Edgar Filing: ASHLAND INC. - Form 4

ASHLAND INC. Form 4											
September 17, 200)9										
FORM 4		STATES					COMMISSION	N OMB	PPROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations	suant to S	CHAN	SECUI	BENEF RITIES	ICIAL O'	WNERSHIP OF	Estimated burden hou response	January 31, 2005 average urs per			
may continue. See Instruction 1(b).	Section 17(•	•	npany Act ay Act of 1	of 1935 or Sectio 940	on			
(Print or Type Respon	ses)										
1. Name and Address of Reporting Person <u>*</u> SCHAEFER GEORGE A JR			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
. ,	, , ,	Middle)	ASHLAND INC. [ASH] 3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director	neck all applicable)			
851 DELAWARE RIDGE LANE			09/15/2009				Difficer (give titleOther (specify below)Other (specify below)				
(S CINCINNATI, O	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting							
		(T in)					Person				
(City) (S	State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned		
	nsaction Date h/Day/Year)	2A. Deeme Execution 1 any (Month/Da	Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially own	ned directly	or indirectly.				
					Perso inforn requir	ns who res nation cont ed to resp ys a curre	spond to the collect tained in this form ond unless the for ntly valid OMB col	are not m	SEC 1474 (9-02)		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	9		(Instr. 5)

	Derivative Security				Secur Acqu (A) c Dispe of (D (Instr 4, and	nired or osed)) r. 3,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	09/15/2009	J <u>(2)</u>		28		(2)	(2)	Common Stock	28	\$ 43.8

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
SCHAEFER GEORGE A JR 851 DELAWARE RIDGE LANE CINCINNATI, OH 45226	Х							
Signatures								
/s/David B. Mattingly, Attorney-in-Fact		09/17/2009						
**Signature of Reporting Person		Date						

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) Each Restricted Stock Unit represents a right to receive one (1) share of Ashland Common Stock.

Restricted Stock Units acquired pursuant to Ashland's Deferred Compensation Plan for Non-Employee Directors as of 9-15-09 and (2) exempt from Rule 16b-3. (One (1) Restricted Stock Unit in the Deferred Compensation Plan for Non-Employee Directors is the equivalent of one (1) share of Ashland Common Stock.)

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.