Saunier Patrick H Form 4 May 05, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

January 31, Expires: 2005

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Saunier Patrick H			2. Issuer Name and Ticker or Trading Symbol LUBRIZOL CORP [LZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First) (Mid	dle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
29400 LAKELAND BOULEVARD		05/01/2009	X Officer (give title Other (specify below) VP			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
WICKLIFFE, OH 44092				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Shares	05/01/2009		M	3	A	(1)	22,032 (2)	D	
Common Shares	05/01/2009		D	2	D	\$ 43.22	22,030 (2)	D	
Common Shares	05/01/2009		F	5	D	\$ 43.22	22,025 (2)	D	
Common Shares							3,442	I	By 401(k) Plan

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

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SEC 1474 (9-02)

Shares

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. onNumber	6. Date Exercisable and		7. Title and Amount of Underlying Securities		8. Pr
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Tear)	any (Month/Day/Year)	Code (Instr. 8)	onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr. 3 and		Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Share	<u>(1)</u>	05/01/2009		M	3	05/01/2009	05/01/2009	Common	3	\$

Reporting Owners

Reporting Owner Name / Address	Relation	ships	
• •			

Director 10% Owner Officer Other

Saunier Patrick H

Units

29400 LAKELAND BOULEVARD VP

WICKLIFFE, OH 44092

Signatures

Benita R. Burton for Patrick H.

Saunier 05/05/2009

**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 phantom share units is the economic equivalent of one share of common stock of The Lubrizol Corporation and is converted on a one-for-one basis.
- (2) The amount of securities beneficially owned following the transaction includes common shares acquired pursuant to dividend reinvestment, exempt under Rule 16a-11.
- (3) The amount of derivative securities following the transaction includes phantom shares units acquired pursuant to reinvestment of dividend equivalents, exempt pursuant to Rule 16a-11.

Reporting Owners 2

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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.