

Note: Sound bite (analogy): This is like a small piece of plastic by the side of the road … it doesn't do any harm, but you'd rather not see it there.

Scientific Journals

Key Studies and Reports Available

Taves, D.R., "Evidence that there are Two Forms of Fluorine in Human Serum," *Nature*, vol. 217, pages 1050-1051, 1968 *(Study indicating presence of organic fluorine in blood sera of general population).*

Guy, W.S.; Taves, D.R.; and Brey, W.S., "Organic Fluorochemicals in Human Plasma: Prevalence and Characterization." In: Biochemistry Involving Carbon-Fluoride Bonds, ACS Symposium Series, American Chemical Society: Washington, pages 117-134, 1976 *(Study indicating the presence of organic fluorine in blood sera of general population).*

Ubel, F.A., and others, "Health status of plant workers exposed to fluorochemicals – a preliminary report," *American Industrial Hygiene Association Journal*, vol. 41, pages 584-589, 1980 *(Published study of 3M workers showing no ill health effects of occupational exposure to fluorochemicals).*

Gilliland, F.D. and Mandel, J.S., "Mortality among employees in a PFOA production plant," *Journal of Occupational Medicine*, vol. 35, pages 950-954, 1993 *(Published study of 3M employees showing no increased mortality due to occupational exposure to PFOA).*

Gilliland, F.D. and Mandel, J.S., "Serum perfluorooctanoic acid and hepatic enzymes, lipoproteins and cholesterol: a study of occupationally exposed men," *American Journal of Industrial Medicine*, vol. 29, pages 560-568, 1996 *(Published study of 115 3M employees showing no toxicity to the liver due to occupational exposure to PFOA).*

Olsen, G.W.; Gilliland, F.D.; Burlew, M.M.; Burris, J.M.; Mandel, J.S.; and Mandel, J.H., "An Epidemiologic Investigation of Reproductive Hormones in Men with Occupational Exposure to Perfluorooctanoic Acid," *Journal of Occupational and Environmental Medicine*, vol. 40, no. 7, pages 614-622, 1998 *(Study by 3M Medical Department showing no significant hormonal changes in 191 men occupationally exposed to PFOA).*

Olsen, G.W. et al., "Serum Perfluorooctane Sulfonate and Hepatic and Lipid Clinical Chemistry Test in Fluorochemical Production Employees," *Journal of Occupational and Environmental Medicine*, vol. 41, no. 9, pages 799-906, 1999 *(Published study of 3M employees showing no adverse health effects from occupational exposure to PFOS).*

Outside Experts

Dr. Robert J. McCunney
Director, Environmental Medical Services
Massachusetts Institute of Technology
77 Massachusetts Ave., Room 20-B-238
Cambridge, MA 02139-4307

Office Phone: 617-253-5360
Office Fax: 617-253-4879

Dr. McCunney will be attending a convention at the Philadelphia Marriott Center City at the Convention Center from Sunday, May 14 through Friday, May 19.
Hotel Phone: 215-625-2900
Hotel Fax: 215-625-6000

Dr. McCunney is a medical doctor. He currently serves as President of . Dr. McCunney can speak to our health studies, confirm our conclusions regarding the absence of any human health risk. Dr. McCunney is appropriate for any media.

Dr. John Heinze
John Adams Associates, Inc.
655 National Press Building
Washington, D.C. 20045

Office Phone; 202-737-8400
Office Fax: 202-737-8406
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Home Fax: 703-924-9172

Dr. Heinze is an environmental and health scientist with a Ph.D. in microbiology. He can speak to all aspects of our program: the comprehensive nature of the effort, our science, our conclusions, etc. Of our external spokespersons, Dr. Heinze is the best suited to address our environmental studies and ongoing program. Our intention is to use Dr. Heinze with print media. He is our best source for providing detailed background and layman's explanation of the science. Dr. Heinze is also well suited to speak to more technical media.

Dr. Jessica Herzstein
Environmental Health Resources
Lexington, Massachusetts

Office Phone: 781-674-1060

Dr. Herzstein is a medical doctor. She is a medical toxicologist and specialist in evaluating occupational and laboratory studies. Dr. Herzstein can speak to our health studies, confirm our conclusions regarding the absence of any human health risk. Dr. Herzstein is appropriate for any media.

3M Environmental Facts - Worldwide

I. 3M is committed to **continuous environmental improvement**. Since 1990, 3M has:
-- Reduced volatile organic and particulate air emissions 85 percent
-- Cut releases to water 80 percent
-- Reduced solid waste 25 percent

II. 3M's **Environmental Management System** helps the company manage continuous environmental improvement and ensure compliance with 3M policies and government regulations around the world. The system helps 3M maintain proper operations, verify performance and specify improvement opportunities. 3M incorporates environmental challenges and opportunities into the strategic plans of every business unit.

III. **3M's Life Cycle Management (LCM)** process helps the company manage environmental, health and safety issues for all stages of a product's life cycle, from design and manufacturing through customer use and disposal. LCM is being integrated into the processes for developing new products and improving existing products. As decisions are made about product formulations, raw materials and manufacturing processes, LCM raises environmental, health and safety considerations.

IV. **Examples of products** developed with environmental attributes:
- 3M™ Scotchlite™ Diamond Grade Reflective Sheeting for highway safety signs reflects up to ten times better than traditional sheeting and reduces air emissions by requiring less solvent usage in manufacturing, and
- The world's first CFC-free metered dose inhaler for the treatment of asthma, developed by 3M, enables patients to continue using a metered dose inhaler without contributing to damage to the earth's protective ozone layer.

IV. **3M's Pollution Prevention Pays (3P)** program, established in 1975, encourages employees closest to 3M's products and processes to prevent pollution at the source rather than treat pollution after it is created. Since 1975, more than 4,700 employee projects worldwide have prevented the generation of 1.6 billion pounds of pollution and saved 3M $825 million in regulatory and raw material costs.

V. 3M's environmental programs are based on **3M's four Core Values**, which are: 1) respecting our social and physical environment, 2) being a company that employees are proud to be a part of, 3) satisfying our customers with superior quality and value, and 4) providing investors with an attractive return through sustained, high-quality growth.

VI. **3M's Environmental Policy** was adopted in 1975 and commits 3M to solving its own environmental problems, preventing pollution at the source wherever possible, and developing products that have a minimum effect on the environment.

Background -- 3M Human Resource Principles

The people of 3M are the company's most valuable resource. They are the primary means by which 3M goals and objectives will be attained. 3M management, therefore, believes that it is essential to provide an organizational structure and a work climate which:

Respect the dignity and worth of individuals, by encouraging their highest level of performance in a fair, challenging, objective and cooperative work environment. Individual rights are respected. Timely and open communication to and from employees is encouraged. Supervisors and managers are accountable for the performance and development of the employees assigned to them.

Encourage the initiative of each employee by providing both direction and the freedom to work creatively. Risk taking and innovation are requirements for growth. Both are to be encouraged and supported in an atmosphere of integrity and mutual respect.

Challenge individual capabilities through proper placement, orientation and development. Responsibility for development is shared by the employee, by supervisors and managers, and by the company.

Provide equal opportunity for development and equitably reward good performance. Performance is evaluated against objective, job-related criteria and rewarded with appropriate recognition and compensation.

Background -- 3M Values

3M Vision

To be the most innovative enterprise and the preferred supplier in the markets we serve.

3M Values

- Satisfy customers (with superior quality, value and service).
- Provide investors an attractive return (through sustained, quality growth).
- Respect the environment (social and physical, good corporate citizen).
- Foster employee pride (being a company people want to work for).

3M Brand Promise

Innovative, quality products from a company you can trust.

What Makes 3M Different

A culture that fosters innovation to meet the needs of customers, employees, investors and society.

What We Want People to Know About 3M

- Long history of inventing innovative, useful products that make people lives better.
- People can trust 3M to do the right thing.
- We anticipate and respond to customer needs.
- A strong, worldwide company.
- A great place to work.
- A good investment.

5

Section 5:

Board of Directors, Executives, Employees and Retirees

Section 5: Board of Directors, Executives, Employees and Retirees

A. Board of Directors Letter/Fax

B. Executive Report

C. Employee Bulletin

D. Presentation Script

E. Presentation Visuals/Talking Points

F. Letter to Retirees

Board of Directors

[Letter/Fax to Board Members]

Executive Report

3M to Phase Out a Perfluorinated Chemistry

The following was issued to the news media today:

NEWS RELEASE TO BE DISTRIBUTED ELECTRONICALLY.

Employee Bulletin

3M to Phase Out a Perfluorinated Chemistry

3M will phase out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of this year. Product lines being phased out represent about two percent of sales and include many Scotchgard™ products, such as soil, oil and water repellent products; coatings for oil and grease resistance on paper packaging; fire-fighting foams; and specialty components for other products.

Fewer than 1,500 out of 3M's global workforce of 71,000 employees have jobs directly related to these products. The company will make every effort to provide continued employment to affected employees. No involuntary separations are expected.

We thank the people in these business units for their hard work. They have consistently given the company and our customers their best efforts.

For more information, below is a news release issued this morning:

NEWS RELEASE TO BE DISTRIBUTED ELECTRONICALLY

Presentation to Plant Employees

(Goals: making every effort to aid those affected; galvanize employees toward helping customers through transition; mitigate health/environmental concerns.)

Good morning. With me this morning is (name, title)

I have an important announcement. 3M will phase out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of this year.

Product lines being phased out represent about two percent of sales and include many Scotchgard™ products, such as stain, oil and water repellent products; coatings for oil and grease resistance on paper packaging; fire-fighting foams; and specialty components for other products.

Our objective is to make an orderly transition away from these businesses for our customers and for you.

I'll explain the rationale for this decision and talk about the impact on our facility.

I'll also talk about how we'll assist customers. And, of course, we'll talk about how we'll make the transition with you. We'll also answer your questions, as best as we can.

Advanced research shows that very small amounts of materials stemming from our perfluorooctanyl chemistry are widespread in the environment, including in humans. These materials are persistent … they last a long time.

3M has been on a path to find alternative solutions, but, despite progress, the time needed to reformulate is too long.

We are taking this action now because it is consistent with our longstanding corporate values and environmental principles. It simply makes good business sense. The appropriate use and management of persistent materials is becoming a focus of increasing public attention. From a business perspective, 3M has numerous technology platforms and product development programs underway that do not involve this particular chemistry. We believe that these alternative R&D efforts are more deserving of our energies and attention. It's the right decision for all of us.

Our objective is to make this an orderly transition away from this chemistry by the end of this year. We need to stay focused on three areas: assisting our customers; safety in all our processes; and assisting each other through this process.

We thank you for your hard work. Your hard work is recognized by the corporation, and by everyone in the business unit.

We recognize that you have responded to the whole FC initiative with energy and commitment. And I want to personally thank all of you for your hard work and dedication to the business.

I want to assure you that the company will help employees affected by this decision. Our objective is clear: There will be no involuntary separations as a result of this phase-out. 3M has a long track record of helping employees in business units that have gone through change, so we say that with confidence. Moreover, 3M is growing and there are many opportunities in other 3M businesses.

Less than 1,500 employees in our business unit and others may be affected. Most of those people are in Antwerp, Cordova, Cottage Grove, Decatur, St. Paul, Dyneon facilities and Dalton.

Again, because we're phasing out of a chemistry, we have some time to plan for shifts in production. We'll have more detail on that within a few weeks, and we'll communicate that as soon as we're clear on a plan.

(PAUSE)

I'm sure you're wondering why we'd phase out this particular chemistry. We've talked about this before, so you know that scientific research shows that use of these products does not pose a risk to people. Our products are safe … and have been for decades. But low levels of materials from this chemistry are widespread and they last for long periods of time.

The company's moving away from materials with these characteristics as part of our long-standing corporate values and environmental principles, and because it makes good business sense.

And, as you know, we've been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long.

We're informing employees and customers today. We've enlisted help from the corporation to support the divisions' contact with customers so that their questions are handled quickly and professionally.

Certainly, customers will have many questions. Many details are yet to be determined.

(PAUSE)

Again, to review, we will experience changes in our employment here. We will minimize the disruptions on you. Our objective is to have no involuntary separations as a result of our decision.

Let's talk about your questions. It's very early in the process. In fact, I just recently learned of the decision. If I can't answer your question, we'll take note of it and work to get an answer to you as quickly as possible.

(Q&As)

If there are no further questions right now, I'd like to remind all of us of the need to assist our customers, help each other through this process and always, always, keep safety procedures foremost on our minds. This is a terrific facility that's faced many challenges. We've gotten through a lot -- successfully. And the company recognizes that. We've got to pull together again to get through this challenge.

Thank you, again, for all of your hard work.

St. Paul – Business Unit Talking Points

Welcome

3M is phasing out of perfluorooctanyl chemistry
- Certain repellents and surfactant products
- By the end of the year

I'll explain the rationale, plan for transition
- Our goal is a smooth transition for you and our customers
- Also, we'll talk about your questions

Products include: soil, oil and water repellents
- Coatings for oil and grease resistance on paper packaging
- Fire-fighting foams
- Specialty components for other products

Phase-out production by the end of this year
- Normal product return policy will be followed

Very small amounts of materials widespread in the environment, including people
- Persistent

3M has been on path to find alternative
- Too long

Decision is consistent with longstanding corporate values and environmental principles

Increasing public attention on proper use and management of persistent materials

Good business sense

Recognition of all the people here and accomplishments
- Not just at division level, but throughout the company
- Will help employees
- Currently, more than 1,000 open positions in St. Paul
- Goal of no involuntary separations as a result of decision
- Details in six weeks

We'll continue production until the end of the year
- Customers will be able to order until October 1
- Our production schedule will be tight throughout process

Customers will hear of this today
- Follow-up with a letter, call, visit (as appropriate)

We're informing you, our customers and our suppliers today
- Over the next six months, great deal of attention on customers
- Updates coming on new opportunities

A voluntary separation package is unlikely
- Too many opportunities

For those of you on profit sharing
- Change to 100% corporate profit sharing
- Effective April 1, 2000
- Significant financial write-downs for restructuring

Question and answer
- Early in process
- Learned decision recently (timing)
- We'll work to get answers if we don't have them

(Q&A)

Thank you for your attention and support
- We've gone through a lot together here
- We'll get through this together

Your role
- Strong attention on customer needs
- Remain positive – opportunities are there

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

6

Section 6:

International Operations

Section 6: International Operations

Memos from Baukol to:

- European MDs
- Sumitomo 3M
- Asia - Pacific MDs
- Latin America MDs

Baukol Memo to OUS

3M management has reached a decision to phase out of the perfluorooctanyl chemistry used to manufacture many Scotchgard™, Scotchban™, as well Light Water™ and other surfactant products by the end of the year. Our objective is to make an orderly transition for our customers and employees over the next six months.

Enclosed are materials that will help you address the transition with your customers, employees and suppliers. These materials include key messages, fact sheets and questions and answers. In addition, your regional Corporate Marketing and Public Affairs contact will be available to provide support. Materials also are being provided to your HR manager.

Advanced research shows that very small amounts of materials from this chemistry are widespread in the environment, including humans, and are persistent. All existing scientific evidence indicates that the presence of these materials at extremely low levels does not pose a human health or environmental risk.

3M has been on a path to find alternative solutions, but, despite progress, the time needed to reformulate is too long.

3M is taking this action now because it is consistent with our longstanding corporate values and environmental principles.

It simply makes good business sense. The appropriate use and management of persistent materials is becoming a focus of increasing public attention. From a business perspective, 3M has numerous technology platforms and product development programs underway that do not involve this particular chemistry. We believe that alternative R&D efforts are more deserving of our energies and attention.

This action is in the best overall interest of 3M and our constituencies over the long term. 3M will remain a strong competitor in our markets and well positioned for growth. We have all the elements necessary for continued success – excellent people, advanced technology and products, a solid balance sheet and a cost structure well-suited to the markets in which we compete.

Thank you for your support in conveying this message to our employees, customers and others.

