

MacDonald Robert D III
Form 4
July 29, 2010

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MacDonald Robert D III

(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)
07/27/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

VICE PRESIDENT MARKETING

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/01/2010		G	V	93	D	\$ 0	27,222 D
Common Stock	07/27/2010		M		15,800	A	\$ 64.5	43,022 D
Common Stock	07/27/2010		F		11,740	D	\$ 86.8	31,282 D
Common Stock	07/27/2010		F		1,327	D	\$ 86.8	29,955 D
Common Stock	07/27/2010		M		17,380	A	\$ 61.85	47,335 D

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Common Stock	07/27/2010	F	12,384	D	\$ 86.8	34,951	D	
Common Stock	07/27/2010	F	1,825	D	\$ 86.8	33,126	D	
Common Stock	07/27/2010	M	4,182	A	\$ 58.625	37,308	D	
Common Stock	07/27/2010	F	2,824	D	\$ 86.8	34,484	D	
Common Stock	07/27/2010	F	579	D	\$ 86.8	33,905 ⁽¹⁾	D	
Common Stock						2,604 ⁽²⁾	I	By 401k/paesop Trust

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-qualified Stock Option (Right to Buy)	\$ 58.625	07/27/2010		M	4,182	05/08/2002 05/06/2011	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 64.5	07/27/2010		M	15,800	05/15/2003 05/14/2012	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 61.85	07/27/2010		M	17,380	05/14/2004 05/12/2013	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 86.8	07/27/2010		A	3,403	01/27/2011 05/06/2011	Common Stock
Non-qualified	\$ 86.8	07/27/2010		A	14,209	01/27/2011 05/13/2013	Common

Stock Option
(Right to Buy)

Stock

Non-qualified
Stock Option
(Right to Buy)

\$ 86.8

07/27/2010

A

13,067

01/27/2011

05/14/2012

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MacDonald Robert D III 3M CENTER ST. PAUL, MN 55144-1000			VICE PRESIDENT MARKETING	

Signatures

George Ann Biros, attorney-in-fact for Robert D.
MacDonald III

07/29/2010

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

(2) Includes shares acquired during the fiscal year pursuant to the 3M Voluntary Investment 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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