

ECOLAB INC  
Form 8-K  
November 26, 2001

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 23, 2001**

## ECOLAB INC.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-9328**  
(Commission  
File Number)

**41-0231510**  
(IRS Employer  
Identification No.)

**370 Wabasha Street North, St. Paul, Minnesota**

**55102**

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, include area code: **651-293-2233**

**(Not applicable)**

(Former name or former address, if changed from last report.)

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Item 5. Other Events and Regulation FD Disclosure.

On November 23, 2001, the Company announced that Henkel KGaA ("Henkel") has elected to receive payment in cash for the previously announced sale to the Company of Henkel's 50 percent interest in the Henkel-Ecolab joint venture. Based on present estimates, and subject to post-closing adjustments, the Company will pay Henkel and its affiliates approximately 497,400,000 Euros. The payment will be made in the form of 60-day prepayable notes. The closing is expected to occur on November 30, 2001.

A copy of the News Release issued by Ecolab is attached hereto as Exhibit (99). The News Release sets forth certain risk factors and uncertainties together with other disclosures for the purpose of complying with the Private Securities Litigation Reform Act of 1995.

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

(99) Ecolab Inc. News Release dated November 23, 2001.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ECOLAB INC.

By: /s/ Kenneth A. Iverson  
Kenneth A. Iverson  
Vice President and Secretary

Date: November 26, 2001

**EXHIBIT INDEX**

<b>EXHIBIT NO.</b>	<b>DESCRIPTION</b>	<b>METHOD OF FILING</b>
(99)	Ecolab Inc. News Release dated November 23, 2001	Filed herewith electronically.