7

Section 7:

Specialty Materials Business and Plant Communities

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

Section 7: Specialty Materials Business and Plant Communities

A. Divisions

B. Facilities

C. News Release

D. Letter to Local Community/Government Leaders

E. Letter to Plants from Dr. Zobel

F. FCI Local Contact Lists

Divisions:

Dyneon
Performance Materials Division
Protective Materials Division
Specialty Materials Manufacturing Division
Commercial Care Division
Construction and Home Improvement Markets Division
Home Care Division

Facilities:

Antwerp
Aston
Cordova
Cottage Grove
Dalton
Decatur
Gendorf
Houston
Kerstabaen
Kirkrade
Sumitomo 3M

Proposed Communications Teams

Cottage Grove
- Dean Dworak
- Fred Luden
- Ernie King
- Ron Jansen
- Byron Nesheim
- Allen Dewaard

Decatur
- Jim Gregory
- Jim King

Cordova
- Jerry Walker
- Charlie Cutler
- David Boaz

Antwerp
- Herman Nauwelaerts
- Romain Verdurmen
- Jos Vets
- Rik Nuyttens

St. Paul Labs/Admin
- Chuck Reich
- Barb Warner
- Jay Ihlenfeld
- Mike Harnetty
- Bob Brullo
- John Carson
- Bill Myers

Field Sales/Dalton
- Jay Ihlenfeld
- Mike Harnetty
- Barb Warner

Aston
- Lew Harvey

Houston

Kerkrade
- Chris Dardel

Gendorf
- Gunter Kempf

Kerstabaen
- Cindy Bendon

Oakdale
- Bob Brullo
- Bob Moore

Neuss
- Dieter Bach

Dyneon Sales Reps
- Telephone Call to Oakdale

Talking Points for Plant Sites

Welcome

3M is phasing out of perfluorooctanyl chemistry
- Certain repellents and surfactant products
- By the end of the year

I'll explain the rationale, plan for transition
- Our goal is a smooth transition for you and customers
- Question and Answer

Products include: soil, oil and water repellents
- Coatings for oil and grease resistance on paper packaging
- Fire-fighting foams
- Specialty components for other products

Phase-out production by the end of this year

Low levels of material from this chemistry are widespread in environment
Last for long periods of time
No health/environmental risk
Products are safe and have been for decades

We have been on a path to find alternative solutions
- Time to reformulate is too long
- The work done has been very good
- Everyone has done a great job
- This is not your fault

Taking action now because it is consistent with longstanding corporate values and environmental principles

Increasing public attention to proper use and management of persistent materials

Good business sense

Recognition of all the people here and accomplishments
- Not just at division level, but throughout the company
- Making every effort to finding positions
- Goal of no involuntary separations as a result of decision
- Separation package for some areas
- Details in six weeks

We'll continue production until the end of the year
- Customers will be able to order until October 1
- Our production schedule will be tight throughout process

Safety is and must continue to be a primary focus for each of us
- Help each other through this process
- Stay safe

We're informing you, our customers and our suppliers today
- Over the next six months, great deal of attention on customers
- Again, continued focus on safety for you, co-workers
- Updates coming on voluntary separation packages, new opportunities

Question and answer
- Early in process
- Learned decision recently (timing)
- We'll work to get answers if we don't have them

(Q&A)

Thank you for your attention and support
- We've gone through a lot together here
- We'll get through this together

Your role
- Strong attention on customer needs
- Continued focus on safety
- Remain positive – opportunities are there

News Release for 3M Decatur

(Note: Other plant sites will not issue a news release. Rather, they'll have key messages/talking points to use in response to inquiries.)

DRAFT – DRAFT – DRAFT – DRAFT – DRAFT – DRAFT – DRAFT – DRAFT

FOR IMMEDIATE RELEASE

Contact: Jim King
256/552-6300

3M Decatur Phases Out Some Products;
Company Making Every Effort to Help Employees

DECTUR, Ala. – May 16, 2000 – 3M today announced it is phasing out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of the year. Of the 900 employees on the site, about 250 employees work on materials used in such products. No involuntary separations are expected.

3M stressed that it remains committed to the Decatur plant and plans to re-invest in the facility. "Our expectation is to move other operations into the plant," said Jerry Walker, division general manager, Specialty Materials Manufacturing Division. "This is a flagship operation for 3M, and we'll make every effort to helping our employees affected by the decision.

"Our employees have been terrific about working on the customers' behalf," said Walker. "We anticipate no involuntary separations as a result of this decision. We will make every effort to provide continued employment for employees who want that, rather than to voluntarily resign or retire."

The company expects to have new opportunities for employees at this facility, although the details will take some time to finalize. Whatever product lines 3M decides to move into Decatur, there will be an orderly transition. 3M anticipates production of many Scotchgard™ products, such as soil, oil and water repellent products, coatings used for oil and grease resistance on paper packaging; fire-fighting foams and specialty components for industrial products to cease by year-end.

One of the reasons 3M plans to re-invest in 3M Decatur is that the plant employees have successfully met the many challenges of continually improving safety, raising product quality and satisfying customer needs. "Our Decatur employees are 'world class' employees," said Walker, "and we don't want to lose this valuable work force. We want them to turn their attention to making other high quality 3M products."

- more –

Extensive scientific research shows that low levels of material from this chemistry amounts are widespread and they last for long periods of time. The company said it has been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long. 3M is taking this action because it is consistent with its longstanding corporate values and environmental principles. These products have been used safely for more than 40 years and continued use of existing products is safe.

The Specialty Materials plant, Dyneon and 3M Specialty Film plant share a single large site on State Docks Road. Total employment is about 900. 3M has operated on the site since 1960.

###

FROM: Jim King
3M Decatur Site Manager
3M Decatur
1400 State Docks Road
Decatur, AL 35602

FCI Local Contact List
Decatur

Site Manager: Jim King (Triminet) 520-6300
3M Public Affairs: Bill Nelson 733-6516

Public Affairs Counsel (if applicable):
Steve Bradley (Government) (205) 933-6676
Jim Townsend (Public Relations) (205) 939-1950

County Council Representative / Executive:
Name: Larry Bennich
Address: P.O. Box 668
Decatur, AL 35601
Office Phone: (256) 351-4736

Mayor:
Name: Julian Price
Address: P.O. Box 488
Office Phone: (256) 351-7967

County / City Sewer Treatment Contact:
Name: Kim M. Carr, General Mgr.
Address: Decatur Utilities
P.O. Box 2232
Decatur, AL 35609
Office Phone: (256) 552-1440

County Landfill Contact:
Name: Ricky Terry
Address: P.O. Box 488
Decatur, AL 35602
Office Phone: (256) 355-3176

County Health Department Contact:
Name: Leland Screws (Administrator)
Address: 201 Gordon Drive, S.E.
Suite 204
Decatur, Al 35601
Office Phone: (256) 340-2113

Governor Don Siegelman
State Capitol, Suite N-104
600 Dexter Ave
Montgomery, Alabama 36130
(334) 242-7100

James Warr
Department of Environmental Management
P.O. Box 301463
Montgomery, AL 36130-1463

Attorney General Bill Pryor
Alabama State House
111 South Union Street
Montgomery, AL 36130
(334) 242-7401

State Senator Tommy Roberts
Address: State House, Room 729
11 South Union Street
Montgomery, AL 36130
Office Phone: (334) 242-7935

State Representative Bill Dukes
Address: P.O. Box 302950
State House, RM. 532-A
Montgomery, AL 36130
Phone: (334) 242-7689

U.S. Senator Richard Shelby
Address: U.S. Senate
110 Hart Senate Office Bldg.
Washington, DC 20510-0001
Local Office:321 Federal Bldg.
1800 5th Avenue N.
Birmingham, AL 35203-2111

U.S. Senator Jeff Sessions
Address: U.S. Senate
495 Russell Senate Office Bldg.
Washington, DC 20510-0001
Local Office: One Court Square Bldg.
Suite 248
Montgomery, AL 36104

Dr. Don Williamson, Director
Ala. Department of Public Health
201 Monroe Street
Montgomery, AL 36130-3017

FCI Local Contact List
Cordova

Site Manager: David Boaz (Triminet) 463-1236
SMP Plant Manager: Larry Wagner (Triminet) 463-1168
3M Public Affairs: Bill Nelson 733-6516

Cordova Township
Chairperson: Louis Case
Address: 910 3Av. S. Cordova, IL 61242
Office Phone: 309-654-2272

Mayor: Cordova
Name: John Piatt
Address: 906 Main Cordova, IL 61242
Office Phone: 309-654-2646

County Landfill Contact:
Name: Julie Lawrence
Address: Upper Rock Island Co.
17201 20th Ave N.
East Moline, IL 61244
Office Phone: 1-800-555-1614

County Health Department Contact:
Name: Paul Guse
Address: 2112 25 Ave,
Rock Island, IL 61201
Office Phone: 309-793-1955

U. S. Senator: Richard J. Durbin
267 Russell Senate Office Building
Washington, DC 20510
202-224-2152

U.S. Senator: Peter G. Fitzgerald
SD-555
Washington, DC 20510
202-224-2854

Governor: George H. Ryan
Office of the Governor
207 Capitol Building
Springfield, IL 62706
217-782-6830

Attorney General: Jim Ryan
Office of the Attorney General
500 South Second Street
Springfield, IL 60706
217-782-7884

State Senator: Dennis J. Jacobs
State Senate
M-103-C State Capitol Building
Springfield, IL 62706
217-782-5957

State Representative: Mike Boland
109 State Capitol Building
Springfield, IL 62706
217-782-3992

U.S. Representative: Lane Evans
17th District
2335 Rayburn Building
Washington, DC 20515
202-225-5905

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

FCI Local Contact List
3M Cottage Grove Center

Site Director: Fred J. Luden (Triminet) 458-2001
3M Public Affairs: Jeffrey R. Rageth 575-3556

MAYOR
Jack Denzer
City of Cottage Grove
8903 Grospoint Ave. South
Cottage Grove, MN 55016
651-459-2553 (h)

CITY SEWER TREATMENT CONTACT
Les Burshten
City of Cottage Grove Public Works
7516 80th Street South
Cottage Grove, MN 55016
651-458-2810 (w)

COUNTY COMMISSIONER – District 4
Myra Peterson
Washington County Govt. Center
14949-62nd Street North P.O. Box 6
Stillwater, MN 55082-0006
651-458-0923

WASHINGTON COUNTY PUBLIC HEALTH AND ENVIRONMENT DEPARTMENT
Mary McGlothlin - Director
651-430-6655

GOVERNOR
Jesse Ventura
130 State Capitol – 75 Constitution Ave.
St. Paul, MN 55155
651-296-3391

ATTORNEY GENERAL
Mike Hatch
102 State Capitol
St. Paul, MN 55155
651-296-6196

U.S. SENATOR
Rod Grams (R)
261 Dirksen Senate Office Bldg.
Washington, DC 20510
202-224-3244 local office: 612-427-5921

U.S. SENATOR
Paul Wellstone (DFL)
717 Hart Senate Office Bldg.
Washington, DC 20510
202-224-5641 local office: 612-645-0323

U.S. HOUSE OF REPRESENTATIVES
Sixth Congressional District
Bill Luther (DFL)
117 Cannon House Office Bldg.
Washington, DC 20515-2306
202-225-2271 local office: 651-730-4949

STATE REPRESENTATIVE - District 57B
Sharon Marko (DFL)
439 State Office Bldg.
St. Paul, MN 55155
651-296-3135 (Capitol) 651-459-7757 (H)

STATE SENATOR – District 57
Len Price (DFL)
235 State Capitol
St. Paul, MN 55155-1606
651-297-8060 (Capitol) 651-735-0397 (H)

8

Section 8: Customers

Section 8: Customers

A. Letter to Customers

B. Letter to Internal Customers

C. Corporate Call Center (PIC)

D. 3M Contacts

E. Customer Service Plan

F. Questions & Answers

Script for Corporate Call Center (PIC)

[Need Division VP/GM approval to roll over employee phones -- 12 hour notice minimum]

For use by telephone agents in Product Information Center/3M HELPS line:
3M is phasing out of perfluorooctanyl chemistry used in certain repellents and surfactant products by the end of this year.

Products include: soil, oil and water repellents (many, not all Scotchgard™ products), coatings for oil and grease resistance on paper (some pet and snack/convenience food packaging), fire-fighting foams, and specialty compounds used to make other products. These products are safe and have been for decades. Use of existing products is okay.

No risk to people, but -- as with many chemical compounds – low levels of material from this chemistry are widespread in the environment and last a long time.

We've been on a path to find alternative solutions, but time needed to reformulate is too long.

We're taking action now consistent with our commitment to the environment and for sound business reasons.

It's the right decision for our employees, customers and communities.

Our goal is a smooth transition for customers and employees over the next six months.

You can go to the 3M website -- www.3m.com -- for more information.

3M Customer and Technical Service Representatives will be contacting customers in the coming days. (In many cases, letters are being sent as well explaining the situation).

We appreciate your patience and ongoing support.

For specific product details, see Customer Service information on following pages.
NOTE: Refer calls from news media to 3M Public Relations at 3-8805 or 3-7698

Transfer phone lines back to division personnel on Tuesday afternoon/Wednesday morning.
(Check on fax-on-demand capability)

3M Contacts

Refer Consumers/Customers to: Product Stewards

Dr. Harvey Berwin	Home & Comm. Care – Consumer Scotchgard (can)	250-3W-03	3-5590
~~Jo Dickes~~	~~Performance Materials – Surfactants~~	~~236-1B-10~~	~~3-6921~~
Daniel Hakes	Protective Matl – Industrial Scotchgard, Scotchban	236-1B-10	3-2392
Tamara Johnson	Protective Matl. – Industrial Scotchgard	236-1B-10	3-0257
Kurt Werner	Specialty Fluid – CFC Replacements, HFEs, PFCs	236-1B-10	3-8494

Other Key Contacts

John Allison	Legal – General	220-12E-02	6-3993
Tom DiPasquale	Legal – Regulatory	220-12E-03	3-1891
Carol Peterson	Legal – Commercial	220-11W-02	3-1650
John Scanlon	Legal – Division	220-12E-02	3-1519
Mike Dougherty	Communications	225-1S-15	3-0800
Dave Sanders	Life Cycle Management	220-9E-11	3-5226
Jerry Walker	Manufacturing	223-6S-04	7-2378
Dr. Larry Wendling	Product Re-engineering/Reinvention	236-1B-40	5-1716

Refer News Media to: Public Relations and Corporate Communications
(Primary contacts in bold)

Dan Gahlon	**PR & Corporate Communications**	**225-1S-15**	**3-1880**
Mary Auvin	PR/News Media	225-1S-15	6-2597
John Cornwell	**PR/News Media**	**225-1S-15**	**3-7698**
Mark Fenner	**Executive Communications**	**225-1S-15**	**3-9242**
Katherine Hagmeier	PR/News Media	225-1S-15	5-4368
Colleen Horn Harris	PR/Website	225-1S-15	3-1566
Barbara Perkins	Employee Communications	225-1S-15	3-4953
Rick Renner	PR/Environmental	225-1S-15	3-1135
Stephen Sanchez	Executive Communications	225-1S-15	7-5967
Judy Schuster	PR/News Media	225-1S-15	3-1725
Nancy Sperling	Employee Communications	225-3S-05	3-1871
Laura Sutton	PR/News Media	225-1S-15	3-9134
Helen Wagner	PR/News Media	225-1S-15	3-4858
Chris Welsh	**PR/News Media**	**225-1S-15**	**6-2355**

3M Contacts

Investor Relations

Jon Greer	Investor Relations, Director	225-1S-15	6-1915
Matt Ginter	Program Manager	225-1S-15	3-8206

Government/Public Affairs

Dan Garry	PR&GA	225-1S-15	6-6198
John Milne	Government Affairs – Washington, D.C.	Washington, D.C	*393-6948
Peter Bear	State Government	225-1S-15	3-3374

Medical/Toxicology/Industrial Hygiene

Larry Zobel	Medical Department	220-2-E-02	3-5181
Geary Olsen	Occupational Medicine	220-3W-05	7-8569
~~John Schumpert~~	~~Occupational Medicine~~	~~220-3W-05~~	~~3-3951~~
Jeffrey Mandel	Occupational Medicine	220-3W-05	3-8670
Carol Ley	Occupational Medicine	220-3W-05	3-0694
~~Jim Sugg~~	~~Industrial Hygiene Services~~	~~220-2E-02~~	~~3-2677~~
Dr. John Butenhoff	Toxicology	220-2E-02	3-1962
Dr. Marvin Case	Toxicology	220-2E-02	3-5180
Andrew Seacat	Toxicology	220-2E-02	5-3161

Environmental

Kathy Reed	Environmental Technology and Services	42-2E-26	8-4331
Dale Bacon	Environmental Laboratory	2-3E-09	8-4736

Support Staff

Judy Seabold	PR and Corporate Communications	225-1S-15	3-8704
Lynn Christianson	PR and Corporate Communications	225-1N-15	3-7334

