ECOLAB INC Form 4 September 05, 2013

FORM 4

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

OMB APPROVAL OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * LEVIN JERRY W

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

ECOLAB INC [ECL]

(First) (Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year)

X_ Director

Officer (give title below)

10% Owner Other (specify

J. W. LEVIN PARTNERS, LLC, 9 WEST 57TH STREET, 26TH **FLOOR**

(State)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

09/03/2013

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 Acquired, Disposed of, or Beneficially Owned

NEW YORK, NY 10019

				Tubic I Troit Berryaliye becarings I							
Nature of	6. Ownership	5. Amount of	4. Securities Acquired			3.	2A. Deemed	2. Transaction Date	1.Title of		
ndirect	Form: Direct	Securities	d of (D)	ispose	on(A) or Di	Transactio	Execution Date, if	(Month/Day/Year)	Security		
eneficial	(D) or	Beneficially	5)	4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Or Amount (D) Price \$		Code	any		(Instr. 3)		
wnership	Indirect (I)	Owned				(Instr. 8)	(Month/Day/Year)				
nstr. 4)	(Instr. 4)	Following									
		Reported		(4)							
		Transaction(s)									
		(Instr. 3 and 4)	ъ.			G 1 17					
			Price	(D)	Amount	Code V					
	D	29 676 70	\$	D	075	C		00/02/2012	Common		
	ע	28,070.79	92.63	ע	913	S		09/03/2013	Stock		
	D	20 576 70	\$	Ъ	100	C		00/02/2012	Common		
	D	28,370.79	92.64	ע	100	3		09/03/2013	Stock		
wnership	Indirect (I)	Owned Following Reported Transaction(s)	Price \$ 92.63 \$ 92.64	(A) or (D)	Amount 975		•	09/03/2013 09/03/2013	Common Stock		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ng	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	s	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 a	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								A ₁	mount		
								or			
						Date	Expiration		umber		
						Exercisable	Date	of			
				Code V	(A) (D)			Sh	nares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LEVIN JERRY W J. W. LEVIN PARTNERS, LLC 9 WEST 57TH STREET, 26TH FLOOR NEW YORK, NY 10019

X

Signatures

/s/David F. Duvick, Attorney-in-Fact for Jerry Levin

09/05/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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