

3M CO
Form 4
February 06, 2015

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 *
Kelly Michael A

(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)
02/05/2015

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)
Executive 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/05/2015		M		17,693	A	\$ 87.35
Common Stock	02/05/2015		S		27	D	\$ 164.7
Common Stock	02/05/2015		S		10	D	\$ 164.75
Common Stock	02/05/2015		S		163	D	\$ 164.77
Common Stock	02/05/2015		S		209	D	\$ 164.79

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Common Stock	02/05/2015	S	100	D	\$ 164.82	48,280	D
Common Stock	02/05/2015	S	100	D	\$ 164.8225	48,180	D
Common Stock	02/05/2015	S	400	D	\$ 164.825	47,780	D
Common Stock	02/05/2015	S	200	D	\$ 164.8275	47,580	D
Common Stock	02/05/2015	S	200	D	\$ 164.83	47,380	D
Common Stock	02/05/2015	S	473	D	\$ 164.84	46,907	D
Common Stock	02/05/2015	S	100	D	\$ 164.845	46,807	D
Common Stock	02/05/2015	S	906	D	\$ 164.85	45,901	D
Common Stock	02/05/2015	S	100	D	\$ 164.855	45,801	D
Common Stock	02/05/2015	S	800	D	\$ 164.86	45,001	D
Common Stock	02/05/2015	S	400	D	\$ 164.865	44,601	D
Common Stock	02/05/2015	S	1,600	D	\$ 164.88	43,001	D
Common Stock	02/05/2015	S	600	D	\$ 164.885	42,401	D
Common Stock	02/05/2015	S	100	D	\$ 164.8875	42,301	D
Common Stock	02/05/2015	S	827	D	\$ 164.89	41,474	D
Common Stock	02/05/2015	S	278	D	\$ 164.9	41,196	D
Common Stock	02/05/2015	S	400	D	\$ 164.905	40,796	D
Common Stock	02/05/2015	S	200	D	\$ 164.91	40,596	D
Common Stock	02/05/2015	S	600	D	\$ 164.9175	39,996	D
Common Stock	02/05/2015	S	600	D	\$ 164.92	39,396	D
	02/05/2015	S	100	D		39,296	D

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Common Stock					\$				
					164.9225				
Common Stock	02/05/2015		S	300	D	\$	164.9425	38,996	D
Common Stock	02/05/2015		S	500	D	\$	164.945	38,496	D
Common Stock	02/05/2015		S	500	D	\$	164.95	37,996	D
Common Stock	02/05/2015		S	100	D	\$	164.955	37,896	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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kelly Michael A 3M CENTER ST. PAUL, MN 55144-1000			Executive Vice President	

Signatures

/s/ Sheila B. Claugherly, attorney-in-fact for Michael A. Kelly
02/06/2015

__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:

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.