

Lacey Roger HD
Form 4
February 16, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
Lacey Roger HD

(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)
02/15/2011

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)
Senior 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		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	02/15/2011		S		200	D	\$ 91.8	25,939	D	
Common Stock	02/15/2011		S		2,621	D	\$ 91.97	23,318	D	
Common Stock	02/15/2011		M		1,704	A	\$ 58.625	25,022	D	
Common Stock	02/15/2011		S		904	D	\$ 91.961	24,118	D	
Common Stock	02/15/2011		S		600	D	\$ 91.962	23,518	D	

Edgar Filing: Lacey Roger HD - Form 4

Common Stock	02/15/2011	S	100	D	\$ 91.9608	23,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	23,318	D
Common Stock	02/15/2011	M	1,593	A	\$ 83.95	24,911	D
Common Stock	02/15/2011	S	100	D	\$ 91.9602	24,811	D
Common Stock	02/15/2011	S	1,100	D	\$ 91.961	23,711	D
Common Stock	02/15/2011	S	100	D	\$ 91.9616	23,611	D
Common Stock	02/15/2011	S	100	D	\$ 91.9613	23,511	D
Common Stock	02/15/2011	S	193	D	\$ 91.962	23,318	D
Common Stock	02/15/2011	M	14,329	A	\$ 86.5	37,647	D
Common Stock	02/15/2011	S	990	D	\$ 91.95	36,657	D
Common Stock	02/15/2011	S	1,610	D	\$ 91.96	35,047	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	34,947	D
Common Stock	02/15/2011	S	400	D	\$ 91.9625	34,547	D
Common Stock	02/15/2011	S	4,300	D	\$ 91.965	30,247	D
Common Stock	02/15/2011	S	600	D	\$ 91.9675	29,647	D
Common Stock	02/15/2011	S	4,929	D	\$ 91.97	24,718	D
Common Stock	02/15/2011	S	300	D	\$ 91.98	24,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9801	24,318	D
Common Stock	02/15/2011	S	600	D	\$ 91.985	23,718	D
Common Stock	02/15/2011	S	400	D	\$ 91.9875	23,318	D

Edgar Filing: Lacey Roger HD - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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
Incentive Stock Option (Right to Buy)	\$ 58.625	02/15/2011		M	1,704	05/08/2002 05/06/2011	Common Stock	1,704
Non-qualified Stock Option (Right to Buy)	\$ 83.95	02/15/2011		M	1,593	10/19/2004 05/06/2011	Common Stock	1,593
Non-qualified Stock Option (Right to Buy)	\$ 86.5	02/15/2011		M	14,329	09/08/2005 05/06/2011	Common Stock	14,329

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lacey Roger HD 3M CENTER ST. PAUL, MN 55144-1000			Senior Vice President	

Signatures

George Ann Biros, attorney-in-fact for Roger H.D.
Lacey

02/16/2011

**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).

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

Edgar Filing: Lacey Roger HD - Form 4

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.