

ECOLAB INC  
Form 8-A12B/A  
November 06, 2001

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-A/A  
(Amendment No. 2)**

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**ECOLAB INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of incorporation or organization)

**41-0231510**  
(I.R.S. Employer Identification No.)

**370 Wabasha Street North, St. Paul, Minnesota**  
(Address of principal executive offices)

**55102**  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class  
to be so registered**

**Name of each exchange on which  
each class is to be registered**

Preferred Stock Purchase Rights

New York Stock Exchange, Inc.  
Pacific Exchange, Inc.

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A. (c), check the following box. /x/

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A. (d), check the following box. //

Securities to be registered pursuant to Section 12(g) of the Act:

**None**  
(Title of Class)

This Amendment No. 2 amends the Registration Statement on Form 8-A filed with the Securities and Exchange Commission dated February 28, 1996 (file No. 1-9328), as previously amended by Amendment No. 1 thereto, dated December 18, 1997 (collectively, the "Registration Statement") of Ecolab Inc., a Delaware corporation (the "Registrant"), in connection with the Registrant's listing of its Preferred Stock Purchase Rights (the "Rights") on the New York Stock Exchange and the Pacific Stock Exchange.

