

Edgar Filing: ASHLAND INC - Form 4

ASHLAND INC
 Form 4
 May 09, 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
 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
 April 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)
 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	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
Common Stock						4,983 (1)
Common Stock						10,098 (2)
Common Stock	4-23-01	F (3)	2,613	D	\$43.030	
Common Stock	4-23-01	M	3,686	A	\$30.50	
Common Stock	4-23-01	F (4)	387	D	\$43.030	
Common Stock	4-23-01	M	314	A	\$30.50	8,560 (5)

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Table II -- Derivative Securites 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)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call
Option (6)	30.50	4-23-01	M	2,000	D 9-19-92 10-19-01	Common Stock	2,000
	30.50	4-23-01	M	1,000	D 9-19-93 10-19-01	Common Stock	1,000
	30.50	4-23-01	M	1,000	D 9-19-94 10-19-01	Common Stock	1,000
Option (6)	23.875				D 9-21-93 10-21-02	Common Stock	2,000
	23.875				D 9-21-94 10-21-02	Common Stock	1,000
	23.875				D 9-21-95 10-21-02	Common Stock	1,000
Option (6)	33.125				D 9-16-94 10-16-03	Common Stock	4,000
	33.125				D 9-16-95 10-16-03	Common Stock	2,000
	33.125				D 9-16-96 10-16-03	Common Stock	2,000
Option (7)	35.875				D 9-15-95 10-15-04	Common Stock	4,000
	35.875				D 9-15-96 10-15-04	Common Stock	2,000
	35.875				D 9-15-97 10-15-04	Common Stock	2,000
Option (7)	33.875				D 9-21-96 10-21-05	Common Stock	4,000
	33.875				D 9-21-97 10-21-05	Common Stock	2,000
	33.875				D 9-21-98 10-21-05	Common Stock	2,000
Option (7)	39.00				D 9-19-97 10-19-06	Common Stock	4,000
	39.00				D 9-19-97 10-19-06	Common Stock	2,000

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							98	-06			
	39.00						9-19-99	10-19-06	Common Stock	2,000	
Option (8)	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 (8)	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						9-17-01	10-17-08	Common Stock	2,000	
Option (8)	36.625						9-16-00	10-16-09	Common Stock	5,000	
	36.625						9-16-01	10-16-09	Common Stock	5,000	
	36.625						9-16-02	10-16-09	Common Stock	5,000	
	36.625						9-16-03	10-16-09	Common Stock	5,000	
Common Stock Units (9)	1-for-1		J	57		A			Common Stock	57	

Explanation of Responses:

1. Shares accrued for my account under Ashland's Leveraged Employee Stock Ownership Plan as of 4-30-01.
2. Based on Employee Savings Plan information as of 5-2-01, the latest date for which such information is reasonably available, and includes transactions occurring on or after 1-3-01.
3. Shares surrendered in payment of option exercise price.
4. Withholding of shares to satisfy tax withholding obligation.
5. Joint with wife.
6. 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.
7. 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.
8. Employee stock option (represents a right to buy Ashland Common Stock)

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granted pursuant to Ashland's 1997 Stock 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 Compensation Plan as of 4-30-01 and includes transactions on or after 12-29-00, and exempt under Rule 16b-3(d). The price of the Common Stock Units on applicable valuation dates has varied from \$35.630 - \$42.510. (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

May 7, 2001