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FWP 1 a15-11344 3fwp.htm FWP

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3M Company Medium-Term Notes, Series F €650,000,000 Floating Rate Notes due 2020 €600,000,000 0.950% Notes due 2023 €500,000,000 1.750% Notes due 2030

## **Summary of Terms**

Floating	Rate	Notes	due	2020
rivaung	man	11016	uuc	4040

**Issuer:** 3M Company

**Expected Ratings\*:** Aa3 (Negative) / AA- (Stable) (Moody's / S&P)

Security Description: SEC-Registered 5-year Floating Rate Notes

**Principal Amount:** €650,000,000

Trade Date: May 13, 2015

Settlement Date: May 20, 2015 (T+5)

Maturity Date: May 15, 2020

**Interest Payment Dates:** Payable quarterly on the 15th day of February, May,

August and November, beginning August 15, 2015

**Interest Reset Dates:** The 15th day of February, May, August and November,

beginning August 15, 2015

Interest Reset Period: Quarterly

**Day Count Convention:** Actual/360

Base Rate: EURIBOR

Spread: Plus 0.230%

**Index Maturity:** 3 months

**Initial Interest Rate:** Base Rate plus 0.230% (to be determined by the Paying and

Calculation Agent on the second banking day prior to the

Settlement Date)

Minimum Interest Rate: 0.000% per annum

**Initial Base Rate:** 3-month EURIBOR in effect on May 18, 2015

Initial Interest Reset Date: August 15, 2015

Price to Public: 100.000%

**Gross Proceeds:** €650,000,000

**Currency of Payment:** Euro

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Payment of Additional Interest: Yes, as provided in the preliminary pricing supplement dated

May 13, 2015 (the "Preliminary Pricing Supplement").

**Redemption for Tax Reasons:** Yes, as provided in the Preliminary Pricing Supplement.

**Listing:** The Issuer intends to apply to list the notes on the NYSE.

Paying and Calculation Agent: The Bank of New York Mellon, London Branch

**Minimum Denominations:** €100,000 and integral multiples of €1,000 in excess thereof

**CUSIP/ISIN/Common Code:** 88579Y AL5/ XS1234366448/ 123436644

Joint Book-Running Managers: Barclays Bank PLC

Citigroup Global Markets Limited Deutsche Bank AG, London Branch

<sup>\*</sup> A security rating is not a recommendation to buy, sell or hold securities and should be evaluated independently of any other rating. The rating is subject to revision or withdrawal at any time.

0.950% Notes due 2023

**Issuer:** 3M Company

**Expected Ratings\*:** Aa3 (Negative) / AA- (Stable) (Moody's / S&P)

Security Description: SEC-Registered 8-year Fixed Rate Notes

**Principal Amount:** €600,000,000

Trade Date: May 13, 2015

Settlement Date: May 20, 2015 (T+5)

Maturity Date: May 15, 2023

Coupon: 0.950% per annum

**Interest Payment Dates:** Payable annually on the 15th day of May, beginning May 15,

2016

**Day Count Convention:** Actual/Actual (ICMA)

Benchmark Government Security: DBR 1.500% due May 15, 2023

**Benchmark Government Security Yield:** 0.483%

**Re-offer Spread to Benchmark:** + 65.5 bps

Re-offer Yield: 1.138%

Mid-Swap Yield: 0.768%

**Spread to Mid-Swap Yield:** + 37 bps

Price to Public: 98.573%

**Gross Proceeds:** €591,438,000

**Currency of Payment:** Euro

Payment of Additional Interest: Yes, as provided in the preliminary pricing supplement dated

May 13, 2015 (the "Preliminary Pricing Supplement").

Optional Redemption Provision: Yes, as provided in the Preliminary Pricing Supplement

except that the redemption price will equal the greater of (i) 100% of the principal amount of the notes to be redeemed or (ii) as determined by the Quotation Agent (as defined in the Preliminary Pricing Supplement), the sum of the present values of the remaining scheduled payments of principal and interest thereon (not including any portion of such payments of interest accrued as of the date of redemption) discounted to the redemption date on an annual basis at the Reference

Dealer Rate (as defined in the Preliminary Pricing

Supplement) plus 10 basis points, plus in each case, accrued

interest thereon to the date of redemption.

**Redemption for Tax Reasons:** Yes, as provided in the Preliminary Pricing Supplement.

**Listing:** The Issuer intends to apply to list the notes on the NYSE.

**Minimum Denominations:** €100,000 and integral multiples of €1,000 in excess thereof

**CUSIP/ISIN/Common Code:** 88579Y AM3/ XS1234370127 / 123437012

Joint Book-Running Managers: Barclays Bank PLC

Citigroup Global Markets Limited Deutsche Bank AG, London Branch

<sup>\*</sup> A security rating is not a recommendation to buy, sell or hold securities and should be evaluated independently of any other rating. The rating is subject to revision or withdrawal at any time.

1.750% Notes due 2030

Issuer: 3M Company

**Expected Ratings\*:** Aa3 (Negative) / AA- (Stable) (Moody's / S&P)

**Security Description:** SEC-Registered 15-year Fixed Rate Notes

€500,000,000 **Principal Amount:** 

**Trade Date:** May 13, 2015

**Settlement Date:** May 20, 2015 (T+5)

**Maturity Date:** May 15, 2030

Coupon: 1.750% per annum

Payable annually on the 15th day of May, beginning May 15, **Interest Payment Dates:** 

2016

**Day Count Convention:** Actual/Actual (ICMA)

**Benchmark Government Security:** DBR 4.750% due July 4, 2028

**Benchmark Government Security Yield:** 0.899%

Re-offer Spread to Benchmark: + 99.8 bps

Re-offer Yield: 1.897%

Mid-Swap Yield: 1.227%

Spread to Mid-Swap Yield: + 67 bps

**Price to Public:** 98.098%

**Gross Proceeds:** €490,490,000

**Currency of Payment:** Euro

**Payment of Additional Interest:** Yes, as provided in the preliminary pricing supplement dated

May 13, 2015 (the "Preliminary Pricing Supplement").

**Optional Redemption Provision:** Yes, as provided in the Preliminary Pricing Supplement

except that the redemption price will equal the greater of (i) 100% of the principal amount of the notes to be redeemed or (ii) as determined by the Quotation Agent (as defined in the Preliminary Pricing Supplement), the sum of the present values of the remaining scheduled payments of principal and interest thereon (not including any portion of such payments of interest accrued as of the date of redemption) discounted to the redemption date on an annual basis at the Reference Dealer Rate (as defined in the Preliminary Pricing

Supplement) plus 15 basis points, plus in each case, accrued

interest thereon to the date of redemption.

**Redemption for Tax Reasons:** Yes, as provided in the Preliminary Pricing Supplement.

**Listing:** The Issuer intends to apply to list the notes on the NYSE.

Minimum Denominations: €100,000 and integral multiples of €1,000 in excess thereof

**CUSIP/ISIN/Common Code:** 88579Y AN1/ XS1234373733 / 123437373

Joint Book-Running Managers: Barclays Bank PLC

Citigroup Global Markets Limited Deutsche Bank AG, London Branch

The Issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Bank PLC toll-free at +1-888-603-5847, Citigroup Global Markets Limited toll-free at +1-800-831-9146 or Deutsche Bank AG, London Branch toll-free at +1-800-503-4611.

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