3M Contacts

Product Responsibility Liaisons

Aamodt, Bill	Construction /Home Improvement Market	251-1C-09	6-6127
Anderson, Bonnie	**Surface Conditioning R & D**	251-3A-02	3-6296
Beardsley, Jim	**Adhesive Division QC & Prod Responsibility**	209-1N-20	3-1820
Carlson, Margaret	Pharmaceutical Services	260-6A-26	6-5061
Dahms, Janell	Bonding Systems Division	230-3N-02	7-4995
Geist, Jay	Medical Products Group Regulatory	275-5W-06	6-6603
Johnson, Brian D.	Adhesive Division QC & Prod Responsibility	209-1W-20	6-3402
Mallo, Richard	Medical Specialties Laboratory	260-3A-04	3-1228
~~Martinson, Doris~~	~~OH&ES Quality Assurance~~	~~260-3A-07~~	~~3-3170~~
McKelvey, Richard	New Business Product Support	250-3E-02	3-6988
Mullen, David	ITSD Laboratory	230-BS-20	6-4765
Nitardy, Diane	Fire Protection Laboratory	207-1W-08	6-1682
Olen, Jan	Automotive Division Quality Assurance	230-1G-27	3-7642
O'Malley, Karen	S P PC&RPD Laboratory	230-3F-06	6-9420
Pickett, Lael	**Dental Operatory Products Laboratory**	260-2B-12	3-3594
Reiners, Diana	Safety & Security Systems Div. QA Admin	209-1W-08	6-3499
Schroeder, Marv	Surface Conditioning R & D	251-3A-02	3-5264
Snow, Charlie	Tape Manufacturing Division Safety	42-4E-14	8-6802
Soine, Kay	EH&P Quality Assurance	A141-4N-02	4-5506
Walsh, Nancy	Comm. Graphics Product Responsibility	207-1W-22	3-3696
Winge, Vern	Traffic Control Materials Division QA	235-3B-55	7-4330
Price, Ed	Corporate Product Responsibility	290-04-01	3-5342
Adams, Georjean	Corporate Product Responsibility	290-04-01	7-4795

3M CONFIDENTIAL

Customer Service Plan

for

3M Performance Materials Division and

3M Protective Materials Division

United States

Index

I. Key Messages and Communication Goals

II. Division Coordinators and Other Key Contacts - US

III. 3M Products Involved ("Affected Products") and Not Involved ("Unaffected Products")

IV. Customer Notification

V. Potential "Critical Usage" Identification and Handling

VI. Guidelines for Orders/Ordering of Affected Products

VII. Trademarks and License Agreements

VIII. Warranty and Service Programs

IX. Q/A's for 3M Customer Service Representatives and Sales Representatives

Rev. (05/16/00)

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

3M CONFIDENTIAL

I. Key Messages and Communication Goals

Key Messages

- 3M is phasing out of the perfluorooctanyl chemistry contained in certain repellents and surfactant products by the end of this year.
- Affected 3M products include many Scotchgard™ products, such as soil, oil and water repellent products, coatings used for oil and grease resistance on paper packaging, fire-fighting foams, and specialty components for other products.
- These products have been used safely for decades and their continued use is safe.
- This decision is based on 3M's commitment to responsible environmental management and sound business reasons. It is not based on any health or safety concern.
- Advanced testing capabilities show that low levels of material from this chemistry, as is the case with many chemical compounds, are widespread, persistent (i.e., last a long time), and can be detected at very low levels in people and wildlife.
- All existing knowledge indicates that the presence of this compound at the extremely low levels detected does not pose a human health or environmental risk. This current knowledge includes information gathered from over 20 years of medical monitoring of our own employees and numerous scientific studies conducted in collaboration with experts from leading medical, academic, and research institutions.
- The appropriate use and management of persistent materials is becoming a focus of increasing public attention. Ceasing production now is consistent with 3M's values and serves the public interest.
- The 3M products involved are safe for their intended use when used as directed.
- Products treated with or that contain the 3M products continue to be safe for their intended use when used as directed by the manufacturer.
- We have established the end of the year as a target for discontinuing production and we will work to assist customers during the transition.

See also related 3M Press Release (attached).

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Communication Goals

- Be accurate, credible, and persuasive.
- Protect 3M's reputation as a company people can trust.
- Generate understanding of and support for the plan.
- Boost confidence in and support for 3M's decision and business prospects.
- Reinforce 3M management's commitment to and appreciation of its employees.
- Energize employees toward helping customers, vendors, and others.
- Reinforce employee pride in 3M.

II. Division Coordinators and Other Key Contacts - US

- Protective Materials Division

- Home, Furnishings, and Transportation

Jack Boyd 651-733-6227

- Paper and Packaging

Bob Chad 651-736-2858

- Apparel & Related

Doug Johnson 651-733-4570

- Other Key Contacts

- Protective Materials Division Hotline

Telephone	651-733-7064
Fax	651-737-2902
E-mail	PROT MD

3M CONFIDENTIAL

- Performance Materials Division

  - Joe Brown 651-733-7175

  - John Lohmiller 651-575-1708

  - Other Key Contacts

    Rich Collins 651-736-5209

    Carrol Knutson 651-736-7083

    Performance Materials Division Hotline

    Telephone 651-733-8069
    Fax 651-737-9535
    E-mail PERF MD

III. 3M Products - Involved ("Affected") and Not Involved ("Unaffected")

A. Affected Products – Those products identified in the attached list.

- Protective Materials (see attached list)

  Home, Furnishings, and Transportation

  Paper and Packaging

  Apparel & Related

- Performance Materials (see attached list)

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B. Unaffected Products – All products other than those specifically identified as Affected Products. The announcement does not apply to Unaffected Products.

- Protective Materials

Home, Furnishings, and Transportation

FC-369
FC-661
FC-672
FX-657
FX-668F

Paper and Packaging

No Unaffected Products

Apparel & Related

FC-258

- Performance Materials

All products not listed as Affected Products are Unaffected Product

IV. Customer Notification

Note: A letter will be sent to all customers notifying them of the announcement to phase-out of Affected Products that contain perfluorooctanyl chemistry by the end of this year (see Sample Letter to Customers attached.) Additional customer contacts or notification may take place as determined below.

A. Key Account Notification (by Contact)

- For each Affected Product, identify:

(1) Key Accounts by Affected Product

(2) Key Account contact(s)

(3) 3M contact person(s)

(4) Target date for contact

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- For each Key Account, locate and review:

(1) Current contracts and/or open purchase orders (e.g., contract term, manner of termination, supply/volume commitments (if any), etc.)

(2) Necessary follow-up action (e.g., terminating current contracts, handling open purchase orders in accordance with procedures (below), etc.)

(3) Person(s) responsible/actions/target dates

B. Other Customer Notification (by Letter)

(1) Direct 3M customers/end-users (not Key Accounts)

For each direct 3M customer/end-user (not Key Accounts), be prepared, in order to respond to customer questions, to locate and review:

(a) Current contracts and/or open purchase orders (e.g., contract term, manner of termination, supply/volume commitments (if any), etc.)

(b) Necessary follow-up action (e.g., terminating current contracts, handling open purchase orders in accordance with procedures (below), etc.)

(c) Person(s) responsible/actions/target dates

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(2) Government contract customers

For each government contract customer, locate and review:

(a) Current contracts and/or open purchase orders (e.g., contract term, manner of termination, supply/volume commitments (if any), default and penalty provisions, etc.)

(b) Necessary follow-up action (e.g., terminating current contracts, handling open purchase orders in accordance with procedures (below), etc.)

(c) Person(s) responsible/actions/target dates

(3) Specifiers

(4) Private label purchasers

(5) Indirect customers (e.g., customers of direct 3M customers/end-users, specifiers, etc.)

C. Distributor and Formulator Notification (by Contact or Letter)

- For each Affected Product, identify:

(1) Distributors and formulators

(2) Distributor and formulator contact(s)

(3) 3M contact person(s)

(4) Method of notification (contact or letter) and target date

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- For each distributor and formulator, be prepared to locate and review:

  (1) Current contracts and/or open purchase orders (e.g., contract term, manner of termination, supply/volume commitments (if any), etc.)

  (2) Necessary follow-up action (e.g., terminating current contracts, handling open purchase orders in accordance with procedures (below), revising contracts involving Affected Products and Unaffected Products, etc.)

  (3) Person(s) responsible/actions/target dates

- Be prepared to respond to request for assistance in preparing notification for customers of distributors and formulators

D. General Customer Notification (for division websites)

- see attached [to be posted by division website manager]

V. Potential "Critical Usage" Identification and Handling

Note: The announced objective is to phase-out of the Affected Products that contain pefluorooctanyl chemistry by the end of this year. Any potential "critical usage" issues should be identified and may be addressed on a case-by-case basis.

- Identify:

  (1) Potential "critical usages" by Affected Product

  (2) Description of usage/application

  (3) Customer and/or industry involved

  (4) Volume of Affected Product involved

  (5) Amount of Affected Product in usage/application

  (6) Customer contact(s)

  (7) 3M contact person(s)

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- Direct "critical usage" issues/information to the appropriate division coordinator (listed above).

- "Critical usage" exceptions will be handled on a case-by-case basis through the appropriate division coordinator (and should be identified and addressed before October 1)

- "Critical usage" guidelines or criteria

[to be developed for guidance]

VI. Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division

Note: These guidelines are intended to assist the 3M customer service representative and the 3M sales representative in handling promptly, clearly, and fairly orders and ordering of Affected Products during the transition. Any dispute or other matter involving a customer related to an order or ordering of Affected Products that prevents such handling should be directed to the appropriate division coordinator for assistance in addressing. Appropriate division coordinators include:

- Protective Materials Division

  - Home, Furnishings, and Transportation

    Jack Boyd 651-733-6227

  - Paper and Packaging

    Bob Chad 651-736-2858

  - Apparel & Related

    Doug Johnson 651-733-4570

- Performance Materials Division

  - Joe Brown 651-733-7175

  - John Lohmiller 651-575-1708

  - Rich Collins 651-736-5209

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A. Orders/Ordering from External Customers

(1) From May 16, 2000 until October 1, 2000

(a) Pending (Open) Orders. Once a customer is notified of the announcement, confirm any open written orders and fill any confirmed open orders at volume ordered. If any pending orders are not in writing, then customer should confirm order in writing.

All orders should be in writing and are subject to 3M's separate and written acceptance.

Acceptance of any purchase orders is expressly conditioned on 3M's terms and conditions of sale (see attached). If the purchase orders have been submitted under an existing contract, then 3M's terms and conditions of sale apply only to the extent they are consistent with the contract terms.

Orders accepted and shipped after the customer is notified of the announcement may not be returned, unless the return is due to a 3M error with the order or shipment (e.g., shipping error, quality issue, etc.)

(b) New Orders. For any new orders: Total order amount in a month = Average monthly order amount (over preceding 12 months) (or no more than 1/12 the amount of the average preceding 12 month orders)

Exception: If average monthly order amount described above is not representative of customer's typical order pattern or usage rate of Affected Product, an exception may be considered on a case-by-case basis. Any such order should be reviewed by the appropriate division coordinator (see above).

All orders should be in writing and are subject to 3M's separate and written acceptance.

Acceptance of any purchase orders is expressly conditioned on 3M's terms and conditions of sale (see attached). If the purchase orders have been submitted under an existing contract, then 3M's terms and conditions of sale apply only to the extent they are consistent with the contract terms.

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Orders accepted and shipped after the customer is notified of the announcement may not be returned, unless the return is due to a 3M error with the order or shipment (e.g., shipping error, quality issue, etc.)

For shipment (consistent with shipment dates over the preceding 12 months)

Note: Only accept orders--open or new--from existing customers for existing applications. No new customers; no new product applications for Affected Products.

(2) October 1, 2000

Final order date is October 1, 2000

Final order amount = Not more than 6 months supply based on average monthly order amount (over preceding 12 months) (or not more than ½ the amount of the average preceding 12 month orders)

All orders should be in writing and are subject to 3M's separate and written acceptance.

Acceptance of any purchase orders is expressly conditioned on 3M's terms and conditions of sale (see attached). If the purchase orders have been submitted under an existing contract, then 3M's terms and conditions of sale apply only to the extent they are consistent with the contract terms.

Orders accepted and shipped after the customer is notified of the announcement may not be returned, unless the return is due to a 3M error with the order or shipment (e.g., shipping error, quality issue, etc.)

For shipment (to be negotiated)

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(3) After October 1, 2000

Orders after the final order date (October 1, 2000) should be in writing and are subject to negotiation on a case-by-case basis (subject to availability of Affected Product and immediate shipment). Orders should be reviewed by the appropriate division coordinator (see above).

B. Orders/Ordering from 3M Internal Sales (including 3M subsidiaries and 3M Export)

Handle the same as orders described above

C. Potential "Critical Usages"

Direct any claims of potential "critical usage" or business interruption or threat of litigation involving the transition to the appropriate division coordinator (see above)

D. Returns of Affected Products

There is no reason to return Affected Products because of this announcement. Any returns of Affected Products should be handled in accordance with existing 3M Chemicals Return Goods Policy (effective January 1, 1999) (see attached) *with restocking fee, if any, waived.*

Please note, however, that orders for Accepted Products accepted and shipped after the customer is notified of the announcement may not be returned, unless the return is due to a 3M error with the order or shipment (e.g., shipping error, quality issue, etc.)

E. Returns or Adjustments for Products/Goods Treated or Formulated with Affected Products

None. There is no reason to return products or goods treated or formulated with Affected Products because of this announcement. Affected Products are safe and effective for their intended use when used as directed. Returns or adjustments of products and goods treated or formulated with Affected Products should be treated just as before the announcement.

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VII. Trademarks and License Agreements

Handling of Scotchgard™ and Light Water™ Trademarks and License Agreements

- No new trademark license agreements should be signed pending implementation of the announcement and assessment of brand management strategy

- Assess brand management strategy during transition and after phase-out

- Locate and review current trademark license agreements (e.g., term and termination) and take necessary follow-up action (e.g., terminating current license agreements, revising agreements involving Affected Products and Unaffected Products, etc.) in light of brand management strategy

- Handling of branded materials (e.g., brochures, literature, p.o.p. displays, carpet labels, sample books, labels, hang tags, etc.) during transition and after phase-out

VIII. Warranty and Service Programs

- Continue to accept warranties and provide services under existing programs in accordance with the terms and conditions of the programs

- No new warranty or service programs should be proposed or signed pending implementation of the announcement and assessment of warranty and service program strategy

- Assess warranty and program strategy during transition and after phase-out

- Locate and review current warranty and service program agreements (e.g., term and termination) and take necessary follow-up action (e.g., terminating current agreements, revising agreements involving Affected Products and Unaffected Products, etc.) in light of warranty and service program strategy

- Handling of warranty and service program materials (e.g., brochures, literature, warranty certificates, p.o.p. displays, etc.) during transition and after phase-out

IX. Questions and Answers for 3M Customer Service and Sales Representatives

Business and Orders/Ordering

Note: Calls relating to business or orders/ordering beyond the scope of these Q/A's should be directed to the appropriate division coordinator (listed above).

1. **Why are you withdrawing from this business?**

   Our decision is based on 3M's commitment to responsible environmental management and sound business reasons.

   We have decided to phase out of the perfluorooctanyl chemistry in our products because advanced testing capabilities show that low levels of material of this compound, as is the case with many chemical compounds, are widespread, persistent (i.e., last a long time), and can be detected at very low levels in people and wildlife. All existing knowledge indicates that the presence of this compound at the extremely low levels detected does not pose a human health or environmental risk.

   The appropriate use and management of persistent materials is becoming a focus of increasing public attention and we have been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long. 3M has numerous technology platforms and product development programs under way that do not involve this particular chemistry. We believe these alternative programs are more deserving of our energies and attention.

2. **Why are you withdrawing now, after what you told us a year ago? What has happened to change 3M's mind?**

   We have been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long and we have no assurance of success. This decision by 3M is in the public interest and in the best interests of our employees, customers, and communities.

3. **Why are you withdrawing by the end of the year? Why not a year or 18 months from now?**

   We believe a thoughtful, orderly, and expedient transition is in the interests of our customers and 3M.

4. **Which 3M products are subject to this announcement?**

   Only those products that contain perfluorooctanyl chemistry. (See list of Affected Products.)

5. **Which 3M products are not subject to this announcement?**

   All other 3M products which do not contain perfluorooctanyl chemistry.

6. **How will this announcement affect my orders for Affected Products submitted before the announcement?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

7. **Will this announcement affect my orders for any Unaffected Products?**

   No. Your orders for other 3M products will be handled in the ordinary course.

8. **Is 3M being forced to take this action by a government agency? Or under pressure from an environmental group?**

   No. 3M has consulted with government agencies and regulators as well as its employees, customers, trade associations, and scientists. Our action is based on a decision made independently by 3M with the best interests of our employees, customers, and communities in mind. We have decided to phase out production because of our long-standing commitment to responsible environmental management and for sound business reasons.

9. **Is this the only chemical of concern to 3M? Are there plans to withdraw other products? Is 3M currently monitoring other chemicals that could result in a phase-out of 3M products?**

   3M continuously evaluates its use of chemicals. There are no plans at this time to withdraw any other 3M products because of the use of a specific chemical.

