Edgar Filing: HEALY BERNADINE - Form 4

HEALY BERNAL Form 4 February 01, 2010										
FORM 4		STATES		RITIES A			E COMMISSIO		PPROVAL 3235-028	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Filed pur	suant to S a) of the F	Section 1 Public U	SECUE 16(a) of th Itility Hol	RITIES ne Secur ding Co	ities Excha	WNERSHIP OF nge Act of 1934, of 1935 or Secti 940	Estimated burden hol response	urs per	5
(Print or Type Respon	ses)									
1. Name and Address HEALY BERNA		Person <u>*</u>	Symbol	er Name and AND INC		r Trading	5. Relationship Issuer			
(Last) (F	, , , ,	Middle)		of Earliest T Day/Year) 2010	ransactior	I	X Director Officer (giv below)		e) % Owner ner (specify	
(S GATES MILLS, 0	Street) OH 44040	4. If Amendment, Date Original Filed(Month/Day/Year) 4040 6. Individual or Joint/Group Filing(Che Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person		erson						
(City) (S	State)	(Zip)	Tab	ole I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date h/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) or l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a	a separate line	for each cla	ass of sec	urities bene	Perse infor requi	ons who res mation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst

	Derivative Security				(A) or Dispose (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	01/28/2010	А		2,385		(2)	(2)	Common Stock	2,385	\$4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HEALY BERNADINE 710 COUNTY LINE ROAD GATES MILLS, OH 44040	Х						
Signatures							
/s/David B. Mattingly, Attorney-in-Fact		02/01/2	010				

**Signature of Reporting Person

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).

Date

(1) Each Restricted Stock Unit represents a right to receive one (1) share of Ashland Common Stock.

Grant of deferred Restricted Stock Units pursuant to Ashland's Deferred Compensation Plan for Non-Employee Directors, and exempt
 under Rule 16b-3. The Restricted Stock Units will vest one year after date of grant. (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.