

3M CO

FORM 8-K (Current report filing)

Filed 10/20/03 for the Period Ending 10/20/03

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 8-K (Unscheduled Material Events)

Filed 10/20/2003 For Period Ending 10/20/2003

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

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: October 20, 2003
(Date of earliest event reported)

3M COMPANY

(Exact name of registrant as specified in its charter)

File No. 1-3285
(Commission File Number)

Delaware
(State of incorporation)

41-0417775
(I.R.S. Employer
Identification Number)

3M Center
St. Paul, Minnesota

55144-1000
(Zip Code)
(Address of principal executive offices)

Registrant's telephone, including area code:
(651) 733-1110

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 20, 2003, 3M Company issued a press release reporting its earnings for the quarter ended September 30, 2003 (furnished hereunder as Exhibit 99.1).

The information contained in this Current Report shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

In addition to disclosing results that are determined in accordance with U.S. generally accepted accounting principles (GAAP), the company also discloses non-GAAP results that exclude special items. The company will continue to provide reconciliations of its disclosed non-GAAP financial reporting to the most comparable GAAP reporting. The company believes that discussion of results excluding special items provides a useful analysis of ongoing operating trends. Special items represent significant charges or credits that are important to an understanding of the company's ongoing operations. Earnings per share and other amounts before special items are not measures recognized under U.S. generally accepted accounting principles. The determination of special items may not be comparable to similarly titled measures used by other companies.

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

By: /s/ Gregg M. Larson

Gregg M. Larson,
Secretary

Dated: October 20, 2003

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated October 20, 2003, of 3M Company (furnished pursuant to Item 12 hereof).

FOR IMMEDIATE RELEASE

**3M THIRD-QUARTER EARNINGS RISE 20.3 PERCENT TO \$0.83 PER SHARE;
SALES INCREASE 11.4 PERCENT TO A RECORD \$4.62 BILLION**

ST. PAUL, MINN. -- October 20, 2003 -- 3M (NYSE: MMM) today announced its sales and earnings results for third quarter 2003.

Net income for the quarter was \$663 million, or \$0.83 per share, versus \$545 million, or \$0.69 per share, in the third quarter of 2002. Net income and per-share earnings increased 21.6 percent and 20.3 percent, respectively (a).

"Our employees are connecting with customers like never before," said W. James McNerney, Jr., 3M chairman and CEO, "and those connections are reflected in our third-quarter results. Sales reached an all-time high for the third consecutive quarter, boosted by sales volume increases in 6 of our 7 businesses, and we achieved 20 percent-plus increases in both net income and earnings per share."

Third-quarter worldwide sales totaled \$4.616 billion, up 11.4 percent compared to the third quarter of 2002. Sales volumes increased 7.8 percent, including a positive 2.0 percent impact from acquisitions. Volumes increased 33.6 percent in Display and Graphics (includes 12 percent from acquisitions), 9.3 percent in Safety, Security and Protection Services, 6.8 percent in Health Care, 5.0 percent in Consumer and Office, 3.9 percent in Transportation and 0.2 percent in Industrial. Volumes declined 2.6 percent in Electro and Communications. Currency translation effects increased worldwide sales by 3.9 percent while selling prices were down 0.3 percent.

Sales outside the United States totaled \$2.629 billion, an increase of 18.0 percent versus last year's comparable quarter. Volumes increased 11.5 percent, while selling prices declined 0.7 percent. Currency translation effects increased international sales by 7.2 percent. Volumes increased 22.3 percent in Asia Pacific, 21.2 percent in Latin America and 0.9 percent in Europe. In the United States, sales totaled \$1.987 billion, up 3.7 percent from the same quarter of 2002. Volumes increased 3.6 percent, while selling prices improved by 0.1 percent.

"The collective power of our five corporate initiatives -- Six Sigma, 3M Acceleration, e-Productivity, Global Sourcing and Indirect Cost Reduction -- continues to drive better 3M results," McNerney said. "We're focused on accelerating growth in all of our businesses, and maintaining strict cost discipline throughout the company. We are confident in our ability to sustain sales, earnings and cash momentum despite the ongoing uncertainties in the global marketplace."

3M also provided its earnings outlook for the remainder of 2003. The company expects fourth-quarter earnings to be between \$0.73 and \$0.75 per share. As a result, 3M raised its expectations for full-year 2003 earnings to a range of \$2.98 to \$3.00 per share on a reported basis. Excluding special items (b), 3M expects 2003 earnings to be between \$3.05 and \$3.07 per share.

Patrick D. Campbell, senior vice president and chief financial officer, will conduct an investor teleconference at 9 a.m. Eastern Time (8 a.m. Central) today. Investors can access a webcast of this conference, along with related charts and materials, at <http://investor.3M.com>.

(a) On August 11, 2003, 3M's Board of Directors declared a two-for-one split of the company's common stock. Effective with third quarter 2003 reporting, all share and per share data (such as per share amounts, weighted average shares and shares outstanding) has been restated to reflect this split.

