

3M CO
Form 4
February 18, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
GRENZ M KAY

(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 HR

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		3,316	A	\$ 64.875
Common Stock	02/16/2005		M		601	A	\$ 84
Common Stock	02/16/2005		M		12,739	A	\$ 61.85
Common Stock	02/16/2005		F		9,143	D	\$ 86.175
Common Stock	02/16/2005		F		1,175	D	\$ 86.175
							55,268
							55,869
							68,608
							59,465
							58,290

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Common Stock	02/16/2005	M	23,122	A	\$ 61.85	81,412	D	
Common Stock	02/16/2005	F	16,595	D	\$ 86.175	64,817	D	
Common Stock	02/16/2005	F	2,786	D	\$ 86.175	62,031	D	
Common Stock	02/16/2005	M	8,942	A	\$ 63.225	70,973	D	
Common Stock	02/16/2005	F	6,560	D	\$ 86.175	64,413	D	
Common Stock	02/16/2005	F	1,016	D	\$ 86.175	63,397	D	
Common Stock	02/16/2005	M	6,876	A	\$ 63.225	70,273	D	
Common Stock	02/16/2005	F	5,044	D	\$ 86.175	65,229	D	
Common Stock	02/16/2005	F	781	D	\$ 86.175	64,448	D	
Common Stock	02/16/2005	M	7,330	A	\$ 63.225	71,778	D	
Common Stock	02/16/2005	F	5,377	D	\$ 86.175	66,401	D	
Common Stock	02/16/2005	F	833	D	\$ 86.175	65,568	D	
Common Stock	02/16/2005	M	10,796	A	\$ 64.5	76,364	D	
Common Stock	02/16/2005	F	8,080	D	\$ 86.175	68,284	D	
Common Stock	02/16/2005	F	1,159	D	\$ 86.175	67,125	D	
Common Stock	02/16/2005	S	3,316	D	\$ 85.91	63,809	D	
Common Stock	02/16/2005	S	601	D	\$ 85.91	63,208	D	
Common Stock						3,857	I	by 401k/PAESOP Trust
Common Stock						462	I	by Daughter

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)

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)
					(A)	(D)	Date Exercisable	Expiration Date	
Non-Qualified Stock Option (right to buy)	\$ 61.85	02/16/2005		M		12,739	05/14/2004	05/12/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 61.85	02/16/2005		M		23,122	05/14/2004	05/12/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 63.225	02/16/2005		M		6,876	12/11/2002	05/11/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 63.225	02/16/2005		M		8,942	12/11/2002	05/12/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 63.225	02/16/2005		M		7,330	12/11/2002	05/07/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 64.5	02/16/2005		M		10,796	05/15/2003	05/14/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 64.875	02/16/2005		M		3,316	12/17/2003	05/06/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 84	02/16/2005		M		601	11/14/2004	05/06/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005		A		5,825	08/16/2005	05/11/2007	Common Stock
Non-Qualified Stock Option	\$ 86.2	02/16/2005		A		7,576	08/16/2005	05/12/2008	Common Stock

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(right to buy)								
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A	6,210	08/16/2005	05/07/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A	9,239	08/16/2005	05/14/2012		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A	10,318	08/16/2005	05/13/2013		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 86.2	02/16/2005	A	19,381	08/16/2005	05/13/2013		Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRENZ M KAY			VICE PRESIDENT HR	

Signatures

By: George Ann Biros For: M Kay
 Grenz
 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).
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