

Edgar Filing: ASHLAND INC - Form 4

ASHLAND INC
 Form 4
 September 16, 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
 Aulen, Kenneth L.

 500 Diederich Boulevard
 Russell, Kentucky 41169
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
 September 12, 2002
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)
 Controller
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 Price
Common Stock				4,983 (1)
Common Stock				10,567 (2)
Common Stock	9-12-02	F (3)	3,182	D \$30.01
Common Stock	9-12-02	M	4,000	A \$23.875

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

1. Title of Derivative Security	2. Conversion or Exercise Price of	3. Transaction	4. Derivative Securities Acquired (A) or Disposed of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Percentage of Total Ownership
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	Deriva- tive Secu- rity	Date	Code	V	Amount	A/ D	Date Expir- ation	Title and Number of Shares
Option (5)	23.875	9-12-02	M		2,000	D	9-21-93 10-21-02	Common Stock 2,000
	23.875	9-12-02	M		1,000	D	9-21-94 10-21-02	Common Stock 1,000
	23.875	9-12-02	M		1,000	D	9-21-95 10-21-02	Common Stock 1,000
Option (5)	33.125						9-16-94 10-16-03	Common Stock 4,000
	33.125						9-16-95 10-16-03	Common Stock 2,000
	33.125						9-16-96 10-16-03	Common Stock 2,000
Option (6)	35.875						9-15-95 10-15-04	Common Stock 4,000
	35.875						9-15-96 10-15-04	Common Stock 2,000
	35.875						9-15-97 10-15-04	Common Stock 2,000
Option (6)	33.875						9-21-96 10-21-05	Common Stock 4,000
	33.875						9-21-97 10-21-05	Common Stock 2,000
	33.875						9-21-98 10-21-05	Common Stock 2,000
Option (6)	39.00						9-19-97 10-19-06	Common Stock 4,000
	39.00						9-19-98 10-19-06	Common Stock 2,000
	39.00						9-19-99 10-19-06	Common Stock 2,000
Option (7)	53.375						9-18-98 10-18-07	Common Stock 4,000
	53.375						9-18-99 10-18-07	Common Stock 2,000
	53.375						9-18-00 10-18-07	Common Stock 2,000
Option (7)	48.00						9-17-99 10-17-08	Common Stock 4,000

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	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 (7)	36.625						9-16-	10-16-	Common Stock	5,000	
							00	-09			
	36.625						9-16-	10-16-	Common Stock	5,000	
							01	-09			
	36.625						9-16-	10-16-	Common Stock	5,000	
							02	-09			
	36.625						9-16-	10-16-	Common Stock	5,000	
							03	-09			
Option (8)	36.38						9-20-	10-20-	Common Stock	5,000	
							02	-11			
	36.38						9-20-	10-20-	Common Stock	2,500	
							03	-11			
	36.38						9-20-	10-20-	Common Stock	2,500	
							04	-11			
Common Stock Units (9)	1-for-1								Common Stock	10,705	

Explanation of Responses:

1. Shares accrued for my account under Ashland's Leveraged Employee Stock Ownership Plan as of 8-31-02.
2. Based on Employee Savings Plan information as of 9-3-02, the latest date for which such information is reasonably available.
3. Delivery of shares in payment of option exercise price.
4. Joint with wife.
5. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Long-Term 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 1993 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 1997 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.
8. 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.
9. Common Stock Units acquired pursuant to Ashland's 1995 Deferred

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Compensation Plan as of 9-6-02 including Common Stock Units acquired through bi-weekly payroll contribution, and exempt under Rule 16b-3(d). (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

Kenneth L. Aulen

DATE

September 16, 2002