SEC Form 4

## 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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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

1. Name and Address of Reporting Person* BUCKLEY GEORGE W					2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>3M CO</u> [ MMM ]							(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) 3M CENTER	, , , , , ,				3. Date of Earliest Transaction (Month/Day/Year) 02/24/2011							x	Officer (cive title Other (creatify				specify	
Street)         ST. PAUL         MN         55144-1000           (City)         (State)         (Zip)				4	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv X	<ol> <li>Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ol>					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				2. Transa Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				Securities Beneficiall Following			nership Direct (D) irect (I) 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	nount (A) or (D) F		Price	(Instr. 3 and 4)				(Instr. 4)	
	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)	e Conversion Date Execution Date		Code			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	Derivative derivative Security Securities		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Date

83,250

103.285

22,815

50,000

Exercisable

12/06/2006

05/09/2007

05/08/2008

05/13/2009

Expiration

12/06/2015

05/09/2016

05/08/2017

05/11/2018

Date

Title

Common

Stock

Common

Stock

Common

Stock

Common

Stock

## Explanation of Responses:

\$78.15

\$87.35

\$84.78

\$77.18

Non-qualified

Stock Option

(Right to Buy) Non-qualified

Stock Option (Right to Buy)

Non-qualified

Stock Option

(Right to Buy) Non-qualified

Stock Option

(Right to Buy)

1. The reported transactions involve the reporting person's transfer of stock options to his former spouse to comply with the terms of their Marital Termination Agreement. With the transfer of these stock options, the reporting person will no longer report as beneficially owned any stock options owned by his former spouse.

George Ann Biros, attorney-in-fact for George W. Buckley

Transaction(s)

166,750

183.522

165,909

170,268

D

D

D

D

(Instr. 4)

\*\* Signature of Reporting Person Date

Amount

of Shares

0

0

0

0

\$78.15

\$87.35

\$84.78

\$77.18

or Number

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).

02/24/2011

02/24/2011

02/24/2011

02/24/2011

\*\* 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)

Code V

**J**(1)

**T**(1)

**J**(1)

**J**(1)