



2008

# SUSTAINABILITY REPORT

ADVANCING LIFE SCIENCE TOGETHER™  
Research. Development. Production.



**Please visit us on the web.**

We're pleased to make available a limited number of printed sustainability reports for those readers who prefer a hard copy. We invite you to also visit our website, where you can learn even more about Millipore's Sustainability Initiative; our environment, health and safety and quality management programs; and the many ways in which we're integrating sustainability into our business strategies, products, packaging, and daily activities.

In addition, we welcome input on our sustainability activities and performance. Use our online "site feedback" function or contact us directly at [sustainability@millipore.com](mailto:sustainability@millipore.com).

[www.millipore.com/sustainability](http://www.millipore.com/sustainability)

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From our CEO  
Martin Madaus

“Millipore is well positioned for sustainable growth in the future. We will use our scientific expertise to pioneer new tools and practices that advance sustainability, just as we continue providing fresh insights and innovative technologies to help our customers improve people’s lives.”

**Martin Madaus, PhD**

Millipore Chairman, CEO, and President

### An Opportunity—and a Responsibility

Our commitment to life science and human health is at Millipore’s core. But we’re also passionate about reducing our environmental impacts, doing our part to mitigate climate change, and meeting our social responsibilities. As an industry leader and a multinational company, we have both an opportunity and a responsibility to be an environmental steward and good corporate citizen on a global scale. That’s why, in May 2008, we formally announced our global Sustainability Initiative. This new program is an ambitious, multi-year effort aimed at minimizing the company’s environmental impacts and reducing our carbon footprint 20 percent by 2011. I’m pleased to report that much progress is being made, as you will read in this, our first formal sustainability report.

Our Sustainability Initiative encompasses a range of programs focused on reducing our consumption of non-renewable resources, eliminating waste, and adopting behavioral changes that support long-term sustainability. Although we have always operated in compliance with regulations related to environment, health and safety (EHS), we launched this long-term effort to step up our efforts, particularly in light of the scientific evidence about the effects of climate change on future generations. Today, many of our sustainability activities are aimed at substantially reducing Millipore’s contribution to greenhouse gas (GHG) emissions, a key factor in global climate change.

In my view, building a business on an environmentally sustainable foundation will be the only way forward, and it is therefore a critical business focus for us now. Our Sustainability Initiative will provide competitive advantage in the future, meet our customers’ sustainability goals/objectives, and help to grow our business. Growth and sustainability performance fit together well. For the past 5 years, we have steadily increased our revenues through a combination of organic growth and acquisitions, part of our strategic plan. And as we expand into new markets and increase our presence in new regions, like Asia, we continue to uphold our environmental and social commitments through our focus on innovation and efficiency.

### Strategic Priorities

We recognize that addressing climate change and other environmental issues important to our stakeholders requires collective effort and dedication, both within Millipore and beyond. We are focused on dramatically reducing impacts from our products and packaging, as well as those related to our use of energy and water, and our production of waste. We also encourage employees not only to make changes within the workplace, but in their daily activities as well. These objectives, along with our ongoing commitment to serve and support our employees and the communities in which we work, represent our clear sustainability priorities.

### Sustainability Performance Overview

I’m proud of the strides we’ve made toward reducing our carbon footprint. Globally, we now purchase 10 percent of our energy from renewable sources, we’ve saved over 5 million kilowatt hours (kWh) of energy per year through efficiency programs, and we’ve eliminated 35,000 therms of energy annually through boiler upgrades.

Concurrently, we increased the efficiency of our vehicle fleet in the United States, 30 percent of which is now fuel-saving hybrid vehicles, and launched an incentive program to help employees purchase their own hybrid cars. As a way to share successes and explore new environmental opportunities with other companies, we hosted a workshop on GHG and energy management strategies, and look forward to facilitating future knowledge sharing with our peers.

As part of our commitment to product and packaging stewardship, we launched Millipore’s first biodegradable and compostable product, evaluated the feasibility of using non-oil-based materials for other products, and began using packaging made from 100-percent recycled materials.

These are accomplishments we are all proud of, and among the many we will realize in the coming years. During 2009, we’ll be stepping up efforts in all these areas and exploring additional ways to reduce our environmental impacts—through our products and packaging, operational improvements, and behavioral changes.

### Looking Ahead

We are leaders in an industry that manufactures highly sensitive, plastic-based, heavily packaged products. Our customers have begun asking for reduced packaging and for assistance with end-of-life product management. We are deeply committed to working with our customers and improving the sustainability of our products, packaging, and services. While we are making progress in this area, significant sustainability obstacles remain for our company and our industry, and we must do much more. We must apply our spirit of innovation and our scientific expertise to address these problems.

As we confront these and other challenges that lie ahead, I am proud of our employees’ enduring dedication to sustainability and grateful for the ongoing support of our customers and partners. As a life science company, environmental and social responsibility is a key part of the value we bring to all our stakeholders.

**Martin Madaus, PhD**  
Millipore Chairman, CEO, and President

# OVERVIEW

Millipore's operations will become environmentally sustainable in the long term by dramatically reducing the consumption of non-renewable resources, reducing waste, and adopting behavioral changes that support sustainability company wide.

**Martin Madaus, PhD**  
Millipore Chairman, CEO, and President



## About Our Report

This sustainability report, Millipore's first, includes environmental, social, and economic performance data collected in 2006, 2007, and 2008. We recognize the value to our stakeholders—and to our own continual improvement in sustainability—in conveying our performance data as part of a year-to-year trend, and have done so wherever possible. Some of our stakeholders may also find it useful to review our sustainability report in conjunction with Millipore's annual report. Going forward, we will report annually on our sustainability performance and provide frequent updates on our website.

This report also provides information on our approaches to governance, as well as environmental and social responsibility, while highlighting some of the ways in which we apply our innovative research, development, and production expertise to advance life science and contribute to a healthier world. We have prepared this report in alignment with the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines and self-declare an Application Level of C (please see Closing section for more).

### Boundary

Millipore Corporation is headquartered in Billerica, Massachusetts in the United States of America (U.S.), and operates in 30 other countries around the world. Product distributors and dealers operate in additional locations. Millipore facilities included in the scope of this report are indicated on the following page.

Unless otherwise noted, all data covers sites owned or operated wholly by Millipore, as well as those where we have entered a joint venture, regardless of our equity share. Any data associated with our strategic alliances represents only that from Millipore's facilities, and does not include our strategic partners' facilities or operations. Distributors, dealers, and suppliers are not represented in this report. We also include data from our leased sites, such as our corporate headquarters.

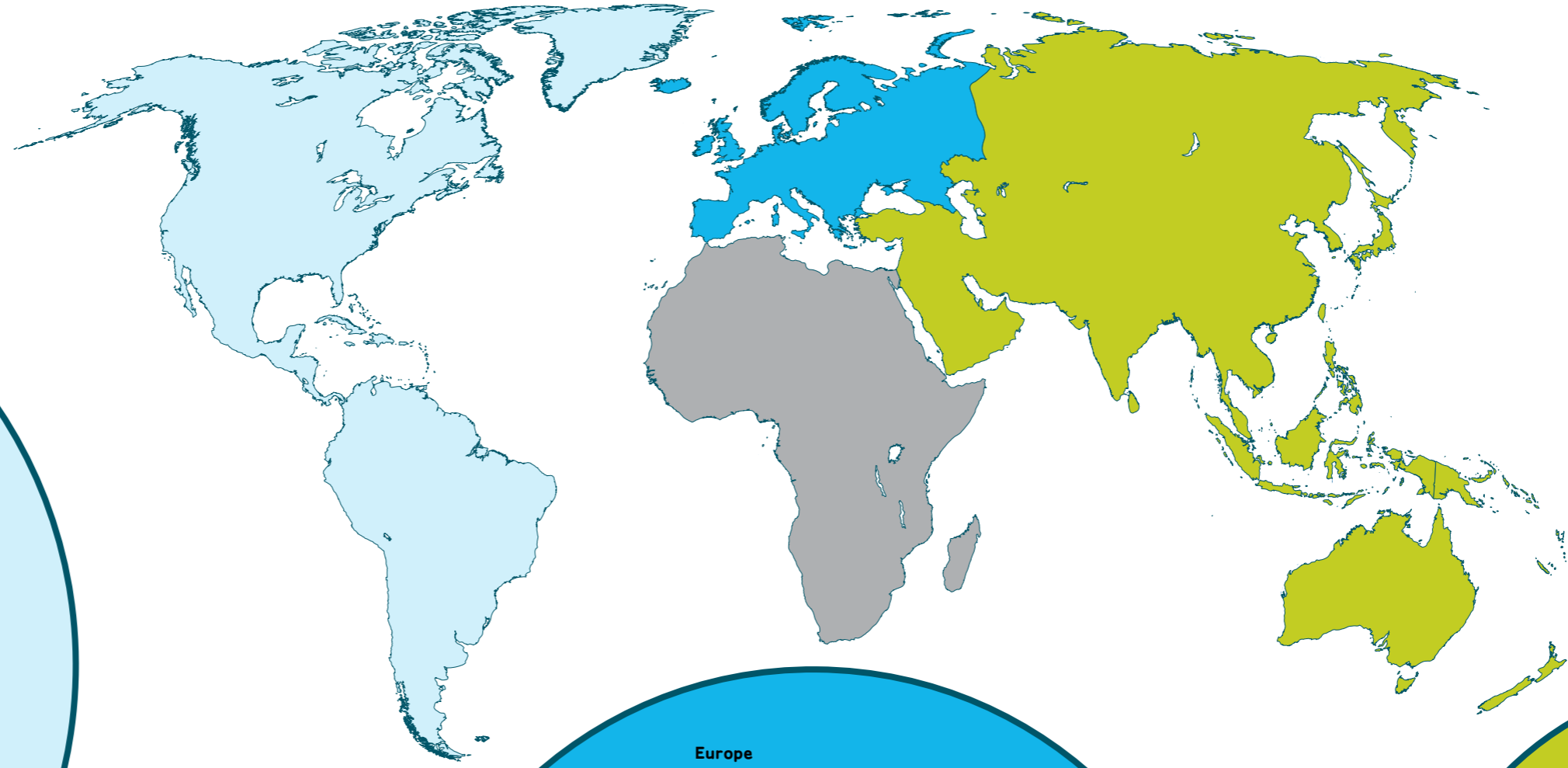
Although Millipore has not previously issued a sustainability report, we have communicated publicly about some of our sustainability goals and achievements. Please visit [www.millipore.com/sustainability](http://www.millipore.com/sustainability) for detailed information. Our previous statements remain in effect and we have no need to restate or revise any sustainability information provided earlier. There are no significant changes from previous reporting periods. Unless otherwise indicated in this report, our baseline year is 2006. Metrics are as shown throughout the report. All monetary amounts are stated in U.S. dollars.

## Facility Locations & Building Types

With operations around the world, our key manufacturing facilities are located in Europe (Cork, Ireland and Molsheim, France) and the U.S. (Jaffrey, New Hampshire; Kankakee, Illinois; St. Charles, Missouri; Temecula, California; Bedford, Massachusetts). Our major research and development (R&D) center is in Bedford, and numerous smaller facilities—offices, distribution centers, additional R&D facilities, and laboratories—are located around the world. We service multinational pharmaceutical and biotechnology companies, as well as regional and national firms, universities, and research institutes.

The Millipore facilities represented in this report are indicated below, with their respective building types.

As of 2008, revenues are derived from our operations in Europe (43 percent), the Americas (39 percent), and Asia/Pacific (18 percent). With approximately 67 percent of our business outside the U.S. in 2008, Millipore is a multi-national company. From 2006 to 2008, we continued making progress on our 5-year strategic plan (2005 to 2010). Accomplishments include building a larger-scale company globally; expanding into new markets and regions, such as Asia; enhancing our manufacturing efficiency and supply chain management; accelerating innovation; and achieving strong financial performance.



### Americas

- Anderson, California
- Bedford, Massachusetts
- Billerica, Massachusetts
- Billerica, Massachusetts (HQ)
- Burlington, Massachusetts
- Charlottesville, Virginia\*\*
- Cidra, Puerto Rico\*\*\*
- Danvers, Massachusetts
- Jaffrey, New Hampshire
- Kankakee, Illinois
- Lawrence, Kansas\*\*\*\*
- Lincoln Park, New Jersey
- Morgan Hill, California\*\*
- Norcross, Georgia\*\*
- Phillipsburg, New Jersey
- São Paulo, Brazil
- St. Charles, Missouri
- Temecula, California
- Toronto, Ontario, Canada\*\*



### Europe

- Amsterdam, The Netherlands
- Cambridge, England
- Consett, England\*\*\*\*
- Cork, Ireland
- Dundee, Scotland
- Leiden, The Netherlands
- Livingston, Scotland
- Molsheim, France
- Nödinge, Sweden\*\*\*\*
- St. Quentin, France
- Southampton, England\*\*
- Stonehouse, England\*
- Strasbourg, France



### Asia/Pacific

- Bangalore, India
- Baraki, Japan
- Boronia, Australia
- Mita, Japan
- Shanghai, China
- Yokohama, Japan



\* Closed 2006    \*\* Closed 2007    \*\*\* Closed 2008    \*\*\*\* Ceased operations

## Materiality

Materiality is a central concept in sustainability reporting. Unlike its meaning in a financial reporting context, materiality with respect to sustainability involves two important factors:

1. The degree to which sustainability issues reflect an organization's significant impacts.
2. The degree to which sustainability issues substantively influence the assessments and decisions of an organization's stakeholders.

Issues that both represent significant impacts and have the ability to substantively influence stakeholders' assessments are considered material for the sake of sustainability performance improvement and reporting. Given the potential array of sustainability issues on which organizations could report—including those that are not particularly relevant to their operations nor of significant interest to their stakeholders—the concept of materiality has become essential to defining report content.

Materiality is most commonly determined through a formal materiality analysis. Although we have not conducted a formal materiality analysis, we evaluated the impacts of our operations on the environment and society and considered the input we have received from our stakeholders, both internal and external.

## Scope

Our process for defining the content of this report is three-fold:

- First, we considered our core business areas and strategies, including both products and services.
- Equally important were our existing commitments to environmental management and health and safety as part of Millipore's International Organization for Standardization (ISO®) 14001 and Occupational Health and Safety Assessment Services (OHSAS) 18001 certification and management systems, and the key aspects and activities we monitor.
- We also sought to understand our stakeholders' expectations and interests with respect to sustainability.

Our key stakeholders include employees, customers, shareholders, suppliers, distributors, and dealers. Additional stakeholders comprise prospective employees and customers, financial analysts, members of the media, regulators, and non-governmental organizations.

We solicit stakeholder input through multiple channels, including our internal and external websites; our Investor Relations team; and our Corporate Communications, Human Resources, and Supply Chain departments. Customer surveys provide essential information that support decision making about products and services, which in turn affect our sustainability strategy. Our town hall meetings provide interactive opportunities for our employees to provide us with valuable feedback. For our investors and other stakeholders, we provide investor conferences and an annual meeting. And, our Director of EHS & Sustainability and Corporate Sustainability Steering Team regularly engage with employees, customers, and suppliers to learn about the sustainability issues most important to them.

We prioritized these issues according to their impacts on our business and our stakeholders, emphasizing those contributing to the most significant impacts and over which we have the most influence. These issues were then grouped into eight categories, which represent the focus of this report.

### We are reporting on the following areas:

- Products & Packaging
- Climate & Energy
- Waste
- Water
- Workplace
- Health & Safety
- Bioethics
- Community

## Strategy

In identifying the most appropriate indicators on which to report, we included both GRI G3 core indicators as well as information about additional issues that are significant to our company and our stakeholders. Examples include professional development of our employees and bioethics considerations. We believe this combined approach has provided a comprehensive picture of the environmental, social, and economic impacts of greatest significance to the company and our stakeholders. Looking ahead, we will rely in part on continued stakeholder engagement to help us identify any new issues that could become material to our operations.



# Sustainability Results

Our approach to sustainability seeks the best balance between the challenging demands of doing business and the need to protect the environment and practice good citizenship. Below are our key results and ongoing sustainability priorities.

