TO: Active Participants in the Rohm and Haas Company Retirement Plan

September 2013

This annual notice provides important updates concerning the interest rate assumptions used to calculate lump sums under the Rohm and Haas Company Retirement Plan ("Plan"). If you are considering terminating employment and receiving your benefit in a lump sum before December 1, 2014, you should read this notice carefully and keep these interest rates in mind as you decide when to request a lump sum distribution. Please disregard this notice if: (1) you are a participant in the Rider 2 benefit structure of the Plan (*i.e.*, you participated in the Morton International, Inc. Pension Plan and you did not "switch" at the time of Pension Choice to the new benefit structure in 2001); (2) you were first hired on or after April 1, 2009; or (3) you are a participant in the Dow Employees' Pension Plan or Union Carbide Employees' Pension Plan.

IMPORTANT: The new lump sum interest rate assumptions for benefit commencement dates during the period from December 31, 2013 to November 30, 2014 are *higher* than the interest rate assumptions for benefit commencement dates during the period from December 31, 2012 to November 30, 2013. In general, a *higher* interest rate will produce a *smaller* lump sum amount than a *lower* rate.

Overview

When you apply to begin your benefit under the Rohm and Haas Company Retirement Plan ("Plan"), you may choose to receive it as a single lump sum distribution, or in one of various monthly payment options. If you choose a lump sum, the amount of your distribution will be calculated based on assumptions about future interest rates and average life expectancies. Federal law regulates these assumptions to ensure that your lump sum meets certain minimum standards.

As you may recall from the "Important Retirement Program Changes" notice dated November 14, 2008 and the Lump Sum Rate Notices dated October 2009, September 2010, October 2011 and September 2012, the Pension Protection Act of 2006 ("PPA") changed the interest rate assumptions and life expectancy tables used to calculate lump sums. The PPA interest rates are based on yields on high quality corporate bonds of short, medium and long duration. (We refer to these as the "PPA Assumptions".) Prior to PPA, the assumptions were based on the 30-year Treasury bond yield. (We refer to these as the "Pre-PPA Assumptions.") In general, you are eligible to begin your benefit as of the last day of the month in which you terminate employment, or the last day of any month following your termination, up to and including the month in which you turn age 65. This date is referred to as your "benefit commencement date." For example, your benefit commencement date could be December 31, but it could not be January 1.

When you apply to receive a lump sum from the Plan, your lump sum is calculated as of your "benefit commencement date." However, payment of your lump sum is usually delayed for a short period after your benefit commencement date to provide the Plan's administrators with time to process your distribution request and to ensure that your lump sum is calculated correctly.

If you elect to receive a lump sum, your lump sum amount will be the greater of (i) your "grandfathered amount", which is your accrued benefit as of December 30, 2008, converted to a lump sum using the Pre-PPA assumptions, or (ii) your entire accrued benefit converted to a lump sum using the PPA assumptions.

The Pre-PPA assumptions and the PPA assumptions change on December 31st of each year, and remain in effect for twelve months. In general, the Plan uses the Pre-PPA and PPA interest rates as of the immediately preceding August. For example, for benefit commencement dates during the period beginning December 31, 2013 and ending November 30, 2014, the PPA interest rates will be based on August 2013 interest rates, and the Pre-PPA interest rate will be based on the average of the June, July and August 2013 interest rates (the "updated" assumptions). For the period beginning December 31, 2012 and ending November 30, 2013, the Pre-PPA interest rate is based on the average of the June, July and August 2012 interest rates, and the PPA interest rates are based on the August 2012 interest rates (the "current" assumptions).

INTEREST RATE ASSUMPTIONS

	For benefit commencement dates between December 31, 2012 and November 30, 2013, the "**current**" assumptions are:	For benefit commencement dates between December 31, 2013 and November 30, 2014, the "**updated**" assumptions are:
Pre-PPA Interest Rate Assumptions (Used to convert your accrued benefit as of December 30, 2008 to a lump sum amount)	The Pre-PPA interest rate is *2.69%*. The Pre-PPA interest rate will be the lower of two interest rates: (i) the Treasury bond yield rate for August 2012, which is *2.77%*; and (ii) the average Treasury bond yield rate for June, July and August 2012, which is *2.69%*.	The updated Pre-PPA interest rate is *3.59%*. The Pre-PPA interest rate will be the lower of two interest rates: (i) the Treasury bond yield rate for August 2013, which is *3.76%*; and (ii) the average Treasury bond yield rate for June, July and August 2013, which is *3.59%*.
PPA Interest Rate Assumptions (Used to convert your entire accrued benefit at termination to a lump sum amount)	The PPA interest rates are *1.13%*, *3.71% and 4.52%*. The rates are the short term, medium term and long term corporate bond interest rates for August 2012, respectively.	The updated PPA interest rates are *1.36%, 4.60%* and *5.58%.* (The rates are the short term, medium term and long term corporate bond interest rates for August 2013, respectively.