10. **Is 3M recalling the Affected Products currently in the market?**

    No. Affected Products in the market are safe and effective for their intended uses when used as directed. 3M will continue to sell Affected Products through the end of the year.

11. **Even if you are not recalling Affected Products, can I return them?**

    There is no reason to return Affected Products because of this announcement. Any return of Affected Products will be handled in accordance with the existing 3M Chemicals Return Goods Policy (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division).

12. Can I return products treated with or that contain Affected Products (e.g., carpet, upholstery, apparel, etc.)?

There is no reason to return products or goods treated or formulated with Affected Products because of this announcement. Affected Products are safe and effective for their intended use when used as directed. Returns or adjustments of products and goods treated or formulated with Affected Products should be treated just as before the announcement.

Health and Safety

Note: Calls relating to health and safety beyond the scope of these Q/A's should be directed to the appropriate product steward (see list of Product Stewards).

1. Are the Affected Products safe?

Yes. These products have been used safely for decades and their continued use is safe. The products are safe and effective for their intended use when used as directed.

2. Should we stop using your products?

Affected Products are safe and effective for their intended use when used as directed. If you are using our products that contain perfluorooctanyl chemistry, then you will need to transition to alternative products or formulations.

3. What are the health effects from continued use of your products?

The Affected Products are safe and effective for their intended use when used as directed. All existing knowledge indicates that the presence of this compound at the extremely low levels detected does not pose a human health or environmental risk. This current knowledge includes information gathered from over 20 years of medical monitoring of our own employees and numerous scientific studies conducted in collaboration with experts from leading medical, academic, and research institutions.

4. What should we tell our customers who buy or use products treated with or that contain your products?

The 3M products have been used safely decades and their continued use is safe. The products are safe and effective for their intended use when used as directed.

5. **Will 3M monitor the health of my employees who worked with Affected Products?**

   We have no plans to monitor the health of customer employees who worked with Affected Products. The 3M products that contain this chemistry present no health effects when used as directed. We will continue health and environmental research to demonstrate the Affected Products present no health effects when used as directed.

6. **If your products do not have any health effects, why are you withdrawing them?**

   The appropriate use and management of persistent materials is becoming a focus of increasing public attention and we have been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long. This decision by 3M is in the public interest and in the best interests of our employees, customer, and communities.

7. **Does this announcement create any reporting obligations for me to government health or safety regulatory agencies?**

   This announcement does not create any new reporting obligations nor change any compliance determinations you have previously made.

   For additional information, see Facts on 3M Perfluorooctanyl Chemistry and 3M Environmental Facts - Worldwide attached.

Environmental

Note: Calls relating to environmental matters beyond the scope of these Q/A's should be directed to the appropriate product steward (see list of Product Stewards).

1. **How does this announcement affect the compliance with environmental laws and regulations of my manufacturing facilities that use Affected Products?**

   The announcement does not change any compliance determinations you have previously made.

2. **Does this announcement affect how I can dispose of Affected Products? Or of products treated with or that contain Affected Products?**

   No. The announcement does not change any compliance determinations you have previously made. Incineration in a permitted facility is the best disposal option for this chemistry.

   The perfluorooctanyl chemistry itself does not contain hazard characteristics that make it subject to hazardous waste laws. The chemistry itself is not ignitable, corrosive, toxic or reactive as defined in federal hazardous waste regulations.

   Hazard waste determinations should continue to be evaluated based on non-perfluorooctanyl chemistry components.

3. **If I do decide to dispose of Affected Products, are there special instructions for transportation?**

   The perfuorooctanyl chemistry component of the product will not result in any extra transportation requirements. Other components contained in the product mixture will be a greater factor in determining the packaging and transportation requirements.

4. **Does this announcement create any reporting obligations for me to government environmental regulatory agencies?**

   This announcement does not create any new reporting obligations nor change any compliance determinations you have previously made.

   The chemistry itself is not subject to notification and reporting requirements under federal laws like CERCLA and EPCRA. You should continue to review the language of your environmental permits to determine any other notification requirements.

   For additional information, see Facts on 3M Perfluorooctanyl Chemistry and 3M Environmental Facts - Worldwide attached

Transition and Potential "Critical Usages"

Note: Calls relating to transition and potential "critical usages" beyond the scope of these Q/A's should be directed to the appropriate division coordinator (listed above).

1. Where can I find alternatives to Affected Products?

3M has long enjoyed healthy competition for Affected Products. Our competitors have included:

General

Asahi Glass	Daikin
Atochem	Dow Corning
Bayer	DuPont
Ciba Specialties	Hoechst/Aventis
Clariant	Miteni
Peach State Laboratories	

Firefighting Foams

Angus	Chemguard
Ansul	National Foam

Mining Surfactants

Betz

Nalco

You, of course, will have to determine how best to transition away from Affected Products. Although we cannot say whether these companies have alternative products or can help you, you may want to contact these companies yourself.

2. Will 3M's withdrawals affect the availability of alternative products from other companies?

We obviously cannot speak for other companies. You will want to talk to those companies to see what effect, if any, this will have on the availability of alternative products.

3. **What kind of help will 3M give me to identify and/or qualify alternative products to Affected Products?**

   We will work to assist you during the transition. You will want to talk with your regular 3M sales representative and technical service representative for the Affected Products.

4. **For how long will you continue to supply us?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

5. **How much product can we buy?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

6. **What if we can't reformulate our product before your last order date? Will you continue to supply us until we can reformulate or find an alternative product?**

   Please let us know about difficulties you may have relating to the timing of the transition. Please contact your regular 3M customer service representative or sales representative. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

Attachments:

3M Press Release

Affected Products

Sample Letter to Customers (for all customers)

General Customer Notification (for division websites)

Terms and Conditions of Sale for
3M Performance Materials Division and
3M Protective Materials Division

3M Chemicals Return Goods Policy (effective January 1, 1999)

Product Stewards for
3M Performance Materials Division and
3M Protective Materials Division

Facts on 3M Perfluorooctanyl Chemistry

3M Environmental Facts - Worldwide

PRESS RELEASE
For Release at 8:00 a.m. CDT

Investor Contact: Jon Greer
651-736-1915

Media Contact: John Cornwell
651-733-7698

3M Phasing Out Some Specialty Materials

May 16, 2000 -- St. Paul, Minn. -- 3M today announced the company is phasing out of the perfluorooctanyl chemistry used in a number of Scotchgard™ products, such as soil, oil and water repellents; coatings for oil and grease resistance on paper packaging; fire-fighting foams; and specialty components for other products.

"Our decision to phase out production is based on 3M's environmental principles and we are focusing our resources on faster-growing business opportunities," said Dr. Charles Reich, executive vice president, Specialty Material Markets.

Advanced testing capabilities show that materials from perfluorooctanyl chemistry have been found at very low levels in people and the environment. All existing scientific knowledge indicates that the presence of the materials detected does not pose a human health or environmental risk. "Nevertheless," Reich said, "stopping the production of these materials so that no more will enter the environment is the smart thing to do."

The products based on this chemistry have been used safely for decades and the continued use of existing products is safe.

The company plans to substantially phase out production by the end of the year and will support customers to accomplish a smooth transition. "3M's decision represents what we believe is an enlightened view of environmental responsibility," Reich said. "It's in the public interest and in the best interests of all our constituents -- our employees, customers, communities and stockholders."

- *more* -

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

The affected product lines represent about two percent of 3M's nearly $16 billion in annual sales.

About 1,500 out of 3M's global workforce of 71,000 employees have jobs related to these products. "Innovation at 3M is at an all-time high, and there are many great opportunities across the company. We expect no involuntary separations as a result of this decision," Reich said.

3M expects to meet consensus earnings estimates for the rest of 2000, excluding expected one-time, pre-tax costs associated with this action of about $200 million to $250 million this year.

"Our growth engines are more powerful than ever and we're confident in our ability to continue delivering on expectations," said L.D. DeSimone, chairman and CEO. "Many of our new technology platforms directly address the fastest-growing segments of the new economy, such as electronics, telecommunications and flat-panel displays."

"We expect the positive momentum in our financial performance to continue into 2001 with earnings of at least $5.30 per share, 10 cents a share above current analyst estimates," DeSimone said.

3M is a leading manufacturer of innovative products for industrial, consumer, transportation, safety, health care and other markets, with operations in more than 60 countries worldwide. The company is well known for its "Pollution Prevention Pays" environmental initiative and for its emission reduction programs, including water-based replacement of solvents in manufacturing and replacements for ozone-depleting chlorofluorocarbons (CFCs).

Forward-Looking Statements

Certain portions of this news release that do not relate to historical financial information constitute forward-looking statements. These forward-looking statements are subject to certain risks and uncertainties. Actual future results and trends may differ materially from historical results or those expected depending on a variety of factors, including: (1) worldwide economic conditions; (2) foreign exchange rates and fluctuations in those rates; (3) the timing and acceptance of new product offerings; (4) raw materials, including shortages and increases in the costs of key raw materials; and (5) legal proceedings.

- # # # -

FROM: 3M Public Relations
651-733-8805 or www.3m.com

AFFECTED PRODUCTS – US/EUROPE

APPAREL & RELATED

FX-8
FC-10
FC-226
FC-232
FC-248
FC-251
FC-258
FC-268
FC-270
FC-271
FC-280
FC-290
FC-461
FC-721
FC-808
FC-824
FC-828
FC-831
FC-907
FC-1208
FC-1296
FX-1801
FC-1802
FC-1808
FC-3175
FC-3530
FC-3531
FC-3532
FX-3534
FX-3535
FC-3537
FC-3539
FC-3540N
FC-3541
FC-3545
FC-3546
FC-3551
FC-3552
FC-3553
FC-3555
FX-3559
FC-3560
FC-3564
FX-3567
FC-3573
FX-3573
FX-3575
FX-3576
FC-3578

APPAREL & RELATED (Continued)
FX-3579
FC-3580
FC-3582
FC-3583
FC-3585
FC-3587
FC-3596
TA-3901
TA-3912
FC-5101
FC-5102
FC-5114
FC-6311
MH Drysoft
SH Additive
SH-N

COATINGS & SURFACE TREATMENTS
FC405
FC722
FC724
FC725
FC732
FC759
FC816

EMULSIFIERS
FC26
FC118
FC126
FC143
FX1005
FX1006
FC1015
FC1090
FC1094

FIREFIGHTING FOAMS & COMPONENTS

FC201AF
FC201F
FC203
FC203A
FC203CF
GOVT FC203CF
VIKING FC203CF
FC206
FC206CF
GOVT FC206CF
FC401
FC402
FC600
FC600F
FC602
ATC603
FC603EF
FC603F
VIKING ATC603
VIKING FC603F
FC783F
VIKING FC783F
FC786F
FC787F
FC3017
FC3041
FC3041G
FC3072
SC4040
SC4041

HOME, FURNISHINGS & TRANSPORTATION

FC-214-30
FC-247
FC-250
FX-259
FC-352-20
FC-354
FC-359
FC-364
FC-365
FC-369
FC-393
FC-394
FC-396
FC-398
FC-399 (365)
FX-657
FC-661

HOME, FURNISHINGS & TRANSPORTATION (Continued)

FX-668F
FC-672
FX-1367F
FC-1369
FC-1374
FC-1395
FC-1450
FC-1850
FC-1860
FC-1861
FC-3542
FC-3548
FC-3550
FX-3568
FX-3569
FC-3587
FC-3589
FX-3606
FC-3607
FC-3611
FC-3614
FC-3615
FC-3616
FX-3860
FC-3862N
FC-3863
TGSR

PAPER & PACKAGING

FC-384
FC-807
FC-807A
FC-809
FC-829
FC-824
FC-829A
FC-845
FC-850
FC-866

SURFACTANTS
FX8
FX8A
FX8B
FC10
FX12
FX13
FX14
FC93
FC94
FC95
FC96
FC99
FC120
FC125
FC129
FC135
FC170C
FC171
FC176
FX189
FC404
FC414
FC430
FC431
FC725
FC740
FC742
FC750
FC754
FC759
FC760
FC816
FC817
FX1001
FX1002
FX1013
FC1129
FCGOLD

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General Customer Notification (for division websites)

3M Phasing Out Some of its Specialty Materials

3M is phasing out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of this year.

This decision is based on 3M's commitment to responsible environmental management and sound business reasons. It is not based on any health or safety concern.

Products made with this chemistry have been used safely for decades and their continued use is safe. Advanced testing capabilities show that low levels of material of this compound, as is the case with many chemical compounds, are widespread, persistent (i.e., last a long time), and can be detected at very low levels in people and wildlife. All exiting knowledge indicates that the presence of this compound at the extremely low levels detected does not pose a human health or environmental risk.

The appropriate use and management of persistent materials is becoming a focus of increasing public attention and we have been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long. This decision by 3M is in the public interest and in the best interests of our employees, customer, and communities. 3M will work to assist customers during the transition period.

Affected 3M products include many Scotchgard™ products, such as soil, oil and water repellent products, coatings used for oil and grease resistance on paper packaging, firefighting foams, and specialty components for other products. Affected Products of 3M Performance Materials Division and 3M Protective Materials Division are identified in the attached list.

For information about specific 3M products affected by this announcement or orders/ordering of affected 3M products, please contact your regular 3M customer service representative or sales representative or, in the United States, please call 3M Specialty Materials Customer Service at *[please provide 800 number here].*

Rev. (05/16/00)

GENERAL TERMS AND CONDITIONS OF SALE APPLICABLE TO ORDERS FOR COMMERCIAL PRODUCTS OF 3M PERFORMANCE MATERIALS DIVISION

The following General Terms and Conditions of Sale ("Terms and Conditions") apply to all orders ("Orders") for commercial products and, if appropriate, services (collectively referred to as "Products") of the Performance Materials Division of Minnesota Mining and Manufacturing Company ("3M"), 3M Center, St. Paul, Minnesota 55144.

1. Pricing and Freight Costs. Pricing and freight costs for Products are as provided in the then current 3M price page for Products or 3M price quotation, whichever applies. Orders for immediate shipment will be billed at the pricing in effect on the date the Order is received. Orders specifying future dated shipments will be billed at the pricing in effect on the date of shipment. Pricing does not include applicable federal, state, and local taxes and duties, if any, and the amount of any such tax or duty will be added to the invoice to and paid by the buyer ("Buyer") unless Buyer provides 3M with tax exemption certificates acceptable to the appropriate taxing authorities.

2. Terms and F.O.B. Point. Net 30 days from date of 3M invoice (unless otherwise stated in writing by 3M), F.O.B. point of shipment.

3. Ordering and Acceptance of Orders. For the convenience of Buyer, Buyer may place Orders with 3M for Products with a purchase order or a blanket purchase order with releases against such purchase order or a similar instrument. All Orders are subject to acceptance by 3M. Acceptance of any Orders placed by Buyer, by written acknowledgment, shipment of Product or performance of services, or other means does not constitute acceptance by 3M of any of the terms and conditions of such Orders, except as to identification and quantity of Products ordered, and any such terms and conditions are inapplicable to an Order unless specifically agreed to in writing by 3M. 3M's acceptance of any Orders for Products is expressly conditioned on Buyer's acceptance of these Terms and Conditions.

4. Warranty and Limited Remedy. 3M warrants that 3M Products will conform to 3M specifications for Products at the time of shipment to Buyer. 3M MAKES NO OTHER WARRANTIES, EXPRESS OR IMPLIED, INCLUDING, BUT NOT LIMITED TO, ANY IMPLIED WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR IMPLIED WARRANTY ARISING OUT OF A COURSE OF DEALING, CUSTOM, OR USAGE OF TRADE. If a 3M Product is found not to conform to this warranty, BUYER'S EXCLUSIVE REMEDY, AT 3M'S OPTION, SHALL BE TO REFUND THE PURCHASE PRICE OF OR REPLACE THE QUANTITY OF 3M PRODUCT SHOWN TO BE NONCONFORMING. 3M has no obligation under this warranty with respect to Product that has been modified or damaged through misuse, abuse, accident, neglect, or mishandling by Buyer.

5. Product Use. User is responsible for evaluating and determining whether a 3M Product is suitable and appropriate for a particular use and intended application. Please remember that the conditions of evaluation, selection, and use of a 3M Product can vary widely and affect the use and intended application of a 3M Product. Because many of these conditions are uniquely within the user's knowledge and control, it is essential that the user evaluate and determine whether the 3M Product is suitable and appropriate for a particular use and intended application.

