

3M CO
Reported by
NELSON RONALD G

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 10/31/03 for the Period Ending 10/30/03

Address	3M CENTER BLDG. 220-11W-02 ST PAUL, MN 55144-1000
Telephone	6517332204
CIK	0000066740
Symbol	MMM
SIC Code	3841 - Surgical and Medical Instruments and Apparatus
Industry	Constr. - Supplies & Fixtures
Sector	Capital Goods
Fiscal Year	12/31

3M CO

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/31/2003 For Period Ending 10/30/2003

Address	3M CENTER BLDG. 220-11W-02 ST PAUL, Minnesota 55144-1000
Telephone	651-733-2204
CIK	0000066740
Industry	Conglomerates
Sector	Conglomerates
Fiscal Year	12/31

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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
NELSON RONALD G	3M CO [MMM]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VICE PRESIDENT & CONTROLLER
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
	10/30/2003	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 (1)	10/30/2003		M	2100 A \$24.1186	36254	D	
Common Stock					1810	I	by 401k/PAESOP Trust

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Incentive Stock Option (right to buy)	\$24.1186	10/30/2003		M	2100	5/10/1995 5/10/2004	Common Stock	2100	\$0	2046	D
Incentive Stock Option (right to buy)	\$28.6348					5/9/1996 5/9/2005	Common Stock	3490		3490	D
Incentive Stock Option (right to buy)	\$31.5175					5/14/1997 5/14/2006	Common Stock	3172		3172	D
Incentive Stock Option (right to buy)	\$43.35					5/9/2001 5/9/2010	Common Stock	2306		2306	D
Incentive Stock Option (right to buy)	\$45.85					5/13/1998 5/13/2007	Common Stock	2180		2180	D
Incentive Stock Option (right to buy)	\$46.675					5/12/1999 5/12/2008	Common Stock	2142		2142	D

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$47.5									5/11/2000	5/10/2009	Common Stock	2104		2104	D	
Incentive Stock Option (right to buy)	\$58.625									5/8/2002	5/8/2011	Common Stock	1704		1704	D	
Non-Qualified Stock Option (right to buy)	\$46.675									5/12/1999	5/12/2008	Common Stock	9018		9018	D	
Non-Qualified Stock Option (right to buy)	\$47.5									5/11/2000	5/10/2009	Common Stock	19016		19016	D	
Non-Qualified Stock Option (right to buy)	\$48.875									5/8/2001	5/9/2005	Common Stock	7572		7572	D	
Non-Qualified Stock Option (right to buy)	\$52.5									5/1/2002	5/6/2005	Common Stock	3130		3130	D	
Non-Qualified Stock Option (right to buy)	\$52.5									5/1/2002	5/12/2006	Common Stock	10140		10140	D	
Non-Qualified Stock Option (right to buy)	\$58.625									5/8/2002	5/8/2011	Common Stock	30896		30896	D	
Non-Qualified Stock Option (right to buy)	\$61.85									5/14/2004	5/12/2013	Common Stock	32600		32600	D	
Non-Qualified Stock Option (right to buy)	\$62.3									11/7/2002	5/7/2004	Common Stock	1550		1550	D	
Non-Qualified Stock Option (right to buy)	\$62.3									11/7/2002	5/6/2005	Common Stock	1116		1116	D	
Non-Qualified Stock Option (right to buy)	\$62.3									11/7/2002	5/7/2010	Common Stock	15074		15074	D	
Non-Qualified Stock Option (right to buy)	\$64.5									5/15/2003	5/14/2012	Common Stock	32600		32600	D	
Non-Qualified Stock Option (right to buy)	\$69.35									2/6/2004	5/7/2004	Common Stock	1706		1706	D	
Non-Qualified Stock Option (right to buy)	\$69.35									2/6/2004	5/12/2006	Common Stock	3238		3238	D	
Non-Qualified Stock Option (right to buy)	\$69.35									2/6/2004	5/11/2007	Common Stock	14620		14620	D	
Non-Qualified Stock Option (right to buy)	\$69.35									2/6/2004	5/12/2008	Common Stock	7768		7768	D	

Explanation of Responses:

- (1) On September 29, 2003, the common stock of 3M Company split 2-for-1. The shares of common stock reported on Table I and all options reported on Table II have been adjusted to reflect the split.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON RONALD G			VICE PRESIDENT &	

Signatures

**By: George Ann
Biros For:
Ronald G.
Nelson**

10/31/2003

		CONTROLLER	
--	--	-------------------	--

** Signature of
Reporting Person

Date

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

* 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.

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.

End of Filing

Powered By **EDGAR**
Online

© 2005 | **EDGAR Online, Inc.**