Products & Packaging	Climate & Energy	Waste	Water	Workplace	Health & Safety	Bioethics	Community
<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ EcoStand™, biodegradable and compostable lab device</li> <li>○ Life cycle analysis for stainless steel versus single-use technologies</li> <li>○ Reusable packaging pilot program</li> <li>○ Lab water cartridge carbon footprint analysis</li> <li>○ Divisional sustainability teams</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ 14% GHG emissions reduction, toward our goal of 20% below 2006 levels by 2011</li> <li>○ 5.1 million kWh reduction, \$470,000 cost savings</li> <li>○ 10% worldwide energy from renewable sources</li> <li>○ 30% of U.S. fleet vehicles are hybrids</li> <li>○ Leadership in Energy and Environmental Design (LEED®) certification pending for two facilities</li> <li>○ 18 properties, facilities, and sustainability professionals trained in energy auditing</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ 100% Steritest™ plastic scrap recycled in Molsheim</li> <li>○ 70% recycling rate in Cork</li> <li>○ 1.5 metric tons organic waste composted in Bedford</li> <li>○ Elimination of non-biodegradable dishes, cups, cutlery, take-out containers in worldwide dining facilities</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ 378,500 cubic meters (m³) saved per year in Jaffrey</li> <li>○ 58 m³ saved per year in Cork from using reject water to supply a cooling tower</li> <li>○ 1,300 m³ saved per year in Temecula</li> <li>○ 49,200 m³ saved per year in Kankakee</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ Voluntary turnover rate consistently lower than industry average</li> <li>○ 5,115 human resources training hours completed in 2008</li> <li>○ 99% of employees received timely annual performance reviews</li> <li>○ Individual Development Plans created for employees</li> <li>○ Hybrid Vehicle Incentive Program for U.S. employees</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ 22% total case incident rate reduction, from 2.7 to 2.1</li> <li>○ 16% improvement in global EHS management scorecard results, from 0.61 to 0.71</li> <li>○ Global incident management system</li> <li>○ 50 EHS training classes offered worldwide</li> <li>○ Corporate and site-based crisis management plans</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ Publish quarterly scientific Stem Cell journal, <i>Cellutions</i></li> <li>○ Support Stem Cell training for diverse organizations, including hospitals, universities, and government agencies</li> <li>○ 50% reduction in rabbits to produce antibodies</li> <li>○ 15% greater response rate and 25% greater yields per mouse for antibodies, with far fewer animals</li> <li>○ Improved quality and purity of products through animal-free cell cultures</li> </ul>	<p><b>Results</b></p> <ul style="list-style-type: none"> <li>○ \$850,000 donated to over 500 community programs</li> <li>○ \$267,000 granted for student scholarships</li> <li>○ \$150,000 provided to stem cell researchers</li> <li>○ \$15,000 donated in funding and 1,900 employee volunteer hours for Everybody Wins! Reading Program</li> <li>○ \$55,000 and 2,300 employee hours for Habitat for Humanity® for affordable, eco-friendly homes</li> </ul>
<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Apply Design for Environment tools throughout product life cycle</li> <li>○ Improve environmental performance in materials and packaging</li> <li>○ Reduce use of foam packaging by 10%</li> <li>○ Explore opportunities for proper product end-of-life management</li> <li>○ Evaluate and increase bioplastics use</li> <li>○ Communicate product environmental profiles</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Achieve continued reduction in GHG emissions below 2006 baseline</li> <li>○ Receive LEED certification for at least two facilities by 2010</li> <li>○ Install renewable energy systems in two+ other facilities</li> <li>○ Incorporate green building practices in renovation and construction projects</li> <li>○ Refine GHG inventory management process</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Increase recycling and reuse rate at each facility</li> <li>○ Improve process scrap recycling</li> <li>○ Launch resource management contracting for northeastern U.S. facilities</li> <li>○ Expand composting to other facilities where possible</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Reduce water use through process engineering improvements</li> <li>○ Increase water reuse and recycling in worldwide facilities</li> <li>○ Improve efficiencies of wastewater treatment</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Broaden our talent pool</li> <li>○ Enhance EHS and sustainability awareness across global facilities</li> <li>○ Improve tracking of EHS training hours</li> <li>○ Maintain low voluntary turnover rate</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Develop risk recognition and reduction program</li> <li>○ Continue EHS audits of global facilities</li> <li>○ Achieve EHS Incident Rate (EHSIR) goal of 0.3</li> <li>○ Reduce injuries resulting from ergonomic risks</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Develop formal position on bioethics, encompassing stem cell research and animal health</li> <li>○ Provide complete workflow solutions for stem cell research, including media prep tools, coated plates, and complete characterization for flow cytometry</li> <li>○ Continue training and knowledge sharing, through leadership</li> <li>○ Advance additional animal-free products</li> </ul>	<p><b>Priorities</b></p> <ul style="list-style-type: none"> <li>○ Increase donations and hours to support science, education, and sustainability</li> <li>○ Continue support for stem cell research by providing \$500,000 over 4 years</li> <li>○ Commission stakeholder advisory group and increase stakeholder engagement, especially with customers and shareholders</li> </ul>

# PROFILE

Millipore Corporation is a life science leader providing cutting-edge technologies, tools, and services for bioscience research and biopharmaceutical manufacturing. As a strategic partner, we collaborate with customers to confront the world's challenging human health issues. From R&D to production, our scientific expertise and innovative solutions help customers tackle their most complex problems and achieve their goals.

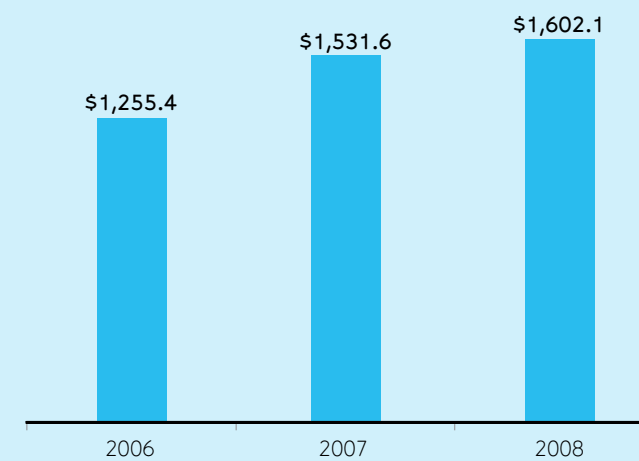


## About Our Company

Millipore is organized around two operating divisions. Our Bioscience Division, responsible for 45 percent of our 2008 revenues, improves laboratory productivity and workflows by developing innovative products and technologies for life science research and development. Our Bioprocess Division, which represents 55 percent of our 2008 revenues, helps pharmaceutical and biotechnology companies develop their manufacturing processes, optimize productivity, and ensure the quality of drugs. Through both of these divisions, the approximately 5,900 employees of Millipore support the research, development, and production of life-saving drugs, and advance our vision to become a leading life science company.

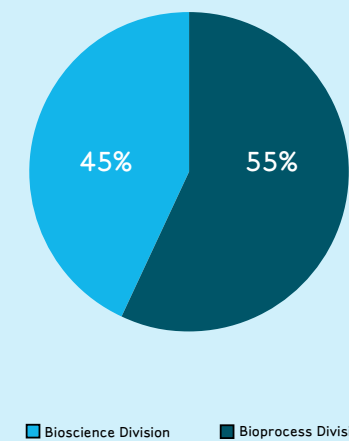
In 2006, Millipore acquired two companies, Newport Bio Systems, a maker of process containers and systems used in biopharmaceutical production, and Serologicals Corporation, which included the companies Chemicon, Upstate, Linco, and Celliance, and expanded our presence in life science research markets. These significant acquisitions increased our total employees by approximately 1,000 people and enhanced our suite of products and services in both the Bioscience and Bioprocess Divisions.

Revenues, 2006-2008  
(\$ in millions)



From 2006 to 2008, the percentage of our revenues outside the U.S. has grown, with 67% of our revenues coming from outside the U.S. in 2008. Details about our revenues, expenses, capitalization, and other material information can be found in our annual report at [www.millipore.com/ir](http://www.millipore.com/ir).

Revenues by Division, 2008



Millipore's two divisions develop products and services to support the "journey of a drug" through research, development, and production. Our ultimate goal is to help solve today's most challenging human health issues.



"As Millipore has grown over the years, I've seen a transformation in the way we think about our business and the environment. Our manufacturing expansion into Asia means a new responsibility to consider environmental impacts throughout our supply chain. Already, we've taken some steps to reduce our footprint in Asia, like implementing closed-loop recycling of packaging within our supply chain."

**Timothy Hines, Director, Supply Chain Management**  
Shanghai, China



## Corporation Subsidiaries

Company Name	Jurisdiction of Organization	Company Name	Jurisdiction of Organization
Bioprocessing Corporation Limited	United Kingdom	Millipore GmbH	Germany
Bioprocessing Limited	United Kingdom	Millipore Iberica S.A.	Spain
Celliance Lawrence, Inc.	U.S.	Millipore Industria E Comercio Ltda.	Brazil
Celliance Limited	United Kingdom	Millipore International Holding Company B.V.	Netherlands
Celliance Toronto, Inc.	Canada	Millipore Ireland B.V.	Netherlands
Chemicon Australia Pty. Ltd.	Australia	Millipore Kft	Hungary
Chemicon Europe Limited	United Kingdom	Millipore Korea Ltd.	Korea
Delahardt SAS	France	Millipore Newco Ireland Limited	Ireland
Guava Technologies, Inc.	U.S.	Millipore OY	Finland
Millilux S.a.r.L.	Luxembourg	Millipore Pacific Limited	U.S.
Millipart S.a.r.L.	Luxembourg	Millipore S.A. de C.V.	Mexico
Millipore (Canada) Ltd.	Canada	Millipore S.A./N.V.	Belgium
Millipore (Shanghai) Trading Company Ltd.	China	Millipore S.p.A.	Italy
Millipore (U.K.) Ltd.	United Kingdom	Millipore S.R.O.	Czech Republic
Millipore A/S	Denmark	Millipore SAS	France
Millipore AB	Sweden	Millipore Singapore Pte. Ltd.	Singapore
Millipore AG	Switzerland	Millipore Sp.z.o.o.	Poland
Millipore AS	Norway	Minerva Insurance Co. Ltd.	Bermuda
Millipore Asia Ltd.	U.S.	Nihon Millipore K.K.	Japan
Millipore Australia Pty. Ltd.	Australia	Protein Separations Ltd.	United Kingdom
Millipore B.V.	Netherlands	Serologicals European Holding Company Limited	United Kingdom
Millipore Bioscience Caribe Ltd.	Bermuda	Serologicals Global Holding Company Limited	United Kingdom
Millipore China Ltd.	Hong Kong	Serologicals UK Holding Company Limited	United Kingdom
Millipore Cork	Ireland	Upstate Ion Channel Discovery Group Limited	United Kingdom
Millipore Dublin International Finance Company	Ireland	Upstate Limited	United Kingdom
Millipore GesmbH	Austria	Upstate USA, Inc.	U.S.

We maintain approximately 50 wholly owned subsidiaries, as shown on this page. We are a 40-percent partner in one joint venture, Millipore India, but its operations and financial results are not currently, and have not been, financially material to us due to its comparatively small size. Millipore does not receive any significant government funding.

## Life Science Portfolio

Divisions	Product Applications	Customers
Bioscience	Lab Water	<ul style="list-style-type: none"> <li>Research departments at biotechnology and pharmaceutical companies</li> </ul>
	Lab Filtration	<ul style="list-style-type: none"> <li>Life science research companies</li> </ul>
	Drug Discovery & Development	<ul style="list-style-type: none"> <li>Public and private research laboratories</li> </ul>
	Life Sciences	<ul style="list-style-type: none"> <li>Hospital laboratories</li> <li>Clinical research organizations</li> <li>Environmental, industrial, and other analytical laboratories</li> </ul>
Bioprocess	Upstream Bioprocessing	<ul style="list-style-type: none"> <li>Biotechnology companies</li> </ul>
	Downstream Bioprocessing	<ul style="list-style-type: none"> <li>Pharmaceutical companies</li> </ul>
	Process Monitoring	<ul style="list-style-type: none"> <li>Contract drug manufacturers</li> <li>Diagnostics and medical device companies</li> </ul>
		<ul style="list-style-type: none"> <li>Beverage companies</li> <li>Environmental testing companies</li> </ul>

Millipore's portfolio of products and services spans the life science spectrum from research to development and production, meeting the needs of diverse customers.

## Ownership Profile

Top Holders	% Ownership by Shares
PRIMECAP Management Company	9.0
T. Rowe Price Associates, Inc.	7.1
Blue Ridge Capital	5.5
Capital Research Global Investors	4.6
Cramer Rosenthal McGlynn, LLC	4.4
Vanguard Group, Inc.	4.4
Barclays Global Investors, N.A.	4.2
Select Equity Group, Inc.	3.7
Capital World Investors	3.6
D. E. Shaw & Co., L.P.	3.6

Millipore (NYSE:MIL) is a publicly traded company whose investors include individuals as well as institutional investors. **Source:** Thompson Financial, December 31, 2008.

Millipore develops more than 20,000 specialty life science products under numerous brand names. We outsource some finished product manufacturing, including Novaseptic components and standard chromatography columns manufactured by our joint venture partner, Millipore India, an ISO 9001-certified leading bioprocess and bioscience company.

Our strategic alliances strengthen our ability to provide an even greater portfolio of products to meet customer needs. Current alliances and the focus of our collaborations include:

- **Guava Technologies** (acquired February 2009)-bench-top flow cytometry instruments and kits
- **Luminex®**-multiplex immunoassay kits
- **Gen-Probe®**-real-time tests for microbial contamination
- **Novozymes®**-animal-free cell culture supplements
- **Novo Nordisk**-recombinant insulin
- **Applikon Biotechnology**-disposable bioreactors
- **Rohm and Haas**-new chromatography media



# GOVERNANCE

At Millipore, good governance means maintaining a corporate structure, policies, values, and decision making processes that incorporate the principles of accountability, transparency, ethical behavior, respect for stakeholder interests, and the rule of law. Our approach to governance fosters an environment that practices these important principles, while balancing the authority and responsibility of decision makers, promoting fair representation in senior positions, aligning the organization's needs with those of its stakeholders, and tracking performance to ensure decisions are implemented with accountability.



## Corporate Structure

Decisions and activities are conducted in keeping with our Governance Guidelines, Code of Conduct for Directors, and Code of Conduct for Employees. The 10-member Millipore Board of Directors, the company's highest governance body, is chaired by Millipore's Chairman, CEO, and President, and includes nine independent Directors, two of which are women. Millipore's governance policy also mandates that a Lead Director be appointed when the Chairman of the Board is also the CEO, which is currently the case. The Lead Director chairs executive sessions of the Board, works with the CEO in establishing agendas, and serves as a focal point for input to the CEO.

The Governance & Public Policy Committee of the Millipore Board of Directors oversees corporate governance policies, practices, and procedures to ensure the company operates in full alignment with our responsibilities to society. For example, the committee reviews Millipore's policies and procedures annually with respect to equal opportunity and diversity in the workplace. It also oversees the evaluation of the Board of Directors and evaluates its own performance annually.

Three other committees—Audit & Finance, Management Development & Compensation, and Technology—also provide organizational oversight. Millipore's executive committees, made up of independent Directors, are an essential part of our governance approach. All committee membership and charters can be viewed on the Investor Relations website at [www.millipore.com/ir](http://www.millipore.com/ir).

Millipore's 17-point Governance Guidelines specify the mandate and procedures for the Millipore Board of Directors and committees, including evaluation procedures and frequency, the rotation of Directors, compensation and financial requirements, management development and succession planning, and many other issues. The full text of the Governance Guidelines and Codes of Conduct can be viewed at [www.millipore.com/ir](http://www.millipore.com/ir).

## Values & Policies

Millipore's five values—execution, integrity, teamwork, innovation, and passion—are deeply embedded in our operations. Across our global network of research facilities, manufacturing sites, and distribution centers, these values serve as enduring reminders of the ideals we hold true and the standards to which we adhere.

Our codes of conduct help us put these values into practice. Millipore's Employee Code of Conduct establishes the standards of business conduct to which all employees are expected to conform, and draws from U.S. government law and widely accepted international norms of behavior in the following areas:

- Honesty and fair dealing
- Compliance with company policies
- Protection of company assets
- Recording and reporting information
- Conflicts of interest
- Securities transactions
- Antitrust compliance
- Payments and political contributions
- Equal employment opportunity
- Reporting of violations
- Rules of conduct

## Code of Conduct

Among other mandates, our code of conduct specifies that employees shall:

- Conduct company activities and operations in accordance with applicable EHS regulations and in a manner that protects the environment and the health and safety of our employees and the public
- Make EHS considerations a priority in the design and planning of all products and processes
- Recognize and respond to community concerns regarding EHS impacts
- Measure our EHS performance regularly and provide employees, customers, shareholders, officials, and the public, with timely and appropriate information on our EHS performance

## Stakeholder Input & Engagement

Millipore employs more than 30 full-time sustainability and EHS staff worldwide, who work with additional departments like Supply Chain, Process Excellence, and Properties, to implement sustainability improvements and measure our performance. We also maintain sustainability teams across our divisions and business units and at our individual sites. These cross-functional teams not only seek innovative solutions for reducing our environmental impacts, but also collaborate in contributing to the communities where we live and work. During this reporting period, these teams helped to identify potential improvements in the areas of packaging, water use, waste disposal, energy consumption, and crisis management planning.

Millipore's Idea Database provides another convenient avenue for employees to contribute to our sustainability activities. This interactive online tool allows employees to suggest ideas for spurring innovation and improving sustainability, quality, and other critical business operations. These ideas often become actual projects. From 2006 through 2008, we had 66 ideas related to sustainability from employees across the globe.

Investors can submit individual questions or file shareholder resolutions with Millipore's Investor Relations department. During the 2006–2008 period, shareholders have asked for additional information about executive compensation, although no formal shareholder resolutions were filed about sustainability.

Millipore is part of several indices used by socially responsible investors. As a result, our company has frequent dialogue with these investors about sustainability initiatives and other programs these shareholders would like to see implemented. Interested customers and others can also provide feedback or ask questions about sustainability at Millipore through a direct e-mail link on our website to the Director of EHS & Sustainability.

## Core Values & Innovative Culture

Millipore employees are united by a common purpose: helping our customers tackle their most complex problems. They are also united by our core corporate values, which define our culture and guide our day-to-day activities:

<b>Execution</b>	Getting things done
<b>Integrity</b>	The right way
<b>Teamwork</b>	Using our combined talents
<b>Innovation</b>	To provide new solutions
<b>Passion</b>	With energy and drive for success

As a leading life science company on the forefront of emerging technologies, we place a premium on innovation, which is the lifeblood of our business. Our success depends on our ability to bring new, value-added products and services to our customers, and we rely on every employee to help us do so.

## Focused Communications

In 2007, Millipore conducted research to identify key stakeholders and support development of our sustainability communications program. This included benchmarking peer, competitor, and customer programs, and conducting interviews with these groups, employees, and investor organizations. All of these represent important stakeholders for Millipore. Key findings included:

- Customers, employees, and investors wanted more information on sustainability progress and challenges.
- Millipore's stakeholders wanted more information about our strong principles of stewardship.
- Millipore's stakeholders seek communications that are data-driven, clear, and of course honest.

We used this information to develop and implement a comprehensive sustainability communications program. As a result, our company has frequent dialogue with these stakeholders about sustainability initiatives and other programs they would like to see implemented.

## Sustainability Communications

We recognize that engaged stakeholders, both internally and throughout our external value chain, are central to the success of any sustainability effort. Our multi-faceted approach to communication represents their diverse interests.

Stakeholder Group	Communications Approach
<b>Internal:</b> Employees	<ul style="list-style-type: none"> <li>E-mail alerts to all employees with sustainability news and progress</li> <li>Intranet site updates:                             <ul style="list-style-type: none"> <li>Millipore's sustainability programs and progress</li> <li>Tips and tools for improving sustainability at work and home</li> <li>EHS management system and practices</li> </ul> </li> <li>E-newsletters with sustainability articles</li> <li>Poster campaign featuring awareness-raising ideas</li> <li>Idea database</li> </ul>
<b>External:</b> Investors Customers Suppliers	<ul style="list-style-type: none"> <li>Conferences, speaking engagements, and presentations at industry and sustainability events</li> <li>Face-to-face meetings</li> <li>Journal and newspaper articles</li> <li>Press releases</li> <li>Sustainability information in the annual report</li> <li>Videos</li> <li>Website</li> </ul>

## Associations

In support of our vision to advance life science and our commitment to sustainability, we participate in several industry and governmental associations that allow us to share and stay abreast of the latest environmental trends and practices.

