

3M CO
Form 4/A
July 31, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Shin Hak Cheol

(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)
07/29/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
07/30/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EXEC VICE PRESIDENT

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 07/29/2014 | | M | | 17,043 (1) | A | \$ 76.8 63,884.316 D |
| Common Stock | 07/29/2014 | | S | | 600 | D | \$ 144.535 63,284.316 D |
| Common Stock | 07/29/2014 | | S | | 500 | D | \$ 144.54 62,784.316 D |
| Common Stock | 07/29/2014 | | S | | 200 | D | \$ 144.545 62,584.316 D |
| Common Stock | 07/29/2014 | | S | | 1,800 | D | \$ 144.55 60,784.316 D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-------------|----------------------|---|
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.555 | 60,684.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.5575 | 60,584.316 | D |
| Common Stock | 07/29/2014 | S | 2,051 | D | \$ 144.56 | 58,533.316 | D |
| Common Stock | 07/29/2014 | S | 700 | D | \$ 144.565 | 57,833.316 | D |
| Common Stock | 07/29/2014 | S | 1,908 | D | \$ 144.57 | 55,925.316 | D |
| Common Stock | 07/29/2014 | S | 1,070 | D | \$ 144.575 | 54,855.316 | D |
| Common Stock | 07/29/2014 | S | 200 | D | \$ 144.5775 | 54,655.316 | D |
| Common Stock | 07/29/2014 | S | 1,378 | D | \$ 144.58 | 53,277.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.5807 | 53,177.316 | D |
| Common Stock | 07/29/2014 | S | 1,912 | D | \$ 144.585 | 51,265.316 | D |
| Common Stock | 07/29/2014 | S | 300 | D | \$ 144.5875 | 50,965.316 | D |
| Common Stock | 07/29/2014 | S | 1,200 | D | \$ 144.59 | 49,765.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.597 | 49,665.316 | D |
| Common Stock | 07/29/2014 | S | 1,888 | D | \$ 144.6 | 47,777.316 | D |
| Common Stock | 07/29/2014 | S | 136 | D | \$ 144.61 | 47,641.316 | D |
| Common Stock | 07/29/2014 | S | 200 | D | \$ 144.62 | 47,441.316 | D |
| Common Stock | 07/29/2014 | S | 300 | D | \$ 144.63 | 47,141.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.6375 | 47,041.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.649 | 46,941.316 | D |
| Common Stock | 07/29/2014 | S | 100 | D | \$ 144.65 | 46,841.316 | D |
| | | | | | | 1,380 ⁽²⁾ | I |

Common
Stock

By
401k/paesop
Trust

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

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SEC 1474
(9-02)

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-qualified Stock Option (Right to Buy) | \$ 76.8 | 07/29/2014 | | M | 17,043 | 05/10/2006 05/09/2015 | Common Stock | 17,043 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Shin Hak Cheol 3M CENTER ST. PAUL, MN 55144-1000 | | | EXEC VICE PRESIDENT | |

Signatures

Patricia L. Meagher, attorney-in-fact for Hak Cheol Shin 07/31/2014

**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).

(1) This Form 4 is being amended to show shares acquired and sold for the same-day-sale.

(2) Includes shares acquired pursuant to the 3M Voluntary Investment Plan.

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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