

Lacey Roger HD
Form 4
February 25, 2013

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 *
Lacey Roger HD

(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)
02/22/2013

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	(A) or (D)	Price
Common Stock	02/22/2013		S		2,062	D	\$ 103.07 24,535
Common Stock	02/22/2013		S		1,173	D	\$ 103.08 23,362
Common Stock	02/22/2013		S		607	D	\$ 103.09 22,755
Common Stock	02/22/2013		S		307	D	\$ 103.1 22,448
Common Stock	02/22/2013		S		400	D	\$ 103.11 22,048

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Common Stock	02/22/2013	S	300	D	\$ 103.12	21,748	D
Common Stock	02/22/2013	M	4,930	A	\$ 86.5	26,678	D
Common Stock	02/22/2013	S	973	D	\$ 103.09	25,705	D
Common Stock	02/22/2013	S	2,591	D	\$ 103.1	23,114	D
Common Stock	02/22/2013	S	104	D	\$ 103.11	23,010	D
Common Stock	02/22/2013	S	168	D	\$ 103.12	22,842	D
Common Stock	02/22/2013	S	605	D	\$ 103.13	22,237	D
Common Stock	02/22/2013	S	100	D	\$ 103.1328	22,137	D
Common Stock	02/22/2013	S	100	D	\$ 103.135	22,037	D
Common Stock	02/22/2013	S	200	D	\$ 103.137	21,837	D
Common Stock	02/22/2013	S	89	D	\$ 103.145	21,748	D
Common Stock	02/22/2013	M	14,113	A	\$ 80.65	35,861	D
Common Stock	02/22/2013	S	9,138	D	\$ 103.08	26,723	D
Common Stock	02/22/2013	S	1,170	D	\$ 103.09	25,553	D
Common Stock	02/22/2013	S	1,935	D	\$ 103.1	23,618	D
Common Stock	02/22/2013	S	1,070	D	\$ 103.11	22,548	D
Common Stock	02/22/2013	S	800	D	\$ 103.12	21,748	D
Common Stock	02/22/2013	M	203	A	\$ 90.35	21,951	D
Common Stock	02/22/2013	S	200	D	\$ 103.1101	21,751	D
Common Stock	02/22/2013	S	3	D	\$ 103.12	21,748	D

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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)	Amount or Number of Shares
Non-qualified Stock Option (Right to Buy)	\$ 86.5	02/22/2013		M	4,930	08/09/2005 05/13/2013	Common Stock	4,930
Non-qualified Stock Option (Right to Buy)	\$ 80.65	02/22/2013		M	14,113	10/11/2006 05/13/2013	Common Stock	14,113
Non-qualified Stock Option (Right to Buy)	\$ 90.35	02/22/2013		M	203	01/26/2008 05/13/2013	Common Stock	203

Reporting Owners

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

Signatures

George Ann Biros, attorney-in-fact for Roger H.D.
Lacey

02/25/2013

__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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