Organization	Committee Membership	Funding	Strategic Value
Environmental League of Massachusetts Corporate Council	Yes	Yes	Yes
Massachusetts Governor's Clean Energy Challenge	Yes	No	Yes
Massachusetts Governor's Climate Protection and Green Economy Advisory Committee	Yes	No	Yes
National Association for EHS Management	Yes	Yes	Yes



## Awards & Recognition

The awards we have received during this reporting period are a testament to the effectiveness of our governance and the strength of our values.

Year	Award or Recognition	Honored for
<b>2006</b>	KLD Domini 400 Social Index	Leadership in community relations, corporate governance, and product quality and safety
<b>2007</b>	Frost & Sullivan Technology Innovation of the Year Award in the U.S. Drug Discovery Technologies market	UCOE® technology (Ubiquitous Chromatin Opening Element), which dramatically reduces the time required to produce protein therapeutics
	National Air Filtration Association, Clean Air Award	Accomplishments in reducing emissions
	Associated Builders and Contractors, Inc., New Hampshire/Vermont Chapter, Excellence in Construction Awards, Mechanical Category	Dichloromethane recovery project in Jaffrey
<b>2007, 2008</b>	Ranked among the Boston Business Journal's Top Charitable Contributors in Massachusetts	Leadership in corporate giving
	Company of the Year, Boys & Girls Club of Billerica, Massachusetts	Significant support toward building new facility for youth
	Massachusetts STEM Collaborative	Five consecutive years of vision, dedication, and leadership in advancing science, technology, engineering, and math (STEM) education and careers
	Massachusetts Department of Environmental Protection WasteWise Leadership Award	Waste prevention, recycling and environmental stewardship; Millipore has been a founding member of WasteWise since 1994
<b>2008</b>	Irish Medical Device Association Gold Award in Operational Excellence	Automated Millex High Particulate Filter manufacturing process, which reduced unit manufacturing costs by 48% and increased capacity by 600%
	St. Louis, Missouri Regional Commerce and Growth Association Top 50	Honored based on significant contributions to the St. Louis region and how we have positively affected the future of our business community
	Best Customer-Submitted Energy Project in New England from the New England Chapter of the Association of Energy Engineers (NEAEE)	Recognized at the Annual New England District Energy Awards for project excellence for the compressed air improvement project at Bedford and Jaffrey and the boiler combustion improvement project in Bedford

# SUSTAINABILITY AT MILLIPORE

Meeting our environmental, social, and economic responsibilities to our stakeholders is both the right thing to do and an opportunity for us to operate more efficiently and cost-effectively. Our use of best practice management systems provides a strong framework for establishing and achieving our sustainability goals.



## From our Director, David Newman

For Millipore, the concept of sustainability is simple. It means growing our business and being profitable, but doing so in a way that allows us to preserve environmental resources for future generations. In practice, however, sustainability touches everything we do. That's why I'm so pleased with the progress we've made toward ingraining sustainability principles and practices into our operations company-wide. All of our largest facilities now have strong sustainability programs and local champions. We're seeing significant reductions in energy, water, and waste. In each Millipore plant, employees are looking at processes, habits, and equipment, and asking what more they can do, what behaviors they can change, what systems they can upgrade. The results to date speak for themselves: an overall 12-percent reduction in energy use; some 152,000 m<sup>3</sup> of water reclaimed or otherwise conserved each year; annual financial and hands-on support to more than 500 non-profit organizations in our communities.

But we can't stop there. We must incorporate sustainability into our products as well, and this is our single greatest sustainability challenge. We've launched one bioplastic lab product and will continue evaluating other opportunities to use alternatives to petroleum-based plastics. We've begun reducing our packaging

and evaluating reusable containers. We've assessed the life cycle benefits of single-use products versus stainless steel systems. Still, our industry is inherently water- and energy-intensive and we make thousands of plastic products. There's much more work to be done, and we're the right company to tackle these challenges.

Finally, a word about communication. Within Millipore, communication is central to our approach to sustainability and core value of teamwork. We know that to change behavior, we must communicate openly, honestly, and frequently. In this report we've taken pains to publish only that information we could reliably and confidently validate. You won't find images of green leaves or wispy clouds. You won't find jargon or greenwashing. Instead, we've elected to share our successes and our disappointments. We're not perfect, and we've made mistakes. But we use each one of those missteps as an opportunity to learn, teach, and improve. And by communicating regularly about our sustainability activities—including and beyond this report—we hope to engage, inspire, and lead the life science community in addressing our collective environmental and social responsibilities.

"My vision is that Millipore will become synonymous with sustainability in the next 2 to 3 years. We'll be known for our leading-edge product stewardship, our state-of-the-art packaging options, and our culture of sustainability. It's an ambitious goal, but one I know we can reach."

**David Newman**  
Director, EHS & Sustainability

## Priorities

Sustainability is a team effort at Millipore as we strive to integrate sustainable practices in every aspect of our business. At the same time, we seek the right balance between the challenging demands of our diverse business and our strong commitments to environmental stewardship and social responsibility. Our Sustainability Initiative centers on four key areas:

1. **Operations**—reducing energy and water use, and waste production
2. **Employees in the workplace**—minimizing travel, providing sustainable commuting alternatives, changing our corporate culture
3. **Employees outside of work**—helping our employees make responsible, sustainable choices in their own lives
4. **Product stewardship**—addressing sustainability opportunities in our products, packaging, and services

## Global Teams

CEO Martin Madaus is our Corporate Executive Committee sponsor for sustainability, and EHS & Sustainability Director David Newman leads the effort, supported by a cross-functional group of employee representatives from the Americas, Europe, and Asia/Pacific. This Corporate Sustainability Steering Committee establishes annual sustainability priorities, and ensures that sustainability is incorporated into our strategic planning and company culture. The committee provides regular updates to the Millipore Board of Directors on our sustainability progress. The Bioprocess and Bioscience Divisions also have sustainability teams dedicated to product stewardship and our evolving Design for Environment program that aims to minimize the life cycle environmental impacts of products and packaging.

Implementing sustainability improvements requires collaboration with and among departments worldwide. Our Sustainability Initiative is already well integrated with our global EHS systems and processes, and we are working to make sure sustainability principles are incorporated into all our operations.

With more than 30 EHS specialists worldwide, all of our larger plants have at least one full-time EHS professional. All EHS staff report to the Corporate Director of EHS & Sustainability. Our Global Properties staff help us to incorporate green building and facility management principles into Millipore's manufacturing, R&D, distribution, and office spaces. Because we recognize the importance of integrating sustainability practices into everything we do, EHS is part of the company's Global Operations Strategy and Services, which supports the company's worldwide operations.

We also have numerous local facility and office sustainability teams that identify sustainability opportunities and address site-specific issues. For example, our Temecula "Go Green" team is working to reduce paper use and conserve water, while our distribution center green teams are collaborating to recycle and reduce packaging waste.

## Management Systems

Our work is guided by numerous national and international standards, including ISO 14001, the environmental management systems standard. Our ISO 14001-certified facilities, Jaffrey, Molsheim, and Cork, have achieved outstanding results in water conservation, waste recycling, and chemical reuse since implementation of their respective management systems. These sites have also produced noteworthy cost savings due to improved resource use efficiency. Our large manufacturing facilities are required to implement EHS management systems, while all facilities are measured quarterly via the EHS scorecard.

Our manufacturing facility in Cork, has also earned OHSAS 18001 certification, which enables us to further reduce risks to employees. Other Millipore sites are determining whether to pursue ISO 14001 or OHSAS 18001 certification, and in the U.S., we are considering the Occupational Safety and Health Administration's (OSHA) Voluntary Protection Program.

Millipore also leverages its existing ISO 9001-certified quality management system to facilitate certain aspects of EHS management. For example, we utilize our Quality department's documentation system to store, revise, and control EHS programs, policies, and procedures, and we manage any needed EHS actions in the corrective and preventive action system. We create audit programs and conduct follow-up actions using the existing quality audit system. We also use our Quality department's customer complaint system to track the health and safety of employees handling used products that could be potentially harmful. For training, we are implementing the Millipore Employee Training Application in which EHS training requirements will be tracked alongside other subject matter such as manufacturing procedures, test specifications, and technical job skills.

## Performance Management

As a leader in life science, Millipore is committed to quality in everything we do, including sustainability. Our EHS management programs and performance are closely linked to the company's Process Excellence program, which uses the concept of lean manufacturing to eliminate inefficiency. Several of our sustainability projects are "green and black belt" Six Sigma and Lean projects. In addition, our integrated Environment, Health and Safety Policy guides our decisions and activities in every aspect of our business. Together, these programs and policies provide both the structure and guiding principles to support strong sustainability performance.

It is important to reiterate that because Millipore views environmental performance as inextricably linked to health and safety, we apply a unified management system and set of tools to achieve our objectives for environmental stewardship and health and safety performance. The information in this section provides a general overview of our EHS systems and approach, while the Health & Safety section provides detailed health and safety performance data.

"Our network of global departments, including EHS, Facilities, Supply Chain, and Process Excellence, is a valuable resource for sharing ideas, best practices, and lessons learned across the entire Millipore organization. They're key stakeholders and participants in our Sustainability Initiative, providing the 'on-the-ground' input needed to coordinate and communicate activities efficiently."

**Johanna Jobin, Sustainability Engineer**  
Billerica, Massachusetts



## EHS Management Components

Metrics Database	Incident Management	Scorecard	Emergency Readiness
<ul style="list-style-type: none"> <li>Customized, centralized, web-based</li> <li>Electricity</li> <li>Natural gas</li> <li>Oil</li> <li>Water</li> <li>Water recycled</li> <li>Solid waste</li> <li>Recycled waste</li> <li>Hazardous waste</li> <li>GHG emissions</li> </ul>	<ul style="list-style-type: none"> <li>EHS incidents and "near misses"</li> <li>Root causes of incidents</li> <li>Corrective actions and their owners</li> <li>Incidents weighted by severity</li> <li>Plant managers accountable for EHS performance</li> </ul> <p>Corporate EHS incident rate reviewed monthly by Executive VP of Global Operations and staff, annually by Board of Directors Corporate Governance Committee</p>	<p>Self-assessment audit checklist:</p> <ul style="list-style-type: none"> <li>Employee management and engagement</li> <li>Completion of risk assessments</li> <li>Process safety management</li> <li>Crisis management and preparedness</li> <li>Metrics tracking and communications</li> <li>Training</li> </ul>	<ul style="list-style-type: none"> <li>Site risk assessments to identify possible adverse events</li> <li>Controls to minimize risks</li> <li>Highly trained emergency response teams</li> <li>Site-specific crisis management teams</li> <li>Corporate crisis management team</li> </ul>

Millipore's EHS management system includes databases, an incident management system, use of an EHS scorecard, and an emergency readiness program. The system works in conjunction with Millipore's company-wide quality management system and plays a key role in meeting our EHS and sustainability goals. Please see the Health & Safety section of this report for more information about our performance and our management practices.

### EHS Management Tools

Also critical to Millipore's ongoing EHS and sustainability performance improvement has been the implementation of web-based tools. Our EHS scorecard allows our sites to advance their management systems and find opportunities for synergy among them. We continually update the tool to ensure it remains relevant and presents enough new challenges for the sites.

The system scores each site on a number of aspects that measure the degree of maturity of various EHS programs. The ideal state would indicate full maturity of the EHS management system at a site. Each EHS program is measured not just based

on the development of the business rules around it, but also on the degree of implementation, participation by employees, and training completion.

Our incident management system tool facilitates company-wide EHS improvements. The incident management system includes an online database to capture data and produce metrics, along with a global program document and training program. Thanks to implementation of this global system in 2006, Millipore has been able to produce consistent and accurate metrics and foster clear communication within each site regarding EHS incidents.

## Regulatory Compliance

Compliance with all relevant laws and regulations is a minimum requirement for Millipore. We view any incident of regulatory non-compliance, however small, as unacceptable. Sometimes, despite our comprehensive EHS management system and the best efforts of our employees, spills and other unintentional incidents occur. During the reporting period (2006–2008), Millipore received two notices of violation (one for late paperwork related to the European Union Waste Electrical and Electronic [WEEE] Directive compliance in Sweden and another for a minor wastewater permit exceedance in Massachusetts) and paid two fines, totaling almost \$2,000. More information about our environmental performance is provided in the Environment portion of this report.

In addition, we know that historic practices need to be addressed through remediation at select facilities. Millipore takes a proactive approach to identifying and addressing any such "legacy" sites. Recent or ongoing remediation activities include:

- Molsheim treatment system.** Operating a soil and groundwater treatment system to remove trichloroethylene, a cleaning and degreasing solvent we no longer use.
- Cidra, Puerto Rico investigation.** Voluntary, site-wide facility investigation to identify any soil or groundwater contamination that may exist at this former Millipore site. Voluntarily conducted comprehensive site closure, demonstrating that all chemicals had been safely removed, permits properly closed, documentation completed, and no residual hazardous materials remained.
- Ongoing support at Superfund sites.** Working with the U.S. Environmental Protection Agency (EPA) and other agencies to address potential liability at waste management sites (owned and operated by others) to which Millipore may have sent chemical waste.



"Our quality systems help to support Millipore's Sustainability Initiative by promoting continual improvement in our processes and operations."

**Yasuhiko Arimura, Director, Quality Management**  
Baraki, Japan



# ENVIRONMENT

Our environmental commitments and practices are longstanding. Recently, however, as global environmental issues have assumed greater urgency, we have made major commitments to environmental stewardship. Our efforts focus on three broad goals: reducing consumption of non-renewable resources, eliminating waste, and adopting behavioral changes that support long-term sustainability. We've taken both small steps and bold leaps to enhance the sustainability of our products and packaging, reduce energy consumption and climate change impacts, reduce waste in both manufacturing and product disposal, and minimize water use.



Our Bedford campus presents strong examples of green building design. To encourage employees to walk between buildings, we constructed a boardwalk through the wetlands with educational signs about the local ecology and benches for employees to relax and enjoy the scenery.



## PRODUCTS & PACKAGING



Many Millipore products are designed to provide environmental and social benefits, such as improving water quality and advancing human health. At the same time, we recognize that any product development, packaging, or distribution carries environmental impacts. Our R&D experts, scientists, EHS specialists, designers, quality managers, and others are committed to efficiency in material use and disposal, reduced health and safety impacts, as well as energy and water consumption throughout the product life cycle. They help to ensure that we design and manufacture our products according to stringent local and global environmental requirements, as well as our own tough standards for quality, product stewardship, and health and safety.

### Single-Use Solutions

Our customers are increasingly moving from stainless steel systems to disposable technologies. Incentives include lower risk of contamination, reduced cleaning and validation requirements, and increased flexibility. In addition to products, many manufacturers are looking at best practice, cost of ownership data, and support for integrating single-use components into their existing processes in ways that maximize existing equipment. Of course, single use systems also carry environmental impacts. Millipore has conducted a study (please see page 35) that determines this approach also has environmental benefits, such as reducing energy and chemical use and wastewater.

Millipore recognizes that each manufacturer faces unique challenges. Our flexible Mobius® solutions (please see box below) deliver customized assembly designs and offer a combination of products, application solutions, and expert validation. Mobius single-use components integrate into existing stainless steel

processes and provide faster turnaround time by eliminating costly process steps. In addition, Millipore's field experts consult with our customers to improve process efficiency and productivity, help lower the risk of contamination, and decrease overall manufacturing costs.

### Product Life Cycle

We recognize that our products have potential environmental impacts throughout their life cycles, from the early stages of R&D and materials selection, to manufacturing, product transport, and finally, end of life. To meet customer expectations and requirements, ensure compliance with regulations, and demonstrate our commitment to environmental stewardship, we design our products with these impacts in mind.

### Mobius Single-Use Product Assembly Line

Our Mobius product assembly line can replace many parts of a fixed, stainless steel bioreactor process chain, including filtration products, process containers, mixers, connectors, and valves. Benefits include:

- Provides lower cost, greater speed, and improved reliability
- Eliminates need to steam clean steel containers
- Decreases customer energy use
- Reduces wastewater
- Reduces use of caustic solutions

Our product development process consists of the following stages: preliminary investigation, detailed investigation, development, validation, and commercialization. At each stage of development, from concept to design, we conduct rigorous EHS reviews, which also include sustainability criteria like recyclability. Our Product Development Procedure includes a detailed EHS and sustainability review checklist that includes environmental impact assessments, ergonomic evaluations, descriptions of any chemical substances, electricity use estimates, and many other sustainability-related factors. The process covers the following stages of our products' life cycles:

- Development of product concept
- R&D
- Certification
- Manufacturing and production
- Marketing and promotion
- Storage distribution and supply
- Use and service
- Disposal, reuse, and recycling

From 2006–2008, we had no incidents of non-compliance with regulations or codes concerning the health and safety of our products.

#### Life Cycle Analysis

Further assessing the relative impacts of alternative product or process designs is complex, and the optimal solution is not always clear. Many sustainability challenges can only be accurately addressed by conducting a life cycle analysis that accounts for the entire life of a product both upstream and downstream in the supply chain. This is the case for many of Millipore's products, which, because of the sensitive nature of life science research and pharmaceutical development, have traditionally been designed for use with our customers' fixed-in-place stainless steel equipment. However, the requirements for cleanliness can take a heavy environmental toll in the traditional facility because cleaning is chemical, water, and energy intensive.



We conducted an abbreviated life cycle analysis to compare the environmental impacts of single-use technologies versus traditional stainless steel bioprocess systems. The study focused on the clarification unit operation of monoclonal antibody production. We found that disposable systems create more solid waste, but have a lower carbon footprint, generate lower chemical and aqueous waste, and use less energy than stainless steel processes. Data also showed that the use of disposable technologies had the potential to significantly reduce our customers' use of fresh water, which will become increasingly valuable as supplies are depleted. Most importantly, we saw from the analysis that the method of waste disposal—landfill, incineration, or waste-to-energy—is critical in determining the net carbon footprint. Also, the location of the manufacturing facility, which determines the source of electricity, is critical in determining the carbon emissions from electricity use.

Another life cycle assessment, which was conducted by Genentech, Inc. and BioPharm Services, showed decreases in space, electricity, water, and carbon emissions from using the disposable technology instead of stainless steel.<sup>1</sup> At first glance, it may seem contradictory that single-use products could provide a smaller environmental footprint than those used in permanent stainless steel equipment, but disposables offer some environmental benefits and reduced costs.

We will continue to weigh relevant factors when designing products and processes, and help our customers determine the best approach for their facilities. Going forward, the traditional benefits of single-use solutions, such as speed, ease of use, and flexibility, can be weighed against their environmental impacts. More information about this study is available at [www.millipore.com/sustainability](http://www.millipore.com/sustainability).

