FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
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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 Address of Reporting Person • PALENSKY FRED J					2. Issuer Name and Ticker or Trading Symbol 3M CO [ MMM ]									tionship of R all applicabl Director		erson(s) to Issuer 10% Ov		vner
(Last) 3M CENTER	(First)	1)	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/05/2013								X	Officer (g below) EXEC V	(give title VP R&D & CF		Other (specify below)  HF TECH OFF	
(Street) ST. PAUL	MN	5	5144-1000	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv	vidual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State	e) (Ž	Zip)															
		Т	able I - Nor	n-Deriva	tive S	ecuritie	es Acc	quired, [	Disp	osed of	, or E	Benefic	ially Ow	ned				
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr.		ties Acquired (A) or I Of (D) (Instr. 3, 4 and 5)			5. Amount Securities Beneficially Following I	Owned Form		lirect (I)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 0				02/05/2	05/2013		A		11,285.64 <sup>(1)</sup> A		A	\$ <mark>0</mark>	45,35	45,356.64		D		
	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	cise (Month/Day/Year) f ive	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (	Transaction Code (Instr.		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)			e and Am rities Und ative Sec 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title		Amount or Number of Shares		Transaction(s (Instr. 4)		9)	
Non-qualified Stock Option (Right to Buy) <sup>(2)</sup>	\$101.49	02/05/2013		A		26,820		02/05/2014	(2)	02/03/2023		nmon	26,820	\$0	26,820	0	D	

## Explanation of Responses:

- 1. This transaction reflects the imminent delivery of 11,285.640 shares of 3M Common Stock earned as the result of the 2010 performance shares awarded to the reporting person under the 3M Long-Term Incentive Plan. The number of shares to be withheld for taxes is still being determined. An amended filing will be done once the number of shares to be withheld for taxes is determined.
- 2. The option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/5/2013).

George Ann Biros, attorney-in-fact <u>02/07/2013</u> for Fred J. Palensky

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.