

Busch Angela M
Form 3
May 14, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Busch Angela M</p> <p>(Last) (First) (Middle)</p> <p>1 ECOLAB PLACE</p> <p>(Street)</p> <p>SAINT PAUL,Â MNÂ 55102</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/03/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ECOLAB INC. [ECL]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>SVP - Corporate Development</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

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 | 17,970 | D | Â |
| Common Stock | 1,284.986 ⁽¹⁾ | 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)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

Edgar Filing: Busch Angela M - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-----------------|--------------|----------------------------|------------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | 12/03/2009 ⁽²⁾ | 12/03/2018 | Common Stock | 6,000 | \$ 35.63 | D | Â |
| Employee Stock Option (Right to Buy) | 12/01/2011 ⁽²⁾ | 12/01/2020 | Common Stock | 9,600 | \$ 48.055 | D | Â |
| Employee Stock Option (Right to Buy) | 12/01/2012 ⁽³⁾ | 12/01/2021 | Common Stock | 13,400 | \$ 55.595 | D | Â |
| Employee Stock Option (Right to Buy) | 12/05/2013 ⁽³⁾ | 12/05/2022 | Common Stock | 9,800 | \$ 71.54 | D | Â |
| Employee Stock Option (Right to Buy) | 12/04/2014 ⁽³⁾ | 12/04/2023 | Common Stock | 6,460 | \$ 103.265 | D | Â |
| Employee Stock Option (Right to Buy) | 12/03/2015 ⁽³⁾ | 12/03/2024 | Common Stock | 6,118 | \$ 107.685 | D | Â |
| Employee Stock Option (Right to Buy) | 12/02/2016 ⁽³⁾ | 12/02/2025 | Common Stock | 7,690 | \$ 119.12 | D | Â |
| Employee Stock Option (Right to Buy) | 12/07/2017 ⁽³⁾ | 12/07/2026 | Common Stock | 7,944 | \$ 117.73 | D | Â |
| Employee Stock Option (Right to Buy) | 12/06/2018 ⁽³⁾ | 12/06/2027 | Common Stock | 6,910 | \$ 137.087 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Busch Angela M 1 ECOLAB PLACE SAINT PAUL, MN 55102 | Â | Â | Â SVP - Corporate Development | Â |

Signatures

/s/ David F. Duvick, as Attorney-in-Fact for Angela M. Busch 05/14/2018

__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) as of April 30, 2018. (The 1,284,986 UNITS are the equivalent of approximately 2,361 SHARES of the issuer's Common Stock.)

(2) Option granted under the Ecolab Inc. 2005 Stock Incentive Plan. The 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 and as to the remaining option shares on the third anniversary of the date of grant. The date listed is the first anniversary of the date of grant.

Edgar Filing: Busch Angela M - Form 3

- (3) Option granted under the Ecolab Inc. 2010 Stock Incentive Plan. The option became or becomes 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 and as to the remaining option shares on the third anniversary of the date of grant. The date listed is the first anniversary of the date of grant.

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.