



スリーエム ジャパン株式会社
2024年 2月27日

3M、ヘルスケア事業のソルベンタム社への分社化の計画に関する フォーム 10 登録届出書の提出を発表

当資料は、[3M 社（本社：米国ミネソタ州、NYSE:MMM）が 2024 年 2 月 21 日（現地時間）に発表した報道資料](#)を抄訳したものです。

ソルベンタムは 2024 年 4 月 1 日に 3M から分社化する見込み

3M は本日、ヘルスケア事業を新たに独立したヘルスケア企業のソルベンタムとして分社化する計画について、米国証券取引委員会（SEC）に[フォーム 10 登録届出書](#)を提出したことを発表しました。

ソルベンタムは 2024 年 4 月 1 日に 3M から分社化する予定ですが、3M 取締役会の最終的な承認およびその他の必要条件を満たすことが条件となります。ソルベンタムはニューヨーク証券取引所に「SOLV」として上場申請中です。ソルベンタムの 2023 年の売上高は 82 億ドルで、ブライアン・ハンソンが最高経営責任者（CEO）、ウェイド・マクミランが最高財務責任者（CFO）、キャリー・コックスが取締役会議長に就任し、従業員数は 2 万人を超えます。

また、ソルベンタムは 2024 年 3 月 19 日（火）午前 9 時（東部時間）にニューヨークでインベスター・デイを開催する予定です。ハンソンとマクミランは、ソルベンタムのリーダーシップ・チームのメンバーとともに、3M からの分社化を前に、事業の概要と価値創造の機会について説明します。イベントには、正式なプレゼンテーションとリーダーシップとの質疑応答が含まれます。直接の参加登録については、今後数週間のうちにご案内いたします。

ソルベンタムのプレゼンテーションの同時ウェブキャストおよびリプレイは、3M のウェブサイト <https://investors.3m.com/health-care-spin-off-resources> で視聴できます。ウェブキャストのアーカイブは、ライブイベント終了後に当社ウェブサイトでもご覧いただけます。

Forward-Looking Statements

This news release contains forward-looking information about 3M's financial results and estimates and business prospects that involve substantial risks and uncertainties. You can identify these statements by the use of words such as "plan," "expect," "aim," "believe," "project," "target," "anticipate," "intend," "estimate," "will," "should," "could," "would," "forecast" and other words and terms of similar meaning in connection with any discussion of future operating or financial performance or business plans or prospects. Among the factors that could cause actual results to differ materially are the following: (1) worldwide economic, political, regulatory, international trade, geopolitical, capital markets and other external conditions and other factors beyond the Company's control, including inflation, recession, military conflicts, natural and other disasters or climate change affecting the operations of the Company or its customers and suppliers; (2) foreign currency exchange rates and fluctuations in those rates; (3) risks related to certain fluorochemicals, including liabilities related to claims, lawsuits, and government regulatory proceedings concerning various PFAS-related products and chemistries, as well as risks related to the Company's plans to exit PFAS manufacturing and discontinue use of PFAS across its product portfolio; (4) risks related to the proposed class-action settlement to resolve claims by public water systems in the

United States regarding PFAS; (5) legal proceedings, including significant developments that could occur in the legal and regulatory proceedings described in the Company's Annual Report on Form 10-K for the year ended Dec. 31, 2023 and any subsequent quarterly reports on Form 10-Q (the "Reports"); (6) competitive conditions and customer preferences; (7) the timing and market acceptance of new product and service offerings; (8) the availability and cost of purchased components, compounds, raw materials and energy due to shortages, increased demand and wages, supply chain interruptions, or natural or other disasters; (9) unanticipated problems or delays with the phased implementation of a global enterprise resource planning (ERP) system, or security breaches and other disruptions to the Company's information technology infrastructure; (10) the impact of acquisitions, strategic alliances, divestitures, and other strategic events resulting from portfolio management actions and other evolving business strategies; (11) operational execution, including the extent to which the Company can realize the benefits of planned productivity improvements, as well as the impact of organizational restructuring activities; (12) financial market risks that may affect the Company's funding obligations under defined benefit pension and postretirement plans; (13) the Company's credit ratings and its cost of capital; (14) tax-related external conditions, including changes in tax rates, laws or regulations; (15) matters relating to the proposed spin-off of the Company's Health Care business, including whether the transaction will be completed, or if completed, will be on the expected terms or at the expected time; the risk that the expected benefits will not be realized; the risk that the costs or dis-synergies will exceed the anticipated amounts; the ability to satisfy the various closing conditions; potential business disruption; the diversion of management time; the impact of the transaction (or its pendency) on the Company's ability to retain talent; potential impacts on the Company's relationships with its customers, suppliers, employees, regulators and other counterparties; the ability to realize the desired tax treatment; the risk that any consents or approvals required will not be obtained; risks associated with financings that may be undertaken and indebtedness that may be incurred in connection with the transaction; and (16) matters relating to Combat Arms Earplugs ("CAE"), including those relating to, the August 2023 settlement that is intended to resolve, to the fullest extent possible, all litigation and alleged claims involving the CAE sold or manufactured by the Company's subsidiary Aearo Technologies and certain of its affiliates and/or 3M. Changes in such assumptions or factors could produce significantly different results. A further description of these factors is located in the Reports under "Cautionary Note Concerning Factors That May Affect Future Results" and "Risk Factors" in Part I, Items 1 and 1A (Annual Report) and in Part I, Item 2 and Part II, Item 1A (Quarterly Reports). The Company assumes no obligation to update any forward-looking statements discussed herein as a result of new information or future events or developments.

【3M について】

3M(本社：米国ミネソタ州)は、サイエンス（科学）が明るい未来を創造すると信じています。人びと、アイデア、サイエンスの力を解き放つことによりさらなる可能性を模索し、世界中の社員がお客様、地域社会、そして地球の課題を解決するために取り組んでいます。人びとの暮らしを豊かにし、「これから」を創り出すための3Mの活動は [3M.com/news](https://www.3m.com/news) をご覧ください。3M ジャパングループについては news.3mcompany.jp/news-center をご覧ください。