

YEOMANS JAN L
Form 5
February 03, 2005

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
YEOMANS JAN L
(Last) (First) (Middle) (Street) (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
3M CO [MMM]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
VICE PRESIDENT MERGERS & ACQ

6. Individual or Joint/Group Reporting
(check applicable line)
 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/24/2004	Â	G	25 D \$0	45,594	D	Â
Common Stock	Â	Â	Â	Â Â Â	1,918	I	by 401k/PAESOP Trust

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

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SEC 2270 (9-02)

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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 of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Incentive Stock Option (right to buy)	\$ 28.6348	Â	Â	Â	Â	Â	05/09/1996	05/09/2005	Common Stock	3,4
Incentive Stock Option (right to buy)	\$ 31.5175	Â	Â	Â	Â	Â	05/14/1997	05/14/2006	Common Stock	3,1
Incentive Stock Option (right to buy)	\$ 43.35	Â	Â	Â	Â	Â	05/09/2001	05/09/2010	Common Stock	2,3
Incentive Stock Option (right to buy)	\$ 45.85	Â	Â	Â	Â	Â	05/13/1998	05/13/2007	Common Stock	2,1
Incentive Stock Option (right to buy)	\$ 46.675	Â	Â	Â	Â	Â	05/12/1999	05/12/2008	Common Stock	2,1
Incentive Stock Option (right to buy)	\$ 47.5	Â	Â	Â	Â	Â	05/11/2000	05/10/2009	Common Stock	2,1
Incentive Stock Option (right to buy)	\$ 58.625	Â	Â	Â	Â	Â	05/08/2002	05/08/2011	Common Stock	1,7
Non-Qualified Stock Option (right to buy)	\$ 46.675	Â	Â	Â	Â	Â	05/12/1999	05/12/2008	Common Stock	14,3
Non-Qualified Stock Option (right to buy)	\$ 47.5	Â	Â	Â	Â	Â	05/11/2000	05/10/2009	Common Stock	7,1
Non-Qualified Stock Option (right to buy)	\$ 58.625	Â	Â	Â	Â	Â	05/08/2002	05/08/2011	Common Stock	30,8

Non-Qualified Stock Option (right to buy)	\$ 59.575	Â	Â	Â	Â	Â	11/07/2001	05/06/2005	Common Stock	97,000
Non-Qualified Stock Option (right to buy)	\$ 59.575	Â	Â	Â	Â	Â	11/07/2001	05/13/2007	Common Stock	16,100
Non-Qualified Stock Option (right to buy)	\$ 59.575	Â	Â	Â	Â	Â	11/07/2001	05/12/2008	Common Stock	3,900
Non-Qualified Stock Option (right to buy)	\$ 61.85	Â	Â	Â	Â	Â	05/14/2004	05/12/2013	Common Stock	28,000
Non-Qualified Stock Option (right to buy)	\$ 62.85	Â	Â	Â	Â	Â	10/26/2002	05/12/2006	Common Stock	8,800
Non-Qualified Stock Option (right to buy)	\$ 62.85	Â	Â	Â	Â	Â	10/26/2002	05/08/2009	Common Stock	9,900
Non-Qualified Stock Option (right to buy)	\$ 62.85	Â	Â	Â	Â	Â	10/26/2002	05/07/2010	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 64.5	Â	Â	Â	Â	Â	05/15/2003	05/14/2012	Common Stock	32,600
Non-Qualified Stock Option (right to buy)	\$ 84.4	Â	Â	Â	Â	Â	05/12/2005	05/09/2014	Common Stock	26,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YEOMANS JAN L Â	Â	Â	Â VICE PRESIDENT MERGERS & ACQ	Â

Signatures

By: George Ann Biros For: Janet L Yeomans
 12/31/2004
 **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).
 Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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