

ECOLAB INC
Form 3
May 16, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Inchaustegui Roberto		(Month/Day/Year)	ECOLAB INC [ECL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		05/08/2014		
370 WABASHA STREET			(Check all applicable)	
NORTH			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(Street)			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			EVP & Pres.-Global Serv & Spec	6. Individual or Joint/Group Filing(Check Applicable Line)
ST. PAUL,Â MNÂ 55102				<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,487	D	Â
Common Stock	1,551.358 ⁽⁵⁾	I	By Ecolab Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	07/31/2009 ⁽¹⁾	07/31/2018	Common Stock	37,000	\$ 44.91	D	Â
Employee Stock Option (Right to Buy)	12/03/2009 ⁽²⁾	12/03/2018	Common Stock	19,700	\$ 35.63	D	Â
Employee Stock Option (Right to Buy)	12/02/2010 ⁽³⁾	12/02/2019	Common Stock	9,600	\$ 45.665	D	Â
Employee Stock Option (Right to Buy)	12/01/2011 ⁽⁴⁾	12/01/2020	Common Stock	10,600	\$ 48.055	D	Â
Employee Stock Option (Right to Buy)	12/01/2012 ⁽⁶⁾	12/01/2021	Common Stock	14,400	\$ 55.595	D	Â
Employee Stock Option (Right to Buy)	12/05/2013 ⁽⁷⁾	12/05/2022	Common Stock	22,800	\$ 71.54	D	Â
Employee Stock Option (Right to Buy)	12/04/2014 ⁽⁸⁾	12/04/2023	Common Stock	18,290	\$ 103.265	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Inchaustegui Roberto 370 WABASHA STREET NORTH ST. PAUL, MN 55102	Â	Â	Â	Â
			EVP & Pres.-Global Serv & Spec	

Signatures

David F. Duvick, as Attorney-in-Fact for Roberto Inchaustegui

05/16/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Option granted under the Ecolab Inc. 2005 Stock Incentive Plan on July 31, 2008. The option became exercisable to 100% of the option shares on the fourth anniversary of the date of grant.
 - (2) Option granted under the Ecolab Inc. 2005 Stock Incentive Plan on December 3, 2008. The option became exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.
 - (3) Option granted under the Ecolab Inc. 2005 Stock Incentive Plan on December 2, 2009. The option became exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.
 - (4) Option granted under the Ecolab Inc. 2010 Stock Incentive Plan on December 1, 2010. The option became exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second

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anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.

- (5) Number of UNITS in the Ecolab Stock Fund of the Ecolab Savings Plan (401(k) Plan) as of April 30, 2014. (The 1,551.358 UNITS are the equivalent of approximately 2,865 shares of the issuer's Common Stock.)
- (6) Option granted under the Ecolab Inc. 2010 Stock Incentive Plan on December 1, 2011. The option will become exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.
- (7) Option granted under the Ecolab Inc. 2010 Stock Incentive Plan on December 5, 2012. The option will become exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.
- (8) Option granted under the Ecolab Inc. 2010 Stock Incentive Plan on December 4, 2013. The option will become exercisable, on a cumulative basis, as to one-third of the option shares (excluding any fractional portion less than one share), on each of the first and second anniversaries of the date of grant and as to the remaining option shares on the third anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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