What Does This Mean To You?

The PPA interest rate assumption is *higher* for benefit commencement dates in the period December 31, 2013 to November 30, 2014, than the period December 31, 2012 to November 30, 2013. In general, a *higher* interest rate will produce a *smaller* lump sum amount than a *lower* rate. Changes in age and the life expectancy tables will also have an impact. How these rates and life expectancy tables will apply to your lump sum calculation will depend on your individual situation as of your benefit commencement date. If you terminate employment on November 30, 2013 and call the HR Service Center before November 30, 2013 to elect an immediate lump sum payment, your benefit commencement date will be November 30, 2013 and your lump sum will be calculated using the ***current*** PPA assumptions and Pre-PPA assumptions. Alternatively, if you terminate employment on or after December 1, 2013 and call the HR Service Center on or after December 1, 2013 to request an immediate lump sum payment, your earliest possible benefit commencement date will be December 31, 2013 and your lump sum will be calculated using the ***updated*** PPA assumptions and Pre-PPA assumptions.

Dow's Pension Retirement Modeling Tool allows you to model different retirement scenarios and see how the interest rate and life expectancy changes will apply to your lump sum calculation. You can access the modeling tool on My HR Connection/Benefits/Dow Benefits website or at https://dowbenefits.ehr.com/.

Although the modeler is available to most Participants in the Plan, certain employees -- such as employees whose benefit was transferred from a predecessor plan or who had a break in service -- may not be able to use the modeler due to the complexity of their benefit calculation. If you do not have access to the modeler and you are considering whether to terminate employment and apply for a retirement benefit on or before November 30, 2013, versus on or after December 1, 2013, you may wish to receive comparative benefit estimates that will show you the difference between requesting a benefit commencement date of November 30, 2013 versus December 31, 2013. A manual projection request received by mid-October for a pending November 30, 2013 retirement will be given first priority and will be mailed by mid-November. Estimates for later retirement and commencement dates will be provided as soon as administratively possible. To request a manual projection, please call the HR Service Center at 877-623-8079 or 989-638-8757.

*Lump sums will be paid no later than the last day of the month that is at least 90 days after your benefit commencement date, if you have completed and returned all required paperwork and provided all required supporting documents.

Questions and Answers

Q 1. *What are the updated PPA and Pre-PPA interest rate assumptions?*

A. **The updated PPA interest rates are *1.36%, 4.60% and 5.58%*** which are the short term, medium term and long term corporate bond interest rates for August 2013, respectively. The updated PPA interest rates will be used to determine the lump sum amount of your entire benefit if your benefit commencement date occurs during the period beginning December 31, 2013 and ending November 30, 2014.

The updated Pre-PPA interest rate is *3.59%*. The Plan provides that the Pre-PPA interest rate for benefit commencement dates during the period beginning December 31, 2013 and ending November 30, 2014 will be the lower of two interest rates: (i) the Treasury bond yield rate for August 2013; and (ii) the average Treasury bond yield rate for June, July and August 2013. The first rate is 3.76% and the second rate is 3.59%. This means that the Plan will use *3.59%* to determine the lump sum amount of your benefit accrued as of December 30, 2008 if your benefit commencement date occurs during the period beginning December 31, 2013 and ending November 30, 2014.

Q 2. *When I elect to commence my benefit, will you calculate my lump sum amount under both the PPA and Pre-PPA interest rate assumptions?*

A. Yes, if you have a "grandfathered amount." Under the terms of the Plan, if you elect to receive a lump sum distribution, your lump sum amount will be the greater of (i) your "grandfathered amount", which is your benefit accrued as of December 30, 2008, converted to a lump sum using the Pre-PPA assumptions, or (ii) your entire accrued benefit converted to a lump sum using the PPA assumptions.

Q 3. *If the updated interest rate assumptions are higher, what impact will this have on the calculation of my lump sum amount if my benefit commencement date occurs during the period beginning December 31, 2013 and ending November 30, 2014?*

A. In general, a *higher* interest rate will produce a *smaller* lump sum amount than a *lower* rate. Changes in age and the life expectancy tables will also have an impact. How the updated interest rates and life expectancy tables will apply to your lump sum calculation will depend on your individual situation as of your date of retirement and benefit commencement date.

