

ASHLAND INC.  
Form 4  
August 19, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
JACKSON MANNIE L

(Last) (First) (Middle)  
5016 MOUNT PLEASANT LANE  
(Street)

LAS VEGAS, NV 89113

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
08/18/2005

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)

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)	(A) or (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 Ownership (Instr. 4)
Common Stock	08/18/2005		M	1,212	A	\$ 35.56 3,212	D	
Common Stock	08/18/2005		M	1,212	A	\$ 43.5 4,424	D	
Common Stock	08/18/2005		M	3,032	A	\$ 38.56 7,456	D	
Common Stock	08/18/2005		M	3,032	A	\$ 22.45 10,488	D	
Common Stock	08/18/2005		M	8,490	A	\$ 50.02 18,978	D	
	08/18/2005		S	16,978	D	2,000	D	

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Common Stock \$ 60.29

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

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(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)	\$ 22.45	08/18/2005		M <sup>(1)</sup>	3,032 (2)	07/30/2003 02/28/2013	Common Stock	3,032
Stock Options (Right to buy)	\$ 35.56	08/18/2005		M <sup>(3)</sup>	1,212 (2)	07/31/1997 01/31/2007	Common Stock	1,212
Stock Options (Right to buy)	\$ 38.56	08/18/2005		M <sup>(1)</sup>	3,032 (2)	07/31/2002 02/29/2012	Common Stock	3,032
Stock Options (Right to buy)	\$ 43.5	08/18/2005		M <sup>(3)</sup>	1,212 (2)	07/30/1998 01/30/2008	Common Stock	1,212
Stock Options (Right to buy)	\$ 50.02	08/18/2005		M <sup>(1)</sup>	8,490 (2)	07/27/2005 02/27/2015	Common Stock	8,490

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACKSON MANNIE L 5016 MOUNT PLEASANT LANE LAS VEGAS, NV 89113	X			

## 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) Stock options (represents a right to buy Ashland Common Stock) under Ashland's Amended and Restated Incentive Plan. The 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) Stock options (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Deferred Compensation Plan for Non-Employee Directors. The stock option includes a tax withholding feature pursuant to the plan.

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.