

Keel Paul A
Form 4
February 02, 2018

FORM 4

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

OMB APPROVAL

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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 *
Keel Paul A

(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)
02/01/2018

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 Vice President

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 or Price		
Common Stock	02/01/2018		M		13,480 A \$ 54.11	19,009.4529	D
Common Stock	02/01/2018		S		5,486 D \$ 246.83	13,523.4529	D
Common Stock	02/01/2018		S		197 D \$ 246.84	13,326.4529	D
Common Stock	02/01/2018		S		1,643 D \$ 246.87	11,683.4529	D
Common Stock	02/01/2018		S		200 D \$ 246.88	11,483.4529	D

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Common Stock	02/01/2018		S	300	D	\$ 246.89	11,183.4529	D
Common Stock	02/01/2018		S	500	D	\$ 246.91	10,683.4529	D
Common Stock	02/01/2018		S	1	D	\$ 246.92	10,682.4529	D
Common Stock	02/01/2018		S	200	D	\$ 246.93	10,482.4529	D
Common Stock	02/01/2018		S	902	D	\$ 246.94	9,580.4529	D
Common Stock	02/01/2018		S	432	D	\$ 246.95	9,148.4529	D
Common Stock	02/01/2018		S	100	D	\$ 246.97	9,048.4529	D
Common Stock	02/01/2018		S	1,688	D	\$ 246.98	7,360.4529	D
Common Stock	02/01/2018		S	1	D	\$ 246.99	7,359.4529	D
Common Stock	02/01/2018		S	927	D	\$ 247	6,432.4529	D
Common Stock	02/01/2018		S	488	D	\$ 247.02	5,944.4529	D
Common Stock	02/01/2018		S	415	D	\$ 247.03	5,529.4529	D
Common Stock	02/01/2018		M	200	A	\$ 54.11	5,729.4529	D
Common Stock	02/01/2018		G V	200	D	\$ 0	5,529.4529 <u>(1)</u>	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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-qualified Stock Option (Right to Buy)		\$ 54.11		02/01/2018	M	13,480	02/09/2010 02/08/2019	Common Stock 13,
Non-qualified Stock Option (Right to Buy)		\$ 54.11		02/01/2018	M	200	02/09/2010 02/08/2019	Common Stock 2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Keel Paul A 3M CENTER ST. PAUL, MN 55144-1000			Senior Vice President	

Signatures

/s/ Sheila B. Clagherty, attorney-in-fact for Paul A. Keel
 02/02/2018
 **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.

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