Edgar Filing: GRUNDHOFER JERRY A - Form 4

GRUNDHO Form 4 July 02, 200	DFER JERRY A									
FORM	ЛЛ						OMB AF	PPROVAL		
	UNITED STAT	Washington, D.C. 20549						3235-0287		
Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst 1(b).	nger to 16. or Filed pursuant to Section 17(a) of th	STATEMENT OF CHANGES IN 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						January 31, 2005 d average hours per e 0.5		
(Print or Type Responses)										
GRUNDHOFER JERRY A Symbol Issuer ECOLAB INC [ECL]							of Reporting Person(s) to			
(Last)	(First) (Middle)	(First) (Middle) 3. Date of Earliest Transaction				(Cneck	all applicable	;)		
ECOLAB I STREET N	INC., 370 WABASHA	(Month/Day/Year) 06/30/2008)6/30/2008				_X_ Director10% Owner Officer (give titleOther (specify below)below)			
	(Street)	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person										
(City)	(State) (Zip)	Tabla I Non	Dorivotivo (Soouri		ired, Disposed of,	or Bonoficial	ly Ownod		
1.Title of Security (Instr. 3)	emed 3.	4. Securiti iomr Dispose (Instr. 3, 4	es Acc ed of (l	quired (A) D)		6. 7. Ownership Ind Form: Be Direct (D) Ow	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
		Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)			
Common Stock	06/30/2008	А	200.16	А	\$0	34,854.35	D			
Common Stock	06/30/2008	А	457.51	А	\$ 43.715	35,377.9 <u>(1)</u>	D			

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu: Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships

Director

Х

Reporting Owner Name / Address

GRUNDHOFER JERRY A ECOLAB INC. 370 WABASHA STREET N SAINT PAUL, MN 55102

Signatures

/s/David F. Duvick, as Attorney-in-Fact for Jerry A. Grundhofer

**Signature of Reporting Person

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).

10% Owner Officer Other

(1) Includes 66.04 shares acquired pursuant to a dividend reinvestment feature of the Ecolab Inc. 2001 Non-Employee Director Stock Option and Deferred Compensation Plan.

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.

07/02/2008

Date