

3M CO
Form 4
May 12, 2016

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 *
THULIN INGE G

(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)
05/11/2016

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, President & 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/11/2016 | | S | 500 | D \$ 170.13 | 155,583 | D |
| Common Stock | 05/11/2016 | | S | 200 | D \$ 170.135 | 155,383 | D |
| Common Stock | 05/11/2016 | | S | 300 | D \$ 170.14 | 155,083 | D |
| Common Stock | 05/11/2016 | | S | 300 | D \$ 170.161 | 154,783 | D |
| Common Stock | 05/11/2016 | | S | 400 | D \$ 170.17 | 154,383 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|------------|--------------------------------------|---|
| Common Stock | 05/11/2016 | S | 300 | D | \$ 170.175 | 154,083 | D |
| Common Stock | 05/11/2016 | S | 694 | D | \$ 170.18 | 153,389 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.19 | 153,289 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.195 | 153,189 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.215 | 153,089 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.216 | 152,989 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.23 | 152,889 | D |
| Common Stock | 05/11/2016 | S | 50 | D | \$ 170.24 | 152,839 | D |
| Common Stock | 05/11/2016 | S | 804 | D | \$ 170.25 | 152,035 | D |
| Common Stock | 05/11/2016 | S | 300 | D | \$ 170.26 | 151,735 | D |
| Common Stock | 05/11/2016 | S | 306 | D | \$ 170.265 | 151,429 | D |
| Common Stock | 05/11/2016 | S | 700 | D | \$ 170.27 | 150,729 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.305 | 150,629 | D |
| Common Stock | 05/11/2016 | S | 100 | D | \$ 170.315 | 150,529 | D |
| Common Stock | 05/11/2016 | S | 104 | D | \$ 170.33 | 150,425 ⁽¹⁾ <u>(2)</u> | D |
| Common Stock | | | | | | 1,515 ⁽³⁾ | I |

By
401k/paesop
Trust

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)

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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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| THULIN INGE G 3M CENTER ST. PAUL, MN 55144-1000 | X | | Chairman, President & CEO | |

Signatures

/s/ Sheila B. Clagherty, attorney-in-fact for Inge G. Thulin 05/12/2016

__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) Includes shares acquired under 3M's General Employee Stock Purchase Plan.
- (2) Includes dividend share equivalents, accrued quarterly, pursuant to 3M's Deferred Compensation Plan.
- (3) Includes shares acquired pursuant to the 3M Voluntary Investment Plan.

Remarks:

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