

Kelly Michael A
Form 4
May 03, 2011

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 *
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)
04/29/2011

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 DISPLAY & GRAPHICS

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)
Common Stock	04/29/2011		M	626 A	\$ 64.5 14,363	D	
Common Stock	04/29/2011		F	415 D	\$ 97.21 13,948	D	
Common Stock	04/29/2011		F	89 D	\$ 97.21 13,859	D	
Common Stock	04/29/2011		M	7,016 A	\$ 61.85 20,875	D	
Common Stock	04/29/2011		F	4,463 D	\$ 97.21 16,412	D	

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Common Stock	04/29/2011	F	1,089	D	\$ 97.21	15,323	D
Common Stock	04/29/2011	M	10,204	A	\$ 84.4	25,527	D
Common Stock	04/29/2011	F	8,859	D	\$ 97.21	16,668	D
Common Stock	04/29/2011	F	574	D	\$ 97.21	16,094	D

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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-qualified Stock Option (Right to Buy)	\$ 64.5	04/29/2011		M			626	05/15/2003	05/14/2012	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 61.85	04/29/2011		M			7,016	05/14/2004	05/12/2013	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 84.4	04/29/2011		M			10,204	05/12/2005	05/09/2014	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A		504		10/29/2011	05/14/2012	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A		5,552		10/29/2011	05/13/2013	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A		9,433		10/29/2011	05/09/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kelly Michael A 3M CENTER ST. PAUL, MN 55144-1000			EXEC VP DISPLAY & GRAPHICS	

Signatures

George Ann Biros, attorney-in-fact for Michael A. Kelly	05/03/2011
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__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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