

Nalco Holding CO  
Form 3/A  
June 26, 2007

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

OMB APPROVAL

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**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 * ^ Taylor Stephen M (Last) (First) (Middle)  1601 WEST DIEHL ROAD (Street)  NAPERVILLE, ^ IL ^ 60563-1198 (City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement (Month/Day/Year) 05/30/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol Nalco Holding CO [NLC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  ___ Director ___ 10% Owner <input checked="" type="checkbox"/> Officer ___ Other (give title below) (specify below) GVP, President Energy Services</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year) 06/08/2007</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ___ Form filed by More than One Reporting Person</p>
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**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	7,772	D	^

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

SEC 1473 (7-02)

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**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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Stock Options (Right to Buy) <u>(1)</u>	12/31/2006	06/28/2016	Common Stock	2,058	\$ 17.8	D	Â
Stock Options (Right to Buy) <u>(1)</u>	12/31/2007	06/28/2016	Common Stock	2,058	\$ 17.8	D	Â
Stock Options (Right to Buy) <u>(1)</u>	12/31/2008	06/28/2016	Common Stock	2,058	\$ 17.8	D	Â
Stock Options (Right to Buy) <u>(1)</u>	12/31/2009	06/28/2016	Common Stock	2,058	\$ 17.8	D	Â
Stock Options (Right to Buy) <u>(2)</u>	12/31/2007	02/15/2017	Common Stock	1,935	\$ 24.01	D	Â
Stock Options (Right to Buy) <u>(2)</u>	12/31/2008	02/15/2017	Common Stock	1,935	\$ 24.01	D	Â
Stock Options (Right to Buy) <u>(2)</u>	12/31/2009	02/15/2017	Common Stock	1,936	\$ 24.01	D	Â
Stock Options (Right to Buy) <u>(2)</u>	12/31/2010	02/15/2017	Common Stock	1,936	\$ 24.01	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taylor Stephen M 1601 WEST DIEHL ROAD NAPERVILLE, IL 60563-1198	Â	Â	Â GVP, President Energy Services	Â

## Signatures

/s/ Filomena Trombino as Attorney  
in Fact

06/26/2007

\_\_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) Granted pursuant to the Nalco Holding Company 2004 Stock Incentive Plan, 2006 Stock Option Award.
- (2) Granted pursuant to the Nalco Holding Company 2004 Stock Incentive Plan, 2007 Stock Option Award.

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### Remarks:

This amendment is being filed to report the 2007 Stock Option 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.