6. Limitation of Liability. Except where prohibited by law, 3M SHALL NOT UNDER ANY CIRCUMSTANCES BE LIABLE TO BUYER FOR ANY DIRECT, INDIRECT, SPECIAL, INCIDENTAL, OR CONSEQUENTIAL DAMAGES (INCLUDING, BUT NOT LIMITED TO, LOSS OF PROFITS, REVENUE, BUSINESS, OPPORTUNITY, OR GOODWILL) RESULTING FROM OR IN ANY WAY RELATED TO 3M PRODUCTS OR THE SALE OF 3M PRODUCTS. This limitation of liability applies regardless of the legal or equitable theory under which such losses or damages are sought including breach of contract, breach of warranty, negligence, strict liability, or any other legal or equitable theory. This limitation of liability does not apply to claims for personal injury by a third party or direct damages due to breach of a material obligation under an Order.

7. Returned Goods Policy. Product returns are subject to 3M's then current Returned Goods Policy. Please contact 3M Specialty Materials Customer Service at 1-800-_____ for assistance with or questions about returning Products. In all instances, authorization must be received from 3M Specialty Materials Customer Service before any returns will be accepted.

8. Compliance with Laws and Product Stewardship. 3M and Buyer are committed to promoting effective product stewardship and appropriately managing environmental, health, safety, and regulatory considerations with respect to Products. 3M agrees that in the performance of the Order it will comply with all applicable federal, state, and local laws and ordinances. Buyer is solely responsible for and at its own expense will comply with all applicable federal, state, or local laws, ordinances, rules, and regulations, including, but not limited to, those relating to occupational health, safety, and environment, and shall secure any required permits or approvals applicable to Buyer's operations, purchase, handling, transportation, storage, use, processing, disposal and/or treatment of Products, and the distribution, marketing, sale, and use of products made using or containing Products. Buyer will provide appropriate environmental, health, safety, and regulatory information related to Products to Buyer's employees and to Buyer's customers of products made using or containing Products.

9. Excusable Delay. 3M shall not be liable for failure to perform if performance is prevented, restricted, or interfered with by reason of fire or earthquake or other casualty or accident; inability to procure materials, power, or supplies; war or other violence; any law, order, proclamation, regulation, ordinance, demand, or requirement of any government agency, court, or intergovernmental body; environmental, health, safety, or regulatory reason as reasonably determined by 3M; or any other act or condition whatsoever beyond the reasonable control of 3M. 3M, when so affected and upon giving notice to Buyer, shall be excused from such performance to the extent of such prevention, restriction, or interference; provided that 3M shall use its reasonable efforts to avoid or remove such causes of nonperformance and shall continue performance with the utmost dispatch whenever such causes are removed. In the event of back-order or other limited supply or availability of Product for whatever reason, 3M reserves the right, in its sole discretion and in a manner that it determines to be equitable under the circumstances, to allocate production capacity related to and supply of Product that is in back-order or limited supply.

10. U.S. Government Agency Contracts. For Orders which reference a United States Government agency prime contract number, certain additional terms and conditions may apply to a Government subcontractors' fixed price orders for commercial items under Government contracts including the following:

a. Federal Acquisition Regulation Clauses. The following clauses as set forth in the Federal Acquisition Regulation (FAR) (as in effect on the effective date 3M accepts the Order) are hereby incorporated by reference in these Terms and Conditions:

i. FAR 52.244-6, Subcontracts for Commercial Items and Commercial Components;

ii. FAR 52.222-26, Equal Opportunity (E.O. 11246), except that only subparagraphs (b)(1) through (b)(11) shall apply.

iii. FAR 52.222-35, Affirmative Action for Disabled Veterans and Veterans of the Vietnam War (38 U.S.C. 4212(a)); and

iv. FAR 52.222-36, Affirmative Action for Workers with Disabilities (29 U.S.C. 793).

b. Termination for Buyer's Convenience. If Buyer's prime contract is terminated by the Government or another customer or is so changed by the Government or another customer as to necessitate termination of the Order, Buyer shall have the right to terminate the Order or any part thereof for its convenience by written notice to 3M. Buyer shall terminate by delivering to 3M a notice of termination specifying the extent of termination and the effective date. In the event of such termination, 3M shall immediately stop all work and shall immediately cause any and all of its suppliers and subcontractors to cease work. 3M shall be paid a percentage of the Order price reflecting the percentage of the work performed prior to the effective date of termination, plus reasonable charges 3M can demonstrate to the satisfaction of Buyer using its standard recordkeeping system, that have resulted from the termination. 3M shall not be required to comply with the Government cost accounting standards or Government contract cost principles for this purpose.

This provision does not give Buyer any right to audit 3M's records. 3M shall not be paid for any work performed or costs incurred which reasonably could have been avoided.

11. Termination for Default. 3M may terminate an Order, in whole or in part, if Buyer is in breach of a material obligation and does not cure such breach to the reasonable satisfaction of 3M within ten (10) days of 3M's written notice of intent to terminate the Order for Buyer's default. 3M may terminate or modify these Terms and Conditions applicable to an Order immediately and without prior written notice to Buyer upon the insolvency of Buyer, filing of a voluntary or involuntary petition of bankruptcy by or against Buyer, or making of an assignment for the benefit of creditors by Buyer.

12. Waiver. Any failure or delay by either party in exercising any right or remedy provided by or relating to the Order or these Terms and Conditions in one or more instances does not constitute a waiver and shall not prohibit a party from exercising such right or remedy at a later time or from exercising any other right or remedy available.

13. Severability. If any provision of these Terms and Conditions shall, for any reason, be held invalid, illegal, or unenforceable by a court or tribunal of competent jurisdiction, such provision shall be deemed severable and such invalidity, illegality, or unenforceability shall not affect any other provision of these Terms and Conditions which shall be enforced in accordance with the intent of these Terms and Conditions.

14. Assignment. Buyer shall not assign, transfer, or delegate any of its rights, duties, interests, or obligations under the Order without the prior written consent of 3M. 3M expressly reserves the right to terminate the Order on: (a) the sale of all or substantially all the assets of Buyer; or (b) the sale or transfer of the entire business or substantially all the stock of Buyer. Any such assignment, transfer, or delegation without 3M's prior written consent shall be void and cause for termination of the Order.

15. Dispute Resolution, Choice of Forum, Time for Commencing Action, and Waiver of Jury Trial. Buyer and 3M agree to resolve any questions, claims, or disputes arising from or relating to an Order or Products by the following sequence of dispute resolution methods. Any action, including unaided negotiations, mediation, or litigation, for breach of warranty or any other breach of a material obligation must be commenced within one (1) year after the breach occurs. Except as otherwise provided in subsection (c) below, these methods are exclusive and shall be fully exhausted before the commencement of any litigation.

a. Negotiation and Mediation. The parties shall first attempt in good faith to resolve any such questions, claims, or disputes promptly by negotiations between representatives who have authority to fully and finally settle the matter and then, if necessary, by non-binding mediation at a time and location agreeable to both parties using a mutually acceptable neutral mediator in accordance with rules and procedures as the mediator shall reasonably establish. All negotiations and mediation pursuant to this subsection are confidential and shall be treated as compromise and settlement negotiations for purposes of applicable rules of evidence. Each party shall bear its own costs incurred in all such negotiations and mediation, and shall share equally the costs of the mediator.

b. Litigation. If the parties cannot resolve the question, claim, or dispute as provided in subsection (a) above, then, as a last resort, either party may commence litigation; provided, however, that any lawsuit filed by Buyer against 3M shall be commenced in a federal or state court of competent jurisdiction in Ramsey County, Minnesota and any lawsuit filed by 3M against Buyer shall be commenced in a federal or state court of competent jurisdiction for the county and state of Buyer's principal place of business. EACH PARTY IRREVOCABLY WAIVES ANY RIGHT TO A JURY TRIAL WITH RESPECT TO ANY QUESTIONS, CLAIMS, DISPUTES, OR LITIGATION ARISING FROM OR RELATING TO AN ORDER OR 3M PRODUCTS.

c. Equitable Relief. Nothing in this section 15 shall preclude either party from taking any action reasonably necessary to prevent immediate and irreparable harm to it.

16. Changes. Except as otherwise provided in section 11, no part of these Terms and Conditions may be amended, modified, supplemented, or waived in any manner whatsoever (including course of dealing or of performance or usage of trade) except as mutually agreed upon in a writing signed by authorized representatives of Buyer and 3M.

17. Complete Agreement. These Terms and Conditions constitute the entire agreement between the parties and supersede and terminate any and all prior agreements and understandings, whether written or oral, between the parties with respect to the subject matter. Each Party agrees that it has not relied on any representation, warranty, or provision not expressly stated in these Terms and Conditions.

Rev. (05/16/00)

**GENERAL TERMS AND CONDITIONS OF SALE
APPLICABLE TO ORDERS FOR COMMERCIAL PRODUCTS OF
3M PROTECTIVE MATERIALS DIVISION**

The following General Terms and Conditions of Sale ("Terms and Conditions") apply to all orders ("Orders") for commercial products and, if appropriate, services (collectively referred to as "Products") of the Protective Materials Division of Minnesota Mining and Manufacturing Company ("3M"), 3M Center, St. Paul, Minnesota 55144.

1. Pricing and Freight Costs. Pricing and freight costs for Products are as provided in the then current 3M price page for Products or 3M price quotation, whichever applies. Orders for immediate shipment will be billed at the pricing in effect on the date the Order is received. Orders specifying future dated shipments will be billed at the pricing in effect on the date of shipment. Pricing does not include applicable federal, state, and local taxes and duties, if any, and the amount of any such tax or duty will be added to the invoice to and paid by the buyer ("Buyer") unless Buyer provides 3M with tax exemption certificates acceptable to the appropriate taxing authorities.

2. Terms and F.O.B. Point. Net 30 days from date of 3M invoice (unless otherwise stated in writing by 3M), F.O.B. point of shipment.

3. Ordering and Acceptance of Orders. For the convenience of Buyer, Buyer may place Orders with 3M for Products with a purchase order or a blanket purchase order with releases against such purchase order or a similar instrument. All Orders are subject to acceptance by 3M. Acceptance of any Orders placed by Buyer, by written acknowledgment, shipment of Product or performance of services, or other means does not constitute acceptance by 3M of any of the terms and conditions of such Orders, except as to identification and quantity of Products ordered, and any such terms and conditions are inapplicable to an Order unless specifically agreed to in writing by 3M. 3M's acceptance of any Orders for Products is expressly conditioned on Buyer's acceptance of these Terms and Conditions.

4. Warranty and Limited Remedy. 3M warrants that 3M Products will conform to 3M specifications for Products at the time of shipment to Buyer. 3M MAKES NO OTHER WARRANTIES, EXPRESS OR IMPLIED, INCLUDING, BUT NOT LIMITED TO, ANY IMPLIED WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR IMPLIED WARRANTY ARISING OUT OF A COURSE OF DEALING, CUSTOM, OR USAGE OF TRADE. If a 3M Product is found not to conform to this warranty, BUYER'S EXCLUSIVE REMEDY, AT 3M'S OPTION, SHALL BE TO REFUND THE PURCHASE PRICE OF OR REPLACE THE QUANTITY OF 3M PRODUCT SHOWN TO BE NONCONFORMING. 3M has no obligation under this warranty with respect to Product that has been modified or damaged through misuse, abuse, accident, neglect, or mishandling by Buyer.

5. Product Use. User is responsible for evaluating and determining whether a 3M Product is suitable and appropriate for a particular use and intended application. Please remember that the conditions of evaluation, selection, and use of a 3M Product can vary widely and affect the use and intended application of a 3M Product. Because many of these conditions are uniquely within the user's knowledge and control, it is essential that the user evaluate and determine whether the 3M Product is suitable and appropriate for a particular use and intended application.

6. Limitation of Liability. Except where prohibited by law, 3M SHALL NOT UNDER ANY CIRCUMSTANCES BE LIABLE TO BUYER FOR ANY DIRECT, INDIRECT, SPECIAL, INCIDENTAL, OR CONSEQUENTIAL DAMAGES (INCLUDING, BUT NOT LIMITED TO, LOSS OF PROFITS, REVENUE, BUSINESS, OPPORTUNITY, OR GOODWILL) RESULTING FROM OR IN ANY WAY RELATED TO 3M PRODUCTS OR THE SALE OF 3M PRODUCTS. This limitation of liability applies regardless of the legal or equitable theory under which such losses or damages are sought including breach of contract, breach of warranty, negligence, strict liability, or any other legal or equitable theory. This limitation of liability does not apply to claims for personal injury by a third party or direct damages due to breach of a material obligation under an Order.

7. Returned Goods Policy. Product returns are subject to 3M's then current Returned Goods Policy. Please contact 3M Specialty Materials Customer Service at 1-800-_____ for assistance with or questions about returning Products. In all instances, authorization must be received from 3M Specialty Materials Customer Service before any returns will be accepted.

8. Compliance with Laws and Product Stewardship. 3M and Buyer are committed to promoting effective product stewardship and appropriately managing environmental, health, safety, and regulatory considerations with respect to Products. 3M agrees that in the performance of the Order it will comply with all applicable federal, state, and local laws and ordinances. Buyer is solely responsible for and at its own expense will comply with all applicable federal, state, or local laws, ordinances, rules, and regulations, including, but not limited to, those relating to occupational health, safety, and environment, and shall secure any required permits or approvals applicable to Buyer's operations, purchase, handling, transportation, storage, use, processing, disposal and/or treatment of Products, and the distribution, marketing, sale, and use of products made using or containing Products. Buyer will provide appropriate environmental, health, safety, and regulatory information related to Products to Buyer's employees and to Buyer's customers of products made using or containing Products.

9. Excusable Delay. 3M shall not be liable for failure to perform if performance is prevented, restricted, or interfered with by reason of fire or earthquake or other casualty or accident; inability to procure materials, power, or supplies; war or other violence; any law, order, proclamation, regulation, ordinance, demand, or requirement of any government agency, court, or intergovernmental body; environmental, health, safety, or regulatory reason as reasonably determined by 3M; or any other act or condition whatsoever beyond the reasonable control of 3M. 3M, when so affected and upon giving notice to Buyer, shall be excused from such performance to the extent of such prevention, restriction, or interference; provided that 3M shall use its reasonable efforts to avoid or remove such causes of nonperformance and shall continue performance with the utmost dispatch whenever such causes are removed. In the event of back-order or other limited supply or availability of Product for whatever reason, 3M reserves the right, in its sole discretion and in a manner that it determines to be equitable under the circumstances, to allocate production capacity related to and supply of Product that is in back-order or limited supply.

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a. Federal Acquisition Regulation Clauses. The following clauses as set forth in the Federal Acquisition Regulation (FAR) (as in effect on the effective date 3M accepts the Order) are hereby incorporated by reference in these Terms and Conditions:

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ii. FAR 52.222-26, Equal Opportunity (E.O. 11246), except that only subparagraphs (b)(1) through (b)(11) shall apply.

iii. FAR 52.222-35, Affirmative Action for Disabled Veterans and Veterans of the Vietnam War (38 U.S.C. 4212(a)); and

iv. FAR 52.222-36, Affirmative Action for Workers with Disabilities (29 U.S.C. 793).

b. Termination for Buyer's Convenience. If Buyer's prime contract is terminated by the Government or another customer or is so changed by the Government or another customer as to necessitate termination of the Order, Buyer shall have the right to terminate the Order or any part thereof for its convenience by written notice to 3M. Buyer shall terminate by delivering to 3M a notice of termination specifying the extent of termination and the effective date. In the event of such termination, 3M shall immediately stop all work and shall immediately cause any and all of its suppliers and subcontractors to cease work. 3M shall be paid a percentage of the Order price reflecting the percentage of the work performed prior to the effective date of termination, plus reasonable charges 3M can demonstrate to the satisfaction of Buyer using its standard recordkeeping system, that have resulted from the termination. 3M shall not be required to comply with the Government cost accounting standards or Government contract cost principles for this purpose. This provision does not give Buyer any right to audit 3M's records. 3M shall not be paid for any work performed or costs incurred which reasonably could have been avoided.

11. Termination for Default. 3M may terminate an Order, in whole or in part, if Buyer is in breach of a material obligation and does not cure such breach to the reasonable satisfaction of 3M within ten (10) days of 3M's written notice of intent to terminate the Order for Buyer's default. 3M may terminate or modify these Terms and Conditions applicable to an Order immediately and without prior written notice to Buyer upon the insolvency of Buyer, filing of a voluntary or involuntary petition of bankruptcy by or against Buyer, or making of an assignment for the benefit of creditors by Buyer.

12. Waiver. Any failure or delay by either party in exercising any right or remedy provided by or relating to the Order or these Terms and Conditions in one or more instances does not constitute a waiver and shall not prohibit a party from exercising such right or remedy at a later time or from exercising any other right or remedy available.

13. Severability. If any provision of these Terms and Conditions shall, for any reason, be held invalid, illegal, or unenforceable by a court or tribunal of competent jurisdiction, such provision shall be deemed severable and such invalidity, illegality, or unenforceability shall not affect any other provision of these Terms and Conditions which shall be enforced in accordance with the intent of these Terms and Conditions.

