

Edgar Filing: HAUSRATH DAVID L - Form 4

HAUSRATH DAVID L

Form 4

December 07, 2001

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

November 30, 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. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock				13,288 (1)
Common Stock				13,925 (2)
Common Stock				12,377

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call or Other Feature
						Title and Number of Shares	

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Option (3)	33.125						9-16-	10-16	Common Stock	1,000	
							94	-03			
	33.125						9-16-	10-16	Common Stock	500	
							95	-03			
	33.125						9-16-	10-16	Common Stock	500	
							96	-03			
Option (4)	35.875						9-15-	10-15	Common Stock	1,000	
							95	-04			
	35.875						9-15-	10-15	Common Stock	500	
							96	-04			
	35.875						9-15-	10-15	Common Stock	500	
							97	-04			
Option (4)	33.875						9-21-	10-21	Common Stock	1,000	
							96	-05			
	33.875						9-21-	10-21	Common Stock	500	
							97	-05			
	33.875						9-21-	10-21	Common Stock	500	
							98	-05			
Option (4)	39.00						9-19-	10-19	Common Stock	1,000	
							97	-06			
	39.00						9-19-	10-19	Common Stock	500	
							98	-06			
	39.00						9-19-	10-19	Common Stock	500	
							99	-06			
Option (5)	53.375						9-18-	10-18	Common Stock	2,000	
							98	-07			
	53.375						9-18-	10-18	Common Stock	1,000	
							99	-07			
	53.375						9-18-	10-18	Common Stock	1,000	
							00	-07			
Option (5)	48.00						9-17-	10-17	Common Stock	4,000	
							99	-08			
	48.00						9-17-	10-17	Common Stock	2,000	
							00	-08			
	48.00						9-17-	10-17	Common Stock	2,000	
							01	-08			
Option (5)	36.625						9-16-	10-16	Common Stock	10,000	
							00	-09			
	36.625						9-16-	10-16	Common Stock	10,000	
							01	-09			

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	36.625					9-16-	10-16-	Common Stock	10,000	
						02	-09			
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	36.625					9-16-	10-16-	Common Stock	10,000	
						03	-09			
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Option (6)	36.38					9-20-	10-20-	Common Stock	7,500	
						02	-11			
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	36.38					9-20-	10-20-	Common Stock	3,750	
						03	-11			
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	36.38					9-20-	10-20-	Common Stock	3,750	
						04	-11			
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Common Stock Units (7)	1-for-1		J		6,677	A			Common Stock	6,677
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Explanation of Responses:

1. Shares accrued under Ashland's Leveraged Employee Stock Ownership Plan as of 11-30-01.

2. Based on Employee Savings Plan information as of 12-3-01, the latest date for which such information is reasonably available, and includes transactions occurring on or after 10-1-01.

3. 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.

4. 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.

5. 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.

6. 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.

7. Common Stock Units acquired pursuant to Ashland's 1995 Deferred Compensation Plan as of 11-30-01 and includes transactions occurring on or after 10-1-01, and exempt under Rule 16b-3(d).

The price of the Common Stock Units on the applicable valuation dates ranged from \$39.910 - \$43.170. (One (1) Common Stock Unit in the 1995 Deferred Compensation Plan is the equivalent of one (1) share of Ashland Common Stock)

SIGNATURE OF REPORTING PERSON

David L. Hausrath

DATE

December 6, 2001