

3M CO  
Form 4  
November 06, 2015

**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 \*  
McGrath Marlene Mary

(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)  
11/05/2015

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 VP - Human Resources

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	(D)	Price
Common Stock	11/05/2015		M		2,560	A	\$ 84.78
Common Stock	11/05/2015		S		2,560	D	\$ 159.23
Common Stock	11/05/2015		M		1,131	A	\$ 77.18
Common Stock	11/05/2015		S		100	D	\$ 159.212
Common Stock	11/05/2015		S		100	D	\$ 159.213

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Common Stock	11/05/2015	S	131	D	\$ 159.2135	10,998	D
Common Stock	11/05/2015	S	100	D	\$ 159.2166	10,898	D
Common Stock	11/05/2015	S	700	D	\$ 159.231	10,198	D
Common Stock	11/05/2015	M	1,335	A	\$ 54.11	11,533	D
Common Stock	11/05/2015	S	1,335	D	\$ 159.251	10,198	D
Common Stock	11/05/2015	M	4,100	A	\$ 78.72	14,298	D
Common Stock	11/05/2015	S	4,100	D	\$ 159.281	10,198	D

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

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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)	\$ 84.78	11/05/2015		M	2,560	05/08/2008 05/08/2017	Common Stock	2,560
Non-qualified Stock Option (Right to Buy)	\$ 77.18	11/05/2015		M	1,131	05/13/2009 05/13/2018	Common Stock	1,131
Non-qualified Stock Option (Right to Buy)	\$ 54.11	11/05/2015		M	1,335	02/09/2010 02/08/2019	Common Stock	1,335

Non-qualified Stock Option (Right to Buy)	\$ 78.72	11/05/2015	M	4,100	02/09/2011	02/07/2020	Common Stock	4,100
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McGrath Marlene Mary 3M CENTER ST. PAUL, MN 55144-1000			Senior VP - Human Resources	

**Signatures**

/s/ Sheila B. Clagherty, attorney-in-fact for Marlene M. McGrath	11/06/2015
**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) This option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/9/2010).

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.