

March 20, 2013



The Managing Director  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

The Managing Director  
National Stock Exchange of India Limited  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400051

**Sub: Announcement of the floor price for the proposed sale of shares of 3M India Limited as per the notice issued by 3M Company and dated March 19, 2013 (the *Announcement*)**

Dear Sirs,

3M Company, a company incorporated in Delaware with registered number 0262413, (*Seller*), is the promoter of 3M India Limited (the *Company*) and has submitted a notice to sell 113,198 equity shares (*Sale Shares*) of the face value of Rs. 10 each held by it in the Company, by way of an offer for sale through the stock exchange mechanism in accordance with Securities and Exchange Board of India (*SEBI*) circular no. CIR/ MRD/ DP/ 18/ 2012 dated July 18, 2012 as amended by SEBI circular no. CIR/MRD/DP/04/2013 dated January 25, 2013 (*Circular*) on the separate windows provided by the BSE Limited and the National Stock Exchange of India Limited respectively for this purpose (the *Sale*). A copy of the notice (the *Seller Notice*) is enclosed herewith as Annexure 1.

As set out in the Seller Notice, the Seller has opted to publicly disclose the floor price in accordance with clause 5(c)(i) of the Circular.

Accordingly, the floor price for the Sale in terms of the Circular, below which no orders in the Sale shall be considered, is as set out below:

Rs. 3300 per equity share of 3M India Limited

Please note:

The Sale is personal to each prospective bidder (including individuals, funds or otherwise) who makes a bid (each a *Bidder*) and does not constitute an offer or invitation or solicitation of an offer to the public requiring any prospectus or offer document to be filed with any regulatory authority within or outside India.

The Sale is being made in reliance on the Circular issued by the SEBI and subject to the circulars, rules and regulations of the stock exchanges. There will be no public offer of the Sale Shares in India under the Companies Act, 1956 or any other jurisdiction. Accordingly, no documents have been or will be prepared, registered or

submitted for approval as a “prospectus” or an offer document with the Registrar of Companies in India, SEBI, the stock exchanges or any other regulatory or listing authority in India or abroad, under the Companies Act, 1956, as amended and/or the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, and no such document will be circulated or distributed to any person in any jurisdiction, including in India. The Bidders acknowledge and agree that any buy order or bid shall be made solely on the basis of publicly available information together with the information contained in this Announcement, and any information available on the stock exchanges or with SEBI previously published by the Company. The Sale is subject to the further terms set forth in the contract note to be provided to the prospective successful bidders.

This Announcement is for information purposes only and is neither an offer nor invitation to buy or sell nor a solicitation of an offer to buy or sell any securities, nor shall there be any sale of securities in any jurisdiction (*Other Jurisdiction*) in which such offer, solicitation or sale is or may be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This Announcement and the information contained herein are not for publication or distribution, directly or indirectly, to persons in an Other Jurisdiction unless permitted pursuant to an exemption under the relevant local law or regulation in any such jurisdiction. Prospective purchasers should seek appropriate legal advice prior to participating in the Sale.

This Announcement is not for publication or distribution in the United States of America, its territories and possessions, any state of the United States of America, and the District of Columbia (together, the *United States*), and is neither an offer for sale nor a solicitation of an offer to buy any securities of the Company in the United States. Securities of the Company have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the *Securities Act*) and may not be offered or sold in the United States absent registration under the Securities Act, except in transactions exempt from, or not subject to, registration under the Securities Act. The Sale Shares will be offered only outside the United States in offshore transactions pursuant to Regulation S under the Securities Act (*Regulation S*). Purchasers of Sale Shares are hereby advised that any resale of such shares must be made in accordance with an exemption from, or in a transaction not subject to, the registration requirements under the Securities Act.

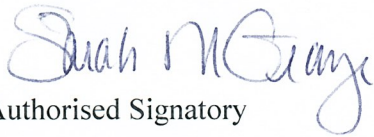
By submitting a bid in connection with the Sale or receiving the Sale Shares, Bidders will be deemed to have read and understood this Announcement in its entirety and to be accepting of the terms and conditions set out in this Announcement.

By submitting a bid in connection with the Sale or receiving the Sale Shares, buyers will be deemed to have (a) read and understood this Announcement in its entirety, (b) accepted and complied with the terms and conditions set out in this Announcement, and (c) represented, agreed and acknowledged that they are and at the time the Sale Shares are purchased, will be, the beneficial owner of such Sale Shares, and (i) located outside the United States, (ii) purchasing such Sale Shares in an offshore transaction pursuant to Regulation S and (iii) not an affiliate of the Company’s or a person acting on behalf of such an affiliate.

By submitting a bid on behalf of a buyer in connection with the Sale, each broker will be deemed to have represented, agreed and acknowledged that it is located outside the United States and that none of the broker, its affiliates and all person acting on its or their behalf (a) has offered or will offer and sell the Sale Shares, except outside the United States in reliance upon Regulation S or (b) has engaged or will engage in any directed selling efforts (within the meaning of Regulation S) with respect to the Sale Shares in connection with the offer or sale of the Sale Shares.

Yours sincerely,

For **3M Company**

A handwritten signature in blue ink that reads "Sarah M. George". The signature is written in a cursive style with a large, looped "G" at the end.

Authorised Signatory