## Edgar Filing: Nalco Holding CO - Form 4

Form 4	20											
June 09, 2008 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction							OMB Number: Expires: Estimated a burden hou response	Number:3235-0287Expires:January 31, 2005Estimated average burden hours per response0.5				
1(b). (Print or Type Resp	oonses)											
1. Name and Addr Johnson David	Syı	2. Issuer Name <b>and</b> Ticker or Trading Symbol Nalco Holding CO [NLC]					g	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3.			3. Date of Earliest Transaction (Month/Day/Year) 06/06/2008						(Check all applicable) <u></u> Director <u></u> 10% Owner <u>X</u> Officer (give title <u></u> Other (specify below) GVP, Pres, EAME			
				ndment, Date Original hth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NAPERVILLE	, IL 60563-119	98							Form filed by I Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	I - Non-l	Deriva	ative S	ecurit	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
	. Transaction Date Month/Day/Year)	e 2A. Deemed Execution D any (Month/Day)	oate, if /Year)	3. Transact Code (Instr. 8) Code	tionAcc Dis ) (Ins	sposed str. 3, 4	(A) o of (D	)	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 Indirect Beneficial Ownership (Instr. 4)	
Common 0 Stock 0	6/06/2008			S			D		90,361	D		

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)

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title a Amount Underly Securitie (Instr. 3	of ing es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	lumber		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Johnson David TX			GVP,					
1601 WEST DIEHL ROAD			Pres,					
NAPERVILLE, IL 60563-1198			EAME					
Signatures								

/s/Filomena Trombino as atty 06/09/2008 in fact Date

\*\*Signature of Reporting Person

## **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).

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.