(b) During the first quarter of 2003, 3M recorded pretax charges of \$93 million (\$58 million after-tax) related to an adverse court ruling in a lawsuit filed against 3M in 1997 by LePage's Inc. During the second quarter of 2002, under its previously announced restructuring plan, 3M incurred pretax charges of \$148 million (\$73 million after-tax) primarily related to employee separation costs and accelerated depreciation charges. The company incurred similar charges in the first quarter of 2002 that totaled \$54 million pre-tax (\$35 million after-tax).

FORWARD-LOOKING STATEMENTS

This news release contains forward-looking statements that reflect current views and estimates of 3M's management of future economic circumstances, industry conditions, company performance and financial results. The statements are based on many assumptions and factors including: (1) worldwide economic conditions; (2) foreign currency exchange rates and fluctuations in those rates; (3) the timing and acceptance of new product offerings; (4) purchased components and materials, including shortages and increases in the costs of such components and materials; (5) 3M's ability to successfully manage acquisitions, divestitures and strategic alliances; and (6) legal proceedings. Changes in such assumptions or factors, including without limitation the outcome of and information derived from pending Congressional action concerning asbestos-related litigation, could produce significantly different results.

ABOUT 3M -- A GLOBAL, DIVERSIFIED TECHNOLOGY COMPANY

Every day, 3M people find new ways to make amazing things happen. Wherever they are, whatever they do, the company's customers know they can rely on 3M to help make their lives better. 3M's brands include icons such as Scotch, Post-it, Scotchgard, Thinsulate, Scotch-Brite, Filtrete, Dyneon and O-Cel-O. Serving customers in more than 200 countries around the world, the company's 70,000 people use their expertise, technologies and global strength to lead in major markets including consumer and office; display and graphics; electronics and telecommunications; safety, security and protection services; health care; industrial and transportation.

Scotch, Post-it, Scotchgard, Thinsulate, Scotch-Brite, Filtrete, Dyneon and O-Cel-O are trademarks of 3M.

3M Company and Subsidiaries
SALES CHANGE ANALYSIS
(Unaudited)

Third-Quarter 2003

	Worldwide	U.S.	Intl.
	-----	-----	-----
Volume - core	5.8%	2.1%	9.1%
Volume - acquisitions	2.0	1.5	2.4
Volume - total	7.8	3.6	11.5
Price	(0.3)	0.1	(0.7)
Translation	3.9	--	7.2
Total	11.4%	3.7%	18.0%
	=====	=====	=====

Nine-Months 2003

	Worldwide	U.S.	Intl.
	-----	-----	-----
Volume - core	4.3%	0.7%	7.3%
Volume - acquisitions	1.9	1.7	2.2
Volume - total	6.2	2.4	9.5
Price	(0.1)	(0.2)	(0.1)
Translation	4.7	--	8.7
Total	10.8%	2.2%	18.1%
	=====	=====	=====

3M Company and Subsidiaries
CONSOLIDATED STATEMENT OF INCOME
(Amounts in millions, except per-share amounts)

(Unaudited)

	Three-months ended September 30		Nine-months ended September 30	
	2003	2002	2003	2002
Net sales	\$ 4,616	\$ 4,143	\$ 13,514	\$ 12,194
Operating expenses				
Cost of sales	2,322	2,115	6,856	6,382
Selling, general and administrative expenses	994	913	2,978	2,765
Research, development and related expenses	270	264	816	797
Other expense	--	--	93	--
Total	3,586	3,292	10,743	9,944
Operating income	1,030	851	2,771	2,250
Interest expense and income				
Interest expense	22	19	69	58
Interest income	(6)	(9)	(17)	(27)
Total	16	10	52	31
Income before income taxes and minority interest	1,014	841	2,719	2,219
Provision for income taxes	339	274	897	711
Minority interest	12	22	38	45
Net income	\$ 663	\$ 545	\$ 1,784	\$ 1,463
Weighted average common shares outstanding - basic	784.6	779.6	782.2	779.8
Earnings per share - basic	\$ 0.85	\$ 0.70	\$ 2.28	\$ 1.88
Weighted average common shares outstanding - diluted	797.5	790.0	793.4	790.9
Earnings per share - diluted	\$ 0.83	\$ 0.69	\$ 2.25	\$ 1.85
Cash dividends paid per common share	\$ 0.33	\$ 0.31	\$ 0.99	\$ 0.93

Share and per-share data has been restated to reflect the two-for-one stock split effective with third quarter 2003 reporting.

