

3M CO
Form 4
February 18, 2005

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 *
SCHMOLL WILLIAM J

(Last) (First) (Middle)
3N CENTER, BLDG 022405 N 40

(Street)

ST PAUL, MN 55144

(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
__X__ Officer (give title below) ___ Other (specify below)
VICE PRESIDENT TAXES&TREASURER

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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	02/16/2005		M		898 A \$ 71.1	11,823	D
Common Stock	02/16/2005		F		740 D \$ 86.175	11,083	D
Common Stock	02/16/2005		F		61 D \$ 86.175	11,022	D
Common Stock	02/16/2005		M		1,666 A \$ 57.7	12,688	D
Common Stock	02/16/2005		F		1,115 D \$ 86.175	11,573	D

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Common Stock	02/16/2005		F	189	D	\$ 86.175	11,384	D	
Common Stock	02/16/2005		M	310	A	\$ 57.7	11,694	D	
Common Stock	02/16/2005		F	207	D	\$ 86.175	11,487	D	
Common Stock	02/16/2005		F	33	D	\$ 86.175	11,454	D	
Common Stock	02/16/2005		M	3,040	A	\$ 58.625	14,494	D	
Common Stock	02/16/2005		F	2,068	D	\$ 86.175	12,426	D	
Common Stock	02/16/2005		F	317	D	\$ 86.175	12,109	D	
Common Stock	02/16/2005		M	3,898	A	\$ 62.05	16,007	D	
Common Stock	02/16/2005		F	2,806	D	\$ 86.175	13,201	D	
Common Stock	02/16/2005		F	356	D	\$ 86.175	12,845	D	
Common Stock	02/16/2005		M	4,524	A	\$ 62.05	17,369	D	
Common Stock	02/16/2005		F	3,257	D	\$ 86.175	14,112	D	
Common Stock	02/16/2005		F	414	D	\$ 86.175	13,698	D	
Common Stock							1,594	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)

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 57.7	02/16/2005	M			1,666	06/08/2001	05/12/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 57.7	02/16/2005	M			310	06/08/2001	05/13/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 58.625	02/16/2005	M			3,040	05/08/2002	05/08/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 62.05	02/16/2005	M			3,898	10/09/2002	05/09/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 62.05	02/16/2005	M			4,524	10/09/2002	05/08/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 71.1	02/16/2005	M			898	02/29/2004	05/06/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A		1,304		08/16/2005	05/12/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A		240		08/16/2005	05/11/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A		3,162		08/16/2005	05/12/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A		3,671		08/16/2005	05/11/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A		2,385		08/16/2005	05/06/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

SCHMOLL WILLIAM J
3N CENTER
BLDG 022405 N 40
ST PAUL, MN 55144

VICE PRESIDENT TAXES&TREASURER

Signatures

By: George Ann Biros For: William J
Schmoll

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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