Nalco Holding Form 3	CO							
November 10, 2004 FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								
			Washington, D.C. 20549				OMB Number:	3235-0104
	INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES				IIP OF	Expires: January 31, 2005 Estimated average		
		n 17(a) of	to Section 16(a) of the the Public Utility Holdi O(h) of the Investment O	ng Compan	y Act of 193		burden hou response n	
(Print or Type Resp	ponses)							
1. Name and Address of Reporting 2. Date of Event Require Person * Statement Â APOLLO MANAGEMENT V (Month/Day/Year) LP 11/10/2004			Statement (Month/Day/Year)	^{1g} 3. Issuer Name and Ticker or Trading Symbol Nalco Holding CO [NLC]				
(Last)	(First)	(Middle)		4. Relations Person(s) to	hip of Reporting Issuer		Amendment, I (Month/Day/Ye	-
TWO MANHA ROAD	ATTANV	TLLE			k all applicable)		(Wohu) Day Te	m)
(PURCHASE,Â	Street) A NYÂ 10	0577		-		er Filing ow)F Perso _X_F	lividual or Join g(Check Applica orm filed by On n Form filed by Ma ting Person	able Line) e Reporting
(City) ((State)	(Zip)	Table I - I	Non-Deriva	rivative Securities Beneficially Owned			d
1.Title of Security (Instr. 4)	,		2. Amount of Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Ownership (Instr. 5)	Indirect Bene	ficial
Common Stock	k		32,465,22	1	Ι	See Footn	ote (1)	
Reminder: Report owned directly or i	indirectly. Persor inform require	ns who resp ation conta ed to respo	ch class of securities benefic bond to the collection of hined in this form are no nd unless the form disp MB control number.	t	SEC 1473 (7-02	2)		
Tab	le II - Deri	ivative Secur	rities Beneficially Owned (a	e.g., puts, calls	s, warrants, op	tions, conver	tible securitie	s)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
			Derivative	Security:	

Edgar Filing: Nalco Holding CO - Form 3

Date	Expiration	Title	Amount or	Security	Direct (D)
Exercisable	Date		Number of		or Indirect
			Shares		(I)
					(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
APOLLO MANAGEMENT V LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Â	Â	Â	See Footnote (1)	
APOLLO INVESTMENT FUND V LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Â	Â	Â	See Footnote (1)	
Apollo/Nalco Acquisition LLC TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Â	Â	Â	See Footnote (1)	
AP Nalco LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Â	Â	Â	See Footnote (1)	
APOLLO ADVISORS V LP TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Â	Â	Â	See Footnote (1)	
Signatures					
See signatures attached as Exhibit 99.2	11/10/2	2004			
**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) See Exhibit 99.1

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.