#### End-of-Life Management

Our products also provide different disposal options at the end of their useful lives. Some filters, such as our Tangential Flow Filtration line, can be cleaned and reused, while some of our products containing electronic components, such as the RiOs™ and Milli-Q® filtration systems, can be recycled. We also offer support to help customers comply with the European Union WEEE Directive.

<sup>1</sup> Sinclair, Andrew; Leveen, Lindsay; *et al.*, 2008. "The Environmental Impact of Disposable Technologies." [BiopharmInternational.com](http://BiopharmInternational.com).

Many of our products, however, such as Durapore® filter cartridges, have a limited number of uses, depending on our customers' processes, and then must be disposed according to special considerations. This is necessary to ensure required levels of sterility in drug manufacturing. It remains an ongoing challenge for us as we try to balance product health benefits while minimizing environmental impacts and the waste our customers must manage.

### Product Stewardship

When it comes to our products, Millipore's environmental stewardship takes many forms. We are finding uses for eco-friendly materials; minimizing packaging and the carbon footprint of our operations, distribution networks, and suppliers; exploring product recycling; and incorporating Design for Environment principles into product development.

Millipore's first bioplastic product, the EcoStand™ tube holder (please see focus on page 39) is a basic component of any lab. It was important to us that we begin with this kind of item rather than something that would come into contact with a highly sensitive fluid path. We are continuing to explore options for the safe and efficient use of bioplastics for other product applications.

Although our largest market segment is life science, Millipore also provides a number of products used for environmental applications, such as groundwater, aerosol, and microbiological sampling, as well as water filtration. Our environmental products help clients comply with regulatory requirements for monitoring, testing, and remediation, and maintain the safety and quality of their own products.

### Responsible Material Use

In most of our products, materials selection and consistency are critical to our customers, and all materials must meet high quality and performance standards. We also look for opportunities to use environmentally preferable materials, such as recycled content or bioplastics for packaging. However, using these materials for products is an enormous challenge in our industry. Although few of our products require U.S. Food and Drug Administration (FDA) licenses, many go into FDA-licensed processes at our customers' sites, and we are careful to ensure that we meet these strict requirements. As a result, changing materials for our existing products is a complex process and the use of recycled-content materials extremely difficult.

Globally, regulations increasingly restrict the use of materials and chemicals in some products. For example, in the European Union, the Restriction of Hazardous Substances (RoHS) Directive restricts materials such as lead and cadmium in electronic products sold in Europe. Although Millipore's electronic products—including systems for purifying and monitoring lab water—do not fall under the scope of RoHS, we are implementing alternatives for eliminating the substances covered by this regulation. This will help prepare us for future regulations.

Similarly, Millipore has assessed how our company will be affected by Registration, Evaluation, Authorization and Restrictions of Chemicals (REACH), a critical regulation from the European Union related to controlling and restricting chemical use. We established a cross-functional, cross-site team that has already looked at our own supply chain and our products to ensure we meet all pre-registration requirements.

### Design for Environment

Incorporating environmentally responsible principles into our products and manufacturing processes is an ongoing goal for us, made challenging by the highly regulated and prescribed nature of the life science industry. Our two divisional sustainability teams, Bioprocess R&D Sustainability Team and Lab Water Sustainability Team, are working this year to define our Design for Environment program.

We will explore future product development projects addressing sustainable technologies, such as, when developing or selecting new water purification technologies. Improving water consumption and purification media will likely require internal innovation as well as looking outside Millipore to find new technologies. Our objective is twofold: to reduce our own environmental footprint in R&D, while also enabling our customers to meet their own sustainability goals and compliance requirements.



### Lab Water Sustainability Program

The objective of this multi-faceted program is to improve the carbon footprint of our water purification systems and lab water consumables throughout their life cycles. We are considering product logistics and distribution channels, disposal and recycling options, environmentally preferable materials and design, and potential new technologies to enhance sustainability (e.g., to reduce energy consumption).

We calculated the carbon footprint of one of our lab water cartridges, providing a baseline for measuring improvement and raising awareness among our suppliers. The analysis included raw materials, manufacturing, distribution, and disposal/recycling. We also evaluated the outcomes of applying different shipping methods to the calculations. Based on manufacturing in Molsheim, and shipping by sea, the results totaled .01 MTCO<sub>2</sub>e per cartridge, which is equivalent to the emissions from a 60-Watt incandescent light bulb left on for 14 days in our corporate headquarters.

## Packaging and Labeling

Because some of our products require sterile conditions or are fragile, additional layers of protection are needed to ensure safety during transport and sterility upon arrival. This means extra packaging.

To begin addressing this challenge, we implemented a pilot program for reusable product packaging and have incorporated recycled content into packaging. Our Milliplex™ line is packaged in 100-percent recycled paperboard, and our Jaffrey site is using 25- to 60-percent recycled content packaging. To reduce material use, some of our products, including some Mobius items, are packaged in a combined product box/outer shipping box. On average, all the corrugated cardboard Millipore consumes contains at minimum 28 percent recycled content. Some of our polyethylene foam being used for packaging is manufactured with over 60 percent recycled content.

We have studied our current packaging practices and identified several improvements, such as:

- Reducing the size of outer shippers
- Reducing the amount of void fill and inserts used in cartons
- Using recycled materials
- Maximizing shipping container space to reduce fuel consumption
- Reducing the amount of over-packing needed for shipping

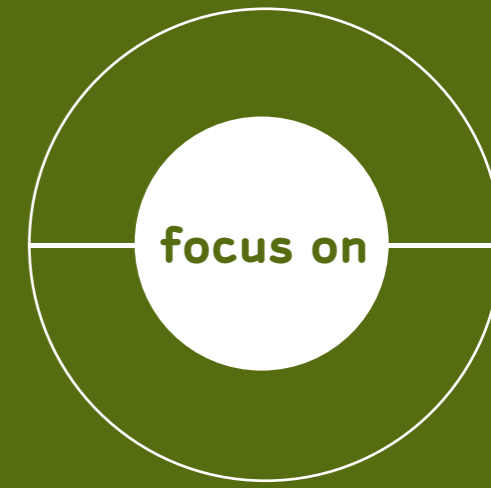
As one example, Millipore's 2008 reusable product tote pilot study evaluated the environmental benefits and other considerations of shipping bulk quantities of one of our key products. The tote and its reusable foam inserts hold three

times more product, reducing cycle time and overall corrugated packaging. Due to the large order quantities and plant-to-customer location, this program has been quite successful. Our future concept is to include thermal formed trays with an even longer life and smaller space requirements. We are exploring opportunities to set up similar programs with other customers and suppliers, and even for our own inter-plant shipments.

Moving forward, our goal is to reduce the amount of foam Millipore uses for packaging by 10 percent. We are also identifying opportunities to eliminate the gluing of unlike material for protective packaging. For example, some packaging may incorporate foam glued to corrugated cardboard, which reduces recyclability and creates unnecessary packaging waste.

Along with packaging, Millipore devotes significant attention to proper product labeling. Our procedures are outlined in a 33-page document that includes guidance for mailing, product box, blister pack, and bottle and bag labels, as well as specifications and photos of correct labeling practices. For Millipore and our customers, the primary purpose of labeling is utilitarian. Our labels are clear and easy to read, allowing customers to see at a glance the contents of the box or vial. We do not allow extraneous design elements that might detract from a label's ability to convey important information about the contents.

Our sustainable packaging guidelines specify the appropriate use for designations such as percentage pre- or post-consumer recycled, recyclability, and specific plastic designations. These markings help our customers efficiently sort and recycle packaging. All markings are consistent with U.S. Federal Trade Commission guidelines, which mandate the clarity, truthfulness, and accuracy of environmental claims.



## ECOSTAND, BIOPLASTIC LAB DEVICE

Millipore's EcoStand product is a centrifugal tube holder made of corn-based plastic that provides an environmentally responsible alternative to conventional petroleum-based plastic.

The lab device is fully biodegradable and compostable. Compared to traditional plastic, the use of bioplastic reduces non-renewable energy use by more than 95 percent and provides a 200 percent reduction in GHG emissions.

The logo on EcoStand indicates that the product is engineered to fully biodegrade in diverse natural environments, including soil, home compost, industrial compost, and both fresh and salt water.



"Internally, it's thrilling to see the motivation our teams have for sustainability, especially as it becomes part of the business units and integrated into our strategies and goals. Externally, as we work with our suppliers, we're finding that Millipore's sustainability focus prompts similar initiatives in other companies, which extends the positive impacts even further."

**Stephane Mabic, Application Manager**  
Saint-Quentin Yvelines, France



We are committed to truth in our labeling, marketing, sales, and all other areas of our business. At no times are Millipore products allowed to be labeled with vague terms meant to imply environmental responsibility without clearly identifying the content or specific benefit.

Where prudent or required by law, the appropriate special handling or warning symbols are applied to the packaging in obvious locations. Because of varying global regulations, we do not quantify the number of products that require one type of labeling compared to another. However, our quality management and EHS groups maintain strict systems for ensuring proper product labeling for each jurisdiction. These internal procedures cover 100 percent of our products.



## MANUFACTURING WITH RENEWABLE ENERGY

In 2008, we completed our first purchase of renewable energy certificates (RECs), offsetting 100 percent of the electricity use from five of our manufacturing facilities. The Green-e logo (used under license from the Center for Resource Solutions) on our product packaging and literature informs customers that we are using Green-e® certified renewable energy.

Purchasing RECs is one step towards minimizing the environmental impacts from the electricity we use in manufacturing our products.



## CLIMATE & ENERGY



The most pressing environmental issue today, climate change, is a central focus to Millipore's Sustainability Initiative. Our activities to address climate change encompass energy conservation initiatives to reduce our GHG emissions, while preparing our business for a carbon constrained world. We have set an aggressive target to reduce our carbon footprint 20 percent by 2011—a goal we are well on our way toward meeting. We are improving energy efficiency and reducing our consumption of non-renewable energy resources, such as natural gas and oil. And we are incorporating green design into our facility renovation and construction projects to help reduce emissions and improve our overall environmental footprint.

### Risks and Opportunities

Evaluation of the risks and opportunities associated with climate change is an ongoing process. We remain both cautious and conservative in our approach to assessing the risks, and we are working as aggressively as possible to manage them. Some potential risks include:

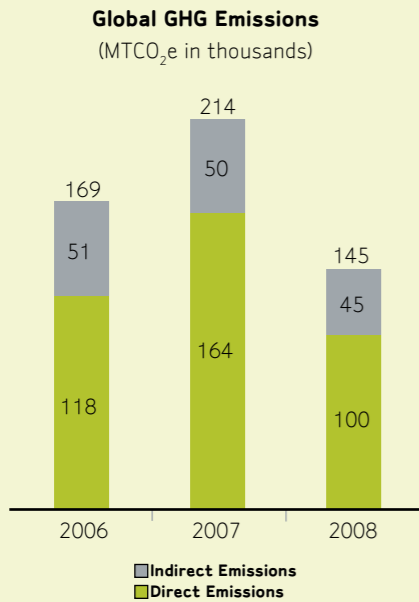
- Escalating energy costs
- Regulations related to GHG emissions
- Water use regulations, escalating water costs, and increasing water scarcity, which could affect our Lab Water product line as well as our manufacturing processes
- Use of petroleum-based, virgin-grade plastics in many products

Just as we work to assess the risks associated with climate change, we also remain alert to potential opportunities to help others mitigate climate change impacts while enhancing our own market position. Millipore anticipates increasing concern from our employees, shareholders, and customers regarding our impact on climate change. Given that the company's product sales are managed through a business-to-business model, our focus is to proactively address interest from these stakeholders. We also recognize the competitive advantage and increased market share available to companies that are reducing energy and water consumption, minimizing GHG emissions, reducing use of conventional plastics, and making other improvements.

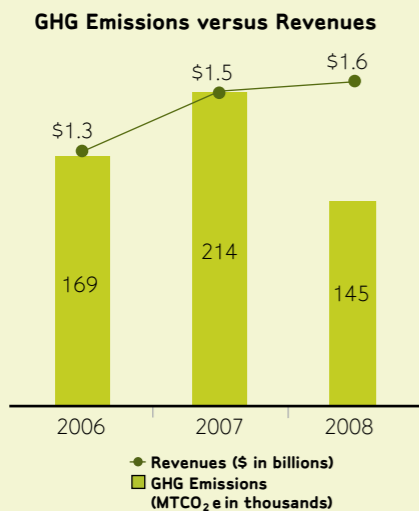
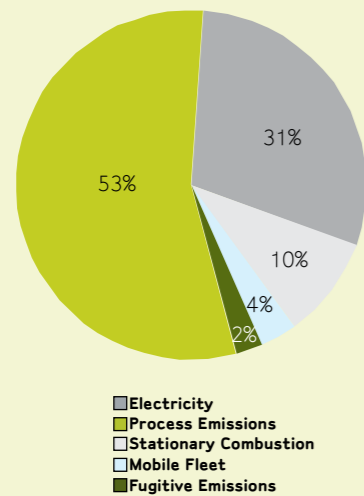


"Our sustainability commitment drives us to seek out more innovative solutions and services for our customers, helps us achieve our social responsibilities, reduces our environmental impacts, and supports business growth. In our design projects, we integrate sustainability systematically, which is often challenging, but always rewarding."

**Sébastien Leyendecker, EHS Manager**  
Molsheim, France



Global Emissions by Source, 2008



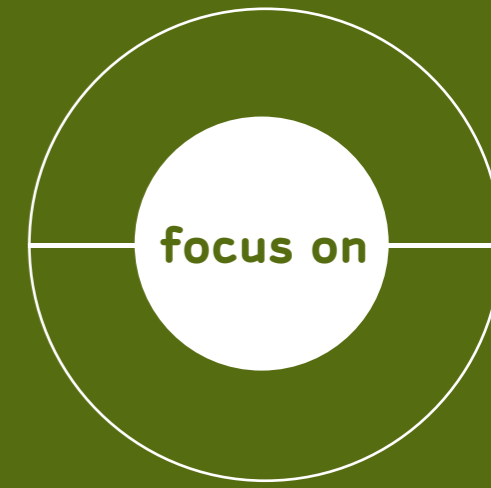
## GHG Management

Millipore's GHG reduction target is aggressive—a 20-percent reduction by 2011 using 2006 as a baseline year—but achievable. Our target is expressed as an absolute reduction of GHG emissions. We are working toward this target through energy efficiency projects, manufacturing process improvements, fleet vehicle changes, renewable energy installations, and even behavioral changes in our employees.

Despite our steady growth, we have achieved a 14% reduction in our GHG emissions since 2006. Process emissions resulting from our manufacturing activities are our largest source due to their greater global warming potential. From 2006 to 2007, our process emissions significantly increased due to greater demand. For information regarding our data methodology, please see the Closing section of this report.

In 2007, we joined the U.S. EPA Climate Leaders program, and have developed a company-wide GHG inventory based on the GHG Protocol Corporate Accounting and Reporting Standard. We are also an active participant in the Carbon Disclosure Project, the largest database of corporate climate change information in the world. We disclose our GHG emissions through our external sustainability website and through external voluntary reporting initiatives such as the Climate Leaders program and the Carbon Disclosure Project.

In our manufacturing facilities, we continue to seek opportunities to eliminate or reduce associated GHG emissions. For example, in 2008 in our Jaffrey facility, Millipore employees identified a way to dramatically reduce GHG related process emissions, and implemented a solution that cut the facility's GHG emissions by 54,000 MTCO<sub>2</sub>e. That is equivalent to the energy use from 4,900 homes. This saves Millipore more than \$200,000 per year at the Jaffrey facility alone.



## COMPRESSED AIR ELECTRICITY SAVINGS

Several of our manufacturing facilities consume large amounts of electricity due to the compressed air systems necessary to run our manufacturing equipment. Air compressors are generally the largest horsepower electric motors on-site, and the overall efficiency of a typical compressed air system can be as low as 10 to 15 percent.

By adding a variable-speed compressor to the system at our Bedford facility, sealing air leaks, and eliminating non-productive uses of compressed air, we are saving almost 600,000 kWh of electricity per year. This translates into a reduction of 430 MTCO<sub>2</sub>e and annual cost savings of \$90,000.

Our plants in Jaffrey and Cork are using a similar technology with equally good results. And at our Technology Center and Customer Service in Billerica, we built a state-of-the-art compressor room to provide superior operational reliability while reducing energy consumption.

## Energy Management

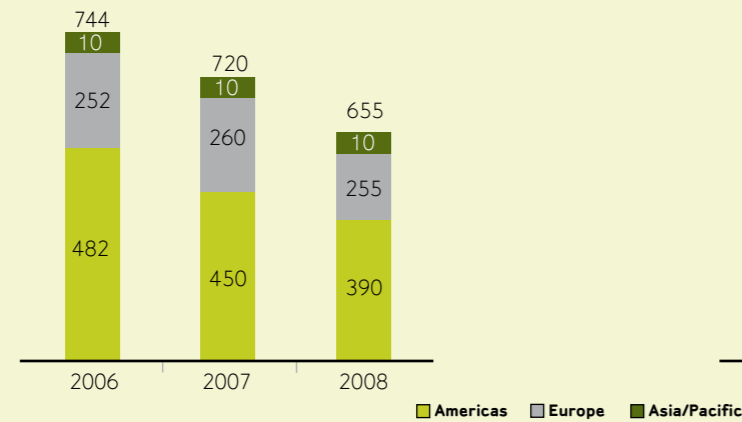
Energy use is a significant and rising expense at Millipore and a key source of our total environmental impact, so using this resource wisely has both environmental and financial benefits. We have made progress toward our goal of cutting electricity use by 10 percent between 2007 and 2008, through a comprehensive energy management program.

Company-wide, energy reductions represent our most significant sustainability improvements to date. We continually seek opportunities to conserve energy through process upgrades and new technologies. In addition, we have conducted energy audits in all our major facilities, and focused assessments on specific mechanical and electrical systems. We continue to rely on our own staff to find these improvements. In 2008 we trained

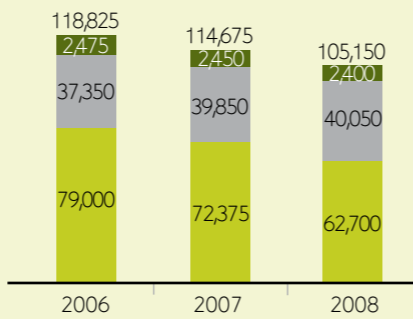
18 of our properties, facilities, and sustainability professionals in an intensive energy auditing training course. As a result of this training, we identified nearly 80 energy efficiency measures worldwide to implement, amounting to more than 750,000 kWh per year of electricity savings and \$130,000 per year in cost savings.

