Edgar Filing: LARSON MICHAEL - Form 4

LARSON MI	CHAEL										
Form 4											
May 03, 2019											
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						т	OMB APPROVAL			
	- UNITE	DSIAIES		hington, 1			NGE		OMB Number:	3235-0287	
Check this	box		vv as	inington,	D.C. 205	949				January 31,	
if no longe	r STAT	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH							Expires:	2005	
subject to	Subject to Statistical of Character Statistical Contraction of Section 16. SECURITIES						Estimated a	Estimated average			
Form 4 or	•							burden hou response	•		
Form 5	Filed 1	pursuant to	Section 16	6(a) of the	Securiti	es Ex	chang	ge Act of 1934,	. coperioen	0.0	
obligations may contir	Section	-						of 1935 or Section	on		
See Instruc		30(h)	of the Inv	vestment (Company	Act	of 19	40			
1(b).											
	``````````````````````````````````````										
(Print or Type Re	esponses)										
1. Name and Ad	ldress of Report	ing Person *	2 1	Nama and '	T: -17			5 Relationshin o	f Reporting Per	son(s) to	
LARSON M	2. Issuer Name <b>and</b> Ticker or Trading				g	5. Relationship of Reporting Person(s) to Issuer					
			•	Symbol ECOLAB INC. [ECL]							
								(Check all applicable)			
(Last) (First) (Middle) C/O ECOLAB INC., 1 ECOLAB PLACE			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>05/02/2019</li></ul>					X Director	100	6 Owner	
								Officer (give titleOther (specify			
								below) below)			
	(Street)		1 If Amer	ndment Dat	e Original			6 Individual or I	oint/Group Filip	ng(Check	
Filed(Month/Day/Year)				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check Applicable Line)			
			_X_ Form filed by O				One Reporting Person				
SAINT PAU	L, MN 55102	2						Form filed by Person	More than One Ro	eporting	
(City)	(State)	(Zip)									
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurit	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of	2. Transaction					5. Amount of	6. Ownership				
Security (Instr. 3)	(Month/Day/Y	ear) Execution any	on Date, if	Transactic Code	nAcquired Disposed			Securities Beneficially	Form: Direct (D) or	Indirect Beneficial	
(instr. 5)			/Day/Year)	(Instr. 8)	(Instr. 3,			Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or	р.	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Stock								5,770.29	D		
Stovic											

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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)	if Transaction f Derivative H Code Securities (		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	A O Title N O S
Non-Employee Director Stock Option (Right to Buy)	\$ 182.977	05/02/2019		А	1,281	08/02/2019 <u>(1)</u>	05/02/2029	Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LARSON MICHAEL C/O ECOLAB INC. 1 ECOLAB PLACE SAINT PAUL, MN 55102	х							
Signatures								
/s/ David F. Duvick, as Attorn Larson	ey-in-Fact	for Michael	l	05/03				
**Signature of Report	rting Person			Da				

## **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).

The option will become exercisable, on a cumulative basis, as to 25% of the option shares (excluding any fractional portion less than one share), on the last day of each of the first, second and third three-month periods following its date of grant and as to the remaining shares

(1) on the last day of the fourth three-month period following its date of grant; provided, however, that if a Change in Control of the Company (as that term is defined in the Ecolab Inc. 2001 Non-Employee Director Stock Option and Deferred Compensation Plan) will occur, then the option will become immediately exercisable in full.

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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