IHLENFELD JAY V
Form 5
February 03, 2005

FORM 5

OMB APPROVAL

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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).
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 *
IHLENFELD JAY V

(Last) (First) (Middle)

3M CENTER

(Street)

ST. PAUL,Â MNÂ 55144-1000

(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
__X__ Officer (give title below) _____ Other (specify below)
Vice President R&D

6. Individual or Joint/Group Reporting

(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 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)
				Amount	(A) or (D)	Price			
Common Stock (2)	Â	Â	Â	Â	Â	Â	24,938	D	Â
Common Stock (1)	Â	Â	Â	Â	Â	Â	2,417	I	by 401k/PAESOP

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

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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 Amoun Underlying Securiti (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Numb of Sh
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	1,3
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)	$ 58.625	Â	Â	Â	Â	Â	05/08/2002	05/08/2011	Common Stock	13,5
Non-Qualified Stock Option (right to buy)	$ 61.85	Â	Â	Â	Â	Â	05/14/2004	05/12/2013	Common Stock	39,5
Non-Qualified Stock Option (right to buy)	$ 64.4	Â	Â	Â	Â	Â	11/20/2002	05/06/2005	Common Stock	90
Non-Qualified Stock Option (right to buy)	$ 64.4	Â	Â	Â	Â	Â	11/20/2002	05/12/2006	Common Stock	1,4
Non-Qualified Stock Option (right to buy)	$ 64.4	Â	Â	Â	Â	Â	11/20/2002	05/07/2010	Common Stock	1,5

Non-Qualified Stock Option (right to buy)	$ 64.5	Â	Â	Â	Â	Â	05/15/2003	05/14/2012	Common Stock	17,4
Non-Qualified Stock Option (right to buy)	$ 69.35	Â	Â	Â	Â	Â	02/06/2004	05/11/2007	Common Stock	2,3
Non-Qualified Stock Option (right to buy)	$ 69.35	Â	Â	Â	Â	Â	02/06/2004	05/12/2008	Common Stock	8
Non-Qualified Stock Option (right to buy)	$ 69.35	Â	Â	Â	Â	Â	02/06/2004	05/07/2010	Common Stock	4,6
Non-Qualified Stock Option (right to buy)	$ 81.7	Â	Â	Â	Â	Â	10/02/2004	05/12/2008	Common Stock	5,9
Non-Qualified Stock Option (right to buy)	$ 81.7	Â	Â	Â	Â	Â	10/02/2004	05/11/2009	Common Stock	6,0
Non-Qualified Stock Option (right to buy)	$ 81.7	Â	Â	Â	Â	Â	10/02/2004	05/06/2011	Common Stock	40
Non-Qualified Stock Option (right to buy)	$ 84.4	Â	Â	Â	Â	Â	05/12/2005	05/09/2014	Common Stock	43,7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IHLENFELD JAY V 3M CENTER ST. PAUL,Â MNÂ 55144-1000	Â	Â	Â Vice President R&D	Â

Signatures

By: George Ann Biros For: Jay V Ihlenfeld	02/03/2005
**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) The indirectly-held common stock holding (401k/PAESOP) reported in Table I includes shares acquired during the fiscal year pursuant to the 3M Voluntary Investment Plan.

(2) The directly-held common stock holding reported in Table I includes shares acquired pursuant to 3M's Dividend Reinvestment Program in transactions exempt from Section 16; this total also includes shares acquired during the fiscal year pursuant to 3M's General Employee

Stock Purchase Plan.

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