

MacDonald Robert D III
 Form 4
 November 12, 2009

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 *
 MacDonald Robert D III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 11/11/2009

____ Director
 Officer (give title below) _____ Other (specify below)
 VICE PRESIDENT MARKETING

ST. PAUL, MN 55144-1000

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/11/2009 | | M | | 4,124 | A | \$ 61.9 |
| Common Stock | 11/11/2009 | | F | | 3,274 | D | \$ 77.96 |
| Common Stock | 11/11/2009 | | F | | 277 | D | \$ 77.96 |
| Common Stock | 11/11/2009 | | M | | 1,518 | A | \$ 61.85 |
| Common Stock | 11/11/2009 | | F | | 1,204 | D | \$ 77.96 |

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| | | | | | | | | |
|--------------|------------|---|-----|---|----------|-----------------------|---|----------------------------|
| Common Stock | 11/11/2009 | F | 102 | D | \$ 77.96 | 35,064 ⁽¹⁾ | D | |
| Common Stock | | | | | | 2,556 ⁽²⁾ | I | By 401k/paesop Trust |

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

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 control number.

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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 Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option (Right to Buy) | \$ 61.9 | 11/11/2009 | | M | 4,124 | 04/16/2003 05/07/2010 | Common Stock | 4,124 |
| Non-qualified Stock Option (Right to Buy) | \$ 61.85 | 11/11/2009 | | M | 1,518 | 11/13/2003 05/07/2010 | Common Stock | 1,518 |

Reporting Owners

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

Signatures

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

11/12/2009

__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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