

Edgar Filing: ASHLAND INC - Form 4

ASHLAND INC
 Form 4
 December 30, 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
 Quin, J. Marvin

 P.O. Box 391
 50 E. RiverCenter Boulevard
 Covington, Kentucky 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 27, 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)
 Chief Financial Officer; Senior Vice President
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 | | | | 17,032 (1) |
| Common Stock | | | | 12,000 (2) |
| Common Stock | | | | 22,639 |

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. Derivative Acquired (A) or Disposed of (D) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Put or Call |
|---------------------------------|--|---------------------|---|--|---|--|----------------|
| | | | | | | | |

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| Priority | Date | Code | V | Amount | Exercisable | Expiry | Instrument | Quantity |
|------------|--------|------|---|--------|-------------|----------|--------------|----------|
| Option (3) | 35.875 | | | | 9-15-95 | 10-15-04 | Common Stock | 12,500 |
| | 35.875 | | | | 9-15-96 | 10-15-04 | Common Stock | 6,250 |
| | 35.875 | | | | 9-15-97 | 10-15-04 | Common Stock | 6,250 |
| Option (3) | 33.875 | | | | 9-21-96 | 10-21-05 | Common Stock | 12,500 |
| | 33.875 | | | | 9-21-97 | 10-21-05 | Common Stock | 6,250 |
| | 33.875 | | | | 9-21-98 | 10-21-05 | Common Stock | 6,250 |
| Option (3) | 39.00 | | | | 9-19-97 | 10-19-06 | Common Stock | 12,500 |
| | 39.00 | | | | 9-19-98 | 10-19-06 | Common Stock | 6,250 |
| | 39.00 | | | | 9-19-99 | 10-19-06 | Common Stock | 6,250 |
| Option (4) | 53.375 | | | | 9-18-99 | 10-18-07 | Common Stock | 5,000 |
| | 53.375 | | | | 9-18-00 | 10-18-07 | Common Stock | 5,000 |
| Option (4) | 53.375 | | | | 9-18-98 | 10-18-07 | Common Stock | 5,000 |
| Option (4) | 53.375 | | | | 9-18-98 | 10-18-07 | Common Stock | 5,000 |
| Option (4) | 48.00 | | | | 9-17-99 | 10-17-08 | Common Stock | 7,500 |
| | 48.00 | | | | 9-17-00 | 10-17-08 | Common Stock | 3,750 |
| | 48.00 | | | | 9-17-01 | 10-17-08 | Common Stock | 3,750 |
| Option (4) | 36.625 | | | | 9-16-00 | 10-16-09 | Common Stock | 12,500 |
| | 36.625 | | | | 9-16-01 | 10-16-09 | Common Stock | 12,500 |
| | 36.625 | | | | 9-16-02 | 10-16-09 | Common Stock | 12,500 |
| | 36.625 | | | | 9-16-03 | 10-16-09 | Common Stock | 12,500 |

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| | | | | | | | | | | | |
|------------------------|---------|--------|---|--|----|---|-------|--------|--------------|--------|------|
| Option (7) | 36.38 | | | | | | 9-20- | 10-20- | Common Stock | 10,000 | |
| | | | | | | | 02 | 11 | | | |
| | 36.38 | | | | | | 9-20- | 10-20- | Common Stock | 5,000 | |
| | | | | | | | 03 | 11 | | | |
| | 36.38 | | | | | | 9-20- | 10-20- | Common Stock | 5,000 | |
| | | | | | | | 04 | 11 | | | |
| Option (7) | 28.13 | | | | | | 9-19- | 10-19- | Common Stock | 11,250 | |
| | | | | | | | 03 | 12 | | | |
| | 28.13 | | | | | | 9-19- | 10-19- | Common Stock | 5,625 | |
| | | | | | | | 04 | 12 | | | |
| | 28.13 | | | | | | 9-19- | 10-19- | Common Stock | 5,625 | |
| | | | | | | | 05 | 12 | | | |
| Common Stock Units (8) | 1-for-1 | 12-27- | J | | 18 | A | | | Common Stock | 18 | \$27 |
| | | 02 | | | | | | | | | |
| | | | | | | | | | | | |

Explanation of Responses:

1. Shares accrued under Ashland's Leveraged Employee Stock Ownership Plan as of 9-30-02.
 2. Based on Employee Savings Plan information as of 9-30-02, the latest date for which such information is reasonably available.
 3. 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.
 4. 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.
 5. I hereby disclaim beneficial ownership of all securities owned by my daughter, Elizabeth Quin.
 6. I hereby disclaim beneficial ownership of all securities owned by my son, William Quin.
 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 12-27-02, 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)feature pursuant to the plan.
- SIGNATURE OF REPORTING PERSON
 Amelia A. McCarty - Attorney-in-Fact
 DATE
 December 30, 2002