Beginning in 2009, we are tracking our energy performance in our web-based environmental metrics database through a customized energy metric that normalizes each Millipore facility's electricity consumption. This will help to evaluate the relative use of electricity and identify areas where improvements are most needed.

**Global Energy Consumption by Region**  
(gigajoules\* in thousands)



**Global Electricity Use by Region**  
(kWh in thousands)



Globally, we reduced overall energy consumption (electricity, fuel oil, and natural gas) by 12 percent due to multiple energy efficiency projects, process improvements, and behavioral changes. Electricity use alone decreased by 8 percent against our 10-percent target between 2007 and 2008.

\*1 gigajoule = 10<sup>9</sup> joules = 277.8 kWh

"Our new boilers are more efficient, cleaner, burn less fuel, produce fewer emissions, and provide a good return on investment. Since we completed the upgrades, I've been showing the technology to our other sites so they can make similar improvements."

**Dave Bodwell, Licensed Boiler Technician**  
Bedford, Massachusetts



## BOILER CONVERSIONS

We have replaced the traditional burner controls on two boilers in our R&D facility in Bedford with autoflame controllers, providing independently controlled optimization of combustion. This technology offers independent micro modulation of air and fuel valves and dampers, while an exhaust gas analyzer provides continuous combustion monitoring. We are able to examine our combustion parameters through a computer monitoring system.

This technology allows for an improved, stable, and consistent emissions profile and provides significant natural gas savings. Estimated savings include 35,000 therms per year (approximately 175 MTCO<sub>2</sub>e), resulting in a 14 percent reduction of natural gas use. This equates to cost savings of \$50,000 per year. In 2009, we will look to expand this technology to other facilities.



## Energy Efficiency

Our energy reduction strategies range from energy-efficient appliances and manufacturing equipment to new lighting systems, green design renovations, and use of renewable energy sources. In many facilities, we launched employee awareness initiatives to engage employees in conservation and other contributions to our energy reduction success. In Jaffrey, we have seen electricity use drop from 2007, primarily due to good management of electrical usage, especially during off-peak hours. In the facility's production area, we have achieved even higher returns by using equipment more judiciously and turning it off whenever appropriate. We also hosted an energy awareness day for Jaffrey employees where they were able to calculate their personal carbon footprints and learn about energy efficiency improvements, heating conservation, and renewable energy opportunities for their homes.

At the same time, our company-wide emphasis on process excellence has helped employees appreciate the synergy between quality and sustainability. The result is more efficient operations and reduced energy use.

We use a natural gas fired cogeneration plant at our facility in Cork. Generating energy on-site is environmentally preferable and increases efficiency because it:

- Avoids the power loss that occurs when transmitting electricity over long distances
- Uses waste heat from power generation for process heating demand
- Burns cleaner and releases less carbon dioxide than coal or oil

Our Burlington, Massachusetts distribution center replaced all existing 400-Watt metal halogen lights with energy-efficient, 235-Watt T5 fluorescent lights. Each light fixture is equipped with a motion sensor set to automatically turn off after a certain period (location-dependent) of no movement. Fixtures at the end of the aisle remain on for safety. Benefits include:

- Reduces electricity usage by almost 1,000,000 kWh per year
- Saves \$140,000 per year
- Provides easy identification of areas that are not frequently used because lights remain off most of the time
- Provides a brighter environment and supports greater accuracy in order picking

### Energy Project Savings

Project Type	Energy Savings (kWh/Yr)	Cost Savings (\$/Yr)	Average Payback (Yr)
Lighting	1,243,000	\$141,000	1.88
Compressed Air	2,071,000	\$270,000	2.17
Other (HVAC, Boilers, etc.)	1,765,000	\$58,000	1.47
<b>Total</b>	<b>5,079,000</b>	<b>\$469,000</b>	<b>1.84</b>

We track energy improvement projects implemented at each site according to the energy and cost savings realized per year.

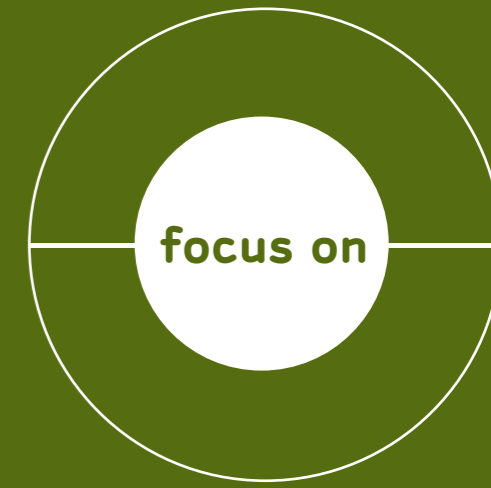
For our Massachusetts facilities, Millipore is also an EPA ENERGY STAR® Partner, a program through which we commit to improving the energy efficiency of our facilities through:

- Measuring, tracking, and benchmarking energy performance
- Developing and implementing a plan to improve energy performance using the EPA ENERGY STAR strategy
- Educating our employees and other stakeholders about our performance

## Renewable Energy

In 2008, we completed our first purchase of renewable energy certificates (RECs). Each credit is equal to 1 megawatt hour (MWh) of renewable, or green, energy to the electrical grid, displacing 1 MWh of conventional fossil fueled power. Renewable energy is electricity produced from renewable resources, such as solar, wind, geothermal, biomass, and low-impact hydro. Using the financial savings realized from various energy efficiency measures, Millipore purchased 10,000 MWh of certified, verified, and audited RECs. The Green-e® certified credits, generated by a wind farm in Montana, offset 100 percent of the electricity used by five of our manufacturing facilities. Overall, they offset about 10 percent of our energy usage worldwide. In January 2009, we joined the EPA Green Power Partnership as a commitment to identifying and buying green power products, including RECs, and reporting on our green power purchasing activities.

In addition, a small portion of the electricity we use in New Hampshire and California is generated from renewable energy. We recently installed a wind turbine at our Cork facility (please see focus on page 49). We will continue to both purchase and generate cleaner energy, helping us again independence from fossil fuels, and from volatile commodity prices.



## WIND ENERGY

In Cork, where wind is strong and reliable, Millipore has installed a wind turbine at our main manufacturing site. This wind turbine is a visible sign of our commitment to sustainability. Specifications of the wind turbine include:

- Generation power: Up to 2,500 to 5,000 kWh per year
- Rotor diameter: 4.7 meters
- Tower height: 9 meters
- Rated wind speed: 10 meters per second

We are evaluating the possibility of installing more of these units, as well as solar energy systems, at other facilities.

## Alternative Fuels

Another way we are reducing our consumption of non-renewable energy sources is through the use of alternative fuels, which may include biodiesel, ethanol, hydrogen, vegetable oil, and other biomass sources. Through a pilot project in our Jaffrey facility with the New Hampshire Department of Environmental Services, we tested the use of B20, a blend of 20 percent biodiesel and 80 percent conventional diesel, in the boilers, which traditionally run on fuel oil. Through the study, we were able to understand the impacts from combustion of biofuels in stationary sources. We are also working to optimize boiler combustion to make sure they perform at peak efficiency and reduce air emissions.

Some of our European fleet also utilizes biodiesel in its diesel engines since there is no additional equipment necessary. Please see more information under the Vehicle Fleet section.

## Vehicle Fleet

Our fleet of company cars and vans is another source of our GHG emissions, so in October 2007, we began a program to replace our 300+ U.S. vehicle fleet with more fuel-efficient vehicles, including hybrids. We began transitioning to more fuel efficient vehicles, with two of the four available models featuring hybrid engine technology, which dramatically reduces GHG emissions compared to traditional gas engines.

Employees who were eligible for company vehicles were offered a choice of two hybrid models, along with financial bonuses for selecting a hybrid. By the end of 2007, more than 100 vehicles had been replaced. At the end of 2008, hybrid vehicles comprised 30 percent of our fleet, moving us closer to the goal of reducing by half the 2,000 MTCO<sub>2</sub>e produced by our U.S. fleet. This achievement earned us the distinction of being among the "Top

50 Hybrid Commercial Fleets," as featured in AUTOMOTIVE FLEET Magazine (February 2009).<sup>1</sup> Our Hybrid Vehicle Incentive Program for U.S. Employees is also part of our commitment to help employees reduce their own carbon footprints. Please see focus on page 69 for more information.

In Europe, due to the price of vehicle fuel and taxes on larger engines, almost all of our fleet is powered by fuel-efficient, smaller output diesel engines. Furthermore, we have three vehicles that are using biodiesel, an alternative fuel to traditional gasoline or diesel. Although we plan to further evaluate the benefits of hybrids in Europe, we do not have as much opportunity for fuel savings in that region.

## Employee Commuting

Employees at our facilities have helped to reduce vehicle-related emissions through other means as well. In Temecula, employees took a survey to determine the average vehicle ridership, with the aim of achieving a rate of at least 1.30, as required by the regional air quality management district. Although average vehicle ridership rates achieved by Temecula staff improved from 2007 (1.06) to 2008 (1.10), they remain just below the goal.

In Molsheim, local EHS staff are leading a facility-wide commuting program designed to reduce the number of cars traveling to and from our site each day (please see box on right). And in the greater Boston, Massachusetts area, where we maintain several facilities, we have a contract with PlanetTran™, a taxi service that features only fuel-saving hybrid vehicles.



"I do my best to recycle, reduce, and reuse, so when the time came to buy a vehicle for my commute, it made sense to go with a hybrid. All of Millipore's sustainability commitments are extremely important to me and the Hybrid Incentive Program is one more sign that the company is thinking ahead—and thinking of its employees!"

**Tina Lin, Market Manager, Bioscience Division**  
Danvers, Massachusetts



## Sustainable Commuting

Millipore employees in Molsheim launched a program aimed at sustainable commuting. Led by the EHS department, the program featured:

- A 2-day awareness-building kickoff
- An employee survey about transportation behaviors, habits, and changes employees would be willing to make
- Mapping of employees' homes to identify regions where carpooling might work well

A central element of the new program is a carpooling website ([www.millimove.com](http://www.millimove.com)) where employees can locate others for shared commuting. In 2009, the EHS team will propose additional commuting solutions that will save gas, reduce emissions, and save money.

<sup>1</sup> Please note that the magazine inadvertently failed to show Millipore's ranking on the list in the February 2009 issue. However, Millipore's fleet ranks at No. 14 on the list of commercial fleets or No.2 if hybrids are calculated as a percentage of the overall fleet.

## Green Building

We design and renovate company buildings to reduce energy use and decrease other environmental impacts. We have adhered to comprehensive green building principles at new facilities in St. Charles; Danvers, Massachusetts; and Molsheim. In 2008, we completed our first two green building projects, in St. Charles and Danvers, and are now seeking LEED certification for both projects.

We also rebuilt our Bioprocess Worldwide Research & Development Center (located in Bedford), a 10,000-square-meter laboratory and office building, and renovated 3,700 square meters of office and cafeteria space using green building principles. Our target for all these projects is to improve energy efficiency by 25 percent, saving as much as \$1 million per year in utility costs and reducing our carbon footprint. We plan to include green features in future projects as well.

In Molsheim, our LoG warehouse was designed according to the French green building standard, Haute Qualité Environnementale, or HQE. This approach uses 14 criteria for reducing consumption of natural resources and discharge of pollutants, as well as for enhancing the comfort and health dimension of buildings. Our new facility will include:

- Solar photovoltaic system (ability to produce 44,000 kWh per year or about 15 percent of the facility's energy needs)
- Ground-coupled heat exchanger to cool processes
- Electric equipment and shuttle to transport raw materials between buildings
- Provisions to recycle 100 percent of waste
- Intelligent lighting system



focus on

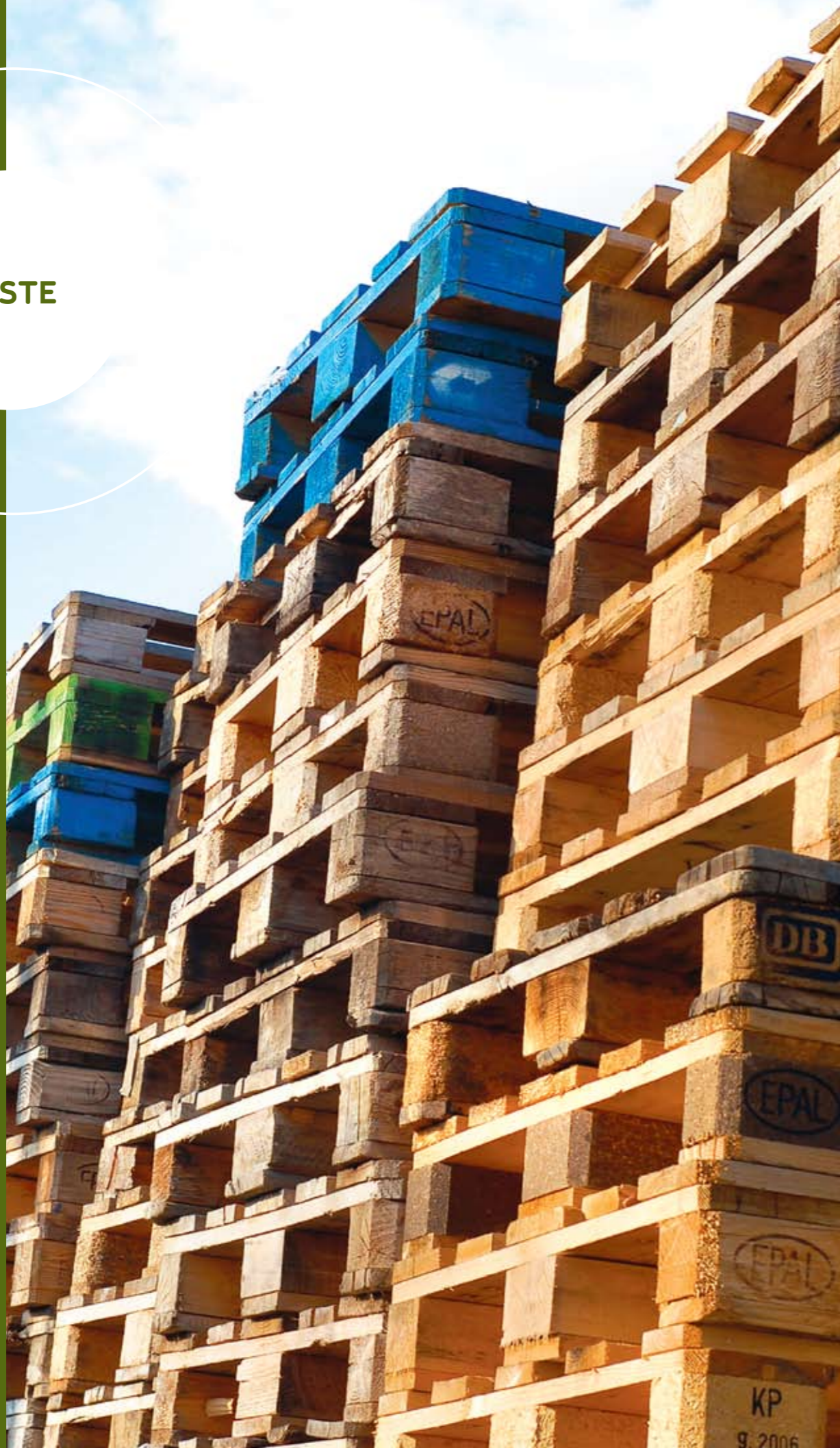
## GREEN BUILDING

We completed two green building projects, in St. Charles, and Danvers, and are seeking LEED certification for both facilities.

Features of these energy-efficient and high performance facilities include:

- Reduced chlorofluorocarbons in heating and cooling systems
- Optimized energy performance
- Use of renewable energy
- Provisions for storage and collection of recyclables
- Recycled building materials
- Regionally manufactured materials
- Certified wood
- Indoor air quality provisions
- Low-emitting materials for adhesives, paint, carpeting, composite wood, and furniture
- Controllable systems and lighting
- Green cleaning program
- Alternative transportation, bicycle storage, and changing rooms

WASTE



Waste reduction not only benefits the environment, but also improves efficiency and saves money. We embrace the “reduce, reuse, recycle” approach to waste management, using disposal only after other options are exhausted. Between 2006 and 2008, we made progress in reducing the amount of non-hazardous waste generated as a result of our improved waste management efforts, including recycling scrap and spent materials.

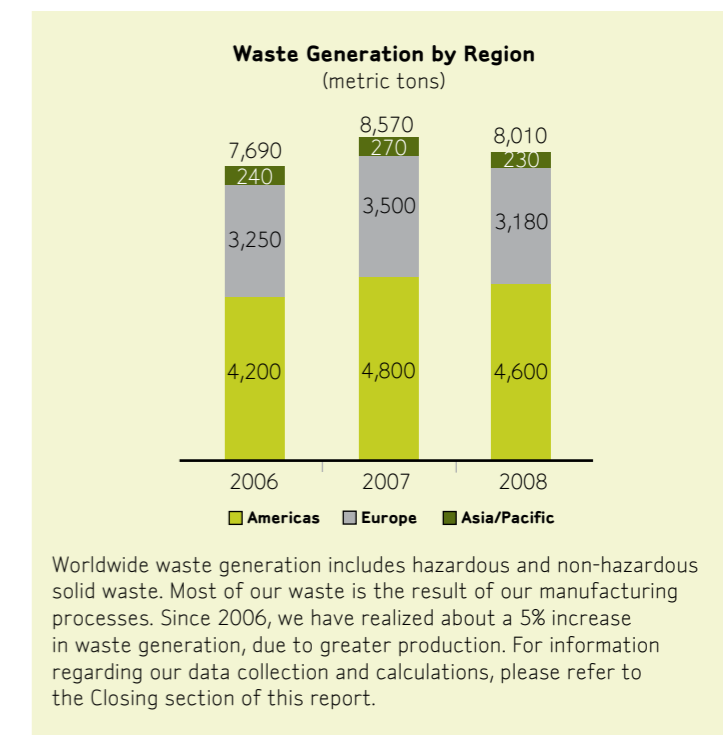
**Reduction**

Across Millipore, we are working to both improve efficiency and reduce waste. In Cork, our Process Excellence program identified improvements to membrane cutting processes that reduced the space between cuts, decreasing waste and saving about \$200,000 per year. The new improvements also eliminated unnecessary chemical testing through enhanced statistical methods, lowering membrane and chemical use.

