

ECOLAB INC
Form FWP
August 06, 2012

To Prospectus dated December 2, 2011 and
Preliminary Prospectus Supplement Dated
August 6, 2012

**Filed Pursuant to Rule 433
Registration No. 333-178273**

Ecolab Inc.

\$500,000,000 1.000% Notes due 2015

Pricing Term Sheet

August 6, 2012

Issuer:	Ecolab Inc.
Type of Offering	SEC registered (No. 333-178273)
Trade Date:	August 6, 2012
Settlement Date:	August 9, 2012
Anticipated Ratings:	Baa1 (Stable Outlook) by Moody's Investors Service, Inc. BBB+ (Stable Outlook) by Standard & Poor's Ratings Services
Principal Amount:	\$500,000,000
Maturity Date:	August 9, 2015
Coupon:	1.000%
Interest Payment Dates:	February 9 and August 9, commencing February 9, 2013
Price to Public:	99.950%
Benchmark Treasury:	UST 0.250% due July 15, 2015
Benchmark Treasury Price and Yield:	99-25¾; 0.317%
Spread to Benchmark Treasury:	70 bps

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Yield to Maturity:	1.017%
Make-Whole Call:	T + 10 bps
CUSIP/ISIN:	278865AN0/US278865AN09
Joint Book-Running Managers:	Credit Suisse Securities (USA) LLC Merrill Lynch, Pierce, Fenner & Smith Incorporated
Co-Managers:	J.P. Morgan Securities LLC Mitsubishi UFJ Securities (USA), Inc. SMBC Nikko Capital Markets Limited RBS Securities Inc. U.S. Bancorp Investments, Inc. Wells Fargo Securities, LLC Citigroup Global Markets Inc.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

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 Credit Suisse Securities (USA) LLC collect at (800) 221-1037 or Merrill Lynch, Pierce, Fenner & Smith Incorporated toll free at (800) 294-1322.
