

3M CO
Form 3
November 26, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Keel Paul A | | (Month/Day/Year) | 3M CO [MMM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 11/20/2014 | | |
| 3M CENTER | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) (specify below) | |
| | | | Senior Vice President | |
| ST. PAUL,Â MNÂ | 55144-1000 | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,050 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | Amount or Number of | | |

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| | | | | Shares | | (1) (Instr. 5) | |
|---|------------|------------|--------------|--------|-----------|-------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 6,068 | \$ (2) | D | Â |
| Non-qualified Stock Option (Right to Buy) | 05/08/2008 | 05/08/2017 | Common Stock | 3,180 | \$ 84.78 | D | Â |
| Non-qualified Stock Option (Right to Buy) | 05/13/2009 | 05/13/2018 | Common Stock | 8,440 | \$ 77.18 | D | Â |
| Non-qualified Stock Option (Right to Buy) | 02/09/2010 | 02/08/2019 | Common Stock | 13,680 | \$ 54.11 | D | Â |
| Non-qualified Stock Option (Right to Buy) | 02/09/2011 | 02/07/2020 | Common Stock | 9,410 | \$ 78.72 | D | Â |
| Non-qualified Stock Option (Right to Buy) | 02/08/2012 | 02/08/2021 | Common Stock | 8,249 | \$ 89.47 | D | Â |
| Non-qualified Stock Option (Right to Buy) (3) | 02/07/2013 | 02/07/2022 | Common Stock | 6,737 | \$ 87.89 | D | Â |
| Non-qualified Stock Option (Right to Buy) (4) | 02/05/2014 | 02/03/2023 | Common Stock | 7,050 | \$ 101.49 | D | Â |
| Non-qualified Stock Option (Right to Buy) (5) | 02/04/2015 | 02/02/2024 | Common Stock | 6,441 | \$ 126.72 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Keel Paul A 3M CENTER ST. PAUL, MN 55144-1000 | Â | Â | Â Senior Vice President | Â |

Signatures

/s/ Sheila B. Clagherty, attorney-in-fact for Paul A. Keel

11/26/2014

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The restricted stock units will vest in equal installments on June 1, 2015 and June 1, 2017.

(2) Each restricted stock unit represents a contingent right to receive one share of 3M common stock.

(3) This option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/7/2012).

(4) This option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/5/2013).

(5) This option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/4/2014).

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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