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Writer's Direct Access



June 6, 2014

Via Electronic and Regular Mail

Elizabeth Murphy, Associate Director
Division of Corporation Finance
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

**Re: Treatment of Chemical Compounds under the Final Rule Implementing
the Conflict Minerals Provision of the Dodd-Frank Act
(File No. S7-40-10)**

Dear Ms. Murphy:

The purpose of this letter is to follow up on our telephone conference of Friday, May 30, during which you provided confirmation that the Securities and Exchange Commission (SEC) does not consider the use of chemical compounds manufactured from tin, tantalum, tungsten, or gold (3TGs) to be covered by the final rule implementing Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act. We very much appreciate your efforts to resolve this issue, which was of significant concern to industry, and now respectfully request that the SEC confirm its position in writing, whether through a letter, FAQ, or other guidance. It is very important for the SEC's position to be memorialized in writing to ensure that the basis for this interpretation, upon which many companies will rely, is not lost over time.

As you know, our discussions followed two letters that we submitted to the SEC on behalf of ten industry associations (dated December 20, 2012 and May 22, 2014), as well as several informal conversations we had with SEC staff, in which we requested that the agency indicate whether chemical compounds (*e.g.*, catalysts, stabilizers, and polymerization aids) qualify as "conflict minerals" under the final rule. Based on representations made by you on behalf of the SEC, companies using chemical compounds derived from a 3TG to manufacture products are not required to conduct any inquiry into the country of origin associated with these compounds and are not otherwise required to submit any report to the SEC. The SEC agreed with our analysis that these compounds are chemically distinct from the metal derivatives themselves and thus the agency did not intend the scope of the final rule to reach that far. You made clear, however, that alloys containing a 3TG would remain subject to the rule, as would

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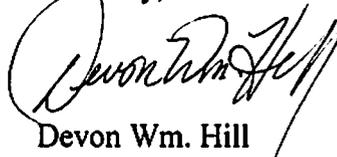
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companies who use a 3TG in its raw metal form to manufacture a chemical compound (e.g., a catalyst manufacturer who buys and uses tin to produce an organotin catalyst).

We have informed the industry associations listed in our prior correspondence (and below) regarding the agency's position. Nevertheless, we believe that the SEC should publicly state its position in writing so that all companies throughout the relevant supply chains are aware of the agency's treatment of chemical compounds. There will be many companies in addition to those members of the industry associations, whether they are in the supply chain right now or enter the marketplace sometime in the coming years, who will require confirmation regarding the SEC's approach. Written guidance from the agency will help address those questions and limit any unnecessary costs or inefficiencies as such companies comply with the final rule. Moreover, a written statement will ensure that future administrations and SEC staff, as well as investors, consumers, and the general public, clearly understand the agency's position on chemical compounds going forward. Therefore, we urge the agency to issue a written confirmation as soon as possible.

Thank you again for your consideration on this matter. Please let us know if you would like to discuss this matter further.

Sincerely,



Devon Wm. Hill

On behalf of:

Adhesive and Sealant Council
American Chemistry Council
American Coatings Association
Can Manufacturers Institute
Consumer Specialty Products Association
Flexible Packaging Association
Foodservice Packaging Institute, Inc.
North American Metal Packaging Alliance, Inc.
The Personal Care Products Council
SPI: The Plastics Industry Trade Association

cc: John Fieldsend, Special Counsel
Office of Rulemaking, Division of Corporation Finance