14. Assignment. Buyer shall not assign, transfer, or delegate any of its rights, duties, interests, or obligations under the Order without the prior written consent of 3M. 3M expressly reserves the right to terminate the Order on: (a) the sale of all or substantially all the assets of Buyer; or (b) the sale or transfer of the entire business or substantially all the stock of Buyer. Any such assignment, transfer, or delegation without 3M's prior written consent shall be void and cause for termination of the Order.

15. Dispute Resolution, Choice of Forum, Time for Commencing Action, and Waiver of Jury Trial. Buyer and 3M agree to resolve any questions, claims, or disputes arising from or relating to an Order or Products by the following sequence of dispute resolution methods. Any action, including unaided negotiations, mediation, or litigation, for breach of warranty or any other breach of a material obligation must be commenced within one (1) year after the breach occurs. Except as otherwise provided in subsection (c) below, these methods are exclusive and shall be fully exhausted before the commencement of any litigation.

a. Negotiation and Mediation. The parties shall first attempt in good faith to resolve any such questions, claims, or disputes promptly by negotiations between representatives who have authority to fully and finally settle the matter and then, if necessary, by non-binding mediation at a time and location agreeable to both parties using a mutually acceptable neutral mediator in accordance with rules and procedures as the mediator shall reasonably establish. All negotiations and mediation pursuant to this subsection are confidential and shall be treated as compromise and settlement negotiations for purposes of applicable rules of evidence. Each party shall bear its own costs incurred in all such negotiations and mediation, and shall share equally the costs of the mediator.

b. Litigation. If the parties cannot resolve the question, claim, or dispute as provided in subsection (a) above, then, as a last resort, either party may commence litigation; provided, however, that any lawsuit filed by Buyer against 3M shall be commenced in a federal or state court of competent jurisdiction in Ramsey County, Minnesota and any lawsuit filed by 3M against Buyer shall be commenced in a federal or state court of competent jurisdiction for the county and state of Buyer's principal place of business. EACH PARTY IRREVOCABLY WAIVES ANY RIGHT TO A JURY TRIAL WITH RESPECT TO ANY QUESTIONS, CLAIMS, DISPUTES, OR LITIGATION ARISING FROM OR RELATING TO AN ORDER OR 3M PRODUCTS.

c. Equitable Relief. Nothing in this section 15 shall preclude either party from taking any action reasonably necessary to prevent immediate and irreparable harm to it.

16. Changes. Except as otherwise provided in section 11, no part of these Terms and Conditions may be amended, modified, supplemented, or waived in any manner whatsoever (including course of dealing or of performance or usage of trade) except as mutually agreed upon in a writing signed by authorized representatives of Buyer and 3M.

17. Complete Agreement. These Terms and Conditions constitute the entire agreement between the parties and supersede and terminate any and all prior agreements and understandings, whether written or oral, between the parties with respect to the subject matter. Each Party agrees that it has not relied on any representation, warranty, or provision not expressly stated in these Terms and Conditions.

Rev. (05/16/00)

3M CHEMICALS RETURN GOODS POLICY

Subject to any specific agreement between 3M Chemicals and the customer, 3M Chemicals will accept return of all standard products according to the following process and criteria:

3M must authorize the return prior to goods being physically returned to 3M. To obtain authorization and return instructions, please call your 3M Chemicals Customer Service Representative at 800/_____. You will be provided a return authorization number, which must accompany the product being returned to 3M.

When requesting a return authorization, you will be required to provide product number (product code), Lot number, your purchase order and/or 3M invoice number, so that 3M can verify date of purchase and purchase price.

When 3M receives the goods at the designated return location, 3M will physically inspect them. Credit will be provided by 3M **only** if the returned goods are in saleable condition, and if the product is in sealed, unopened containers when received by 3M. Whether returned goods meet these criteria is within 3M's sole discretion. 3M will determine how to dispose of any returned goods.

If it is necessary for goods to be returned because of a 3M error (e.g. shipping error, wrong product or product failing to meet 3M specifications) return freight will be arranged for and paid by 3M. If the return is for any other reason, return freight must be paid by the customer.

Credit will be issued for returned goods meeting the stated criteria as follows:

1. Product returned within two (2) months of purchase date - full credit.

2. Product returned later than two (2) months after purchase date, but within shelf life or within one year of purchase, whichever is earlier - full credit, less 20% restocking fee.

3. Product returned after shelf life has expired, or more than one (1) year after purchase date, whichever is earlier - no credit.

3M Chemicals Sales and Customer Service Representatives will assist you to ensure authorization of your requested return and appropriate credit based on the above criteria. Invoice deductions for any return must be approved by 3M Chemicals Customer Service and must reference the return authorization number.

Please contact your 3M Customer Service Representative with any questions you may have regarding the 3M Chemicals Return Goods Policy at 800/_____.

STEPS TO FOLLOW THE 3M CHEMICALS RETURN GOODS POLICY

1. Call your 3M Customer Service Representative at 800/_____.

2. Provide the following:

   - Reason for return
   - Product identification
   - Lot number of product
   - Customer purchase order number
   - 3M invoice number

3. 3M will issue a Return Authorization number and instructions regarding physical return of product. The Return Authorization number must accompany the goods being returned.

4. Credit will be determined by attached policy.

If you have questions regarding return of product to 3M, call 800/_____.

Product Stewards

3M Performance Materials Division

Paints/Coatings/Construction

Sandy Wollschlager	651-575-1671

Electronics

Nelda Marecki	651-733-6420
Kurt Werner	651-733-8494

Oil, Gas & Mining

Sandy Wollschlager	651-575-1671

Government, Military & Aerospace

Kurt Werner	651-733-8494

Transportation

Kurt Werner	651-733-8494

Loss Prevention

Nelda Marecki	651-733-6420

Medical, Pharmaceutical and Cosmetics

Nelda Marecki	651-733-6420
Kurt Werner	651-733-8494

Chemical Processing

Nelda Marecki	651-733-6420

3M Protective Materials Division

Home, Furnishings, and Transportation

Tammy Johnson	651-733-0257

Paper and Packaging

Dan Hakes	651-733-2392

Apparel & Related

Tammy Johnson	651-733-0257

Rev. (05/16/00)

9

Section 9: Investors

Section 9: Investors

Goals

- Minimize impact on stock valuation. Avoid uncertainty.
- Protect 3M reputation
- Communicate on a timely, open basis.

Key Messages

- These products are safe. They pose no adverse impact on human health or the environment. We state this with confidence, based on more than 20 years of medical monitoring of our plant workers, along with a comprehensive array of studies conducted by both 3M scientists and outside experts.
- While safe, these molecules last a long time, and highly sensitive measurement techniques ... developed by 3M and other leading experts ... indicate that low levels of material from this chemistry are widespread in the environment and in living organisms. We're moving away from materials with these characteristics consistent with our long-standing commitment to the principles of environmental responsibility.
- These product lines accounted for only about 2 percent of 3M's 1999 sales. The profitability and growth rates of these product lines have been below the 3M average.
- We expect to cease production of most of these product lines by the end of this year.
- We'll work closely with customers to assist them with this transition.
- As a result of our decision, we expect to record a non-recurring, pre-tax charge of $150 million to $200 million against second-quarter earnings. A majority of this charge will relate to asset write-downs and have no impact on cash flow.
- From an operating standpoint, we expect this decision to reduce earnings by about 5 cents a share in each of the next three quarters. We expect to offset this impact, along with greater-than-anticipated currency effects, through solid sales growth and operational efficiencies.
- 3M in total remains on a very positive track.

Remarks
L. D. DeSimone
Chairman of the Board and Chief Executive Officer
3M Investor Teleconference
May 16, 2000

Good morning everyone. I'm Desi DeSimone … chairman and chief executive officer of 3M. We appreciate that you're joining us on short notice this morning.

With me today is Bob Burgstahler … our chief financial officer.

We want to amplify on our announced decision to phase out production of the perfluorooctanyl chemistry used in certain 3M repellents and surfactant products.

This action affects many Scotchgard brand products … as well as 3M coatings used for oil and grease resistance on paper packaging … fire-fighting foams … and specialty components for industrial products.

Sales of these products last year totaled about $3XX million dollars … or about 2 percent of total 3M sales. Profit margins were about 1X percent. These product lines have been growing at less than the 3M average (verify).

(Pause)

These products have been used safely for more than 40 years and their continued use is safe.

We state this with confidence based on information gathered from long-standing medical monitoring of our own employees … as well as numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.

(Pause)

We've decided to phase out production because advanced testing capabilities show that low levels of material from this chemistry … as is the case with many chemical compounds … are widespread … last for long periods of time … and are present in living organisms.

All available information indicates this 3M chemistry poses no risk to people … wildlife … or the environment, but we believe phasing out production is the responsible thing to do.

(Pause)

We've been on a path to find alternative compounds … and we've had discussions regarding this chemistry with employees … customers … regulators … and scientists. However, we believe the time it would take us to reformulate these products is too long.

We have established the end of this year as our target for substantially discontinuing production of the chemistry used in these product lines.

We will work to assist customers during the transition period.

We believe this action is in the best interests of all of our constituencies.

(Pause)

Fewer than 1,500 3M employees … approximately 2 percent of our global workforce … have jobs directly associated with these businesses. We'll give these employees priority for job openings in other growing 3M businesses. We expect that some employees in these businesses will choose to accept separation packages.

(Pause)

We expect to take a one-time, pre-tax charge in the second quarter of between $150 and $200 million dollars to cover costs associated with this action.

More than half of this charge relates to expected asset write-downs … with the remainder covering people-related expenses. We don't expect to incur legal liabilities as a result of this decision.

(Pause)

The phase out of this chemistry will impact sales for the remainder of 2000 by about $200 million dollars and earnings … beyond the one-time charge … by about 15 cents a share.

(Pause)

Our diversity of businesses is a major strength and … as our results over the past several quarters demonstrate … our management team delivers on its expectations.

We're committed to offsetting the impact of this phase out, as well as continuing negative currency effects. We expect to achieve your consensus earnings expectations for the remainder of 2000 ... currently $3.56 a share.

Demand for 3M products continues to be strong across our businesses and geographic areas. In addition, we expect to wring out additional cost savings while continuing to support our numerous opportunities for growth.

We continue to expect that 2000 by will be another very good year for 3M.

(Pause)

We're also very confident in our future prospects.

We expect the positive momentum in our results to continue into 2001 ... with growth driven by an exceptional flow of new products ... increasing 3M participation in the most dynamic segments of the global economy ... key-account efforts ... and increased penetration of international markets.

We haven't completed our planning process for next year but, at this point, we expect to achieve 2001 earnings of between $5.30 and $5.40 per share ... 10 to 20 cents a share above the current consensus.

(Pause)

Our growth engines are more powerful than ever ... and we're confident in our ability to continue delivering on our promises.

Our stock closed yesterday at $8X.XX a share, about 16 times our targeted 2001 earnings.

We believe the stock is a tremendous value at current levels.

We have an incredibly strong and ever-expanding technology base, including more than two dozen major technology platforms, which we leverage to create innovative, high-quality products.

Our businesses are market leaders ... in many cases number-one in market share.

We serve fast-growing industries, including electronics ... telecommunications ... and health care.

We operate companies in more than 60 countries and we serve customers in nearly 200.

We're an efficient, low-cost manufacturer.

And we consistently generate superior returns. Our return on invested capital … at close to 19 percent … is in the top quartile among S&P 500 companies.

Solid, consistent top-line-driven earnings growth is our number-one objective … and we have the platforms and business plans in place to get us there and create shareholder value.

(Pause)

Again, we appreciate that you could join us today … and now we would be happy to take your questions.

Investor Questions & Answers

1. **What is the probability that a link between these materials and health diseases could develop at some point in the future?**

    - Our products have been used for over 40 years, and based on current knowledge, have not presented a health concern.
        - Our current knowledge includes
            - information gathered from over 20 years of medical monitoring of our own employees
            - Numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.
        - All available information indicates their continued use is safe.

2. **What is the amount of your insurance coverage for potential lawsuits? Do you believe this will be adequate to cover possible legal liabilities?**

    - We don't expect to incur liabilities related to this decision.
    - We have not been sued and do not expect to be.

3. **Why didn't you tell us earlier what you knew about this situation?**

    - We've been on a path to find alternative compounds for some time now.
    - We have been communicating our findings and plans to the U.S. Environmental Protection Agency and other government agencies … our customers … the scientific community … and other chemical manufacturers.
    - We decided the length of time it will take to reformulate these products is too long.
    - Our decision to phase out the manufacture of these products became clear only recently.

4. **Why aren't other 3M specialty material products affected?**

    - Our other specialty material products utilize different chemistries.
    - They are not affected by this decision.

5. **How do you think this will impact DuPont and other chemical companies?**

    - We're not sure. It would be best to check with them.

6. **Do you have sufficient mass in your remaining chemical businesses to be an effective competitor?**

    - Need Chuck Reich input.

7. **Will Specialty Material Markets remain one of 3M's business segments or be incorporated into another segment?**

   - It's too early to say for sure.
   - In addition to external sales, Specialty Material Markets will continue to play an important role for 3M as an internal supplier of specialty materials and other products.

8. **Do you anticipate any claims or litigation as a result of your decision to discontinue the production of products containing perfluorooctanyl chemistry?**

   - No. Many of the products that contain this chemistry have been used for over 40 years, and based on current knowledge, do not present a health or environmental concern.
     - Our current knowledge includes
       - Information gathered from over 20 years of medical monitoring of our own employees
       - Numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.
     - All available information indicates their continued use is safe.
     - We will work to assist our customers during the transition.

9. **Do you think you will be the target of litigation?**

   - We have not been sued and do not expect to be.

10. **If the products are safe, why are you exiting the business?**

    - We have chosen to phase-out the use of the perfluorooctanyl chemistry in our products because:
      - These molecules last a long time and highly sensitive measurement techniques … developed by 3M and other leading experts … indicate low levels of material from this chemistry are widespread in the environment and living organisms.
      - The decision is consistent with our values and our approach to responsible environmental management.

11. The legal proceedings section of your first quarter 10Q contained more details than the 10K on environmental matters. Do you anticipate environmental claims or lawsuits related to the perfluorooctanyl chemistry?

- No. Our products containing perfluorooctanyl chemistry have been used for over 40 years, and based on current knowledge, do not present a health or environmental concern.
- We believe the amounts accrued for environmental liabilities are adequate at this time.
- The additional disclosures in our 10Q reflect the uncertainties involved in environmental matters.

12. Do you expect customers to return the affected products?

- No. There is no reason to return affected products because of this announcement. Any return of affected products will be handled in accordance with 3M's existing Return Goods Policy.

13. Do you plan to recall the products involved?

- No. All available information indicates their continued use is safe.

14. Will you retain the Scotchgard brand?

- Yes. The Scotchgard brand is used on a number of products that do not contain perfluorooctanyl chemistry.

15. Do you plan to increase share repurchases in light of the current price of the stock?

- Need Bob Burgstahler input.

16. Please be more specific regarding the handling of displaced employees? How many will 3M retain? How many do you anticipate leaving?

- Need Bob Burgstahler input.

10

Section 10:

Governments/Regulators

Section 10: Governments/Regulators

Goals for Communications to Governments and Regulators

Generate understanding of and support for the plan and transaction.

Demonstrate that 3M will act responsibly in communities affected by the changes.

Messages for Governments and Regulators

We pride ourselves on being a positive factor in our plant communities.

This decision is based on our desire to be a responsible manufacturer, making products that are sustainable.

We are making every effort to help our employees during this process. No involuntary separations.

(Specific plant areas) – We are making every effort to replace operations with others from within 3M to keep jobs here. We expect no job loss.