Q 4. *There are three interest rates listed for the PPA Assumptions; are all three used to calculate the lump sum value of my entire benefit?*

A. The PPA interest rates reflect the fact that bond yields are different based on maturity periods. As a result the PPA interest rates include one rate for the first five years in the future (approximating rates for shorter-term bonds), a second rate for the next 15 years in the future (approximating rates on bonds with medium-length maturities) and a third rate after 20 years in the future (approximating rates for longer-term bonds). The PPA interest rate that applies to you will be a blend of these rates, depending on your age when you retire and receive your distribution. Remember, under the terms of the Plan, if you elect to receive a lump sum, your lump sum amount will be the greater of (i) your "grandfathered amount", which is your benefit accrued as of December 30, 2008, converted to a lump sum using the Pre-PPA assumptions, or (ii) your entire accrued benefit converted to a lump sum using the PPA assumptions.

Q 5. *I plan to terminate employment on November 30, 2013 and request an immediate lump sum. How soon should I call the HR Service Center to request a November 30, 2013 benefit commencement date and when can I expect to receive my lump sum distribution?*

A. If you are planning to terminate on November 30, 2013 and would like to elect a November 30, 2013 benefit commencement date, you should request a retirement kit by contacting the HR Service Center 60 to 90 days before your anticipated benefit commencement date, but no later than November 30, 2013. If you elect a lump sum distribution and complete and return all required forms and supporting documents by the deadlines set forth in the kit, your lump sum will be paid no later than the last day of the month which is at least 90 days after your benefit commencement date.

Q 6. *Will the modeler results reflect the updated PPA interest rate assumptions and life expectancy tables for benefit commencement dates during the period beginning December 31, 2013 and ending November 30, 2014?*

A. Yes. If you would like to estimate your lump sum amount for a benefit commencement date between December 31, 2013 and November 30, 2014, the modeler's lump sum calculation will reflect the updated PPA assumptions and Pre-PPA assumptions as communicated in the September 2013 Lump Sum Rate Notice. The lump sum value result displayed in the modeler will be the greater of (i) your "grandfathered amount", which is your benefit accrued as of December 30, 2008, converted to a lump sum using the Pre-PPA assumptions, or (ii) your entire accrued benefit converted to a lump sum using the PPA assumptions. Remember, your benefit commencement date is the date as of which your benefit is calculated, and must be the last day of a month.

Q 7. *I am planning on retiring after November 30, 2014, and would like to use the modeler today to project what my lump sum will be on December 31, 2017. If the interest rates change every year, will the modeler projection that I run today be accurate?*

A. Because the IRS does not release interest rates in advance, it is not possible for the modeler to provide you with a projection this year for a benefit commencement date after November 30, 2014 that will reflect the interest rates that will apply when your lump sum is paid to you. For example, the interest rate for a December 31, 2017 benefit commencement date will be available in late September 2017, after the IRS posts the short term, medium term and long term corporate bond yields for the month of August 2017. Thus, if you use the modeler today to project your lump sum amount for December 31, 2017, the modeler will use the most recent interest rate assumptions for the projection (i.e., the interest rate assumptions in effect for benefit commencement dates during the period December 31, 2013 and ending November 30, 2014). Please keep in mind that for benefit commencement dates in the future, the modeler is designed to provide you with a "ballpark" figure for your planning purposes, and not an exact estimate. Depending on economic factors and future events, the actual interest rates (and your lump sum) could be significantly smaller or larger than the estimate provided by the modeler.

Q 8. *I am an active employee and I am not able to use the modeler. Although I am not considering requesting a distribution before December 1, 2013, can I request a manual projection of my monthly benefit and lump sum amount for a future benefit commencement date?*

A. Yes. Employees who cannot model due to the complexity of their benefit calculation may request 2 manual projections per calendar year (this limit does not apply for the year in which you begin your benefit). In general, manual projections can be completed within 6 weeks of the request. However, projection requests for future benefit commencement dates may be delayed to accommodate those employees who are considering a benefit commencement date of November 30, 2013 (or earlier) and require a projection in order to make a retirement decision. If you request a manual projection within the next few weeks for a benefit commencement date after November 30, 2013, your projection will be completed as soon as administratively possible.

In addition, except as required by law, the lump sum option may not be suspended or eliminated with respect to benefits that have already accrued.