SEC Form 5

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FORM 5

Form 3 Holdings Reported.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Form 4 Transac	ctions Reported	l.		or Sec			estment Cor			1934							
1. Name and Address of Reporting Person* SAUER BRAD T					2. Issuer Name and Ticker or Trading Symbol <u>3M CO</u> [MMM]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Mid 3M CENTER			iddle)		3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2005						x	Director 10% Owner X Officer (give title below) Other (specify below) EXEC VP HEALTH CARE					
(Street) <u>ST. PAUL MN 55</u> (City) (State) (Zip		144-1000 p)	4. If Amer	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Та	ble I - Non-De	rivative S	ecurit	ies Acqu	uired, Dis	posed of	or B	Benefici	ally O	wned					
Date (Month/Day/Year)			Execution Date,		3. Transaction Code (Instr.	4. Securities Acquired (A) or Disposed Of ((Instr. 3, 4 and 5)					D) 5. Amount of Securities Beneficially Own		6. Ownership Form: Direct ed (D) or Indirect		7. Nature of Indirect Beneficial Ownership (Instr.		
				(Month/Day/Year)		8)	Amount	(A) (D)		Price	F	t end of Issuer's iscal Year (Instr. 3 nd 4)		(I) (Instr. 4			
Common Stock			12/19/2005			G	155		D	\$0		12,370		D			
Common Stock												815		Ι		by 401k/PAESOP Trust	
			Table II - Deriv (e.g.,	/ative Sec puts, call								ned					
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 Amou Securities Underl Derivative Securi 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owner Follow	rities ficially d wing	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title		Amount or Number of Share		Reported Transaction(s) (Instr. 4)				

Explanation of Responses:

Remarks:

The indirectly-held common stock holding (401k/PAESOP) reported in Table I includes shares acquired during the fiscal year pursuant to the 3M Voluntary Investment Plan.

В	y: George Ann Biros For:
B	radley T Sauer
**	Signature of Reporting Person

01/24/2006

Date

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

* 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.

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 Number.