

Roman Michael F
Form 4
February 06, 2018

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Roman Michael F

(Last) (First) (Middle)
3M CENTER

(Street)

ST. PAUL, MN 55144-1000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
3M CO [MMM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (D)	Price	
Common Stock	02/02/2018		M		4,146 (1)	\$ 77.18	16,208.159 D
Common Stock	02/02/2018		S		100 (1)	\$ 246.59	16,108.159 D
Common Stock	02/02/2018		S		100 (1)	\$ 246.61	16,008.159 D
Common Stock	02/02/2018		S		200 (1)	\$ 246.62	15,808.159 D
Common Stock	02/02/2018		S		300 (1)	\$ 246.63	15,508.159 D

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Common Stock	02/02/2018	S	100 <u>(1)</u>	D	\$ 246.64	15,408.159	D
Common Stock	02/02/2018	S	300 <u>(1)</u>	D	\$ 246.65	15,108.159	D
Common Stock	02/02/2018	S	2,146 <u>(1)</u>	D	\$ 246.6575	12,962.159	D
Common Stock	02/02/2018	S	800 <u>(1)</u>	D	\$ 246.66	12,162.159	D
Common Stock	02/02/2018	S	100 <u>(1)</u>	D	\$ 246.69	12,062.159	D
Common Stock	02/02/2018	M	2,458 <u>(1)</u>	A	\$ 77.18	14,520.159 <u>(2)</u>	D

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

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	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)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-qualified Stock Option (Right to Buy)	\$ 77.18	02/02/2018		M	4,146 <u>(1)</u>	05/13/2009 05/13/2018	Common Stock	4,146	
Non-qualified Stock Option (Right to Buy)	\$ 77.18	02/02/2018		M	2,458 <u>(1)</u>	05/13/2009 05/13/2018	Common Stock	2,458	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

Roman Michael F
3M CENTER
ST. PAUL, MN 55144-1000

Executive Vice President

Signatures

/s/ Sheila B. Clagherty, attorney-in-fact for Michael F.
Roman

02/05/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) This form is being filed to report the exercise of a 3M stock option by means of a cashless-sell-to-cover method (selling enough shares to cover option share purchase price, fee and taxes, then retaining the remaining shares).
- (2) Includes shares acquired under 3M's General Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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