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LUBRIZOL CORP Form 4 December 17, 2002

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 **OMB APPROVAL**

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Ad Blumberg, Jera	•			ame and Tick zol Corpora		P	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 29400 Lakeland	of Reporting Person,					th/Day/Year	<u>C</u> Director			
Wickliffe, OH	(Street) 44092						of Original (Control of Origina) (Control of Origina) (Control of Origin	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City	(State)	(Zip)	7	[abl	e I Non-D	erivati	ive Secu	rities Acquired, Dispos	ed of, or Benef	icially Owned
1. Title of Security (Instr. 3)	. Title of 2. Trans- 2A. Deemed Execution				4. Securities or Disposed (Instr. 3, 4 &	Acqui of (D)	red (A)	5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form:	7. Nature of Indirect Beneficial
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	(Instr. 4)
Common Shares	12/16/02		A		192.3693	A	\$31.19	7,532.791	1 D	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	Me Ionth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	¥ ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				of (I (Inst 3, 4 5)	tr.					(D) or Indirect (I) (Instr. 4)	
		Code	V	(A)		Date Exer-cisable		Amount or			
							Date	Number of Shares			

Explanation of Responses:

By: /s/ Jerald A. Blumberg by Leslie M. Reynolds Date

**Signature of Reporting Person

**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.

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