We actively support existing programs and partnerships that promote waste reduction and leverage the opportunities they provide to help us improve our own practices. As a partner in WasteWise, the U.S. EPA’s waste reduction program, we closely track our handling and management of:

- Corrugated containers
- Office paper
- Packaging
- Wood pallets
- Landscape trimmings
- Non-hazardous batteries and electronics
- Non-hazardous ink
- Other materials

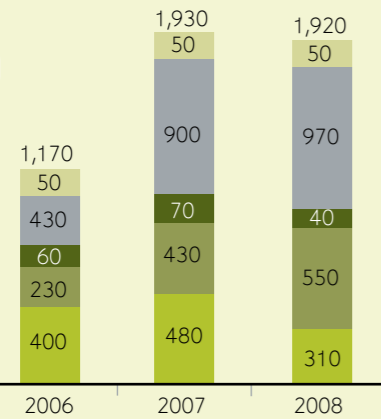
We also belong to CHWMEG® Inc., a non-profit trade association seeking efficiency in waste management. The organization conducts reviews to help us improve due diligence and ensure that waste is properly managed, while protecting the company from undue risk.



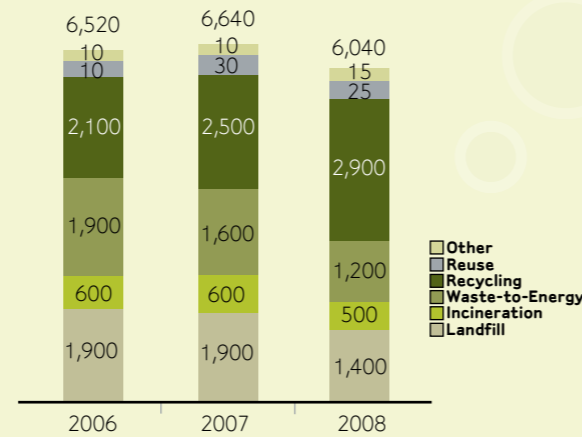
“A successful sustainability program needs the involvement of everyone. From a waste management standpoint, our custodial and facility staff, and employees, play a key role, going above and beyond to make recycling and composting a success.”

**Bobby Young, Environmental Programs Manager**  
Bedford, Massachusetts

**Hazardous Waste by Disposal Method**  
(metric tons)



**Non-Hazardous Solid Waste by Disposal Method**  
(metric tons)



Millipore's sites use a variety of disposal methods for hazardous and non-hazardous solid waste. We emphasize waste reduction first, then reuse, recycling, composting, and donating of materials where possible. If these options are not feasible, we then encourage sites to send materials to a waste-to-energy facility. Landfill disposal is the last alternative. For example, we have increased the use of waste-to-energy facilities, and increased reuse and recycling of solvents and other materials, among other improvements. Our hazardous waste generation has increased since 2006 due to increased production, however, note that our hazardous waste reuse rate has increased 125%. In contrast, our non-hazardous waste generation has decreased 5% from 2006 due to various waste reduction efforts. Most notable is our 40% increase in recycling of non-hazardous solid waste since 2006.

## Reuse

We have installed solvent recovery systems at several locations worldwide to minimize solvent emissions to air and discharges to water, while recovering these chemicals for further use within the company.

**Solvent recovery in Jaffrey.** The solvents used in the production of several filtration devices have the potential to emit more than 14 metric tons of dichloromethane annually. We have implemented systems to minimize the emissions and recapture solvent for future use. Solvent is removed from the waste stream using activated carbon followed by steam stripping to recover 75 to 80 percent of the solvent. We reuse 20 to 25 percent of this volume, with the remainder recycled externally.

**Methanol reuse in Bedford.** We installed a methanol recovery system to recycle on-site this material used in manufacturing our membranes. Spent material leaves our processes through a closed loop system. It is then purified and sent back through the process. From 2006-2008, we have captured and recycled a total of 975 metric tons of methanol.

Non-hazardous solid waste that cannot be reused or recycled is sent to waste-to-energy facilities wherever locally available and feasible. At present, all of the non-recyclable or reusable waste

from our Bedford, and 95 percent of that from Jaffrey, is processed at local waste-to-energy facilities. Please see the focus on page 59 for details about solvent recovery in Cork.

**Organic composting in Bedford.** Composting another form of reuse, is an effective and environmentally preferable way to address organic waste from food and plant material. In Bedford, we are composting 100 percent of the organic waste produced in our kitchen and dining facility. Our organic waste is sent to an industrial compost facility in Massachusetts where the compost is turned into fertilizer. Since implementing the program in November 2008, we have composted 1.5 metric tons of organic waste. Each year, we also compost 5.5 metric tons of grass clippings and other materials from landscaping activities.

## Recycling

Of the three areas—reduction, reuse, and recycling—our most significant progress has been in recycling. Highlights include:

**Recycling donations to schools in Jaffrey.** In Jaffrey, we donate used toner cartridges to local elementary schools for recycling. The schools return the cartridges to a vendor in exchange for "technology points" they use to purchase digital cameras and other electronic equipment.



**Plastic recycling in Molsheim.** We are recycling 100 percent of scrap plastic from Steritest. We are also exploring options for recycling plastic scrap from Aervent® production. Recycling these products can save up to two-thirds of the traditional waste disposal costs. Our goal is to recycle 50 percent of all product waste at this site. Other materials recycled at the site include:

Type of Waste	2006	2007	2008
	(metric tons)		
Paper and Cardboard	188.0	209.9	209.3
Wood Pallets	94.9	202.3	174.0
Plastic: Packaging	18.3	20.5	17.6
Plastic: PE molding waste	23.6	12.4	20.5
Plastic: PP molding waste	11.4	15.8	19.9
Plastic: Other molding waste	26.2	65.6	67.0
Metal	1.9	1.5	1.0
DCM (Dichloromethane or Methylene Chloride)	14.3	11.2	10.4
Printer Toner	0.6	0.6	0.6
Electronic waste	7.1	10.0	11.1
Steritest	0	5.2	9.1
<b>Total</b>	<b>386</b>	<b>355</b>	<b>541</b>

**General waste recycling in Cork.** Our Cork site recycles approximately 70 percent of the non-hazardous waste generated. For Durapore membrane manufacturing, which takes place in Cork, we reuse or recycle 95 percent of waste generated. We locally compost the cardboard drums and boxes in which raw materials are delivered, we recycle waste paper, we wash and re-wind PET file plastic, we recycle waste membrane cuts, and return the end walls used to transport rolls of mylar to the supplier for reuse.

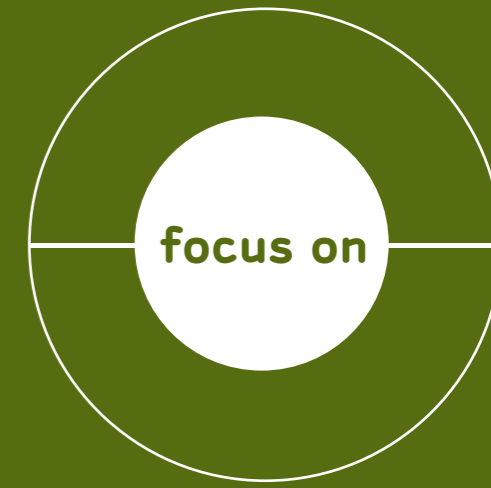
## Green Procurement

Sustainability in our supply chain is a growing focus for us, providing both environmental and cost saving benefits. Some of our current sustainable procurement practices include:

- Paperless billing and payments to suppliers and vendors (Currently, 66 percent of vendor payments are made electronically, and we are implementing a format that will allow us to make electronic payments for even more suppliers. E-payments reduce transaction costs by almost 90 percent.)
- Electronic reimbursements for 98 percent of employees
- Recycled content paper use and double-sided printing
- Reusable dishware and/or biodegradable plates, bowls, cups, utensils, and food packaging worldwide
- Reusable stainless steel beverage mugs (In 2008, we provided our employees in our corporate headquarters with a reusable mug. To date, however, just 15 percent use the cup regularly, saving an estimated 7,800 disposable cups instead of the potential 52,000 that could be saved annually if all employees took part in the program. We will continue to raise awareness about the benefits of reusable materials.)
- Environmentally preferable (eg., recycled) merchandise for employees and customers

### Environmentally Preferable Purchasing

Millipore employees can purchase a range of merchandise bearing the Millipore name and logo, from pens to clothing. As allowed by law, these items are also given to customers at conferences and other events. Currently, 15 percent of the items distributed through the Millipore Company Store are environmentally preferable. As supplies of other items are depleted, we replace them with these items to continue enhancing the options for our employees and customers.



## SOLVENT RECOVERY

To reduce the potential environmental impact of a major expansion at our Cork site, we identified all potential solvent-containing waste streams from the new processes and assessed their potential environmental impacts, then made sure that the new solvent recovery unit could capture a wide range of solvents for reuse in the process.

The state-of-the-art system can recover a variety of solvents. Cork is currently recycling 80 percent of its solvents. The solvent recovery system also minimizes wastewater generation for the plant.

WATER



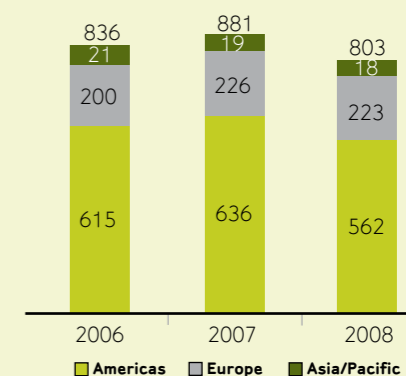
Around the world, water supplies are increasingly stressed by high demand, drought, and contamination. At the same time, membrane manufacturing and cartridge testing, key aspects of our business, require thousands of cubic meters of water annually to ensure product quality and safety. For more than 6 years, we have been seeking ways to reduce our consumption, reuse water for non-critical purposes, and treat and recycle water wherever possible without compromising quality standards. Despite the challenges, we are making dramatic progress through water reduction and recycling programs at a number of sites around the world, including Jaffrey, Kankakee, Temecula, and Cork.

**Reduction**

Reducing our use of water in manufacturing is an important component of our overall water conservation program. At our Kankakee site, where we manufacture Probumin®, one of the most extensively used proteins in the medical industry, water use has traditionally averaged 142,000 m<sup>3</sup> per year—enough to fill about 140 Olympic-size swimming pools. This large volume is mostly due to cleansing acetone from our solvent recovery system. We discovered that adding an “off” setting to the automated air scrubber system reduced yearly water consumption by 49,000 m<sup>3</sup>, or 35 percent. Cost savings are estimated to reach \$100,000 per year.

At our Temecula facility, we cut water use through a Lean Six Sigma green belt project that identified the facility’s water uses, determined the water saving options that would produce the greatest reductions, and implemented cost-effective changes like waterless urinals and equipment repairs. During 2008 alone, the site saved nearly 1,300 m<sup>3</sup> of water, achieving a 15-percent water use reduction and exceeding the facility’s goal of 10 percent. For 2009, we are evaluating the feasibility and savings associated with alternatives such as deionized water recycling and sensors on restroom faucets and the irrigation system.

**Water Use by Region**  
(m<sup>3</sup>\* in thousands)



Millipore’s global water use has decreased 4% overall since 2006, including 9% since 2007 alone. Most of Millipore’s water use results from manufacturing activities, followed by R&D and laboratory use. In 2008, 99% of Millipore’s total water withdrawal came from municipal water sources, and the rest from groundwater wells. Please see the Closing section of the report for information about our data calculations and methodology.

\*1 m<sup>3</sup> = 35.3 ft<sup>3</sup> = 264.2 gallons

## Recycling and Reuse

Changes at several of our facilities are yielding impressive water saving results through recycling and reuse, most notably in Jaffrey. The Jaffrey program includes four key areas:

- Wastewater reuse for non-critical uses such as landscape irrigation
- Wastewater recycling for process use, after treatment with reverse osmosis and activated carbon
- Reverse osmosis reject water slipstream recycling back into the facility supply
- General good practice and design; examples include:
  - Capturing and recycling water from flow-through sensors
  - Implementing recirculated or recycled systems for vacuum pump cooling water needs
  - Closed-loop cooling water recycling for compressors
  - Cascading process water storage tank overflow lines to other tanks or uses

Since beginning this program in 2003, we have reused or recycled close to 347,000 m<sup>3</sup> of water in Jaffrey. Our facility in Cork also uses reject water from our reverse osmosis water purification systems to operate a cooling tower, which would otherwise use fresh potable water, saving approximately 58 m<sup>3</sup> per year.

From 2006-2008, we have steadily increased the amount of water we recycle or reuse on-site throughout our global facilities. In 2008 alone, we recycled or reused almost 150,000 m<sup>3</sup>.

## Wastewater

At all of our facilities that produce any wastewater effluent, we operate in accordance with applicable regulations governing the permitting, quantity, and quality of discharge. We monitor and continually improve the quality of our wastewater discharges through a combination of activities, including materials substitution, and improved treatment technologies. Approximately 40 percent of the total water volume utilized worldwide is treated prior to discharge or reuse (23 percent treated on-site; 17 percent treated off-site). The wastewater that is treated on-site is then discharged to the municipal sewer or is reused in one of our various water reuse projects such as in Jaffrey or Cork. We continue to analyze our water use and treatment systems to increase recycling and reuse capabilities at our manufacturing sites worldwide.

In addition, because wastewater treatment requires significant energy inputs, we have begun exploring options to increase energy efficiency in our wastewater treatment systems. We recently conducted an energy savings evaluation of the wastewater treatment aeration system at our Bedford site. The study evaluated several options and found that one of the technologies studied would result in saving \$3 million in energy costs over a projected 20-year system life.



## WATER RECYCLING

At our Jaffrey site, reverse osmosis treatment purifies the water to the high standards required for product manufacturing. To produce the necessary high-purity water, the production reverse osmosis systems typically waste, or reject, 25 to 30 percent of the total volume processed. To be able to capture and reuse this reject water, we invested in a second reverse osmosis system to process this additional water. We are now reclaiming an additional 50 percent, or 23,850 m<sup>3</sup> annually, for reuse. In turn, the reject stream from this second system supplies all the water needed for toilets and urinals in the plant, as well as irrigation needs for landscaping, saving an additional 15 m<sup>3</sup> per day, or about 5,500 m<sup>3</sup> each year.

In 2009, we will install a higher-output reverse osmosis system to achieve an even greater recapture rate and accommodate growth in the facility's overall manufacturing rate. We are also continuing to work closely with the regulatory agency to address the wastewater permitting issues that will allow for ongoing water conservation and reuse at the Jaffrey site. The total annual water savings with this program presently is more than 29,000 m<sup>3</sup>, which is enough to fill approximately 12 Olympic-size swimming pools.

"In Jaffrey, we're reusing process water, cutting energy consumption, and evaluating ways to save fuel oil. It is all about the combination of initiative, process excellence, and the synergy between quality and sustainability. We are making better products with greater efficiency, less energy, and reduced waste."

**Steve Dark, Environmental Resources Manager**  
Jaffrey, New Hampshire





## SOCIETY

Seeking the best balance between the demands of doing business and the need to meet our environmental and social responsibilities can be challenging. But in the end, making sure we have a positive impact on the world is good business. At Millipore, we've made our sustainability efforts central to our corporate vision and integral to our daily operations. From providing superior opportunities, resources, and working environments for our more than 5,900 professionals, to supporting communities around the globe, and ensuring ethical practices in the R&D of our products, we are dedicated to making the world a better place.



Millipore's corporate headquarters hosted an environmentally themed "Take your Child to Work Day" where employees and vendors taught the children about key environmental issues, including climate change, energy, and recycling, and provided tips for making a difference at home and school.

## WORKPLACE



From the first interaction with a Millipore employment specialist, we strive to help people build a personal connection to our organization. We take pride in supporting our employees' continued growth and development through formal and informal training, just as we foster a healthy lifestyle, positive work/life balance, inclusive corporate culture, and productive and safe work environment. By continually monitoring our human resources practices and responding to staff feedback, we identify ways to further improve our work environment and the opportunities we provide employees.

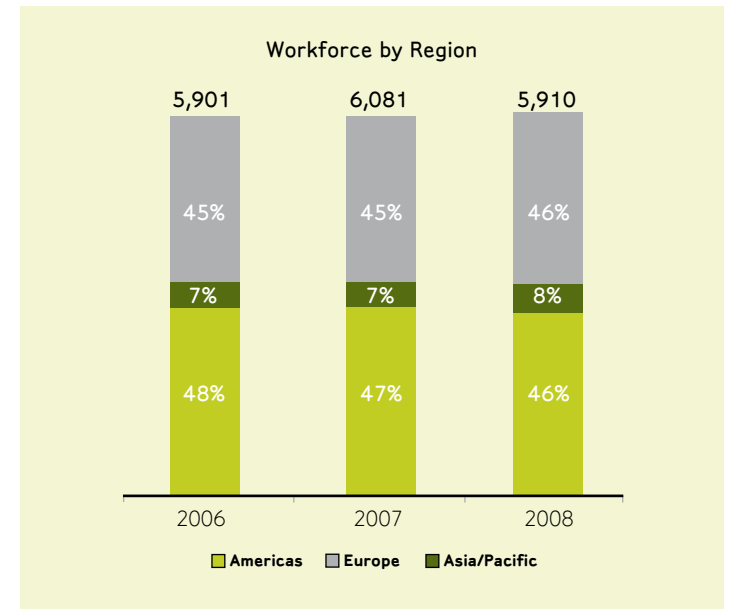
### Life at Millipore

As a global life science leader, Millipore is becoming a destination for top talent in the industry. By offering our prospective and current employees unique opportunities to drive innovation in the healthcare industry, we are able to attract and retain the best and brightest professionals. We set goals for top talent retention and we are meeting those goals.

Our Magnet for Talent Initiative includes recruiting people with the right skills and values, helping employees develop the skills they need to assume new challenges and responsibilities, and rewarding our highest performers. In 2009, we will make more development tools available to all employees and complete our dual career path for developing technical talent.

### Policies

Millipore operates according to numerous human resources and labor policies. Although we are not part of an industry at a high risk for forced, compulsory, or child labor, we do maintain a child labor policy. It is our practice to hire employees who are at least 18 years of age or older.



The company also maintains an affirmative action policy and program in the U.S. We use this policy and our diversity program to broaden our talent pool.



