

PALENSKY FRED J
Form 4
May 06, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(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)
05/03/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	05/03/2013		S		2,800	D	\$ 108.31 31,272
Common Stock	05/03/2013		S		2,100	D	\$ 108.31 29,172
Common Stock	05/03/2013		S		100	D	\$ 108.32 29,072
Common Stock	05/03/2013		M		5,344	A	\$ 84.4 34,416
Common Stock	05/03/2013		S		4,944	D	\$ 108.39 29,472

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Common Stock	05/03/2013	S	100	D	\$ 108.4	29,372	D
Common Stock	05/03/2013	S	100	D	\$ 108.402	29,272	D
Common Stock	05/03/2013	S	100	D	\$ 108.403	29,172	D
Common Stock	05/03/2013	S	100	D	\$ 108.41	29,072	D
Common Stock	05/03/2013	M	36,637	A	\$ 96.83	65,709	D
Common Stock	05/03/2013	S	1,100	D	\$ 108.2	64,608	D
Common Stock	05/03/2013	S	700	D	\$ 108.205	63,909	D
Common Stock	05/03/2013	S	3,129	D	\$ 108.21	60,780	D
Common Stock	05/03/2013	S	2,155	D	\$ 108.215	58,625	D
Common Stock	05/03/2013	S	100	D	\$ 108.2175	58,525	D
Common Stock	05/03/2013	S	300	D	\$ 108.218	58,225	D
Common Stock	05/03/2013	S	700	D	\$ 108.219	57,525	D
Common Stock	05/03/2013	S	2,656	D	\$ 108.22	54,869	D
Common Stock	05/03/2013	S	2,216	D	\$ 108.225	52,653	D
Common Stock	05/03/2013	S	100	D	\$ 108.2275	52,553	D
Common Stock	05/03/2013	S	400	D	\$ 108.228	52,153	D
Common Stock	05/03/2013	S	100	D	\$ 108.229	52,053	D
Common Stock	05/03/2013	S	600	D	\$ 108.23	51,453	D
Common Stock	05/03/2013	S	1,444	D	\$ 108.235	50,009	D
Common Stock	05/03/2013	S	765	D	\$ 108.24	49,244	D
	05/03/2013	S	200	D	\$ 108.245	49,044	D

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Common
Stock

Common Stock	05/03/2013	S	200	D	\$ 108.255	48,844	D
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Common Stock	05/03/2013	S	2,200	D	\$ 108.265	46,644	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-qualified Stock Option (Right to Buy)	\$ 84.4	05/03/2013		M		5,344		05/12/2005	05/09/2014	Common Stock	5,344
Non-qualified Stock Option (Right to Buy)	\$ 96.83	05/03/2013		M		36,637		11/03/2011	05/09/2014	Common Stock	36,637

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

05/06/2013

__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.

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