

BUCKLEY GEORGE W
Form 4
February 13, 2012

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 *
BUCKLEY GEORGE W

(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)
02/10/2012

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)
CHAIRMAN OF THE BOARD & CEO

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	(A) or (D)	Price	
Common Stock	02/10/2012		M		289,044	A	\$ 54.11 479,121	D
Common Stock	02/10/2012		S		4,109	D	\$ 86.755 475,012	D
Common Stock	02/10/2012		S		1,800	D	\$ 86.76 473,212	D
Common Stock	02/10/2012		S		400	D	\$ 86.765 472,812	D
Common Stock	02/10/2012		S		1,000	D	\$ 86.77 471,812	D

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Common Stock	02/10/2012	S	9,545	D	\$ 86.775	462,267	D
Common Stock	02/10/2012	S	200	D	\$ 86.7775	462,067	D
Common Stock	02/10/2012	S	3,300	D	\$ 86.78	458,767	D
Common Stock	02/10/2012	S	100	D	\$ 86.7818	458,667	D
Common Stock	02/10/2012	S	6,400	D	\$ 86.785	452,267	D
Common Stock	02/10/2012	S	100	D	\$ 86.789	452,167	D
Common Stock	02/10/2012	S	5,000	D	\$ 86.79	447,167	D
Common Stock	02/10/2012	S	2,300	D	\$ 86.795	444,867	D
Common Stock	02/10/2012	S	100	D	\$ 86.8	444,767	D
Common Stock	02/10/2012	S	300	D	\$ 86.8018	444,467	D
Common Stock	02/10/2012	S	4,391	D	\$ 86.805	440,076	D
Common Stock	02/10/2012	S	400	D	\$ 86.8075	439,676	D
Common Stock	02/10/2012	S	309	D	\$ 86.81	439,367	D
Common Stock	02/10/2012	S	2,000	D	\$ 86.815	437,367	D
Common Stock	02/10/2012	S	200	D	\$ 86.82	437,167	D
Common Stock	02/10/2012	S	2,800	D	\$ 86.825	434,367	D
Common Stock	02/10/2012	S	1,100	D	\$ 86.83	433,267	D
Common Stock	02/10/2012	S	7,700	D	\$ 86.835	425,567	D
Common Stock	02/10/2012	S	400	D	\$ 86.8375	425,167	D
Common Stock	02/10/2012	S	100	D	\$ 86.839	425,067	D
	02/10/2012	S	2,600	D	\$ 86.84	422,467	D

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Common
Stock

Common Stock	02/10/2012	S	7,698	D	\$ 86.845	414,769	D
Common Stock	02/10/2012	S	1,800	D	\$ 86.85	412,969	D
Common Stock	02/10/2012	S	7,232	D	\$ 86.855	405,737	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
Non-qualified Stock Option (Right to Buy)	\$ 54.11	02/10/2012		M	289,044	02/09/2010 02/08/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUCKLEY GEORGE W 3M CENTER ST. PAUL, MN 55144-1000	X		CHAIRMAN OF THE BOARD & CEO	

Signatures

George Ann Biros, attorney-in-fact for George W. Buckley
02/13/2012

__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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