

3M CO
Form 11-K/A
June 29, 2015
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 11-K/A

(Amendment No. 1)

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the fiscal year ended December 31, 2013

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from _____ to _____

Commission File Number 1-3285

A. Full title of the plan and address of the plan, if different from that of the issuer named below:

3M Savings Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

3M COMPANY

3M Center

St. Paul, Minnesota

55144-1000

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Explanatory Note to Amendment No. 1

As further explained in Note 2 to the Financial Statements, in this Amendment No. 1 on Form 11-K/A to our annual report on Form 11-K filed with the U.S. Securities and Exchange Commission on June 26, 2014, we are restating our previously issued financial statements to correct errors in the Statement of Net Assets Available for Benefits at December 31, 2013 and 2012 and the Statement of Changes in Net Assets Available for Benefits for the years ending December 31, 2013 and 2012, as well as several Notes to the Financial Statements that were impacted by the errors.

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3M Savings Plan

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Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Income Security Act (ERISA) of 1974 have been omitted because they are not applicable.

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Report of Independent Registered Public Accounting Firm

To the Participants and Administrator of the 3M Savings Plan:

In our opinion, the accompanying statements of net assets available for benefits and the related statements of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of the 3M Savings Plan (the Plan) at December 31, 2013 and December 31, 2012, and the changes in net assets available for benefits for the years ended December 31, 2013 and December 31, 2012 in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of Schedule H, Line 4i Schedule of Assets (Held at End of Year) is presented for the purpose of additional analysis and is not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

As discussed in Note 2 to the financial statements, the Company has restated the financial statements and Supplemental Schedule of Assets (Held at Year End) to correct an error.

/s/PricewaterhouseCoopers LLP

Minneapolis, MN

June 26, 2014, except for the effects of the restatement discussed in Note 2 to the consolidated financial statements, as to which the date is June 29, 2015

Table of Contents**3M Savings Plan****Statements of Net Assets Available for Benefits****At December 31, 2013 and 2012**

	2013 Restated	2012 Restated
ASSETS		
Investments at, fair value:		
Plan's interest in Master Trust	\$ 255,186,607	\$ 218,407,091
State Street Bank Short-Term Investment Fund	556,857	499,360
Total investments	255,743,464	218,906,451
Receivables		
Notes receivable from participants	8,580,097	8,301,098
Participant contributions		320,238
Investments sold		88,950
Employer contributions	18,265	53,045
Accrued interest	43	16
Total assets	264,341,869	227,669,798
Net assets available for benefits, at fair value	264,341,869	227,669,798
Adjustment from fair value to contract value for interest in Master Trust relating to fully benefit responsive investment contracts	(1,913,461)	(5,003,150)
Net assets available for benefits	\$ 262,428,408	\$ 222,666,648

The accompanying notes are an integral part of the financial statements.

Table of Contents**3M Savings Plan****Statements of Changes in Net Assets Available for Benefits****For the years ended December 31, 2013 and 2012**

	2013 Restated	2012 Restated
Contributions:		
Participant	\$ 8,859,662	\$ 8,972,006
Employer	2,687,022	2,565,178
Rollover	147,040	221,110
Total contributions	11,693,724	11,758,294
Investment income:		
Interest from notes receivable and other	459,459	476,292
Increase in Plan interest in Master Trust investment income	47,503,449	20,800,404
Total investment income	47,962,908	21,276,696
Less investment expense	(223,325)	(200,228)
Net investment income	47,739,583	21,076,468
Deductions:		
Benefits paid to participants	(19,416,913)	(12,344,127)
Administrative expenses	(245,671)	(217,729)
Total deductions	(19,662,584)	(12,561,856)
Net transfers out	(8,963)	(849,202)
Net increase	39,761,760	19,423,704
Net assets available for benefits:		
Beginning of year	222,666,648	203,242,944
End of year	\$ 262,428,408	\$ 222,666,648

The accompanying notes are an integral part of the financial statements.

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3M Savings Plan

Notes to Financial Statements

1. Description of Plan

The following description of the 3M Savings Plan (the Plan) is provided for general information purposes only. Participants should refer to the Summary Plan Description and Plan document for a more complete description of the Plan's provisions.

