

STAKE JAMES B
Form 5
February 03, 2005

FORM 5

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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
STAKE JAMES B

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
EXEC VP DISPLAY & GRAPHICS

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

Â

__X__ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(City) (State) (Zip)

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 ⁽¹⁾	12/29/2004	Â	G	1,336 D \$ 0	23,690	D	Â
Common Stock	Â	Â	Â	Â Â Â	416	I	Stake Family Trusts
Common Stock	Â	Â	Â	Â Â Â	1,504	I	by 401k/PAESOP Trust
	Â	Â	Â	Â Â Â	152	I	by Spouse

Common
Stock

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

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(9-02)**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 Underlying Security (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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)	\$ 58.625	Â	Â	Â	Â Â	05/08/2002	05/08/2011	Common Stock	10,6

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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)	\$ 64.5	Â	Â	Â	Â	Â	05/15/2003	05/14/2012	Common Stock	18,3
Non-Qualified Stock Option (right to buy)	\$ 81.05	Â	Â	Â	Â	Â	06/04/2004	05/06/2005	Common Stock	84
Non-Qualified Stock Option (right to buy)	\$ 81.05	Â	Â	Â	Â	Â	06/04/2004	05/12/2006	Common Stock	1,3
Non-Qualified Stock Option (right to buy)	\$ 81.05	Â	Â	Â	Â	Â	06/04/2004	05/11/2007	Common Stock	2,0
Non-Qualified Stock Option (right to buy)	\$ 81.05	Â	Â	Â	Â	Â	06/04/2004	05/07/2010	Common Stock	5,6
Non-Qualified Stock Option (right to buy)	\$ 82.3	Â	Â	Â	Â	Â	05/12/2005	05/11/2007	Common Stock	3,8
Non-Qualified Stock Option (right to buy)	\$ 82.3	Â	Â	Â	Â	Â	05/12/2005	05/12/2008	Common Stock	5,9
Non-Qualified Stock Option (right to buy)	\$ 82.3	Â	Â	Â	Â	Â	05/12/2005	05/11/2009	Common Stock	6,0
Non-Qualified Stock Option (right to buy)	\$ 82.3	Â	Â	Â	Â	Â	05/12/2005	05/06/2011	Common Stock	2,8
Non-Qualified Stock Option (right to buy)	\$ 84.4	Â	Â	Â	Â	Â	05/12/2005	05/09/2014	Common Stock	38,0

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
STAKE JAMES B	Â	Â	Â EXEC VP DISPLAY & GRAPHICS	Â	
Â					

Signatures

By: George Ann Biros For: James B
Stake

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).

The indirectly-held common stock holding (401k/PAESOP) reported in Table I includes shares acquired during the fiscal year pursuant to
(1) the 3M Voluntary Investment Plan. The directly-held common stock holding reported in Table I includes shares acquired during the fiscal year pursuant to 3M's General Employee Stock Purchase Plan.

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