

HAUSRATH DAVID L
Form 4
August 19, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAUSRATH DAVID L

(Last) (First) (Middle)
P O BOX 391
(Street)
ASHLAND, KY 41101
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ASHLAND INC. [ASH]

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 Ownership (Instr. 4)
				(A) or (D)	Amount or Price			
Common Stock	08/17/2005		M		3,503 A \$ 30.2	8,851	D	
Common Stock	08/17/2005		S		3,503 D \$ 60.95	5,348	D	
Common Stock	08/18/2005		M		4,851 A \$ 44.01	10,199	D	
Common Stock	08/18/2005		M		8,049 A \$ 30.2	18,248	D	
Common Stock	08/18/2005		S		12,900 D \$ 60.148	5,348	D	

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Common Stock	1,671 ⁽³⁾	I	401(K)
Common Stock	3,988 ⁽⁴⁾	I	LESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options (Right to buy)	\$ 30.2 ⁽²⁾	08/17/2005		M ⁽¹⁾	3,503 ⁽²⁾	09/16/2000 10/16/2009	Common Stock	3,503
Stock Options (Right to buy)	\$ 30.2 ⁽²⁾	08/18/2005		M ⁽¹⁾	8,049 ⁽²⁾	09/16/2000 10/16/2009	Common Stock	8,049
Stock Options (Right to buy)	\$ 44.01 ⁽²⁾	08/18/2005		M ⁽¹⁾	4,851 ⁽²⁾	09/18/1998 10/18/2007	Common Stock	4,851

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAUSRATH DAVID L P O BOX 391 ASHLAND, KY 41101			Senior Vice President	

Signatures

Jami K. Suver,
Attorney-in-Fact

08/19/2005

__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) 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.
- (2) Reflects the automatic adjustment to both the number of stock options and the exercise price of the options to preserve the intrinsic value of the options pursuant to the terms of Ashland's Amended and Restated Incentive Plan.
- (3) Based on Employee Savings Plan information as of 8-17-05, the latest date for which such information is reasonably available.
- (4) Shares accrued under Ashland's Employee Stock Ownership Plan as of 8-17-05.

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.