SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104
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

4 Norre and 4 11										
1. Name and Address of Reporting Person* <u>Rhodes Kevin H</u>			2. Date of Event Requiring Statement (Month/Day/Year) 01/03/2022		3. Issuer Name and Ticker or Trading Symbol <u>3M CO</u> [MMM]					
(Last) 3M CENTER (Street) ST. PAUL (City) 1. Title of Security	(First) MN (State) ry (Instr. 4)	(Middle) 55144-1000 (Zip)		2	4. Relationship of Reporting Person((Check all applicable) Director X Officer (give title below) EVP & Chief Lega	10% Owner Other (speci below) Il Officer	(M 6. Ap (D) or 4. Na 5)	onth/Day/Year) Individual or Joint/ plicable Line) X Form filed b Form filed b Person	te of Original Filed Group Filing (Check y One Reporting Person y More than One Reporting Beneficial Ownership (Instr.	
Common Stock					303.4021(1)	D				
					ve Securities Beneficially O rants, options, convertible s					
1. Title of Derivative Security (Instr. 4)			2. Date Exerce Expiration Date	ate	a 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversior	5. Ownership Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			(Month/Day/	rear)			or Exercise		(Instr. 5)	
			Date Exercisable	Year) Expiration Date	n Title	Amount or Number of Shares	or Exercise Price of Derivative Security	(D) or Indirect (I) (Instr. 5)	(Instr. 5)	
Non-qualified S	Stock Option (Right to Buy)	Date	Expiration	Title	or Number	Price of Derivative	Indirect (I)	(Instr. 5)	
Non-qualified S Non-qualified S		0 1/	Date Exercisable	Expiration Date	Title 3 Common Stock	or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)	(Instr. 5)	
	Stock Option (Right to Buy)	Date Exercisable	Expiration Date 02/03/2023	Title 3 Common Stock 4 Common Stock	or Number of Shares 5,703	Price of Derivative Security 101.49	Indirect (I) (Instr. 5)	(Instr. 5)	
Non-qualified S	Stock Option (Stock Option (Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024	Title 3 Common Stock 4 Common Stock 5 Common Stock	or Number of Shares 5,703 6,270	Price of Derivative Security 101.49 126.72	Indirect (I) (Instr. 5) D D	(Instr. 5)	
Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾ 02/03/2016 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock	or Number of Shares 5,703 6,270 6,028	Price of Derivative Security 101.49 126.72 165.94	Indirect (I) (Instr. 5) D D D	(Instr. 5)	
Non-qualified S Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾ 02/03/2016 ⁽²⁾ 02/02/2017 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock 7 Common Stock	or Number of Shares 5,703 6,270 6,028 7,019 7,019	Price of Derivative Security 101.49 126.72 165.94 147.87	Indirect (I) (Instr. 5) D D D D D	(Instr. 5)	
Non-qualified S Non-qualified S Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾ 02/03/2016 ⁽²⁾ 02/02/2017 ⁽²⁾ 02/07/2018 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025 02/02/2026 02/06/2027	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock 7 Common Stock 8 Common Stock	or Number Number of Shares 5,703 6,270 6,028 7,019 6,749 6,749	Price of Derivative Security 101.49 126.72 165.94 147.87 175.76	Indirect (I) (Instr. 5) D D D D D D D	(Instr. 5)	
Non-qualified S Non-qualified S Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾ 02/03/2016 ⁽²⁾ 02/02/2017 ⁽²⁾ 02/02/2017 ⁽²⁾ 02/07/2018 ⁽²⁾ 02/06/2019 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025 02/02/2026 02/06/2027 02/04/2028	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock 7 Common Stock 8 Common Stock 9 Common Stock	or Number of Shares 5,703 6,270 6,028 7,019 6,749 5,721 5,721	Price of Derivative Security 101.49 126.72 165.94 147.87 175.76 233.63	Indirect (I) (Instr. 5) D D D D D D D D D D D	(Instr. 5)	
Non-qualified S Non-qualified S Non-qualified S Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy)	Date Exercisable 02/05/2014 ⁽²⁾ 02/04/2015 ⁽²⁾ 02/03/2016 ⁽²⁾ 02/02/2017 ⁽²⁾ 02/07/2018 ⁽²⁾ 02/06/2019 ⁽²⁾ 02/05/2020 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025 02/02/2026 02/06/2027 02/04/2028	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock 7 Common Stock 8 Common Stock 9 Common Stock 0 Common Stock	or Number of Shares 5,703 6,270 6,028 7,019 6,749 5,721 4,783	 Price of Derivative Security 101.49 126.72 165.94 147.87 175.76 233.63 201.12 	Indirect (I) (Instr. 5) D D D D D D D D D D D D D D D	(Instr. 5)	
Non-qualified S Non-qualified S Non-qualified S Non-qualified S Non-qualified S Non-qualified S	Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Stock Option (Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy) Right to Buy)	Date Date Exercisable 02/05/2014 ⁽²⁾ 02/03/2016 ⁽²⁾ 02/02/2017 ⁽²⁾ 02/07/2018 ⁽²⁾ 02/06/2019 ⁽²⁾ 02/05/2020 ⁽²⁾ 02/05/2020 ⁽²⁾	Expiration Date 02/03/2023 02/02/2024 02/03/2025 02/06/2027 02/06/2027 02/04/2028 02/04/2028	Title 3 Common Stock 4 Common Stock 5 Common Stock 6 Common Stock 7 Common Stock 8 Common Stock 9 Common Stock 0 Common Stock	or Number of Shares 5,703 6,270 6,028 7,019 6,749 5,721 4,783 3,790 6	Price of Derivative Security 101.49 126.72 165.94 147.87 175.76 233.63 201.12 157.24	Indirect (I) (Instr. 5) D D D D D D D D D D D D D D D D D D	(Instr. 5)	

Explanation of Responses:

1. Includes shares acquired under 3M's General Employee Stock Purchase Plan.

2. The stock option will vest and become exercisable in a series of three equal installments on each of the first, second and third anniversary of the grant date.

3. The restricted stock units vest 100% three years from the grant date.

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

Remarks:

Exhibit Index - 21.1 Power of Attorney

Patricia L. Meagher, attorney-in-	01/06/2022	
fact for Kevin H. Rhodes	01/00/2022	
lact for feevili ff. fellodes		

** 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 5 (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.

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby constitutes and appoints each of Patricia L. Meagher, Sarah Gernes, Inchan Hwang, David A. Calder, Karen Stanoch-Sawczuk and Michael M. Dai, each acting individually, as the undersigned?s true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

(1) prepare, execute in the undersigned?s name and on the undersigned?s behalf, and submit to the United States Securities and Exchange Commission (the ?SEC?) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the ?Exchange Act?);

(2) prepare, execute, acknowledge, deliver and file Forms?3, 4, and 5 (including any amendments thereto) with respect to the securities of 3M Company, a Delaware corporation the ?Company?), with the SEC, any national securities exchanges and the Company, as considered necessary or advisable under Section?16(a) of the Exchange Act;

(3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the above-named attorneys-in-fact and approves and ratifies any such release of information; and

(4) perform any and all other acts which in the discretion of such attorney-infact are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

(1) this Limited Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in their discretion on information provided to such attorney-in-fact without independent verification of such information;

(2) any documents prepared and/or executed by either such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;

(3) neither the Company nor either of such attorneys-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

(4) this Limited Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned?s obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby gives and grants each of the foregoing attorneys-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that each such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned?s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed as of this 16th day of December, 2021.

/s/ Kevin H. Rhodes