

Hickey Michael A
Form 4
August 18, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hickey Michael A

(Last) (First) (Middle)

370 WABASHA STREET NORTH

(Street)

SAINT PAUL, MN 55102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ECOLAB INC [ECL]

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP - Global Bus. Development

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	08/17/2006		M		3,520 A \$ 10.945	D	
Common Stock	08/17/2006		M		6,000 A \$ 10.945	D	
Common Stock	08/17/2006		M		3,960 A \$ 13.453	D	
Common Stock	08/17/2006		S		11,200 D \$ 45.06	D	
Common Stock	08/17/2006		S		400 D \$ 45.15	D	

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Common Stock	08/17/2006	S	900	D	\$ 45.2	11,065.722	D
Common Stock	08/17/2006	S	980	D	\$ 45.24	10,112.641 <u>(1)</u>	D
Common Stock						3,063.278 <u>(2)</u>	I

By Ecolab Savings Plan

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

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SEC 1474 (9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 10.945	08/17/2006		M	3,520	08/15/1998 ⁽³⁾ 08/15/2007	Common Stock	3,520
Employee Stock Option (Right to Buy)	\$ 10.945	08/17/2006		M	6,000	08/15/1998 ⁽³⁾ 08/15/2007	Common Stock	6,000
Employee Stock Option (Right to Buy)	\$ 13.453	08/17/2006		M	3,960	12/15/1998 ⁽⁴⁾ 12/15/2007	Common Stock	3,960

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hickey Michael A 370 WABASHA STREET NORTH SAINT PAUL, MN 55102			SVP - Global Bus. Development	

Signatures

/s/ David F. Duvick, as Attorney-in-fact for Michael A.
Hickey

08/18/2006

__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).
- (1) Includes 9,575 shares acquired by reporting person on January 20, 2006, 8,929 shares acquired by reporting person on April 20, 2006 and 8,415 shares acquired by reporting person on July 20, 2006 under the Ecolab Dividend Reinvestment Plan.
- (2) Number of UNITS owned by the reporting person in the Ecolab Stock Fund of the Ecolab Savings Plan (401(k) Plan) as of July 31, 2006. (The 3,063.278 UNITS are equivalent to approximately 5,719 SHARES of the issuer's Common Stock.)
- (3) Option granted under the Ecolab Inc. 1997 Stock Incentive Plan on August 15, 1997. The option became exercisable, on a cumulative basis, as to 25% of the option shares (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 option shares on the fourth anniversary of the date of grant.
- (4) Option granted under the Ecolab Inc. 1997 Stock Incentive Plan on December 15, 1997. The option became exercisable, on a cumulative basis, as to 25% of the option shares (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 option shares on the fourth 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.