

3M CO
Form 4
May 01, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
PALENSKY FRED J

(Last) (First) (Middle)
3M CENTER

(Street)

ST. PAUL, MN 55144-1000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
3M CO [MMM]

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2014

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EXEC VP R&D & CHF TECH OFF

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/30/2014		S		1,226	D	\$ 139.09
Common Stock	04/30/2014		S		400	D	\$ 139.1
Common Stock	04/30/2014		S		900	D	\$ 139.11
Common Stock	04/30/2014		S		702	D	\$ 139.12
Common Stock	04/30/2014		S		817	D	\$ 139.13

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Common Stock	04/30/2014	S	144	D	\$ 139.14	29,528	D
Common Stock	04/30/2014	S	356	D	\$ 139.15	29,172	D
Common Stock	04/30/2014	S	100	D	\$ 139.16	29,072	D
Common Stock	04/30/2014	M	52,000	A	\$ 87.35	81,072	D
Common Stock	04/30/2014	S	297	D	\$ 138.94	80,775	D
Common Stock	04/30/2014	S	300	D	\$ 138.95	80,475	D
Common Stock	04/30/2014	S	2,188	D	\$ 138.96	78,287	D
Common Stock	04/30/2014	S	2,915	D	\$ 138.97	75,372	D
Common Stock	04/30/2014	S	700	D	\$ 138.98	74,672	D
Common Stock	04/30/2014	S	600	D	\$ 138.985	74,072	D
Common Stock	04/30/2014	S	166	D	\$ 138.99	73,906	D
Common Stock	04/30/2014	S	386	D	\$ 139	73,520	D
Common Stock	04/30/2014	S	5,913	D	\$ 139.01	67,607	D
Common Stock	04/30/2014	S	3,758	D	\$ 139.02	63,849	D
Common Stock	04/30/2014	S	1,200	D	\$ 139.0207	62,649	D
Common Stock	04/30/2014	S	1,190	D	\$ 139.03	61,459	D
Common Stock	04/30/2014	S	300	D	\$ 139.04	61,159	D
Common Stock	04/30/2014	S	200	D	\$ 139.05	60,959	D
Common Stock	04/30/2014	S	225	D	\$ 139.06	60,734	D
Common Stock	04/30/2014	S	1,025	D	\$ 139.07	59,709	D
	04/30/2014	S	2,400	D		57,309	D

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Common Stock					\$		
					139.0707		
Common Stock	04/30/2014		S	1,859	D	\$ 139.08	55,450 D
Common Stock	04/30/2014		S	2,199	D	\$ 139.09	53,251 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Non-qualified Stock Option (Right to Buy)	\$ 87.35	04/30/2014		M	52,000	05/09/2007 05/09/2016	Common Stock 52,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PALENSKY FRED J 3M CENTER ST. PAUL, MN 55144-1000			EXEC VP R&D & CHF TECH OFF	

Signatures

George Ann Biros, attorney-in-fact for Fred J. Palensky

05/01/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Remarks:

Form 4 filing 1 of 2

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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