

ECOLAB INC
Form 3
May 16, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
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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 *

Â Aronson Martha Goldberg
(Last) (First) (Middle)

370 WABASHA STREET
NORTH

(Street)

SAINT PAUL,Â MNÂ 55102

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
05/08/2014

3. Issuer Name **and** Ticker or Trading Symbol
ECOLAB INC [ECL]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
EVP & Pres.-Global Healthcare

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

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ 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

1,646

D

Â

Common Stock

4,000

I

By Martha G. Aronson Revocable
Trust

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Restricted Stock Units	Â (1)	Â (1)	Common Stock	4,960	\$ (1)	D	Â
Employee Stock Option (Right to Buy)	08/01/2013 ⁽²⁾	08/01/2022	Common Stock	31,000	\$ 65.595	D	Â
Employee Stock Option (Right to Buy)	12/05/2013 ⁽³⁾	12/05/2022	Common Stock	19,600	\$ 71.54	D	Â
Employee Stock Option (Right to Buy)	12/04/2014 ⁽⁴⁾	12/04/2023	Common Stock	13,990	\$ 103.265	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aronson Martha Goldberg 370 WABASHA STREET NORTH SAINT PAUL, MN 55102	Â	Â	Â EVP & Pres.-Global Healthcare	Â

Signatures

David F. Duwick, as Attorney-in-Fact for Martha Goldberg Aronson 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).

Award granted under the Ecolab Inc. 2010 Stock Incentive Plan on August 1, 2012. Each restricted stock unit represents a contingent right to receive one share of Ecolab Inc. common stock. The units will vest, subject to continued employment, as to 2,480 units on the second anniversary of the date of grant and as to the remaining 2,480 units on the third anniversary of the date of grant.

Option granted under the Ecolab Inc. 2010 Stock Incentive Plan on August 1, 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 shares on the third anniversary of the date of grant.

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 shares on the third anniversary of the date of grant.

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 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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