"Today, sustainability is an important factor to candidates considering a position with us—and a competitive advantage. They are educating themselves about our sustainability contributions and coming to interviews prepared to discuss our performance. As recruiters, we are proud to explain that Millipore is investing in sustainability."

**Celine Richard, Staffing Manager**  
Molsheim, France

## Workforce & Diversity

Across all regions, Millipore's voluntary turnover rate is 7 percent. That rate is consistent, and has been consistently lower than the industry average.

We continue to see improved diversity from 2006 to 2008. While we are pleased with these results, we remain committed to further improvements. To further broaden our talent pool, we have increased our attendance at diversity job fairs and postings on diversity job boards. We have also conducted diversity search training for our U.S. recruiters.

## Wages & Benefits

Our wages and benefits program, known as Total Rewards, includes both compensation and benefits. We provide competitive base salaries and salary increase opportunities for our employees across the globe as well as a comprehensive benefits package for our employees and their families. Our benefits are designed to facilitate a healthy lifestyle and help employees plan for a secure retirement. In some cases, the benefits offered are outlined in local laws. In many instances, we deliver more than what is required by local statute. Some of the benefits that apply to full- and part-time employees, depending on location, include:

- Retirement savings program
- Financial incentive plan
- Recognition and rewards program for extraordinary effort
- Hybrid Vehicle Incentive Program
- Stock incentive plan
- Employee assistance program, including mental health support as well as access to help finding specialists in services such as home repair, moving and relocation, travel, personal safety, and other common issues
- Monthly health and wellness guidance to help employees and their families stay healthy and prevent disease



focus on

## HYBRID VEHICLE INCENTIVE PROGRAM

In 2008, we launched an incentive program to help employees acquire fuel-efficient hybrid vehicles by contributing toward the costs of these cars. All hybrid vehicles certified under the U.S. EPA's SmartWay™ Elite Green Vehicle Guide are included in the program to help employees get the cleanest, most fuel-efficient vehicles available.

All full-time Millipore employees who work in the U.S. are eligible to participate in the program. We hope to expand the program to other regions in the future.

Millipore maintains various retirement plans for our employees around the world (please refer to our annual reports for details about their funding). We offer defined benefit plans, including employee pension and post-retirement medical plans, and defined contribution plans. For example, in the U.S., employees can contribute a portion of their pay to savings and investment accounts. Millipore then matches the contributions to those employee plans up to 6 percent of eligible annual pay. Almost 90 percent of employees participate in this voluntary retirement savings program. Like all of our programs, the type of plan offered reflects the local market in each country. So, while our philosophy of offering retirement assistance to our employees is generally consistent, the type of offering may be different depending on local practices.

### Recognition & Rewards

Millipore's reward and recognition program provides both financial and non-financial awards to employees who demonstrate exceptional performance in any of three categories: customer satisfaction, extraordinary effort, and technical innovation. The program includes on-the-spot awards as well as more significant bonuses and awards of Millipore stock. Company-wide, we emphasize the importance of meaningful, annual performance appraisals. Between 2006 and 2008, fully 99 percent of employees received a timely annual performance review.

Our Innovation Initiative also plays a role, with employees being rewarded for their contributions to the development of new products and services that bring added value to our customers. We have recently introduced a new Chairman's Innovation Award whereby teams that have created new ideas or new products with a big impact are rewarded with a significant stock grant. We evaluate innovative developments based on expected commercial value, anticipated revenue, and product commercialization.

### Professional Development & Training

Learning takes place throughout our organization in both formal and informal ways, enriching and empowering our employees. Professional development emphasizes on-the-job experience, internal and external classroom training, and online learning. Our in-house training covers a wide range of business concepts designed to help our employees develop valuable professional skills and become more effective in the workplace and with our customers. Some employees also participate in external training at seminars, workshops, and conferences.

The most effective component of our employee development program is on-the-job experience through expanded responsibilities or exposure to another part of our business. Individual Development Plans, created by employees with their managers, further support professional development by identifying specific skills, competencies, or behaviors the employee should enhance. Training, individual development, and other factors led to 471 employee promotions in 2008, 533 in 2007, and 470 in 2006.

In 2008, employees participated in a total of 5,115 hours of human resource and professional skills-related training, compared to 4,573 in 2007 and 4,669 in 2006. These totals cover important skills such as management, communication skills, finance and accounting, and respect in the workplace. They do not include job- or function-specific training in topics such as EHS or sales, nor do they represent outside classes. EHS-focused training is described in the Health & Safety section of this report.



### Customer Training

In early 2009, we opened our state-of-the-art Bio-manufacturing Sciences and Training Center in Singapore. The 743-square-meter facility provides training to both employees and customers, helping local researchers and life scientists enhance their knowledge of the biologics processing, regulatory, and related issues they need to be successful. The support and technical service provided by this center reaches our biopharmaceutical customers with operations throughout Asia.

Also supporting customer training is our Bioprocess Technology Center in Billerica as well as our Bioscience training center in Danvers. Note that sustainability information from the Billerica and Danvers facilities is included in the data presented in this report. Sustainability performance data for the new Singapore facility will be included in our 2009 report.

"We are looking at sustainability impacts in every aspect of our operations, from our supply chain to what we use in our kitchens, and we're working daily to integrate solutions that are not just right for us today, but that will be right for future generations."

**William Avise, Operations Manager**  
St. Charles, Missouri



HEALTH & SAFETY



Millipore's employees are our greatest asset. We have a multi-faceted health and safety program to support the well-being of all Millipore staff and are proud of our accomplishments in health and safety. In fact, Millipore's commitment to the environment, and health and safety, is an essential part of our corporate responsibility and commitment to the communities in which we operate.

**Health & Safety Approach**

Our formal approach to ensuring health and safety is inextricably linked with our environmental commitments and articulated in a combined Environment, Health and Safety Policy. We are committed to reducing negative EHS impacts related to our global activities, products, and services; integrating EHS considerations into the development, manufacture, and distribution of our products and services; implementing management systems and measuring our progress against our EHS goals and objectives; and training employees in responsible EHS practices and encouraging their active participation to continually improve our EHS performance.

As a U.S.-based company, Millipore uses OSHA's regulations and standards for recording and reporting work-related injuries and illnesses globally. Each country where Millipore operates follows applicable local regulations in addition to the global Millipore policy to record and communicate work-related injuries and illnesses to the authorities and employees as appropriate.

The information about recordable incidents and lost work days provided in this section includes both part- and full-time employees as well as temporary workers at Millipore sites. It does not include incidents involving sub-contractors, as they are not employees of Millipore. In spite of that, Millipore does conduct full incident investigations for all incidents, regardless of the work relationship of the affected person(s).

Statistics	2006	2007	2008
Number of fatalities	0	0	0
Cases with lost workdays	63	48	38
Cases with no lost workdays	66	75	59
Days with restricted activity	2,189	2,419	2,075
Days away from work	774	501	892
Number of OSHA citations	0	0	0
Hours worked ('000s)	8,307	9,192	9,265
Total Case Incidence Rate	2.8	2.7	2.1
Lost Workday Case Incidence Rate	1.4	1.0	0.8

Our corporate philosophy includes a rigorous system of proactive metrics, scorecards, and audits that ensure compliance, performance, and continual improvement. The success of Millipore's EHS program is the result of the company's demonstrated commitment to safety and the environment.

## Integrated Safety Management

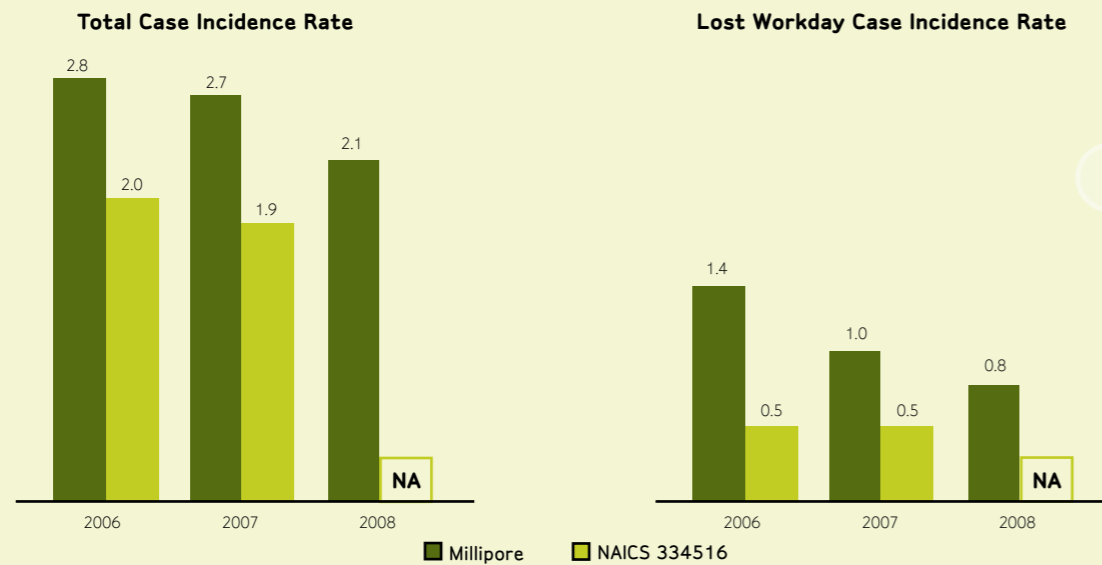
As shown below, both our global Total Case Incidence Rate (TCIR) and Lost Workday Case Incidence Rate (LWCIR) have declined steadily from 2006 to 2008. These significant improvements were achieved through a company-wide effort that included collaboration with each site's management and workforce to implement various EHS programs.

Our EHS professionals work very closely with our operations groups to integrate EHS concepts into every aspect of the business. We have also developed a global incident reporting

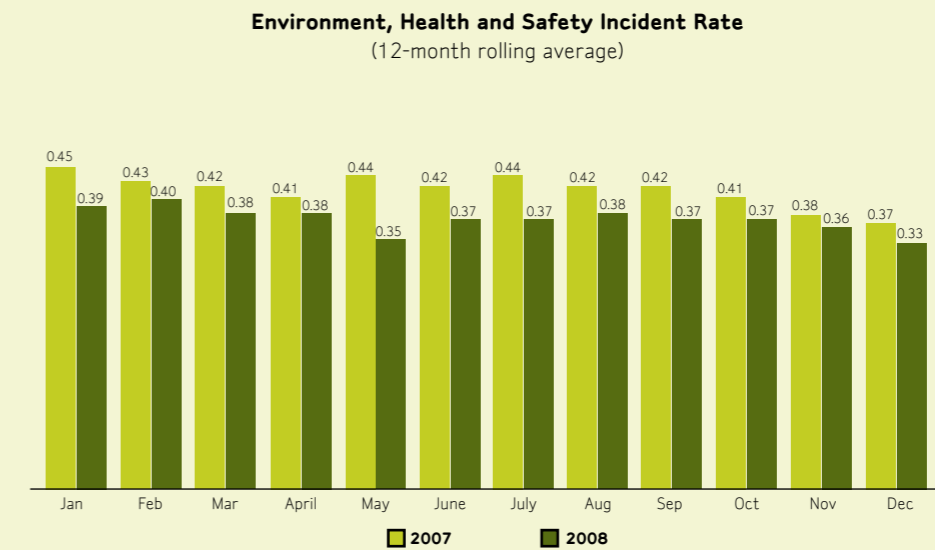
database to facilitate reporting, root cause analysis, and corrective or preventive action management. The database tracks incidents of all kinds, ranging from personal injuries and illnesses to near misses, including spills, regulatory non-compliances, and other events that impact human health, the environment or Millipore property, or that have the potential to do so. There have been no fatalities at any Millipore facilities during this reporting period. Overall, although incident rates have declined, we have more work to do to position ourselves well below the TCIR average for our industry sector.

Millipore has developed an internal indicator, EHSIR "Environment, Health and Safety Incident Rate," that measures significant injuries, illnesses, and environmental incidents. Calculated and displayed every month on each site's balanced scorecard, this

composite indicator helps us keep our EHS performance in the forefront and motivates us to continually improve. Our global 12-month rolling average for the 2007 – 2008 period reveals a 26-percent improvement.



The TCIR is defined by OSHA as the number of recordable incidents in a year, multiplied by 200,000, and divided by the total hours worked that year. It effectively represents the number of OSHA-recordable work-related injuries or illnesses that occurred per 100 full-time equivalent employees per year. OSHA publishes summary data showing the TCIR by industry sector. Millipore has aligned with the North American Industry Classification System (NAICS) code number 334516 "Analytical Laboratory Instrument Manufacturing," and the chart above depicts the TCIR for that sector compared to Millipore's global TCIR. The LWCIR is calculated based on the number of OSHA-recordable work-related injuries or illnesses that required employees to stay away from work. The rate is calculated according to OSHA guidelines and expressed as the number of recordable injuries or illnesses that resulted in days away from work per 100 full-time-equivalent employees. For example, our 2007 rate of 1.0 means that for every 100 employees, there was one recordable injury or illness that resulted in at least one day away from work.



We began calculating the 12-month rolling average for our global EHSIR in 2007, and set a global goal for that year of reaching 0.35 or less by the end of December. In 2008, we shifted the focus and set the goal based on eliminating all incidents that were preventable and predictable, which resulted in a goal of 0.30 or less. Although we did not meet these goals, we came close. Our goal for 2009 has remained at 0.30 or less. Since we began tracking performance using the global 12-month rolling average for the EHSIR, we have achieved a 26-percent reduction, indicating steady improvement.

"Using the EHS scorecard, each EHS program is measured not just based on the business rules around it, but also on the degree of implementation, participation by employees, and training completion. An added bonus has been that we identified synergies where programs could be developed to cover all sites, supporting widespread improvement."

**Natalia Olive, EHS Engineer**  
Billerica, Massachusetts



## Safeguarding Employee Health

Millipore has dedicated resources to maximize employee health and safety, minimize disability, support productivity, and make sure that the health of employees is not jeopardized by workplace exposure or job placement. Our Health Services staff are qualified healthcare specialists who are trained and experienced in occupational medicine. Health Services provides:

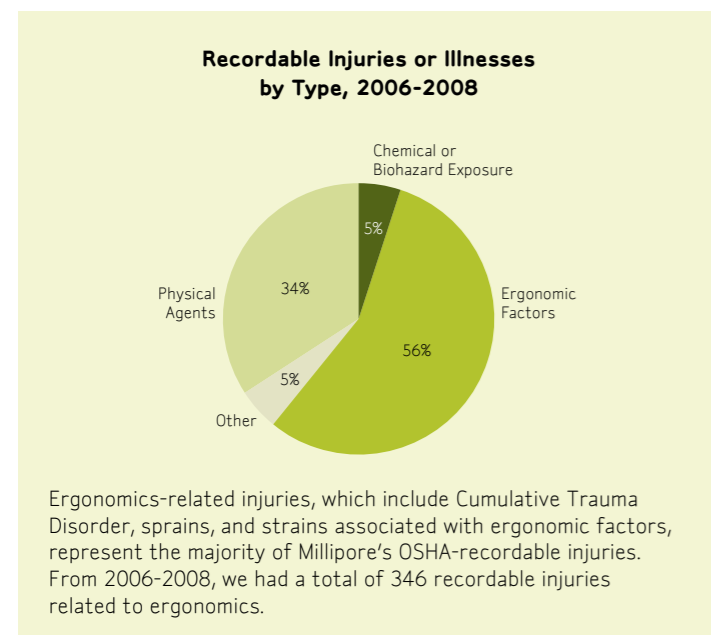
- Periodic medical assessments as required by specific jobs
- Emergency response for sudden illnesses or injuries
- Facilitation of appropriate and timely return to work
- Monitoring of ongoing medical situations and coordination of treatment plans that may affect job placement or performance

At some Millipore locations, the Health Services team also provides ergonomic assessments (please see focus on page 77), as well as specialized activities and programs. For example, we offer on-site physical therapy and chiropractic services to employees at our sites in Massachusetts. In the U.S., we have also led health day campaigns so that employees can check their blood glucose level, cholesterol, and general health indicators with a licensed healthcare professional. Our manufacturing facility in Cork hosts a health and safety week once a year so employees have access to health checkups, massages, health care and nutrition information, and general EHS training, like use of fire extinguishers and respirators.

Millipore's operations and health and safety specialists are vigilant about identifying workplace hazards and reducing the risk to acceptable levels. As necessary, the team provides specific guidance and policies to eliminate slip, trip and fall, electrical, fire, heavy lifting, and other hazards. For example, in Cork we use a web-based application to analyze risk for a task in detail and manage adequate controls. Millipore provides personal protective equipment at all sites, as warranted for each situation and accompanied by adequate training for usage and maintenance.

Millipore is bound by the rules of OSHA's Process Safety Management Standard for Hazardous Chemicals at two of our sites, Bedford and Kankakee. We also implement this program voluntarily at our facility in Jaffrey. All three sites have developed programs and systems to ensure superior health and safety risk management. The program includes elements of risk assessment and control that cover all stages of the manufacturing process, from inception and development to construction and management.

In addition, the collective bargaining agreement for employees in Kankakee includes detailed provisions related to health and safety. Joint worker and management health and safety committees have been established, each with three union members and three company representatives. Meetings are jointly chaired by union and company representatives.



**focus on**

**ERGONOMICS**

In addition to ergonomics training, Millipore provides all employees with examples of stretching exercises adequate to the tasks they perform. For example, at our manufacturing facility in Jaffrey, employees assemble for stretching every day prior to starting work. All office-based employees are encouraged to conduct a self-assessment to ensure proper placement of chairs, desks, computer monitors, keyboards, and other equipment, and the correct alignment of the head, neck, elbows, eyes, and hands.

We also perform ergonomic evaluations on request. These steps have helped reduce ergonomic factor injuries and illnesses. Since 2006, we have reduced recordable injuries by 10 percent, and since 2007, we have seen an 18 percent reduction.

## Training

Globally, Millipore provides most of its EHS training for employees in-house, including 25 courses offered online. Classroom sessions, which are offered at our sites based on specific EHS risks at that location, cover such diverse topics as biosafety, electrical safety, ladder safety, syringe and sharps control, hazard communication, ergonomics, laboratory safety, fire extinguisher awareness, incident investigation, and hazardous materials handling. Most of these courses are required training based on local regulations and job function.

