#### **BUCKLEY GEORGE W**

Form 4

February 10, 2011

## FORM 4

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

OMB Number:

3235-0287

0.5

if no longer

Check this box

January 31, Expires: 2005

**OMB APPROVAL** 

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response...

Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **BUCKLEY GEORGE W** 

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

3M CO [MMM]

(Check all applicable)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 02/08/2011

\_X\_\_ Director 10% Owner Other (specify X\_ Officer (give title

CHAIRMAN OF THE BOARD & CEO

below)

3M CENTER

(Last)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

Code V

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

ST. PAUL, MN 55144-1000

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if (Month/Day/Year)

(Middle)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Amount

5. Amount of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Indirect (I) Following Reported (Instr. 4)

Ownership (Instr. 4)

7. Nature of

(A) or

Transaction(s)

(Instr. 3 and 4) Price

Deferred Common

02/08/2011 A 27,648 \$0 27,648 (1)

(D)

ByΙ Corporation

Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: BUCKLEY GEORGE W - Form 4

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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Ar Nu Sh
Non-qualified Stock Option (Right to Buy)	\$ 89.47	02/08/2011		A	213,759	02/08/2012	02/08/2021	Common Stock	21

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
BUCKLEY GEORGE W 3M CENTER ST. PAUL, MN 55144-1000	X		CHAIRMAN OF THE BOARD & CEO			

### **Signatures**

George Ann Biros, attorney-in-fact for George W.

Buckley

02/10/2011

\*\*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).

This transaction reflects the delivery of 27,648 shares of 3M Common Stock earned as the result of the 2008 performance shares awarded to the reporting person under the 3M Performance Unit Plan. Of this total number of shares of Deferred Common Stock, the reporting

- (1) person's former spouse has an economic benefit right to 5,100 shares of Deferred Common Stock (less taxes). The Deferred Common Stock becomes payable one year after the reporting person retires. The number of shares to be withheld for taxes is unknown. An amended filing will be done once the number of shares to be withheld for taxes is determined.
- (2) This option becomes exercisable in equal installments on each of the first three anniversaries of the grant date (2/8/2011).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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