

Craycraft Robert M
Form 3
November 20, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Craycraft Robert M</p> <p>(Last) (First) (Middle)</p> <p>5200 BLAZER PARKWAY</p> <p>(Street)</p> <p>DUBLIN, Â OH Â 43017</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/13/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ASHLAND INC. [ASH]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Restricted Stock	7,500 ⁽¹⁾	D	Â
Common Stock	490	I	401(K) ⁽²⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Units	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	393 <u>(4)</u>	\$ 0 <u>(3)</u>	D	Â
Stock Appreciation Right	09/16/2005	10/16/2014	Common Stock	356	\$ 38.47 <u>(5)</u>	D	Â
Stock Appreciation Right	09/15/2006	10/15/2015	Common Stock	1,469	\$ 49.79 <u>(5)</u>	D	Â
Stock Appreciation Right	11/14/2008	12/14/2017	Common Stock	2,400	\$ 53.33 <u>(6)</u>	D	Â
Stock Appreciation Right	11/15/2007	12/15/2016	Common Stock	2,900	\$ 65.78 <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Craycraft Robert M 5200 BLAZER PARKWAY DUBLIN, OH 43017	Â	Â	Â Vice President	Â

Signatures

David B. Mattingly,
Attorney-in-Fact

11/20/2008

**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).
- (4) Common Stock Units acquired pursuant to Ashland's Deferred Compensation Plan as of 11-13-08, and exempt under Rule 16b-3(d). (One (1) Common Stock Unit in the Deferred Compensation Plan is the equivalent of one (1) share of Ashland Common Stock.)
- (6) Stock Appreciation Right granted pursuant to Ashland's 2006 Stock Incentive Plan which vests in three annual installments: 50% after the 1st year, the next 25% the 2nd year and the remaining 25% the 3rd year.
- (3) Converts to common stock on a one-for-one basis.
- (2) Based on Employee Savings Plan information as of 11-13-08, the latest date for which such information is reasonably available.
- (1) Represents shares of Restricted Common Stock acquired pursuant to Ashland's stock incentive plans as approved by the shareholders and exempt pursuant to Rule 16b-3.
- (5) Stock Appreciation Right granted pursuant to Ashland's Amended Stock Incentive Plan which vests in three annual installments: 50% after the 1st year, the next 25% the 2nd year and the remaining 25% the 3rd year.

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.