



*Company & Culture*

## Ethics & Compliance

Code of Conduct

Conflict of Interest Principle Translations

### Conflict of Interest Principle

#### Principle Statement:

Employees and third parties to whom this Principle applies must be free from conflicts of interest that could adversely influence their judgment, objectivity, or loyalty to the company in conducting 3M business activities and assignments. Employees must avoid situations where their personal interests could inappropriately influence, or appear to influence, their business judgment. This is called "conflict of interest." Even the perception that personal interests influence business judgment can hurt 3M's reputation and business. Employees may take part in legitimate financial, business, charitable and other activities outside their 3M jobs, but any real, potential, or perceived conflict of interest raised by those activities must be promptly disclosed to management and updated on a periodic basis. Local policies and procedures may require employees to provide timely and complete conflict of interest certifications.

#### Purpose:

Our reputation and business can be damaged when personal interests influence or appear to influence business judgment.

This Principle applies globally to all employees and may apply to those acting on behalf of 3M. See the Compliance Principle for information on when a third party might be covered by the Code of Conduct Principles.

#### Additional Guidance:

- Employees who have friends or other personal or business relationships with people who are government officials must carefully consider whether those relationships create conflicts of interest with their 3M jobs. "Government Officials" include government employees, appointed and

elected officials, and others, including, but not limited to political parties and high ranking party members, professors and health care professionals who work at public universities and healthcare programs, employees of government-owned or government-controlled companies, or public international organizations like the Red Cross and United Nations. Determining whether someone is a "government official" can be difficult, so employees must consult with their assigned business unit's legal counsel or 3M Ethics & Compliance Department if they have questions.

- 3M employees must disclose any outside activities, financial interest, or relationship that may pose a real, potential or perceived conflict of interest. Disclosures may be to a supervisor, manager, or Human Resources professional and will vary depending on the job or role of the employee making the disclosure. Obtain management approval before accepting any position as an officer or director of an outside business.
- Remember that management approval is subject to ongoing review, so employees must periodically update their management regarding any activity that has previously been disclosed pursuant to this Principle.
- Employees must notify management before serving on the board of a charitable, educational, or other nonprofit organization. Employees are encouraged to advise 3Mgives, which may connect them with volunteer resources such as 3M Volunteer Match or additional training.

**This Principle also requires that employees avoid:**

- Accepting outside employment that is inconsistent with 3M's interests, such as working for a competitor or starting your own business that competes with 3M.
- Mixing personal relationships and business—for example, hiring a family member as an employee or vendor; buying goods or services from a family business on 3M's behalf; or selling 3M goods to a family business on any basis for which others might compete.
- Accepting gifts, meals, or entertainment that could appear to affect objectivity and judgment. Turn down expensive dinners or gifts that would be considered extravagant by anyone.
- Accepting a gift that does not meet the standards in the 3M Gifts, Entertainment, and Travel Principle.
- Personal relationships with other 3M employees where being in that relationship may result in one of the persons receiving or giving unfair advantage, or preferential treatment because of the relationship.
- Actions or relationships that might conflict or appear to conflict with job responsibilities or the interests of 3M.
- Having a direct or indirect financial interest in or a financial relationship with a 3M competitor, supplier or customer (except for insignificant stock interests in publicly-held companies).
- Taking part in any 3M business decision involving a company that employs a spouse or family member.
- Having a second job where the other employer is a direct or indirect competitor, distributor, supplier or customer of 3M.
- Having a second job or consulting relationship that affects the employee's ability to satisfactorily perform 3M assignments.
- Using nonpublic 3M information for personal gain or advantage, or for the gain or advantage of another, including the purchase or sale of securities in a business 3M is interested in acquiring, selling, or otherwise establishing or terminating business relations with.
- Investing in an outside business opportunity in which 3M has an interest, except for having an insignificant stock interest in publicly-held companies.

- Receiving personal discounts or other benefits from suppliers, service providers, or customers that are not available to all 3M employees.
- Receiving personal honoraria for performing services that are closely related to the employee's work at 3M. Employees must have their supervisor approve occasional honoraria, such as for a university presentation or symposium.
- Having romantic relationships with certain other employees where:
  - There is an immediate reporting relationship between the employees.
  - There is no direct reporting relationship between the employees, but where a romantic relationship could cause others to lose confidence in the judgment or objectivity of either employee, or the relationship could cause embarrassment to the company.

Note: In some circumstances, romantic relationships between employees may raise compliance issues under the 3M Respectful Workplace Principle.

**Penalties:**

Violations of the law and 3M's Code of Conduct will result in discipline, up to and including termination from employment.

**Related Information and Links:**

- [Gifts, Entertainment, and Travel Principle \(/sites/corpRC0011/Pages/Global/41.aspx\)](/sites/corpRC0011/Pages/Global/41.aspx)
- [Respectful Workplace Principle \(/sites/corpRC0011/Pages/Global/54.aspx\)](/sites/corpRC0011/Pages/Global/54.aspx)
- [Securities Trading and Insider Information Principle \(/sites/corpRC0011/Pages/Global/44.aspx\)](/sites/corpRC0011/Pages/Global/44.aspx)
- [3MEthics.com \(https://secure.ethicspoint.com/domain/en/report\\_custom.asp?clientid=8897\)](https://secure.ethicspoint.com/domain/en/report_custom.asp?clientid=8897)
- [Frequently Asked Questions \(http://legalapps.mmm.com/legal/portal/C%26BC/Code/FAQ-ConflictOfInterest.pdf\)](http://legalapps.mmm.com/legal/portal/C%26BC/Code/FAQ-ConflictOfInterest.pdf)