

Lacey Roger HD  
Form 4  
February 16, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Lacey Roger HD

(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)  
02/15/2011

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)  
Senior 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		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	(A) or (D)				Price
Common Stock	02/15/2011		S		200	D	\$ 91.8	25,939	D	
Common Stock	02/15/2011		S		2,621	D	\$ 91.97	23,318	D	
Common Stock	02/15/2011		M		1,704	A	\$ 58.625	25,022	D	
Common Stock	02/15/2011		S		904	D	\$ 91.961	24,118	D	
Common Stock	02/15/2011		S		600	D	\$ 91.962	23,518	D	

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Common Stock	02/15/2011	S	100	D	\$ 91.9608	23,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	23,318	D
Common Stock	02/15/2011	M	1,593	A	\$ 83.95	24,911	D
Common Stock	02/15/2011	S	100	D	\$ 91.9602	24,811	D
Common Stock	02/15/2011	S	1,100	D	\$ 91.961	23,711	D
Common Stock	02/15/2011	S	100	D	\$ 91.9616	23,611	D
Common Stock	02/15/2011	S	100	D	\$ 91.9613	23,511	D
Common Stock	02/15/2011	S	193	D	\$ 91.962	23,318	D
Common Stock	02/15/2011	M	14,329	A	\$ 86.5	37,647	D
Common Stock	02/15/2011	S	990	D	\$ 91.95	36,657	D
Common Stock	02/15/2011	S	1,610	D	\$ 91.96	35,047	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	34,947	D
Common Stock	02/15/2011	S	400	D	\$ 91.9625	34,547	D
Common Stock	02/15/2011	S	4,300	D	\$ 91.965	30,247	D
Common Stock	02/15/2011	S	600	D	\$ 91.9675	29,647	D
Common Stock	02/15/2011	S	4,929	D	\$ 91.97	24,718	D
Common Stock	02/15/2011	S	300	D	\$ 91.98	24,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9801	24,318	D
Common Stock	02/15/2011	S	600	D	\$ 91.985	23,718	D
Common Stock	02/15/2011	S	400	D	\$ 91.9875	23,318	D

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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
Incentive Stock Option (Right to Buy)	\$ 58.625	02/15/2011		M	1,704	05/08/2002 05/06/2011	Common Stock	1,704
Non-qualified Stock Option (Right to Buy)	\$ 83.95	02/15/2011		M	1,593	10/19/2004 05/06/2011	Common Stock	1,593
Non-qualified Stock Option (Right to Buy)	\$ 86.5	02/15/2011		M	14,329	09/08/2005 05/06/2011	Common Stock	14,329

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lacey Roger HD 3M CENTER ST. PAUL, MN 55144-1000			Senior Vice President	

## Signatures

George Ann Biros, attorney-in-fact for Roger H.D.  
Lacey

02/16/2011

\_\_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).

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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