

February 16, 2007

[REDACTED]

VIA E-MAIL

Dear [REDACTED]:

As I said on the phone to [REDACTED] earlier this week, Green Century would consider withdrawing our shareholder resolution in response to a commitment from [REDACTED] to publish a set of mutually agreed-upon benchmarks related to chemical security and chemical process safety, including one or more benchmarks relating to the adoption of inherently safer technologies (ISTs).

[REDACTED] is uniquely positioned to benefit from such disclosure. The company continues to make significant investments in process safety, process improvement, and inherently safer technology. [REDACTED] also has an established successful vehicle for disseminating such information in its GRI reports.

After we met last year I proposed a set of possible benchmarks based on [REDACTED]'s RMP filings, including number of sites subject to RMP, number and quantity of RMP chemicals stored at sites, and the size of the populations contained in the vulnerability zones defined by the RMP filings. (The complete withdrawal proposal is attached at the end of this letter.) [REDACTED] did not accept that proposal and because of the shortness of time before the printing of your proxy, we were unable to discuss alternatives.

The goal of the proposal last year was twofold:

1. To have a clear statement from [REDACTED] on its policies related to chemical security and process safety, as distinct from more routine EHS concerns. [REDACTED] clearly has a well-developed capability in place for managing the risk of incidents with offsite and potentially catastrophic consequences. However, this capability is not discussed in [REDACTED]'s publicly available materials.
2. Defining a set of benchmarks that can provide objective measures of [REDACTED]'s commitment to its continuous management of chemical safety and security.

I would be happy to consider and discuss with [REDACTED] any proposal that would meet these two goals. On the question of benchmarks, these could include some subset of the RMP-related benchmarks that I proposed last year. They could also include other objective indicators such as

- Chemical releases and near misses
- Other process accidents and near misses
- Facility risk categorizations (using non-RMP criteria)
- Facility process safety audits and reviews
- Process safety improvements (with some appropriate definitions)

- Training of management, employees, and contractors
- Budgetary commitment to chemical security
- Size and independence of the process safety and security staff within [REDACTED]

This is a partial list. I would look to [REDACTED] for recommendations of metrics that would, to your view, most accurately and objectively measure process safety management and improvement.

I recognize that these may be difficult benchmarks to define, especially as one moves away from the simple measurements of RMP numbers. However, I believe that is an effort worth making. [REDACTED] has an opportunity to provide leadership for its industry and other industries by defining these benchmarks. They would provide invaluable information to investors as well as to the company's own management. They would also help define best practices for other companies to follow.

I would be happy to meet at a mutually agreeable time to discuss this proposal, or a counter-proposal from your side. I have also attached to this letter a background paper on process safety management for the lay person that may provide some useful food for thought. (You can ignore the legislative components of that paper, which are related to the UK and also dated.)

Sincerely,

Andrew Shalit  
Director of Shareholder Advocacy  
Green Century Capital Management

## Green Century Resolution Withdrawal Proposal 3/9/2006

Green Century will withdraw our shareholder resolution relating to chemical security and inherent safety from ██████'s proxy if ██████ makes a written commitment to placing the following material on the company website and in the company's GRI report, including a commitment to update the materials at a minimum annually to reflect the company's most recent knowledge of its sites.

1. A statement on chemical security. The statement should describe the issue of potential catastrophic chemical releases faced by the company, and the company policies for addressing the issue. The statement should include an explicit discussion of the role played by improvements to inherent safety (as distinct from overall process hazards management) within the overall vulnerability assessment and improvement process. The statement should include or link to the criteria used to prioritize facilities and the number of facilities worldwide at each priority level.
2. An outline of the use and storage of extremely hazardous substances (EHSs) at ██████ facilities, and the potential impact thereof. (We propose using the RMP list of chemicals, but are open to considering a more expansive list of acutely toxic substances if you want to suggest one.) This should include the following information:
  - a. Number of U.S. facilities that use/store threshold quantities of EHSs.
  - b. Aggregate quantity of EHSs stored at U.S. facilities.
  - c. Aggregate quantity of each EHS stored at U.S. facilities.
  - d. Aggregate population in vulnerability zones under RMP worst-case release scenarios for U.S. facilities.
  - e. Number of U.S. facilities with vulnerable populations in each of the following ranges: Less than 1,000, 1,000 to 9,999, 10,000-100,000, more than 100,000.
  - f. Similar reporting (items a through e) for worldwide facilities (U.S. plus rest of world). We recognize that the non-U.S. facilities are not subject to RMP reporting, but we understand from our conversation yesterday that ██████ has readily available information on the use of RMP-subject chemicals worldwide. Similarly, we realize that RMP-style worst-case scenarios and vulnerable populations may not be calculated for non-U.S. sites. We are open to suggestions for alternate methodologies for calculating these.
3. A general discussion of the use of EHSs by ██████, and of ██████ programs and policies intended to reduce the use of EHSs and reduce the populations within the vulnerability zones created by the use of EHSs. Goals and targets for these reductions.
4. Historical data and trends related to the above, to the extent it is available.