

3M CO
 Form 424B2
 September 15, 2016

Filed Pursuant to Rule 424(b)(2)
Registration Statement No. 333-196003

A filing fee of \$173,141.27 based on a \$1,719,377,000 maximum aggregate offering price, calculated in accordance with Rule 457(r), has been transmitted to the SEC in connection with the debt securities offered by means of this pricing supplement and the accompanying prospectus and prospectus supplement from Registration Statement No. 333-196003.

This paragraph shall be deemed to update the Calculation of Registration Fee table in that Registration Statement.

PRICING SUPPLEMENT Dated September 14, 2016
 To Prospectus Dated May 16, 2014 and
 Prospectus Supplement Dated May 19, 2016

3M COMPANY
 Medium-Term Notes, Series F

\$600,000,000 1.625% Notes due 2021
 \$650,000,000 2.250% Notes due 2026
 \$500,000,000 3.125% Notes due 2046

<u>1.625% Notes due 2021</u>		<u>2.250% Notes due 2026</u>		<u>3.125% Notes due 2046</u>	
<u>Type of Note:</u>	Fixed Rate	<u>Type of Note:</u>	Fixed Rate	<u>Type of Note:</u>	Fixed Rate
<u>Principal Amount:</u>	\$600,000,000	<u>Principal Amount:</u>	\$650,000,000	<u>Principal Amount:</u>	\$500,000,000
<u>Price to Public:</u>	99.947%	<u>Price to Public:</u>	98.920%	<u>Price to Public:</u>	95.343%
<u>Security Description:</u>	SEC-Registered	<u>Security Description:</u>	SEC-Registered	<u>Security Description:</u>	SEC-Registered
	5-year		10-year		30-year
	Fixed Rate Notes		Fixed Rate Notes		Fixed Rate Notes

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<u>Proceeds to Company:</u>	99.697%	<u>Proceeds to Company:</u>	98.520%	<u>Proceeds to Company:</u>	94.593%
	(\$598,182,000)		(\$640,380,000)		(\$472,965,000)
<u>Interest Rate:</u>	1.625% per annum	<u>Interest Rate:</u>	2.250% per annum	<u>Interest Rate:</u>	3.125% per annum
<u>Original Issue Date:</u>	September 19, 2016	<u>Original Issue Date:</u>	September 19, 2016	<u>Original Issue Date:</u>	September 19, 2016
<u>Maturity Date:</u>	September 19, 2021	<u>Maturity Date:</u>	September 19, 2026	<u>Maturity Date:</u>	September 19, 2046
<u>Interest Payment Dates:</u>	March 19 and September 19 of each year, commencing March 19, 2017	<u>Interest Payment Dates:</u>	March 19 and September 19 of each year, commencing March 19, 2017	<u>Interest Payment Dates:</u>	March 19 and September 19 of each year, commencing March 19, 2017
<u>Regular Record Date:</u>	The 15th calendar day immediately preceding the applicable Interest Payment Date	<u>Regular Record Date:</u>	The 15th calendar day immediately preceding the applicable Interest Payment Date	<u>Regular Record Date:</u>	The 15th calendar day immediately preceding the applicable Interest Payment Date

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<u>Redemption:</u>	Yes, see Optional Make-Whole Redemption and Redemption at Par Prior to Maturity below.	<u>Redemption:</u>	Yes, see Optional Make-Whole Redemption and Redemption at Par Prior to Maturity below.	<u>Redemption:</u>	Yes, see Optional Make-Whole Redemption and Redemption at Par Prior to Maturity below.
<u>Day Count Convention:</u>	30/360	<u>Day Count Convention:</u>	30/360	<u>Day Count Convention:</u>	30/360
<u>Form:</u>	DTC, Book-Entry	<u>Form:</u>	DTC, Book-Entry	<u>Form:</u>	DTC, Book-Entry
<u>CUSIP/ISIN:</u>	88579Y AU5 / US88579YAU55	<u>CUSIP/ISIN:</u>	88579Y AV3 / US88579YAV39	<u>CUSIP/ISIN:</u>	88579Y AW1 / US88579YAW12
<u>Selling Concession:</u>	0.150%	<u>Selling Concession:</u>	0.200%	<u>Selling Concession:</u>	0.450%
<u>Reallowance:</u>	0.075%	<u>Reallowance:</u>	0.100%	<u>Reallowance:</u>	0.225%

Underwriters:

Citigroup Global Markets Inc.

Goldman, Sachs & Co.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Morgan Stanley & Co. LLC

Blaylock Beal Van, LLC

Guzman & Company

Mischler Financial Group, Inc.

Lebenthal & Co., LLC

Optional Make-Whole Redemption and Redemption at Par Prior to Maturity:

Prior to the Applicable Par Call Date, the 1.625% Notes due 2021, the 2.250% Notes due 2026 and the 3.125% Notes due 2046 will be redeemable at any time, in whole or from time to time in part, at our option at a redemption price equal to the greater of

- 100% of the principal amount of the notes to be redeemed, and
- as determined by the quotation agent (as defined below), the sum of the present values of the remaining scheduled payments of principal of and interest on the notes to be redeemed (not including any interest accrued to the redemption date) discounted to the redemption date on a semi-annual basis assuming a 360-day year consisting of twelve 30-day months at the treasury rate (defined below) plus, in the case of the 1.625% Notes due 2021, 7.5 basis points, in the case of the 2.250% Notes due 2026, 10 basis points or in the case of the 3.125% Notes due 2046, 15 basis points,

plus, in the case of both clauses above, accrued and unpaid interest on the notes to be redeemed to the redemption date.

