

ECOLAB INC  
Form 3  
April 06, 2006

# 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 \*

Â Snedeker C William  
(Last) (First) (Middle)

370 WABASHA STREET N.  
(Street)

SAINT PAUL,Â MNÂ 55102  
(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
03/29/2006

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  
☒ Officer ☐ Other  
(give title below) (specify below)  
EVP-GLOBAL SERVICES  
SECTOR

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

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ 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

1,104.19

D

Â

Common Stock

2,508.642 <sup>(1)</sup>

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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information contained in this form are not  
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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  
Derivative

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Phantom Stock Units	Â (2)	Â (2)	Common Stock	4,157.5	\$ (2)	D	Â
Employee Stock Option (Right to Buy)	08/13/2000 <sup>(3)</sup>	08/13/2009	Common Stock	17,000	\$ 19.922	D	Â
Employee Stock Option (Right to Buy)	12/05/2003 <sup>(4)</sup>	12/05/2012	Common Stock	40,000	\$ 24.34	D	Â
Employee Stock Option (Right to Buy)	12/11/2004 <sup>(4)</sup>	12/11/2013	Common Stock	40,000	\$ 27.39	D	Â
Employee Stock Option (Right to Buy)	12/09/2005 <sup>(4)</sup>	12/09/2014	Common Stock	35,200	\$ 34.5	D	Â
Employee Stock Option (Right to Buy)	12/07/2006 <sup>(5)</sup>	12/07/2015	Common Stock	32,800	\$ 34.075	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Snedeker C William 370 WABASHA STREET N. SAINT PAUL, MN 55102	Â	Â	Â EVP-GLOBAL SERVICES SECTOR	Â

## Signatures

/s/David F. Duvick, as attorney-in-fact for C. William Snedeker

04/06/2006

\_\_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) Number of UNITS in the Ecolab Stock Fund of the Ecolab Savings Plan (401(k) Plan). (The 2,508.642 UNITS are the equivalent of approximately 4,688 shares of the issuer's Common Stock.)
- (2) The phantom stock units represent employer-matching contributions and dividends thereon accrued under the Ecolab Mirror Savings Plan and are to be settled in cash, on a 1-for-1 basis, upon termination of the reporting person's employment.  
Option granted under the Ecolab Inc. 1997 Stock Incentive Plan. The option became exercisable, on a cumulative basis, as to 25% of the total shares subject to the option (excluding any fractional portion less than one share) on each of the first, second and third anniversaries of the date of grant and as to the remaining shares on the fourth anniversary of the date of grant. The date listed in the "Date Exercisable" column is the one year anniversary of the date of grant (i.e., the date when the first 25% of the shares became exercisable).
- (3) Options granted under the Ecolab Inc. 2002 Stock Incentive Plan. Each 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; provided, however, that if a Change in Control (as that term is defined in the 2002 Plan) of the Company occurs, then the option, if it has been outstanding for at least six months from the date of grant, will become immediately exercisable in full. The date listed in the "Date Exercisable" column is the one year anniversary of the date of grant (i.e., the date when the first one-third of the shares became exercisable).
- (4)

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- (5) Option granted under the Ecolab Inc. 2005 Stock Incentive Plan. The option becomes exercisable, on a cumulative basis, as to 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; provided, however, that if a Change in Control (as that term is defined in the 2005 Plan) of the Company occurs, then the option, if it has been outstanding for at least six months from the date of grant, will become immediately exercisable in full. The date listed in the "Date Exercisable" column is the one year anniversary of the date of grant (i.e., the date when the first one-third of the shares became exercisable).

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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