

3M CO  
Form 4/A  
August 07, 2006

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NOZARI M S

(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)  
05/08/2006

4. If Amendment, Date Original Filed(Month/Day/Year)  
05/09/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
EXEC VP CONSUMER & OFFICE

6. Individual or Joint/Group Filing(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)	(A) or (D)	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 Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	05/08/2006		M		36,578	\$ 61.85	D	
Common Stock	05/08/2006		F		25,794	\$ 87.705	D	
Common Stock	05/08/2006		F		4,524	\$ 87.705	D	
Common Stock	05/08/2006		M		15,620	\$ 62.675	D	
Common Stock	05/08/2006		F		11,162	\$ 87.705	D	

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Common Stock	05/08/2006	F	1,903	D	\$ 87.705	108,263	D
Common Stock	05/08/2006	M	2,716	A	\$ 62.675	110,979	D
Common Stock	05/08/2006	F	1,940	D	\$ 87.705	109,039	D
Common Stock	05/08/2006	F	330	D	\$ 87.705	108,709	D
Common Stock	05/08/2006	M	62,231	A	\$ 64.5	170,940	D
Common Stock	05/08/2006	F	45,765	D	\$ 87.705	125,175	D
Common Stock	05/08/2006	F	7,030	D	\$ 87.705	118,145	D

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

**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.**

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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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 61.85	05/08/2006		M		36,578	05/14/2004 05/12/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 62.675	05/08/2006		M		15,620	11/05/2003 05/11/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 62.675	05/08/2006		M		2,716	11/05/2003 05/12/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 64.5	05/08/2006		M		62,231	05/15/2003 05/14/2012	Common Stock

