

MacDonald Robert D III
Form 4/A
August 05, 2010

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 *
MacDonald Robert D III

(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)
07/27/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)
07/29/2010

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

VICE PRESIDENT MARKETING

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)
Common Stock	07/27/2010		F	(A) or (D) 1,655 (1) D	\$ 86.8 29,627	D	
Common Stock	07/27/2010		F	(A) or (D) 1,633 (1) D	\$ 86.8 32,990	D	
Common Stock	07/27/2010		F	(A) or (D) 443 (1) D	\$ 86.8 33,905	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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)	Amount or Number of S
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Non-qualified Stock Option (Right to Buy)	\$ 86.8	07/27/2010		A	3,267	01/27/2011 05/06/2011	Common Stock	3,267
Non-qualified Stock Option (Right to Buy)	\$ 86.8	07/27/2010		A	14,017	01/27/2011 05/13/2013	Common Stock	14,017
Non-qualified Stock Option (Right to Buy)	\$ 86.8	07/27/2010		A	13,395	01/27/2011 05/14/2012	Common Stock	13,395

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MacDonald Robert D III 3M CENTER ST. PAUL, MN 55144-1000			VICE PRESIDENT MARKETING	

Signatures

George Ann Biros, attorney-in-fact for Robert D.
MacDonald III

08/05/2010

**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).

- (1) On July 27, 2010, the reporting person completed three option exercises via swap, automatically received three reload grants, and reported these transactions on July 29, 2010. Due to a tax processing error, the reporting person's tax withholding for each exercise was incorrectly reported. The tax calculation error also impacted the number of shares awarded for each reload grant. This report corrects the tax withholding for each option exercise and corrects the subsequent number of shares awarded for each reload grant.

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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