

Edgar Filing: HAUSRATH DAVID L - Form 4

HAUSRATH DAVID L

Form 4

January 08, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Hausrath, David L.

 50 E. RiverCenter Boulevard
 Covington, KY 41012-0391
2. Issuer Name and Ticker or Trading Symbol
 Ashland Inc.
 ASH
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 December 31, 2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President:General Counsel
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock				3,288 (1)
Common Stock	12-13-01	I (2)	2,944	1,003 (3)
Common Stock	12-7-01	M	2,000	
Common Stock	12-7-01	S	2,000	
Common Stock	12-12-01	G	100	2,277

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative	2. Con-	3.	4.	5. Number of De	6. Date Exer	7. Title and Amount	8. P
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Security	Version	Transaction	Derivative Security	Acquirable and Expirable	Expiration Date (Month/Day/Year)	of Underlying Securities	Title and Number of Shares		
Option (4)	33.125	12-7-01	M	1,000	D	9-16-94	10-16-03	Common Stock	1,000
	33.125	12-7-01	M	500	D	9-16-95	10-16-03	Common Stock	500
	33.125	12-7-01	M	500	D	9-16-96	10-16-03	Common Stock	500
Option (5)	35.875					9-15-95	10-15-04	Common Stock	1,000
	35.875					9-15-96	10-15-04	Common Stock	500
	35.875					9-15-97	10-15-04	Common Stock	500
Option (5)	33.875					9-21-96	10-21-05	Common Stock	1,000
	33.875					9-21-97	10-21-05	Common Stock	500
	33.875					9-21-98	10-21-05	Common Stock	500
Option (5)	39.00					9-19-97	10-19-06	Common Stock	1,000
	39.00					9-19-98	10-19-06	Common Stock	500
	39.00					9-19-99	10-19-06	Common Stock	500
Option (6)	53.375					9-18-98	10-18-07	Common Stock	2,000
	53.375					9-18-99	10-18-07	Common Stock	1,000
	53.375					9-18-00	10-18-07	Common Stock	1,000
Option (6)	48.00					9-17-99	10-17-08	Common Stock	4,000
	48.00					9-17-00	10-17-08	Common Stock	2,000
	48.00					9-17-00	10-17-08	Common Stock	2,000

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							01	-08			
Option (6)	36.625						9-16-	10-16-	Common Stock	10,000	
							00	-09			
	36.625						9-16-	10-16-	Common Stock	10,000	
							01	-09			
	36.625						9-16-	10-16-	Common Stock	10,000	
							02	-09			
	36.625						9-16-	10-16-	Common Stock	10,000	
							03	-09			
Option (7)	36.38						9-20-	10-20-	Common Stock	7,500	
							02	-11			
	36.38						9-20-	10-20-	Common Stock	3,750	
							03	-11			
	36.38						9-20-	10-20-	Common Stock	3,750	
							04	-11			
Common Stock Units (8)	1-for-1		J		14		A			Common Stock	14

Explanation of Responses:

1. Shares accrued under Ashland's Leveraged Employee Stock Ownership Plan as of 12-31-01.
2. Intraplan transfer in Ashland's Employee Savings Plan.
3. Based on Employee Savings Plan information as of 1-2-02, the latest date for which such information is reasonably available, and includes transactions occurring on or after 12-3-01.
4. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Amended Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.
5. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's 1993 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.
6. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's 1997 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.
7. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Amended and Restated Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.
8. Common Stock Units acquired pursuant to Ashland's 1995 Deferred Compensation Plan as of 12-31-01 and includes transactions after 11-30-01, and exempt under Rule 16b-3(d). The price of the Common Stock Units on the applicable valuation dates ranged from \$43.540 - \$44.950. (One (1) Common Stock Unit in the 1995 Deferred Compensation Plan is the equivalent of one (1) share)

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of Ashland Common Stock) feature pursuant to the
plan.

SIGNATURE OF REPORTING PERSON

David L. Hausrath

DATE

January 8, 2001