

3M CO
Form 4
February 18, 2005

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
YEOMANS JAN L

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2005

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 MERGERS & ACQ

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	02/16/2005		M		3,490	A	\$ 28.6348
Common Stock	02/16/2005		F		1,159	D	\$ 86.175
Common Stock	02/16/2005		M		974	A	\$ 59.575
Common Stock	02/16/2005		F		673	D	\$ 86.175
Common Stock	02/16/2005		F		100	D	\$ 86.175

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Common Stock	02/16/2005	M	14,368	A	\$ 46.675	62,530	D
Common Stock	02/16/2005	F	7,782	D	\$ 86.175	54,748	D
Common Stock	02/16/2005	F	2,153	D	\$ 86.175	52,595	D
Common Stock	02/16/2005	M	1,754	A	\$ 47.5	54,349	D
Common Stock	02/16/2005	F	966	D	\$ 86.175	53,383	D
Common Stock	02/16/2005	F	257	D	\$ 86.175	53,126	D
Common Stock	02/16/2005	M	30,896	A	\$ 58.625	84,022	D
Common Stock	02/16/2005	F	21,018	D	\$ 86.175	63,004	D
Common Stock	02/16/2005	F	4,217	D	\$ 86.175	58,787	D
Common Stock	02/16/2005	M	14,981	A	\$ 59.575	73,768	D
Common Stock	02/16/2005	F	10,356	D	\$ 86.175	63,412	D
Common Stock	02/16/2005	F	1,974	D	\$ 86.175	61,438	D
Common Stock	02/16/2005	M	5,408	A	\$ 47.5	66,846	D
Common Stock	02/16/2005	F	2,980	D	\$ 86.175	63,866	D
Common Stock	02/16/2005	F	1,039	D	\$ 86.175	62,827	D

Common Stock						2,384	I	by 401k/PAESOP Trust
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 28.6348	02/16/2005		M			3,490	05/09/1996	05/09/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 46.675	02/16/2005		M			14,368	05/12/1999	05/12/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 47.5	02/16/2005		M			1,754	05/11/2000	05/10/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 47.5	02/16/2005		M			5,408	05/11/2000	05/10/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 58.625	02/16/2005		M			30,896	05/08/2002	05/08/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 59.575	02/16/2005		M			974	11/07/2001	05/06/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 59.575	02/16/2005		M			14,981	11/07/2001	05/13/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		12,330		08/16/2005	05/11/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		9,935		08/16/2005	05/12/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		1,223		08/16/2005	05/11/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		4,019		08/16/2005	05/11/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		25,235		08/16/2005	05/06/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YEOMANS JAN L				
			VICE PRESIDENT MERGERS & ACQ	

Signatures

By: George Ann Biros For: Janet L
Yeomans

02/16/2005

__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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