Training is tracked and managed mostly by each site locally. However, Millipore is in the process of implementing an enterprise-wide learning management system, the Millipore Employee Training Application. This system allows us to track all training needs and learning history, including time spent on training.



focus on

## EMERGENCY READINESS

Being prepared for potential emergencies protects our employees and local communities, and ensures an uninterrupted supply to our customers. Our emergency preparedness includes:

- Conducting site risk assessments to identify possible adverse events
- Developing appropriate controls to minimize those risks
- Maintaining highly trained emergency response teams, including those trained to address chemical spills
- Identifying and training site crisis management teams
- Training a corporate crisis management team



BIOETHICS



Millipore is committed to providing novel cell culture systems and characterization tools for stem cell research and primary cell culture, as well as the highest quality antibodies to support the discovery of life-saving treatments. Stem cells and antibodies are produced by humans and animals. Stem cells are derived from human and animal embryonic and adult tissue, while antibody production requires a live, mammalian host. As advanced research continues, the list of debilitating and fatal conditions treated with the aid of drugs that originated with stem cell and antibody cultures is growing. Parkinson's disease, Alzheimer's, cardiac disease, diabetes, and many kinds of cancer, are among the many conditions addressed.

**Bioethics Approach**

At Millipore, we are dedicated to advancing life science. We work hard to support our customers' development of drugs and other treatments for viral, microbial, parasitic, cellular, autoimmune, and other diseases by providing the necessary cultures, antibodies, immunoassays, and innovative products critical to drug discovery. Our approach is guided by our core values, codes of conduct, quality management system, and EHS obligations, as well as by our fundamental commitment to maintaining the highest ethical standards in everything we do.

For many of our biopharmaceutical customers, bioethical considerations have become increasingly complex. Today, they not only adhere to stringent regulations and policies governing product safety and purity, but also strive to achieve their own sustainability goals. In this section of our report, we provide an overview of our commitments and practices in two key facets of the life science industry: stem cell research and animal use.

**Stem Cell Research**

We recognize that controversy exists related to stem cell research. However, we fully support stem cell research because of its profound benefits on human health and quality of life. As a life science leader, one of our responsibilities to society is to produce the essential cell cultures and other items that researchers need to adequately address grave human health issues. In addition to providing our customers with a diverse range of stem cells for their research, we also share our knowledge of protocols, best practices, technical resources, and the latest research to help them advance their work. We also provide some financial support toward the work of leading stem cell researchers, as discussed in the Community section of this report.



"We're committed to supporting the advancement of stem cell research to address diseases like cancer, cardiovascular disease, and metabolic disorders. Bioethics, the relative benefits to society, and product safety are top of mind in our decision making."

**Don O'Neil, Director, Marketing**  
Temecula, California

## Animal Care

Millipore does not conduct testing on animals. We do rely on animals for antibody production, which is not testing and which can happen only within a live host. We maintain the highest standards of care to ensure health and comfort, and avoid pain and distress in all our animals. Ensuring the humane and dignified treatment of animals, safeguarding their health, avoiding discomfort and stress, and reducing their use, are all critically important issues for the life science industry. At Millipore, ensuring the health of the animals is one of our fundamental responsibilities.

Our approach to animal care and use reflects our absolute belief that all animals must be treated humanely. This means that we do not use antigens that are hazardous or compromise animal health. Most important is the fact that we maintain an outstanding, extremely compassionate team of caretakers who are well trained in ensuring animal comfort and avoiding animal pain or distress in their daily duties.

Millipore has always maintained a productive and open relationship with the U.S. Department of Agriculture (USDA), which oversees animal care in the U.S., and with the Office of Laboratory Animal Welfare (OLAW), which is part of the U.S. National Institutes of Health. Both agencies have been helpful in providing guidance and resources for refining our program. In addition, the Institutional Animal Care and Use Committee conducts a program review and facility inspection twice yearly to ensure compliance with USDA and OLAW.

We will continue to ensure animal health and reduction in the use of animals through our extensive training and ongoing communications with staff, as well as through our corporate-wide emphasis on efficiency in operations.

## Animal-Free Products

In recent years, we have emphasized the production of animal-free cell culture media wherever possible. This helps to further enhance the purity and safety of our products and eliminates the possibility of contamination. Until recent advances in cell culture media development, there were no animal-free options for these cultures. Millipore is pleased to leverage these recent developments because they enable us to further improve the quality and purity of our products while continuing to reduce the use of animals.

In 2006, our agreement with Stem Cell Sciences made possible our development of the first successful and commercially available animal component-free medium for human embryonic stem cell culture. Our 2007 strategic alliance with Novozymes allows us to develop, market, and sell new, animal-free cell culture supplements for biopharmaceutical manufacturing. And in 2008, we partnered with Solabia, a leading manufacturer of plant-based hydrolysates—a supplement used in the production of biologic drugs—to brand and sell these animal-free cell culture media applications throughout the Americas, Europe, and Asia/Pacific.

These, and other partnerships, allow us to continue providing an even broader range of animal-free cell culture supplements to help optimize our customers' upstream bioprocessing operations.



focus on

## ANIMAL HEALTH

Two important focus areas for us are animal health and reduction in the use of animals. In just 3 years, we've reduced by 50 percent the number of rabbits necessary to produce antibodies. This is due to responsible stewardship by Millipore's R&D specialists in refining protocols to enhance the success rate for new products.

We've also used Millipore's process excellence approach to begin using statistical methodologies to drive similar enhancements in monoclonal antibody production, yielding a 15-percent greater response rate and more than 25-percent greater yields per mouse, which allows us to meet market demands for these antibodies with far fewer animals, while continuing to ensure only the most appropriate and reasonable use for each mouse.

"One of our five core values is integrity, and I can think of no better demonstration of integrity than how one treats an animal that has no voice of its own, no way to lodge a complaint over its treatment. I'm proud to be part of a team that understands this and lives up to it every day in the way we care for our animals."

**Shane Wrixon-Becher, Operations Manager**  
Temecula, California



COMMUNITY



For more than 25 years, Millipore has contributed to the public good in ways that reflect our values and priorities as a company, donating more than \$20 million to deserving organizations. We continue this tradition today through our Corporate Giving program, which includes both philanthropic and volunteer efforts. The program supports non-profit organizations and initiatives in education, bioscience research, and sustainability. We also offer our employees the opportunity to give back in ways they find meaningful, through a range of local volunteer projects and matching gifts.

**Funding & Sponsorship**

Millipore strives to fulfill its social obligation of serving the public interest directly through contributions to selected non-profit organizations and institutions. The following guidelines serve as touchstones for our contributions:

- Our contributions are consistent with Millipore’s presence in the community and are closely related to the community’s activities.
- Our contributions are in amounts commensurate with available funds and desired results.
- We take the initiative, when appropriate, to support new projects or new non-profit organizations, and sometimes seek to leverage additional support from other sources (by a challenge grant or otherwise).
- We conduct periodic evaluations of the programs and projects we support; support of any program or project at one point in time does not guarantee continued support.
- Although we coordinate all contributions centrally, we encourage Millipore site managers around the country to submit funding proposals that address the specific needs of their local communities.

Organization/Cause	2006	2007	2008
Stem Cell Research	—	—	\$150,000
Habitat for Humanity	—	—	\$55,000
Boston Science Museum	\$25,000	\$25,000	\$25,000
Scholarships	\$87,000	\$90,000	\$90,000
Everybody Wins! USA	\$5,000	\$5,000	\$5,000

Millipore’s financial donations support a range of organizations in education, science, and sustainability.



“Through monetary and volunteer support, Millipore makes a visible difference in the communities where we operate. From the new Boys & Girls Club building that provides a safe and nurturing environment for children after school, to the new home we built for a low-income family, witnessing the tangible impacts of our support is a huge reward.”

**Tara Duplaga, Corporate Giving**  
Billerica, Massachusetts

## Education

Because education is fundamental to advancing the life science field, Millipore supports science education initiatives through strategic partnerships, enrichment programs, and scholarships. In many countries, declining enrollment in science, technology, engineering, and mathematics (STEM) education programs has led to a shortage of trained professionals in these fields. In 2008, Millipore partnered with the Massachusetts Biotechnology Education Foundation to promote student interest in STEM, increase the number of qualified STEM teachers, and improve the overall education of STEM subjects. Through this partnership, Millipore hopes to inspire students and shape the next generation of the biotech workforce.

Science enrichment programs, such as the Massachusetts State Science & Engineering Fair, are an important component of Millipore's funding initiatives. This annual competition showcases inquiry-based learning projects by middle and high schools students. During this event, students develop key analytical skills outside the classroom and apply their findings to real-world issues. Over 26,000 students have participated in this exciting program, with half going on to pursue careers in the STEM field.

Millipore understands the necessity of higher education, which, due to routine tuition increases and the current economic downturn, may now be out of reach for many. Through a generous scholarship program, the company strives to eliminate financial obstacles by reaching out to area high schools, local and major universities, and even children of Millipore employees. Since 2006, Millipore has provided \$267,000 in scholarships to deserving students to help them achieve their higher education goals.

## Science

Millipore funds a number of programs in the sciences, particularly as they address challenging human health issues. We believe stem cells are critical to this mission and have partnered with leading institutions, Harvard Stem Cell Research Institute and The Scripps Institute, to accelerate discoveries in this groundbreaking field.

Between 2006 and 2008, Millipore awarded \$150,000 to researchers for their innovative work in embryonic stem cell differentiation and human pluripotent stem cells. Over the next 4 years, Millipore will provide \$500,000 to support additional stem cell research efforts.

## Annual Corporate Giving

Millipore's Corporate Giving program, formerly known as the Millipore Foundation, includes both financial donations and employee volunteering initiatives.

The financial donations, amounting to \$2.4 million from 2006 through 2008, supported more than 500 deserving programs, near Millipore locations in the U.S. In 2008 alone, we provided \$850,000 to non-profit programs and initiatives, allocated as follows:

- Science = 42%
- Education = 39%
- Sustainability = 14%
- Other (e.g., social services, public safety) = 5%

## Sustainability

Millipore has committed to engaging in practices that reduce our negative impacts on the environment. Beyond environmental improvements to our operations and products and packaging, we also actively pursue greener alternatives as part of our charitable endeavors. For example, Millipore recently teamed up with Habitat for Humanity of Greater Lowell, Massachusetts to develop new, energy efficient housing for deserving families in need (please see focus on page 89).

Employees also donate their time to other environmental efforts in and around their communities. In 2008, employees around the globe organized several events to celebrate Earth Day in creative ways.

**Massachusetts and New Hampshire** employees collaborated to make a 2-day Earth Day event in Bedford a big success. Among other activities, more than 60 volunteers collected 0.45 metric tons of trash from a road and nearby bike path.

In **Cork**, Millipore employees planted 120 trees, estimated to have mitigated approximately 84 MTCO<sub>2</sub>e in their first week alone.

In **St. Charles**, CEO Martin Madaus held a forum for employees on sustainability issues and Millipore's strategy to reduce our negative impact on the environment. Volunteers also collected and recycled plastic grocery bags, and distributed reusable canvas bags as part of the site's Earth Day activities. Employees hope to eliminate their plastic bag consumption, reducing worldwide weekly consumption by 208,000 bags.

In **Temecula**, more than 80 employees turned in plastic bags and incandescent light bulbs, exchanging them for canvas bags and compact fluorescent light bulbs. The day also included awareness raising sessions about environment-friendly commuting alternatives, and planting of drought-tolerant flowers and foliage at the facility.



focus on

## READING WITH CHILDREN

Reading aloud with children is an important factor in helping them become successful readers. In partnership with Everybody Wins! of Metro Boston, Millipore provides individual mentoring to improve reading comprehension skills for students in grades 2 and 3. Every week during the school year, Millipore employee volunteers read to local elementary students in Billerica, home to Millipore's corporate headquarters.

From 2006 to 2008, we donated \$15,000 and almost 1,900 employee volunteer hours to this program.

## Voluntary Service Grants

Employees who devote significant volunteer time to non-profits in their communities may request support from Millipore to assist these organizations. Through this program, Millipore encourages and rewards employees' contributions to the community. Since 1985, Millipore has provided critical resources to a range of local agencies, including two-way radios for volunteer fire departments and athletic equipment for handicapped children.

## Matching Gifts

Millipore offers a dollar-for-dollar match for contributions made by our employees to non-profit organizations in the areas of education, social services, culture, health care, and the environment. The match can be as high as \$5,000 per employee per year. Organizations supported through our matching gift program range from those working to address diseases like cancer and cystic fibrosis, to educational foundations and the Special Olympics.

## Community Development

In 2003, Millipore pledged \$50,000 over a 5-year period to the Boys & Girls Club of Billerica Capital Campaign, the proceeds of which went to construct a \$4 million building with a new gym and program spaces. The reconstruction project provided much needed space to program participants, who previously participated in after-school enrichment activities in cramped, dilapidated rooms or trailers. A Millipore employee who serves on the Board of the Boys & Girls Club facilitated our understanding of the community's needs for the new building.



focus on

## GREEN HOUSING FOR LOW-INCOME FAMILIES

In 2008, Millipore partnered with Habitat for Humanity of Greater Lowell to provide affordable, energy efficient homes to families in need. Working near Millipore's corporate headquarters and our R&D facility in Bedford, 56 Millipore employees (1,904 volunteer hours) renovated a dilapidated farmhouse into a sustainable home. Millipore teams assisted in demolition, debris removal, frame construction, and landscaping projects. In light of Habitat's new LEED certification requirements, Millipore also hosted an information session featuring LEED experts to further educate team members about new green building practices.

Millipore's team in the western U.S. also made great strides for Habitat for Humanity by building a new house in California. Twenty-six employees (416 volunteer hours) from Millipore's Temecula office donated their time to construct a home for a needy local family. These Habitat projects are an excellent example of the ways we are incorporating sustainability into both our business practices and community outreach. To date, Millipore has donated \$55,000 to the organization and has pledged an additional \$50,000 in 2009.

# CLOSING

Millipore's mission is to advance life science together with customers through the research, development, and production of drugs that help people to live longer, healthier lives. Stewardship has been an important part of this mission—and our business—for more than 50 years. Yet we recognize that going forward, we must do even more. We've set ambitious goals and made significant progress in reducing consumption, eliminating waste, and adopting behaviors that support lasting change. As we look to the next 50 years, we see a future in which sustainability is an integral part of our culture, systems, and operations.



## Acknowledgements

Sustainability requires all of us working together. We thank our customers, investors, suppliers, and other stakeholders for joining us on this exciting journey. We especially thank our employees, the more than 5,900 women and men who work to advance life science every day, supporting continued advancements in drug discovery and improved human health. Our employees have embraced sustainability with the enthusiasm they bring to every task, and our progress to date is due to their efforts.

In particular, we acknowledge the following people and departments for assisting with the development of this report.

- |  |   |  |
|--|---|--|
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## GRI Index

This report aligns with the GRI G3 Sustainability Reporting Guidelines. The following identifies the locations of the GRI indicators addressed in our report. Additional indicators on which we report that go beyond the GRI guidelines are not included in this table.

G3 Indicator	Description	Location	Page
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## GRI Declaration

We declare that this report aligns with GRI Application Level C, meeting the necessary criteria for this level based on our assessment of the content. The report exceeds the required profile and governance indicators as well as the number and range of core indicators required as part of the Level C declaration. In cases where further information is available and material, we have also addressed our performance against some additional indicators.



G3 Indicator	Description	Location	Page
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## Data Methodology

The qualitative and quantitative data (climate and energy, waste, and water) presented in this report represents actual information we have received and tracked from our facilities over the past 3 years. This is true for all of our largest facilities as well as many of our smaller sites. For some of our smaller sites, we estimated data based on actual records from similar Millipore sites. For example, estimates for laboratory spaces were made based on actual data reported from other Millipore labs and estimates for manufacturing facilities were made based on actual data from other Millipore manufacturing sites. Where facilities were closed or their operations ceased during the 3-year reporting period, we pro-rated consumption and discharge. The facilities for which we estimated some data include:

Americas	Europe	Asia
Bedford, Massachusetts, U.S. (one location only)	Amsterdam, The Netherlands	Bangalore, India
Charlottesville, Virginia, U.S.	Cambridge, England	Baraki, Japan
Cidra, Puerto Rico, U.S.	Leiden, The Netherlands	Mita, Japan
Morgan Hill, California, U.S.	Nödinge, Sweden	Shanghai, China
Norcross, Georgia, U.S.	Stonehouse, England	Yokohama, Japan
Toronto, Ontario, Canada	St. Quentin, France	
	Strasbourg, France	

We will continue to refine our data collection and analysis to ensure we capture and track only quality information across our global sites.

## Safe Harbor Statement

The matters discussed herein, as well as in future oral and written statements by management of Millipore Corporation that are forward-looking statements, are based on current management expectations that involve substantial risks and uncertainties which could cause actual results to differ materially from the results expressed in, or implied by, these forward-looking statements.

Potential risks and uncertainties that could affect Millipore's future operating results include, without limitation, failure to achieve design wins into our pharmaceutical and biotechnology customers' manufacturing design phase for a particular drug; delay, suspension or termination of a customer's volume production; fluctuations in the timing of customers' orders; lack of availability of raw materials or component products on a timely basis; regulatory delay in the approval of new therapeutics; limitations on cash flow for operations and investment due to debt service obligations; the inability to establish and maintain necessary product and process quality levels; reduced demand for cell culture products using bovine serum; the inability to realize the expected benefits of development, marketing, licensing and other alliances; competitive factors such as new membrane or chromatography technology; risks relating to our concentration of principal manufacturing operations; the inability to successfully integrate acquired businesses; the inability to utilize technology in current or planned products due to overriding rights by third parties; potential environmental liabilities; conditions in the economy in general and in the bioscience and bioprocess markets in particular; foreign exchange fluctuations; reduced private and government research funding; exposure to product liability claims; and difficulties inherent in transferring or outsourcing of manufacturing operations. Please refer to our filings with the SEC, including our most recent Annual Report on Form 10-K, for more information on these and other risks that could cause actual results to differ.

## Contact Us

Sustainability improvement is an ongoing process and our stakeholders play an integral role in our journey. Millipore believes in communicating our sustainability progress and performance to our stakeholders. We will continue to demonstrate our commitment to sustainability and present transparency to our stakeholders through annual reporting and updates to our sustainability website.

We want to answer your questions and hear your comments and suggestions for improving our Sustainability Initiative. We encourage you to contact us at the following address or send an email to [sustainability@millipore.com](mailto:sustainability@millipore.com).

For more detailed information about Millipore's sustainability programs and to download an electronic copy of this report, please visit [www.millipore.com/sustainability](http://www.millipore.com/sustainability). You can also use the "site feedback" form on our website; you'll find it at the bottom of every page. We look forward to hearing from you.

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