

SMITH MARSCHALL
Form 4
August 02, 2010

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 *
SMITH MARSCHALL

(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)
07/30/2010

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)

VICE PRESIDENT LEGAL

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 or Price		
Common Stock	07/30/2010		M		10,000 (1)	A	\$ 54.11 11,632 D
Common Stock	07/30/2010		S		100 (1)	D	\$ 84.8654 11,532 D
Common Stock	07/30/2010		S		100 (1)	D	\$ 84.9 11,432 D
Common Stock	07/30/2010		S		100 (1)	D	\$ 84.9054 11,332 D
Common Stock	07/30/2010		S		234 (1)	D	\$ 84.91 11,098 D

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Common Stock	07/30/2010	S	34 <u>(1)</u>	D	\$ 84.9106	11,064	D
Common Stock	07/30/2010	S	132 <u>(1)</u>	D	\$ 84.92	10,932	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.93	10,832	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.94	10,732	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.95	10,632	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.96	10,532	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.9654	10,432	D
Common Stock	07/30/2010	S	300 <u>(1)</u>	D	\$ 84.97	10,132	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.9704	10,032	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.9754	9,932	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 84.9819	9,832	D
Common Stock	07/30/2010	S	200 <u>(1)</u>	D	\$ 85	9,632	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 85.0013	9,532	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 85.01	9,432	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 85.0154	9,332	D
Common Stock	07/30/2010	S	100 <u>(1)</u>	D	\$ 85.0172	9,232	D
Common Stock	07/30/2010	S	500 <u>(1)</u>	D	\$ 85.02	8,732	D
Common Stock	07/30/2010	S	400 <u>(1)</u>	D	\$ 85.03	8,332	D
Common Stock	07/30/2010	S	300 <u>(1)</u>	D	\$ 85.04	8,032	D
Common Stock	07/30/2010	S	300 <u>(1)</u>	D	\$ 85.05	7,732	D
	07/30/2010	S	100 <u>(1)</u>	D		7,632	D

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Common Stock					\$			
					85.0554			
Common Stock	07/30/2010		S	100 ⁽¹⁾	D	\$ 85.06	7,532	D
Common Stock	07/30/2010		S	300 ⁽¹⁾	D	\$ 85.07	7,232	D
Common Stock	07/30/2010		S	100 ⁽¹⁾	D	\$ 85.0772	7,132	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-qualified Stock Option (Right to Buy)	\$ 54.11	07/30/2010		M	10,000	02/09/2010	02/08/2019	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH MARSCHALL 3M CENTER ST. PAUL, MN 55144-1000			VICE PRESIDENT LEGAL	

Signatures

George Ann Biros, attorney-in-fact for Marschall Smith
08/02/2010

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 11, 2010.

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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