

3M CO
Form 8-K
February 06, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): **February 5, 2013**

3M COMPANY

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

File No. 1-3285
(Commission File Number)

3M Center, St. Paul, Minnesota
(Address of Principal Executive Offices)

41-0417775
(IRS Employer Identification No.)

55144-1000
(Zip Code)

(651) 733-1110

Edgar Filing: 3M CO - Form 8-K

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On February 5, 2013, the Board of Directors of 3M Company (the "Company") elected Muhtar Kent to the Company's Board of Directors, effective April 1, 2013. Mr. Kent is Chairman of the Board and Chief Executive Officer of The Coca-Cola Company. In connection with Mr. Kent's election, the Board of Directors increased its size from 10 to 11 directors, and Mr. Kent joined the Board of Directors to fill the resulting vacancy.

The Board of Directors has determined that Mr. Kent is an independent director under the New York Stock Exchange listing standards and the Company's independence guidelines, as set forth in its Corporate Governance Guidelines (available on 3M's Web site at www.3M.com, under Investor Relations - Corporate Governance).

Mr. Kent will participate in the compensation program for non-employee directors as described on pages 20-21 of the Company's Proxy Statement for its Annual Meeting of Stockholders held on May 8, 2012 (filed with the Securities and Exchange Commission on March 21, 2012).

The Board has appointed Mr. Kent to the Audit and Finance committees of the Board of Directors. The Board of Directors has determined that Mr. Kent is financially literate, and has accounting or related financial management expertise under the New York Stock Exchange listing standards. The Board has also determined that Mr. Kent is an audit committee financial expert as that term is defined by applicable SEC regulations.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit Number	Description
99	Press Release, dated as of February 6, 2013, of 3M Company

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

3M COMPANY

Edgar Filing: 3M CO - Form 8-K

By:

/s/ Gregg M. Larson
Gregg M. Larson,
Deputy General Counsel

Dated: February 6, 2013