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

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 Add <u>Kelly Mich</u>	2. Issuer Name and Ticker or Trading Symbol <u>3M CO</u> [MMM]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner								
(Last) 3M CENTER	(First)	(First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/15/2011							X	Officer (g below)		.AY &	Other (s below)	specify	
(Street) ST. PAUL (City)	MN (State	MN 55144-1000 (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv X	vidual 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																	
Date					h/Day/Year) if any		Execution Date,		Transaction Dispose Code (Instr.		rities Acquired (A) or ed Of (D) (Instr. 3, 4 an			d 5) 5. Amount Securities Beneficially Following Transactio		Form	mership : Direct (D) lirect (I) . 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Code	v	Amount		(A) or (D)	Price	(Instr. 3 and 4)				(1130.4)	
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)	tive Conversion Date Execution Date,		C	ransaction ode (Instr.			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) Amount			8. Price of Derivative Security (Instr. 5) Benefic Owned Followi Report Transa (Instr. 4)		e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Date

Exercisable

(2)

(D)

v

(A)

1.045

Code

A

Expiration

(2)

Date

Title

Common

Stock

Explanation of Responses:

Restricted Stock

Units

1. Each restricted stock unit represents a contingent right to receive one share of 3M common stock.

03/15/2011

2. The restricted stock units will vest on 1/2/14.

(1)

George Ann Biros, attorney-in-fact for Michael A. Kelly

\$<mark>0</mark>

1,045

D

** Signature of Reporting Person Date

or Number

of Shares

1,045

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.

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