

3M CO

Form 4

February 10, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Shin Hak Cheol

(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)
02/08/2017

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)

Executive Vice President

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	(A) or (D)	Price		
Common Stock	02/08/2017		M		47,528	A	\$ 77.18	61,283	D
Common Stock	02/08/2017		S		10,387	D	\$ 176.71	61,283	D
Common Stock	02/08/2017		S		860	D	\$ 176.72	61,283	D
Common Stock	02/08/2017		S		360	D	\$ 176.73	61,283	D
Common Stock	02/08/2017		S		660	D	\$ 176.74	61,283	D

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Common Stock	02/08/2017	S	400	D	\$ 176.75	61,283	D
Common Stock	02/08/2017	S	200	D	\$ 176.76	61,283	D
Common Stock	02/08/2017	S	569	D	\$ 176.77	61,283	D
Common Stock	02/08/2017	S	100	D	\$ 176.78	61,283	D
Common Stock	02/08/2017	S	1,069	D	\$ 176.79	61,283	D
Common Stock	02/08/2017	S	500	D	\$ 176.8	61,283	D
Common Stock	02/08/2017	S	169	D	\$ 176.81	61,283	D
Common Stock	02/08/2017	S	1,800	D	\$ 176.82	61,283	D
Common Stock	02/08/2017	S	833	D	\$ 176.83	61,283	D
Common Stock	02/08/2017	S	100	D	\$ 176.84	61,283	D
Common Stock	02/08/2017	S	200	D	\$ 176.845	61,283	D
Common Stock	02/08/2017	S	208	D	\$ 176.85	61,283	D
Common Stock	02/08/2017	S	1,056	D	\$ 176.86	61,283	D
Common Stock	02/08/2017	S	400	D	\$ 176.865	61,283	D
Common Stock	02/08/2017	S	2,589	D	\$ 176.87	61,283	D
Common Stock	02/08/2017	S	434	D	\$ 176.88	61,283	D
Common Stock	02/08/2017	S	534	D	\$ 176.89	61,283	D
Common Stock	02/08/2017	S	400	D	\$ 176.9	61,283	D
Common Stock	02/08/2017	S	100	D	\$ 176.91	61,283	D
Common Stock	02/08/2017	S	1,400	D	\$ 176.93	61,283	D
	02/08/2017	S	5,100	D		61,283	D

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Common Stock					\$ 176.932		
Common Stock	02/08/2017	S	5,000	D	\$ 176.935	61,283	D
Common Stock	02/08/2017	S	12,100	D	\$ 176.94	61,283	D

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-qualified Stock Option (Right to Buy)	\$ 77.18	02/08/2017		M		47,528		05/13/2009	05/11/2018	Common Stock	47,

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Shin Hak Cheol 3M CENTER ST. PAUL, MN 55144-1000	Executive Vice President

Signatures

/s/ Sheila B. Clagherty, attorney-in-fact for Hak Cheol Shin 02/10/2017

**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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