

PALENSKY FRED J
Form 4
May 06, 2013

FORM 4

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

OMB APPROVAL

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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 *
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
 Officer (give title below) _____ Other (specify below)
EXEC VP R&D & CHF TECH OFF

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	05/03/2013		S		2,800	D	\$ 108.31 31,272
Common Stock	05/03/2013		S		2,100	D	\$ 108.3114 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

Common
Stock

Common Stock 05/03/2013 S 200 D \$ 108.255 48,844 D

Common Stock 05/03/2013 S 2,200 D \$ 108.265 46,644 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 Security (Instr. 3 and 4)
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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