

Kelly Michael A
 Form 4
 May 03, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 Kelly Michael A

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

3. Date of Earliest Transaction (Month/Day/Year)
 04/29/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EXEC VP DISPLAY & GRAPHICS

(Street)

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

ST. PAUL, MN 55144-1000

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/29/2011		M		626	A	\$ 64.5
Common Stock	04/29/2011		F		415	D	\$ 97.21
Common Stock	04/29/2011		F		89	D	\$ 97.21
Common Stock	04/29/2011		M		7,016	A	\$ 61.85
Common Stock	04/29/2011		F		4,463	D	\$ 97.21

Edgar Filing: Kelly Michael A - Form 4

Common Stock	04/29/2011	F	1,089	D	\$ 97.21	15,323	D
Common Stock	04/29/2011	M	10,204	A	\$ 84.4	25,527	D
Common Stock	04/29/2011	F	8,859	D	\$ 97.21	16,668	D
Common Stock	04/29/2011	F	574	D	\$ 97.21	16,094	D

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.

SEC 1474
(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)	\$ 64.5	04/29/2011		M	626	05/15/2003	05/14/2012	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 61.85	04/29/2011		M	7,016	05/14/2004	05/12/2013	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 84.4	04/29/2011		M	10,204	05/12/2005	05/09/2014	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A	504	10/29/2011	05/14/2012	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A	5,552	10/29/2011	05/13/2013	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 97.21	04/29/2011		A	9,433	10/29/2011	05/09/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kelly Michael A 3M CENTER ST. PAUL, MN 55144-1000			EXEC VP DISPLAY & GRAPHICS	

Signatures

George Ann Biros, attorney-in-fact for Michael A. Kelly	05/03/2011
--	------------

__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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.