Federal Government Congressional Plan

Tier 1 Courtesy Briefings

Member of Congress	3M Representatives	Timing
Senator Rod Grams (R-MN) • Minnesota congressional delegation	Ron Baukol, John Milne	May 15
Senator Paul Wellstone (D-MN) • Minnesota congressional delegation • Health, Education and Labor Committee	Ron Baukol, John Milne	May 15
Congressman Gil Gutknecht (R-MN) • Minnesota congressional delegation	John Milne, John Allison, Dan Garry	May 16
Congressman Bill Luther (D-MN) • Minnesota congressional delegation • Commerce Committee, Member • 3M Cottage Grove plant	John Milne, Dan Garry	May 16
Congressman David Minge (D-MN) • Minnesota congressional delegation • Agriculture Committee, Member	John Milne, Dan Garry	May 16
Congressman Jim Oberstar (D-MN) • Minnesota congressional delegation	John Milne, Dan Garry	May 16
Congressman Collin Peterson (D-MN) • Minnesota congressional delegation • Agriculture Committee, Member	John Milne, Dan Garry	May 16
Congressman Jim Ramstad (R-MN) • Minnesota congressional delegation	John Milne, Dan Garry	May 16
Congressman Martin Olav Sabo (D-MN) • Minnesota congressional delegation	John Milne, Dan Garry	May 16
Congressman Bruce Vento (D-MN) • Minnesota congressional delegation	John Milne, John Allison, Dan Garry	May 16
Senator Jeff Sessions (R-AL) • Alabama congressional delegation • 3M Decatur and Guin plants	John Milne, Dan Garry	May 16
Senator Richard Shelby (R-AL) • Alabama congressional delegation • 3M Decatur and Guin plants	John Milne, Dan Garry	May 16
Congressman Bud Cramer (D-AL) • Alabama congressional delegation • 3M Decatur plant	John Milne, Dan Garry	May 16

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

Federal Government Congressional Plan

Tier 1 Courtesy Briefings

Member of Congress	3M Representatives	Timing
Senator Richard Durbin (D-IL) • Illinois congressional delegation • 3M Cordova plant	John Milne, Dan Garry	May 16
Senator Peter Fitzgerald (R-IL) • Illinois congressional delegation • 3M Cordova plant	John Milne, Dan Garry	May 16
Congressman Lane Evans (D-IL) • Illinois congressional delegation • 3M Cordova plant	John Milne, Dan Garry	May 16
Senator Paul Coverdell (R-GA) • Georgia congressional delegation • Dalton carpet mills	John Milne, Dan Garry	May 16
Senator Max Cleland (D-GA) • Georgia congressional delegation • Dalton carpet mills	John Milne, Dan Garry	May 16
Congressman Nathan Deal (R-GA) • Georgia congressional delegation • Dalton carpet mills	John Milne, Dan Garry	May 16

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

Federal Government Congressional Plan

Tier 2 "Courtesy Visit" Meetings *(Only if Necessary)*

Member of Congress	3M Representatives	Timing
Senator Phil Gramm (R-TX) • Texas congressional delegation • 3M Austin Center		
Senator Kay Bailey Hutchison (R-TX) • Texas congressional delegation • 3M Austin Center		
Congressman Lloyd Doggett (D-TX) • Texas congressional delegation • 3M Austin Center		
Congressman Thomas Bliley (R-VA) • Commerce Committee, Chairman		
Congressman John Dingell (D-MI) • Commerce Committee, Ranking Member		
Congressman Michael Bilirakis (R-FL) • Health and Environment Subcommittee, Chairman		
Congressman Sherrod Brown (D-OH) • Health and Environment Subcommittee, Ranking Member		
Congressman Michael Oxley (R-OH) • Finance and Hazardous Materials Subcommittee, Chairman		
Congressman Edolphus Towns (D-NY) • Finance and Hazardous Materials Subcommittee, Ranking Member		
Congressman Billy Tauzin (R-LA) • Consumer Protection Subcommittee, Chairman		
Congressman Edward Markey (D-MA) • Consumer Protection Subcommittee, Ranking Member		
Congressman Larry Combest (R-TX) • House Agriculture Committee, Chairman		
Congressman Charles Stenholm (D-TX) • House Agriculture Committee, Ranking Member		

Federal Government Congressional Plan

Tier 2 "Courtesy Visit" Meetings *(Only if Necessary)*

Member of Congress	3M Representatives	Timing
Congressman Robert Aderholt (R-AL) • Alabama congressional delegation • 3M Decatur Plant		
Congressman Tom Ewing (R-IL) • Risk Management Subcommittee, Chairman		
Congressman Gary Dondit (D-CA) • Risk Management Subcommittee, Ranking Member		
Senator Robert Smith (R-NH) • Environment and Public Works Committee, Chairman		
Senator Max Baucus (D-MT) • Environment and Public Works Committee, Ranking Member		
Senator Lincoln Chafee (R-RI) • Superfund, Waste Control and Risk Assessment Subcommittee, Chairman		
Senator Frank Lautenberg (D-NJ) • Superfund, Waste Control and Risk Assessment Subcommittee, Ranking Member		
Senator James Jeffords (R-VT) • Health, Education and Labor Committee, Chairman		
Senator Edward Kennedy (D-MA) • Health, Education and Labor Committee, Ranking Member • Public Health Subcommittee, Ranking Member		
Senator Bill Frist (R-TN) • Public Health Subcommittee, Chairman		

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

Federal Government Congressional Plan

Tier 2 "Courtesy Visit" Meetings *(Only if Necessary)*

Member of Congress	3M Representatives	Timing
Senator John McCain (R-AZ) • Commerce Committee, Chairman		
Senator Ernest Hollings (D-SC) • Commerce Committee, Ranking Member		
Senator John Ashcroft (R-MO) • Consumer Affairs Subcommittee, Chairman		
Senator Richard Bryan (D-NV) • Consumer Affairs Subcommittee, Ranking Member		

Federal Government Congressional Plan

Tier 3 "Public Issue" Meetings *(Only if Becomes Public Issue)*

Member of Congress	3M Representatives	Timing
Senator Trent Lott (R-MS) • Majority Leader, Senate		
Senator Tom Daschle (D-SD) • Minority Leader, Senate		
Congressman Dennis Hastert (R-IL) • Speaker, House of Representatives		
Congressman Dick Gephardt (D-MO) • Minority Leader, House of Reps.		
Congressman Bill Young (R-FL) • Appropriations Committee, Chairman		
Congressman David Obey (D-WI) • Appropriations Committee, Ranking Member		
Congressman William Goodling (R-PA) • Workforce and Education Committee, Chairman		
Congressman William Clay (D-MO) • Workforce and Education Committee, Ranking Member		
Congressman Buck McKeon (D-CA) • Workforce and Education Committee, Member • 3M Northridge plant		
Congressman Jim Greenwood (R-PA) • Workforce and Education Committee, Member • 3M Bristol plant		
Congressman Ron Kind (D-WI) • Workforce and Education Committee, Member • 3M Menomonie, 3M Prairie du Chien, 3M Wausau plants		

Federal Government Congressional Plan

Tier 3 "Public Issue" Meetings *(Only if Becomes Public Issue)*

Member of Congress	3M Representatives	Timing
Congressman Jim Sensenbrenner (R-WI) • Science Committee, Chairman		
Congressman George Brown (D-CA) • Science Committee, Ranking Member		
Congressman Henry Waxman (D-CA) • Commerce Committee, Member • Activist/Pro-environmentalist		
Congressman Frank Pallone (D-NJ) • Commerce Committee, Member • Activist/Pro-environmentalist		
Congressman Peter Deutsch (D-FL) • Commerce Committee, Member • Activist/Pro-environmentalist		
Congressman Bud Schuster (R-PA) • Transportation & Infrastructure Committee, Chairman		
Congressman Jim Oberstar (D-MN) • Transportation & Infrastructure Committee, Ranking Member		
Congressman Sherwood Boehlert (R-NY) • Water Resources and Environment Subcommittee, Chairman		
Congressman Robert Borski (D-PA) • Water Resources and Environment Subcommittee, Chairman		
Senator Ted Stevens (R-AK) • Appropriations Committee, Chairman		
Senator Robert Byrd (D-WV) • Appropriations Committee, Ranking Member		

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Federal Government Agency/Association Plan

(These Meetings Will Occur Only if Necessary)

Agency	Member/Individual	3M Lead Representative	Timing
Center for Disease Control	Dr. Jeffrey Koplan, Director NIOSH Representative	Zobel, Reich Staff: (Thorpe)	May 17 or later
OSHA		Reich, Zobel, Mandel Staff:	May 17 or later
Public Health Service	Office of the Assistant Secretary for Health	Reich, Zobel, Mandel	May 17 or later
White House	George Frampton, Chair CEQ David Beier, Gore's Domestic Policy Advisor	Reich, Reed, Zobel	May 17 or later
National Association of Attorneys' General	Christine Milliken, Executive Director Lynn Ross, Legislative Director	Ursu, Allison	May 17 or later
FDA (If Blood, Health Issues)	Commissioner's Office	Zobel, Reich	May 17 or later
American Red Cross	President's Office	Zobel, Reich	May 17 or later

State and Local Government Plan

Tier 1 "Must See" Meetings *(At Time of Announcement)*

Official/Agency	3M Representatives	Timing
Office of Governor Jesse Ventura • Minnesota	Jeff Rageth	May 16 (Phone Call)
State Representative Sharon Marko • 3M Cottage Grove plant	Jeff Rageth	May 16 (Phone Call)
State Senator Len Price • 3M Cottage Grove plant	Jeff Rageth	May 16 (Phone Call)
Commissioner Gerald Carlson • MN Dept of Trade and Economic Development	Jeff Rageth	May 16 (Meeting)
Commissioner Karen Studders • MN Pollution Control Agency	Kathy Reed	May 16 (Meeting)
Mayor Jack Denzer • City of Cottage Grove	Jeff Rageth, Fred Luden	May 16 (Meeting)
Office of Governor Don Siegelman • Alabama	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Staff Meeting)
State Representative Bill Dukes • 3M Decatur plant	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Phone Call)
State Senator Tommy Roberts • 3M Decatur plant	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Phone Call)
Director DeWayne Freeman • Alabama Department of Economic and Community Affairs	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Meeting)
Director James Warr • Alabama Department of Environmental Management	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Meeting)
Director Don Williamson • Alabama Department of Public Health	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Meeting)
Mayor Julian Price • City of Decatur	Bill Nelson, John King, Steve Bradley (Consultant)	May 16 (Phone Call)
State Senator Denny Jacobs • 3M Cordova plant	Dan Knuth Sandy Stein (Consultant)	May 16 (Phone Call)
State Representative Mike Boland • 3M Cordova plant	Dan Knuth Sandy Stein (Consultant)	May 16 (Phone Call)
Mayor John Piatt • City of Cordova	Dan Knuth Sandy Stein (Consultant)	May 16 (Phone Call)

State and Local Government Plan

Tier 2 "Courtesy Visit" Meetings *(Only if Necessary)*

Official/Agency	3M Representatives	Timing
Attorney General Mike Hatch • Minnesota		
Director Les Burshten • Cottage Grove Dept of Public Works		
Commissioner Myra Peterson • Washington County Commission, Dist 4		
Director Mary McGlothlin • Washington County Public Health and Environment Department		
Attorney Bill Prior • Alabama		
Executive Larry Bennich • County (Decatur) Council		
Administrator Larry Screws • County (Decatur) Health Department		
Office of Governor George Ryan • Illinois		
Attorney General Jim Ryan • Illinois		
Director Pam McDonough • Illinois Department of Commerce and Community Affairs		
Chairperson Louis Case • Cordova Township		

State and Local Government Plan

Tier 3 "Public Issue" Meetings *(Only if Becomes Public Issues)*

Official/Agency	3M Representatives	Timing
Commissioner Jan Malcolm • Minnesota Department of Health		
State Senator Roger Moe • Minnesota Senate Majority Leader		
Representative Steve Sviggum • Minnesota House Speaker		
Representative Tom Pawlenty • Minnesota House Majority Leader		
Manager Kim Cann • County/City (Decatur) Water and Sewer Authority		
Secretary James McGee, M.D. • Illinois Department of Health		
Secretary Mary Gade • Illinois Department of Environmental Protection		
Director Paul Guse • County (Cordova) Health Department		

ALABAMA

Governor

OFFICE OF GOVERNOR
Don Siegelman
Staff Contact:
State Capital, Ste. N-104
600 Dexter Ave.
Montgomery, AL 36130
Phone (334) 242-7100
Fax: (334) 242-4541

State Health Office

Donald Williamson
RSA Tower
P.O. Box 30017
Montgomery, AL 36130
Phone: (334) 206-5200
Fax: (334) 206-5534

Environmental Management Department

James Warr
1751 Cong. W.L. Dickinson Dr.
P.O. Box 301463
Montgomery, AL 36130
Phone: (334) 271-7710
Fax: (334) 271-2950

State Senator (Decatur)

Tommy Ed Roberts
(334) 242-7935 (w)
(205) 773-2554 (h)

State Representative (Decatur)

Bill Dukes
(334) 242-7689 (w)
(205) 353-1725 (h)

Decatur Employment:

Employment Impact:

ILLINOIS

State Senator (Cordova)

Denny Jacobs
(309) 797-0001 (w)
(217) 782-5967 (h)

State Representative (Cordova)

David Wirsing
(815) 748-3494 (w)
(217) 782-0425 (h)

Cordova Employment:

Employment Impact:

MINNESOTA

Governor

OFFICE OF GOVERNOR
Jesse Ventura
Staff Contact:
130 State Capital
St. Paul, MN 55155
Phone: (651) 296-3391
Fax: (651) 296-2089

State Representative (Cottage Grove):

State Senator (Cottage Grove):

Cottage Grove Employment:

Employment Impact:

11

Section 11:

Suppliers/Partners, Industry Associations

CONFIDENTIAL - SUBJECT TO A PROTECTIVE ORDER ENTERED IN HENNEPIN COUNTY DISTRICT COURT, NO. 27-CV-10-28862

Section 11: Suppliers/Partners/Industry Associations

Sample Letter to Suppliers

Dear _____:

3M is phasing out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of the year. The product lines being phased out include many Scotchgard™ products, such as soil, oil and water repellent products; coatings used for oil and grease resistance on paper packaging; fire-fighting foams and specialty components for other products. 3M will work with you during the transition period.

These products have been used safely for more than 40 years and continued use of existing products is safe.

Extensive scientific research shows that use of these products does not pose a risk to people, but low levels of material from this particular chemistry are widespread in the environment, including in living organisms, and they last for long periods of time. 3M is moving away from materials with these characteristics, and has been on a path to find alternative solutions. Despite progress, the time needed to reformulate is too long. 3M is taking this action now because it is consistent with our longstanding corporate values and environmental principles..

During the coming months, our primary objective is to make an orderly transition away from these products. We expect that you have questions about this process and encourage you to contact (name) at (phone number).

We will be devoting significant time and attention to this issue through the transition. Thank you for understanding and support through this process.

Sincerely,

Division Vice President

Sample Letter to Industry Associations

Dear _____:

3M is phasing out of the perfluorooctanyl chemistry in certain repellents and surfactant products by the end of the year. The product lines being phased out include many Scotchgard™ products, such as soil, oil and water repellent products; coatings used for oil and grease resistance on paper packaging; fire-fighting foams and specialty components for other products. 3M will work with you during the transition period.

These products have been used safely for more than 40 years and continued use of existing products is safe.

Extensive scientific research shows that use of these products does not pose a risk to people, but low level materials from this particular chemistry are widespread in the environment, including in living organisms, and they last for long periods of time. 3M is moving away from materials with these characteristics, and has been on a path to find alternative solutions. Despite progress, the time needed to reformulate is too long. 3M is taking this action now because it is consistent with our longstanding corporate values and environmental principles..

During the coming months, our primary objective is to make an orderly transition away from these products. We expect that you have questions about this process and encourage you to contact (name) at (phone number).

We will be devoting significant time and attention to this issue through the transition. Thank you for understanding and support through this process.

Sincerely,

Division Vice President

12

Section 12:

Questions & Answers

Section 12: Questions and Answers

Jobs/Employment:

1. **How many employees work in the businesses that will be exited?**

   Approximately1500 employees have jobs directly related to the affected products. Most of the people are in Antwerp, Belgium; Decatur, Ala.; Cordova, Ill., St. Paul Cottage Grove, Minn., and at several Dyneon locations.

2. **How many job are affected in the United States and how many in other countries?**

   We don't yet have a complete breakdown of those numbers.

3. **Will 3M pay for my relocation costs if I find a job at another 3M facility?**

   This is a matter to discuss with your immediate management. Decisions like this will be made on a case-by-case basis.

4. **Will any employees from staff groups that work with the affected businesses have job losses?**

   It's too early to know if this might happen, but if it does, those employees will receive the same assistance as other affected employees in finding new positions within the company.

5. **What help will employees receive to find other jobs inside the company?**

   There is strong corporate support for placement in other 3M organizations. Although we can't provide all the details today, we can say that members of 3M's Human Resources organization will work closely with affected employees to help them find new jobs within 3M.

6. **What are my chances of finding another job within 3M?**

   Your chances are very good. At this particular time, there are many job openings at various levels in the company. There is also strong corporate effort to find positions within 3M for those employees who choose to stay. Obviously, the situation will be somewhat different at each affected location, based on the degree of impact and other factors. Your own management team will have more specific information to share with you in the coming days and weeks. In the case of union employees, procedures will be followed as outlined in the union agreement.