3M Company and Subsidiaries
SUPPLEMENTAL UNAUDITED CONSOLIDATED STATEMENT OF INCOME INFORMATION
(Dollars in millions, except per-share amounts)

	Nine-months ended September 30, 2003			Nine-months ended September 30, 2002		
	Excluding special items	Special items	Reported total	Excluding special items	Special items	Reported total
Net sales	\$13,514	\$ --	\$13,514	\$12,194	\$ --	\$12,194
Operating expenses						
Cost of sales	6,856	--	6,856	6,261	121	6,382
Selling, general and administrative expenses	2,978	--	2,978	2,688	77	2,765
Research, development and related expenses	816	--	816	793	4	797
Other expense	--	93	93	--	--	--
Total	10,650	93	10,743	9,742	202	9,944
Operating income (loss)	2,864	(93)	2,771	2,452	(202)	2,250
Interest expense and (income), net	52	--	52	31	--	31
Income (loss) before income taxes and minority interest	2,812	(93)	2,719	2,421	(202)	2,219
Provision (benefit) for income taxes	932	(35)	897	787	(76)	711
Effective tax rate	33.2%	--	33.0%	32.5%	--	32.0%
Minority interest	38	--	38	63	(18)	45
Net income (loss)	\$ 1,842	\$ (58)	\$ 1,784	\$ 1,571	\$ (108)	\$ 1,463
Weighted average diluted shares	793.4	793.4	793.4	790.9	790.9	790.9
Net income per diluted share	\$ 2.32	\$ (0.07)	\$ 2.25	\$ 1.99	\$ (0.14)	\$ 1.85

Share and per-share data has been restated to reflect the two-for-one stock split effective with third quarter 2003 reporting.

3M Company and Subsidiaries
CONSOLIDATED BALANCE SHEET
(Dollars in millions, except per-share amounts)

(Unaudited)

	Sep. 30, 2003	Sep. 30, 2002	Dec. 31, 2002
	-----	-----	-----
ASSETS			
Current assets			
Cash and cash equivalents	\$ 1,279	\$ 821	\$ 618
Accounts receivable - net	2,791	2,585	2,527
Inventories	1,882	1,945	1,931
Other current assets	1,390	1,205	983
	-----	-----	-----
Total current assets	7,342	6,556	6,059
Investments	214	247	238
Property, plant and equipment - net	5,467	5,451	5,621
Other assets	3,774	3,465	3,411
	-----	-----	-----
Total assets	\$16,797	\$15,719	\$15,329
	=====	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities			
Short-term debt	\$ 1,255	\$ 1,261	\$ 1,237
Accounts payable	969	867	945
Payroll	457	443	411
Income taxes	825	580	518
Other current liabilities	1,462	1,360	1,346
	-----	-----	-----
Total current liabilities	4,968	4,511	4,457
Long-term debt	1,738	1,678	2,140
Other liabilities	2,583	2,887	2,739
	-----	-----	-----
Total liabilities	9,289	9,076	9,336
	-----	-----	-----
Total stockholders' equity - net	7,508	6,643	5,993
Shares outstanding			
September 30, 2003: 784,883,033 shares			
September 30, 2002: 780,393,288 shares			
December 31, 2002: 780,391,362 shares			
	-----	-----	-----
Total liabilities and stockholders' equity	\$16,797	\$15,719	\$15,329
	=====	=====	=====

Shares data has been restated to reflect the two-for-one stock split effective with third quarter 2003 reporting.

3M Company and Subsidiaries
 BUSINESS SEGMENTS (Unaudited)

BUSINESS SEGMENT INFORMATION (Millions)	Three-months ended September 30		Nine-months ended September 30	
	2003	2002	2003	2002
NET SALES				
Health Care	\$ 1,012	\$ 901	\$ 2,975	\$ 2,642
Industrial	830	797	2,489	2,354
Consumer and Office	673	628	1,922	1,799
Display and Graphics	772	572	2,152	1,659
Electro and Communications	454	460	1,346	1,383
Safety, Security and Protection Services	482	423	1,458	1,281
Transportation	386	351	1,150	1,039
Corporate and Unallocated	7	11	22	37
Total Company	\$ 4,616	\$ 4,143	\$ 13,514	\$ 12,194
OPERATING INCOME				
Health Care	\$ 272	\$ 224	\$ 773	\$ 657
Industrial	115	130	349	372
Consumer and Office	128	121	346	334
Display and Graphics	251	142	642	405
Electro and Communications	66	67	184	198
Safety, Security and Protection Services	111	89	347	267
Transportation	106	88	301	253
Corporate and Unallocated	(19)	(10)	(171)	(236)
Total Company	\$ 1,030	\$ 851	\$ 2,771	\$ 2,250

During the first quarter of 2003, 3M recorded pretax charges of \$93 million related to an adverse court ruling in a lawsuit filed against 3M in 1997 by LePage's Inc. During the second quarter of 2002, under its previously announced restructuring plan, 3M incurred pretax charges of \$148 million primarily related to employee separation costs and accelerated depreciation charges. The company incurred similar charges in the first quarter of 2002 that totaled \$54 million pre-tax. These 2003 and 2002 charges were recorded in Corporate and Unallocated.

INVESTOR CONTACTS: Matt Ginter
3M
(651) 733-8206

MEDIA CONTACT: John Cornwell
3M
(651) 733-7698

Bruce Jermeland
3M
(651) 733-1807

FROM:
3M Public Relations and Corporate Communications
3M Center, Building 225-1S-15
St. Paul, MN 55144-1000

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