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In addition, at any time on or after the Applicable Par Call Date, each of the 1.625% Notes due 2021, the 2.250% Notes due 2026 and the 3.125% Notes due 2046 will be redeemable, in whole but not in part at our option, at a redemption price equal to 100% of the principal amount of the notes plus accrued interest thereon to the date of redemption.

Applicable Par Call Date means (1) with respect to the 1.625% Notes due 2021, August 19, 2021 (one month prior to the maturity of the 1.625% Notes due 2021), (2) with respect to the 2.250% Notes due 2026, June 19, 2026 (three months prior to the maturity of the 2.250% Notes due 2026) and (3) with respect to the 3.125% Notes due 2046, March 19, 2046 (six months prior to the maturity of the 3.125% Notes due 2046).

Comparable treasury issue means the United States Treasury security selected by the quotation agent as having a maturity comparable to the remaining term of notes to be redeemed that would be utilized, at the time of a selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term of the notes to be redeemed.

Comparable treasury price means, with respect to any redemption date, (i) the average of at least three reference treasury dealer quotations for that redemption date, after excluding the highest and lowest of five or more reference treasury dealer quotations, or (ii) if the Trustee obtains fewer than five reference dealer quotations, the average of all reference treasury dealer quotations so obtained.

Quotation agent means the reference treasury dealer appointed by the Company.

Reference treasury dealer means (i) each of Citigroup Global Markets Inc., Goldman, Sachs & Co., Merrill Lynch,

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Pierce, Fenner & Smith Incorporated and Morgan Stanley & Co. LLC and their respective successors; however, if any of the foregoing shall cease to be a primary U.S. Government securities dealer in New York City (a primary treasury dealer), the Company will substitute another primary treasury dealer; and (ii) any other primary treasury dealer(s) selected by the Company.

Reference treasury dealer quotations means, with respect to each reference treasury dealer and any redemption date, the average, as determined by the Company, of the bid and asked prices for the comparable treasury issue (expressed in each case as a percentage of its principal amount) quoted in writing to the Trustee by the reference treasury dealer at 5:00 p.m., New York City time, on the third business day preceding the redemption date.

Treasury rate means, with respect to any redemption date, the annual rate equal to the semi-annual equivalent yield to maturity of the comparable treasury issue, assuming a price of the comparable treasury issue (expressed as a percentage of its principal amount) equal to the comparable treasury price for that redemption date.

In the case of a partial redemption of the 1.625% Notes due 2021, the 2.250% Notes due 2026 or the 3.125% Notes due 2046, selection of the notes for redemption will be made pro rata, if commercially practicable in accordance with the procedures of DTC or the relevant depository, and if not, then by lot or such other method as required in accordance with the procedures of DTC or the relevant depository. The notes will be redeemed in denominations of \$2,000 and integral multiples of \$1,000 in excess thereof. Notice of any redemption will be mailed by first class mail at least 30 days but not more than 60 days before the redemption date to each holder of the notes to be redeemed at its registered address. If any notes are to be redeemed in part only, the notice of redemption that relates to such notes will state the portion of such notes to be redeemed. New notes in principal amounts of at least \$2,000 equal to the unredeemed portion of the notes will be issued in the name of the holder of the notes upon surrender for cancellation of the original notes. Unless the Company defaults in payment of the redemption price, on and after the redemption date, interest will cease to accrue on the notes or the portions of the notes called for redemption.

Use of Proceeds:

The Company intends to use the net proceeds from the sale of the notes for general corporate purposes, which may include repayment of outstanding indebtedness including the Company's \$1,000,000,000 in aggregate principal amount of its 1.375% notes due September 29, 2016.

Supplemental
Information
Concerning Plan of
Distribution:

On September 14, 2016, the Company agreed to sell to the underwriters listed below, and they severally agreed to purchase, the principal amounts of notes set forth opposite their respective names below at a net price of 99.697% for the 1.625% Notes due 2021, 98.520% for the 2.250% Notes due 2026 and at a net price of 94.593% for the 3.125% Notes due 2046. The purchase price for the 1.625% Notes due 2021 equals the stated issue price of 99.947% less a combined management and underwriting commission of 0.250% of the principal amount of the notes, the purchase price for the 2.250% Notes due 2026 equals the stated issue price of 98.920% less a combined management and underwriting commission of 0.400% of the principal amount of the notes and the purchase price for the 3.125% Notes due 2046 equals the stated issue price of 95.343% less a combined management and underwriting commission of 0.750% of the principal amount of the notes.

Name	Principal Amount of 1.625% Notes due 2021	Principal Amount of 2.250% Notes due 2026	Principal Amount of 3.125% Notes due 2046
Citigroup Global Markets Inc.	\$147,000,000	\$159,250,000	\$122,500,000
Goldman, Sachs & Co.	147,000,000	159,250,000	122,500,000
Merrill Lynch, Pierce, Fenner & Smith Incorporated	 147,000,000	 159,250,000	 122,500,000
Morgan Stanley & Co. LLC	147,000,000	159,250,000	122,500,000
Blaylock Beal Van, LLC	3,000,000	3,250,000	2,500,000
Guzman & Company	3,000,000	3,250,000	2,500,000
	3,000,000	3,250,000	2,500,000

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Mischler Financial Group, Inc.			
Lebenthal & Co., LLC	3,000,000	3,250,000	2,500,000
Total	\$600,000,000	\$650,000,000	\$500,000,000