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).

Washington, D.C. 20549

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Form 4 Transa	ctions Reported	I.		or Sect			estment Con										
1. Name and Address of Reporting Person* GRENZ M KAY					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			ddle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2005						X	X Officer (give title Other (specificer) below) VICE PRESIDENT HR						
(Street) <u>ST. PAUL MN 55</u> (City) (State) (Zig		144-1000	4. If Amen	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 Se	ecurit	ies Acqu	ired, Dis	osed	of, or	Benefic	ially O	wned					
			2. Transaction Date	2A. Deemed Execution Date,		3. Transaction						5. Amount of Securities		6. Owners Form: Dire (D) or Indi	ct Indire	7. Nature of Indirect Beneficial	
			(Month/Day/Year)	if any (Month/Day/		Code (Instr.) 8)	Amount		(A) or (D)	Price		Beneficially Ow at end of Issuer Fiscal Year (Ins and 4)	's	(I) (Instr. 4)		Ownership (Instr. 4)	
Common Stock ⁽¹⁾												48,560		D			
Common Stock ⁽²⁾												4,056		Ι	I by 401k/PAES		
Common Stock						472		Ι	by Daughter								
			Table II - Deriv (e.g.,	ative Sec puts, call								ned					
1. Title of Derivative Security (Instr. 3)	Conversion Date Execution Date, 3) or Exercise (Month/Day/Year) if any		4. Transaction Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount Securities Underlyin Derivative Security 3 and 4) Am		of deriv Derivative Security Ben (Instr. 5) Owr Follow Rep		wing orted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Explanation of Responses:

1. The directly-held common stock holding reported in Table I includes shares acquired pursuant to 3M's Dividend Reinvestment Program in transactions exempt from Section 16; this total also includes shares acquired during the fiscal year pursuant to 3M's General Employee Stock Purchase Plan.

Date

Exercisable

Expiration

Date

Title

2. 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.

By: George Ann Biros For: M Kay 02/06/2006 Grenz

Number

of Shares

** Signature of Reporting Person 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.

(A)

(D)

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