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7. **What will the voluntary separation package look like?**

   Should voluntary separations be needed, a broad range of support will be offered, including financial plans, retirement counsel, and outplacement assistance, as well as separation payment and six months extension of medical benefits. In the case of union employees, procedures will be followed as outlined in the union agreement.

8. **If there aren't health concerns about perfluorinated chemicals, why can't you take more time for us to find new positions?**

   We think the timeframe within which we will be working allows us to accomplish our objectives successfully with the least amount of disruption to employees, customers and other 3M businesses.

9. **Is this the only chemical of concern within 3M? Are there plans to withdraw other products?**

   At 3M, we're constantly monitoring effects of all chemicals with which we work and that go into our products. We have no plans to withdraw other products because of similar concerns.

10. **Why won't the company take the time to find alternatives to perfluorinated chemistry so the businesses can be saved?**

    Despite significant progress toward development of new alternative materials, the length of time it would take to reformulate these products is too long, and we have no assurance of success. We believe we're acting in the best interests of our employees, investors, customers and communities.

11. **Part of my profit sharing is tied to our business. What happens with that?**

    Employees who have variable pay in the form of profit sharing or sales bonus will have their plans converted to 100 percent corporate profit sharing, effective April 1, 2000. This will minimize the financial impact of this decision. Conversion means that your plan's estimated value on April 1 will continue through a re-statement of shares.

Decision to Exit Business:

1. **If these businesses have been successful for 3M and the products pose no health risk, why are you withdrawing from them?**

   We have decided to phase out the use of perfluorooctanyl chemistry in our products because these molecules last a long time and highly sensitive measurement techniques developed by 3M and other leading experts indicate that low level materials from this chemistry are widespread in the environment and in living organisms. 3M has been on a path to find alternative solutions, but despite progress, the time needed to reformulate is too long. This action is consistent with 3M's longstanding corporate values and environmental principles.

2. **Is 3M currently monitoring other chemicals that could result in business shutdowns?**

   3M has no plans to exit other businesses not specifically related to products containing perfluorooctanyl chemistry.

3. **Will you retain the Scotchgard brand?**

   Yes. The Scotchgard brand is used on a number of products that do not contain perfluorooctanyl chemistry.

4. **Why not spin off these products into a small company or wholly-owned subsidiary?**

   3M's concerns about the affected products are environmental, not about profitability or strategic business goals, so separating the businesses from the rest of the company and continuing them, was not an option we considered.

5. **How long will Scotchgard be available?**

   Although we cannot give you a specific date, we have established the end of the year as our target for substantially discontinuing production of the affected product lines, including Scotchgard™.

6. **Is 3M recalling the products presently on the shelves?**

   Since these products do not pose a health risk, 3M has no plan to issue a recall of products presently on the shelves.

7. **What is Scotchban and how/where is it used?**

   Scotchban materials are coatings used for oil and grease resistance on paper-based food packaging.

8. **What are surfactants and how/where are they used?**

   Surfactants are chemical additives that help paint, adhesives and other fluids spread evenly. They are also used in fire-fighting foams.

9. **Won't this decision to withdraw your products containing perfluorinated materials from the market force your competitors to take the same action?**

   We don't believe the actions we are taking will force any other companies to follow suit, nor is that our intention. 3M is simply acting in accordance with its own values and commitments.

10. **What happens to Dyneon? Is this the next business 3M will close?**

    While perfluorinated chemistry is a part of Dyneon's business, it does not constitute the whole business. Dyneon will continue the other parts of its business and new business opportunities will be found.

11. **Are you staying in the fluorochemical business?**

    Yes. 3M has other products that contain fluorochemicals but don't contain the particular chemistry we are discontinuing. One example is 3M Novec HFE-Based Engineered Fluids, which replace ozone-depleting CFCs and are used in a variety of industrial applications. Also, a variety of Dyneon products contain other fluorochemical materials.

Health/Environment

1. **Are these products safe to use?**

   Absolutely. These products have been used safely for decades and continued use of existing products is safe.

2. **Since I have worked with these chemicals, does 3M plan to monitor my health from now on?**

   Yes. 3M will continue to monitor your health for as long as you wish to participate in the monitoring process.

3. **If your products don't have a harmful effect on human health, why are you withdrawing them?**

   3M is moving away from materials that are persistent and widespread in the environment. This is consistent with 3M's longstanding corporate values and environmental principles.

4. **Is this material safe in the human body?**

   All existing knowledge indicates that the presence of these materials at the extremely low levels detected does not pose a human health or environmental risk. This current knowledge includes information gathered from over 20 years of medical monitoring of our own employees and numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.

5. **How long will these materials last?**

   They will last in the environment for years.

6. **Do these materials cause birth defects? Cancer? Gene mutations? Etc. Etc.**

   Based on extensive research by 3M and outside experts, as well as over 20 years of medical monitoring of our employees, we have found no evidence of this.

7. **What impact does this material have on the environment? On wildlife? On pets?**

   At low levels these materials have no harmful effects on the environment, wildlife, or pets.

8. **What is the impact of these materials on global warming?**

   These materials have global warming potential, and moving away from this chemistry will contribute to reducing releases of global warming gases.

9. **Is 3M being forced to do this by a government agency?**

   For several years, 3M has shared its scientific findings with employees, customers, the scientific community, other manufacturers in this industry, the U.S. EPA and other regulatory agencies globally. Ultimately, 3M voluntarily made the decision to discontinue the production of this particular perfluorinated chemistry, based on our assessment that it is the right thing to do from an environmental and business standpoint.

10. If it's the right thing to do now, why wasn't it done two years ago when the issue first surfaced? What caused 3M to change its mind?

Two years ago, when 3M discovered that these materials were widely distributed in the general population and the environment at extremely low levels, we began to transition away from these materials. We focused on four areas as we moved through the transition process: We conducted additional health and environmental studies; we made additional reductions in environmental releases and waste in manufacturing; we communicated our scientific findings to a variety of key audiences and we launched a major research effort to develop new chemistry. When it became clear that alternative chemistry could not be readily formulated, 3M chose to discontinue production of the materials.

11. Why did 3M decide to discontinue selling Scotchgard now, and not a few years ago when kids were dying from inhaling it?

The two issues are not at all related. The present decision to discontinue selling Scotchgard is based on environmental concerns about a particular chemical used in the formulation of the product when it is appropriately used. Use of Scotchgard as an inhalant was and is inappropriate and unlawful. When deaths resulted several years ago from the unlawful use of it and other company's products, 3M reformulated Scotchgard to eliminate abuse of the product.

Customer Service and Sales Reps

Business

Note: Calls relating to business beyond the scope of these Q/A's should be directed to *[to be identified]*

1. **Why are you withdrawing from this business?**

   We have decided to phase-out the use of perfluorooctanyl chemistry in our products because these molecules last a long time and highly sensitive measurement techniques developed by 3M and other leading experts indicate that low levels of materials from this chemistry are widespread in the environment and in living organisms.

2. **Why are you withdrawing now, after what you told us a year ago? What has happened to change 3M's mind?**

   We have had discussions with employees, customers, regulators, and scientists for some time regarding this chemistry. We have been on a path to find alternative solutions. However, the length of time it will take to reformulate this chemistry is too long.

3. **Why are you withdrawing by the end of the year? Why not a year or 18 months from now?**

   We believe an orderly and expedient transition is in the interests of our customers and 3M.

4. **Which 3M products are subject to this announcement?**

   Only those products that contain perfluorooctanyl chemistry. (See attached list of Affected Products.)

5. **Which 3M products are not subject to this announcement?**

   All other 3M products which do not contain perfluorooctanyl chemistry.

6. **How will this announcement affect my orders for Affected Products submitted before the announcement?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

7. **Will this announcement affect my orders for any Unaffected Products?**

   No. Your orders for other 3M products will be handled in the ordinary course.

8. **Is 3M being forced to take this action by a government agency? Or under pressure from an environmental group?**

   No. 3M has consulted with government agencies and regulators as well as its employees, customers, and scientists. Our action is based on a decision made independently with the best interests of our customers, employees, and the public in mind.

9. **Is this the only chemical of concern to 3M? Are there plans to withdraw other products? Is 3M currently monitoring other chemicals that could result in a phase-out of 3M products?**

   3M continuously evaluates its use of chemicals. There are no plans at this time to withdraw any other 3M products because of the use of a specific chemical.

10. **Is 3M recalling the Affected Products currently in the market?**

    No. Affected Products in the market, and which 3M will continue to sell through the end of the year, are safe and effective for their intended uses when used as directed.

11. **Even if you are not recalling Affected Products, can I return them?**

    There is no reason to return Affected Products because of this announcement. Any return of Affected Products will be handled in accordance with the existing 3M Chemicals Return Goods Policy (see attached).

12. **Can I return products treated with or that contain Affected Products (e.g., carpet, upholstery, apparel, etc.)?**

    There is no reason to return products or goods treated or formulated with Affected Products because of this announcement. Affected Products are safe and effective for their intended use when used as directed. Returns or adjustments of products and goods treated or formulated with Affected Products should be treated just as before the announcement.

Health and Safety

Note: Calls relating to health and safety beyond the scope of these Q/A's should be directed to *[to be identified]*

1. **Are the Affected Products safe?**

   Yes. They continue to be safe and effective for their intended use when used as directed.

2. **Should we stop using your products?**

   Affected Products are safe and effective for their intended use when used as directed. If you are using our products that contain perfluorooctanyl chemistry, then you will need to transition to alternative products or formulations.

3. **What are the health effects from continued use of your products?**

   This material in our products presents no health effects when the products are used as directed.

4. **What should we tell our customers who buy or use products treated with or that contain your products?**

   The 3M products that contain this material present no health effects when used as directed.

5. **Will 3M monitor the health of my employees who worked with Affected Products?**

   We have no plans to monitor the health of customer employees who worked with Affected Products. The 3M products that contain this material present no health effects when used as directed. We will continue to conduct tests and studies to demonstrate the Affected Products present no health effects when used as directed.

6. **If your products do not have any health effects, why are you withdrawing them?**

   3M is moving away from materials that are persistent and widespread in the environment. This is consistent with 3M's longstanding corporate values and environmental principles.

7. **Does this announcement create any reporting obligations for me to government health or safety regulatory agencies?**

   This announcement today does not impose any new reporting obligations nor change any compliance determinations you have previously made.

Environmental

Note: Calls relating to environmental matters beyond the scope of these Q/A's should be directed to *[to be identified]*

1. **How does this announcement affect the compliance with environmental laws and regulations of my manufacturing facilities that use Affected Products?**

   The announcement today does not change any compliance determinations you have previously made.

2. **Does this announcement affect how I can dispose of Affected Products? Or of products treated with or that contain Affected Products?**

   No. The announcement today does not change any compliance determinations you have previously made. Incineration in a permitted facility is the best disposal option for this chemistry.

   The perfluorooctanyl chemistry itself does not contain hazard characteristics that make it subject to hazardous waste laws. The chemistry itself is not ignitable, corrosive, toxic or reactive as defined in federal hazardous waste regulations.

   Hazard waste determinations should continue to be evaluated based on non-perfluorooctanyl chemistry components.

3. **If I do decide to dispose of Affected Products, are there special instructions for transportation?**

   The perfluorooctanyl chemistry component of the product will not result in any extra transportation requirements. Other components contained in the product mixture will be a greater factor in determining the packaging and transportation requirements.

4. **Does this announcement create any reporting obligations for me to government environmental regulatory agencies?**

   This announcement today does not impose any new reporting obligations nor change any compliance determinations you have previously made.

   The chemistry itself is not subject to notification and reporting requirements under federal laws like CERCLA and EPCRA. You should continue to review the language of your environmental permits to determine any other notification requirements.

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Transition and Critical Usages

Note: Calls relating to transition and critical usages beyond the scope of these Q/A's should be directed to *[to be identified]*

1. **Where can I find alternatives to Affected Products?**

   3M has long enjoyed healthy competition for Affected Products. Our competitors have included:

Asahi Glass	Daikin
Atochem	DuPont
Ciba Specialties	Miteni
Clariant	Peach State Laboratories.

   You, of course, will have to determine how best to transition away from Affected Products. Although we cannot say whether these companies have alternative products or can help you, you may want to contact these companies yourself.

2. **Will 3M's withdrawals affect the availability of alternative products from other companies?**

   We obviously cannot speak for other companies. You will want to talk to those companies to see what effect, if any, this will have on the availability of alternative products.

3. **What kind of help will 3M give me to identify and/or qualify alternative products to Affected Products?**

   We will work hard to help you with the transition. You will want to talk with your regular 3M sales representative and technical service representative for the Affected Products.

4. **For how long will you continue to supply us?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See separate sheet about Orders/Ordering of Affected Products.)

5. **How much product can we buy?**

   Please contact your regular 3M customer service representative or sales representative for order information related to specific Affected Products. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

6. **What if we can't reformulate our product before your last order date? Will you continue to supply us until we can reformulate or find an alternative product?**

   Please let us know about difficulties you may have relating to the timing of the transition. Please contact your regular 3M customer service representative or sales representative. (See Guidelines for Orders/Ordering of Affected Products for 3M Performance Materials Division and 3M Protective Materials Division.)

Attachments:

Affected Products

General Customer Notification (on website)

Terms and Conditions of Sale for 3M Performance Materials Division and 3M Protective Materials Division

3M Chemicals Returned Goods Policy (effective January 1, 1999)

Analysts

17. What is the probability that a link between these materials and health diseases could develop at some point in the future?

- Our products have been used for over 40 years, and based on current knowledge, have not presented a health concern.
  - Our current knowledge includes
    - information gathered from over 20 years of medical monitoring of our own employees
    - Numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.
  - All available information indicates their continued use is safe.

18. What is the amount of your insurance coverage for potential lawsuits? Do you believe this will be adequate to cover possible legal liabilities?

- We don't expect to incur liabilities related to this decision.
- We have not been sued and do not expect to be.

19. Why didn't you tell us earlier what you knew about this situation?

- We've been on a path to find alternative compounds for some time now.
- We have been communicating our findings and plans to the U.S. Environmental Protection Agency and other government agencies … our customers … the scientific community … and other chemical manufacturers.
- We decided the length of time it will take to reformulate these products is too long.
- Our decision to phase out the manufacture of these products became clear only recently.

20. Why aren't other 3M specialty material products affected?

- Our other specialty material products utilize different chemistries.
- They are not affected by this decision.

21. How do you think this will impact DuPont and other chemical companies?

- We're not sure. It would be best to check with them.

22. Do you have sufficient mass in your remaining chemical businesses to be an effective competitor?

- Need Chuck Reich input.

23. Will Specialty Material Markets remain one of 3M's business segments or be incorporated into another segment?

- It's too early to say for sure.
- In addition to external sales, Specialty Material Markets will continue to play an important role for 3M as an internal supplier of specialty materials and other products.

24. Do you anticipate any claims or litigation as a result of your decision to discontinue the production of products containing perfluorooctanyl chemistry?

- No. Many of the products that contain this chemistry have been used for over 40 years, and based on current knowledge, do not present a health or environmental concern.
  - Our current knowledge includes
    - Information gathered from over 20 years of medical monitoring of our own employees
    - Numerous scientific studies conducted in collaboration with experts from leading medical, academic and research institutions.
  - All available information indicates their continued use is safe.
  - We will work to assist our customers during the transition.

25. Do you think you will be the target of litigation?

- We have not been sued and do not expect to be.

26. If the products are safe, why are you exiting the business?

- We have chosen to phase-out the use of the perfluorooctanyl chemistry in our products because:
  - These molecules last a long time and highly sensitive measurement techniques … developed by 3M and other leading experts … indicate low levels of materials from this chemistry are widespread in the environment and living organisms.
  - The decision is consistent with our values and our approach to responsible environmental management.

27. The legal proceedings section of your first quarter 10Q contained more details than the 10K on environmental matters. Do you anticipate environmental claims or lawsuits related to the perfluorooctanyl chemistry?

- No. Our products containing perfluorooctanyl chemistry have been used for over 40 years, and based on current knowledge, do not present a health or environmental concern.
- We believe the amounts accrued for environmental liabilities are adequate at this time.
- The additional disclosures in our 10Q reflect the uncertainties involved in environmental matters.

28. Do you expect customers to return the affected products?

- No. There is no reason to return affected products because of this announcement. Any return of affected products will be handled in accordance with 3M's existing Return Goods Policy.

29. Do you plan to recall the products involved?

- No. All available information indicates their continued use is safe.

30. Will you retain the Scotchgard brand?

- Yes. The Scotchgard brand is used on a number of products that do not contain perfluorooctanyl chemistry.

31. Do you plan to increase share repurchases in light of the current price of the stock?

- Need Bob Burgstahler input.

32. Please be more specific regarding the handling of displaced employees? How many will 3M retain? How many do you anticipate leaving?

- Need Bob Burgstahler input.