General

Effective October 1, 1988, 3M Company and its subsidiaries (3M or the Company) created the 3M Savings Plan for union employees. Substantially all active United States regular full-time and part-time union employees of 3M who have been employed for at least three continuous months, are eligible to participate if this benefit has been bargained for in their respective collective bargaining agreement. The Plan is a defined contribution plan and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Contributions

Contributions are made by participating employees and by 3M.

Participant Contributions

The Plan is comprised of accounts for participants: the Before-Tax Account 401(k) Account, Roth 401(k) Account, the After-Tax Savings Account and the Rollover Accounts. Participants may contribute to the 401(k) Accounts (Before-Tax and/or Roth) and/or After-Tax Savings Account, or to all three accounts. Participants may contribute from 2% to 20% of their compensation to the 401(k) Accounts through salary deferrals, not to exceed the Internal Revenue Service (IRS) limits (10% maximum for employees whose annual compensation is in excess of certain IRS-related limits). Also, subject to overall Plan and IRS limitations, participants may contribute 2% to 9% of their compensation to the After-Tax Savings Account. The Rollover Accounts accept direct rollover or eligible rollover contributions from a former employer's qualified plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch up contributions to their 401(k) Accounts (Before-Tax and/or Roth), subject to Internal Revenue Service limits. Catch-up contributions are not eligible for Company matching contributions.

Effective January 1, 2001, newly hired employees are automatically enrolled in the Plan three months after their hire date at a default before-tax contribution rate of 6% with contributions invested 100% in the LifePath® Portfolio closest to the year in which the participant will reach age

65. Employees can enroll, decline or change their contribution rate or investment elections at any time.

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3M Savings Plan

Notes to Financial Statements

1. Description of Plan, continued

Company Contributions

Pursuant to the terms of various collective bargaining agreements, 3M may make matching contributions to the Plan from 35% to 100% of the eligible participants' 401(k) Accounts contribution (up to the first 6% of salary deferrals). In addition, those participants (dependent on the specific collective bargaining unit agreement and membership) hired or rehired January 1, 2009 or later receive a non-elective Company contribution (Retirement Income Account (RIA)) made in cash. The percent of the non-elective Company contribution is determined by the collective bargaining agreement. Effective January 1, 2010, 3M employer contributions are made in the form of shares of 3M common stock or cash based on the collective bargaining unit agreement. 3M matching contributions made in cash are directed into the investment selections made by the participant. 3M matching contributions that are made in 3M common stock are made to a non-participant directed Company Match Account. The Plan also has a profit-sharing program whereby additional company contributions are made in an amount ranging up to 15% of the participants' eligible compensation for that quarter and depending on the terms of specific collective bargaining agreement. Fully vested participants (see the following paragraph which details the Plan's vesting provisions) are eligible to diversify/transfer up to 100 percent of their Company contribution balance in 3M common stock fund and diversify into other investment options.

Vesting

Participants are immediately fully vested in their own contributions to the Plan, plus any earnings thereon. Each participant's interest in 3M matching contributions vests at 40% after one year of service, 70% after 2 years of service and 100% vesting after three years of service. If a participant terminates employment before being fully vested, the nonvested portion of the Company Match Account or the RIA will be forfeited.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Forfeitures

Forfeitures of nonvested account balances are used to reduce future Plan administrative expenses. At December 31, 2013 and 2012, forfeited nonvested accounts totaled \$62,616 and \$35,521.

Withdrawals

Subject to certain federal tax considerations, participants may withdraw funds from the After-Tax Savings account or Rollover account at any time. Participants may withdraw funds from the 401(k) Accounts (Before-Tax 401(k) and Roth 401(k)), Company Match Account, Payroll-based Employee Stock Ownership Program (PAYSOP) Account, Other Company Contribution Account (CCA) and Profit Sharing Account when specific conditions are met. These conditions include reaching age 59 1/2, termination of employment (including retirement), become permanently and totally disabled and are receiving Social Security Disability Income.