

## D. J. Balaji Rao

D-103, Adarsh Residency, 47th Cross ( 2nd Main), Jayanagar 8th Block, BANGALORE - 560 082.  
Tel : 080-2654 5779 / 41661171, Email : balaji\_road@hotmail.com, Fax : 080-41661171

May 29, 2014

To  
The Board of Directors,  
3M India Ltd.,  
'Concorde' – UB City  
Bangalore 560001

Dear Sirs,

Sub: Resignation consequent to Companies Act 2013

As you are aware, I am currently on the Boards of 10 listed Companies as an Independent Director. Consequent to the notification of the Act and Rules under Section 165 of The Companies Act 2013 taken together with recent amendment to Clause 49 of SEBI guidelines, a person can be an Independent Director on the Boards of 7 listed Companies only. Hence, I am forced to reduce my Board membership.

Under the above circumstances, I deeply regret to inform you that I have decided to retire from the Board of Directors of 3M India Ltd. (3M - I), with effect from the conclusion of AGM on August 4, 2014. Hence, I would not like to offer myself for re-election at the ensuing AGM as required under The Companies Act 2013.

I have enjoyed my stint with 3M - I as an Independent Director for about 12 years. I would like to thank the other members of the Board as well as the Management team of 3M - I for extending courtesies and cooperation in discharging my duties as Chairman and Director during my tenure. During this period, the Company has expanded its capacity organically and but for the state of the world economy we would have enjoyed the benefits of economies of scale. I hope this situation will improve soon and the Company will start reaping the benefits of its expansion.

Thanking you and with Warm Regards,

Yours Sincerely,



(D J Balaji Rao)