Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

OMB APPROVAL OMB Number:

Estimated average burden hours per response: 0.5

| Name and Address of Reporting Person     QUIN J MARVIN |   |  |  |  |                  | ASHLAND INC [ ASH ]   |   |       |            |  |      |  |  |               |        | heck all a<br>Di                                    | all applicable)  Director               |  | 10% O   |                              | wner   |
|--|---|--|--|--|------------------|---|---|-------|------------|--|------|--|--|---------------|--------|---|---|--|---|------------------------------|--|
| (Last) (First) (Middle) 50 E. RIVERCENTER BOULEVARD    |   |  |  |  |                  | 3. Date of Earliest Transaction (Month/Day/Year) 06/15/2005 |   |       |            |  |      |  |  |               |        |   | Officer (give title below)  Chief Final |  |   | Other (<br>below)<br>Officer | specify  |
| (Street) COVINGTON KY 41012-039 (City) (State) (Zip)   |   |  |  | 91   | 4. 1             | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |       |            |  |      |  |  |               | 6. Lin | ie)<br><mark>X</mark> Fo                            |   |  |   |                              |  |
|  |   | Tab  | le I - Nor                                     | n-Deriv                                    | ative            | e Sec   | curiti  | es Ao | cqu        | ıired,   | Disp | osed   | of, o  | r Ben         | eficia | lly Ow  | nec                                     | t  |   |                              |  |
| 1. Title of Security (Instr. 3)                        |   |  |  | 2. Transaction<br>Date<br>(Month/Day/Year) |                  |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |       |            | 3.<br>Transaction<br>Code (Instr.<br>8)                      |      | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3,<br>5) |  |               |        | 4 and Securit                                       |   | es<br>ally<br>Following  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                              | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |
|  |   |  |  |  |                  |   |   |       |            | Code   | v    | Amoun  | t  | (A) or<br>(D) | Price  | Tra   | Transaction(s)<br>(Instr. 3 and 4)      |  |   |                              | (111311. 4)  |
| Common Stock   |   |  |  |  |                  |   |   |       |            |  |      |  |  |               |        |   | 37,533                                  |  |   | D                            |  |
| Common Stock   |   |  |  |  |                  |   |   |       |            |  |      |  |  |               |        | 7,0   |   | 32(1)  |   | I                            | LESOP  |
| Common Stock   |   |  |  |  |                  |   |   |       |            |  |      |  |  |               |        |   | 2,564 <sup>(2)</sup>                    |  |   | I                            | 401(K)   |
|  |   | Т  | able II - I<br>)                               | Derivat<br>e.g., p                         |                  |   |   |       |            |  |      |  |  |               |        | / Own   | ed                                      |  |   |                              |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)    | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Day | Date,                                      | Code (Inst       |   | n of  |       | Exp        | 6. Date Exercisable a<br>Expiration Date<br>(Month/Day/Year) |      |  | nd 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secur<br>(Instr. 3 and 4) |               |        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |   | 9. Number<br>derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | Ownershi<br>Form:<br>y Direct (D)<br>or Indirec<br>(I) (Instr. 4  |                              | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |  |  | Code             | v   | (A)   | (D)   | Dat<br>Exe | te<br>ercisable  |      | piration<br>te   | Title  | 0 0           | lumber |   |   |  |   |                              |  |
| Common<br>Stock  | \$0 <sup>(3)</sup>  | 06/15/2005                                 |  | I  | J <sup>(4)</sup> |   | 214   |       |            | (4)  |      | (4)  | Com  |               | 214    | \$69.6  | 2                                       | 76,796   |   | D                            |  |

## **Explanation of Responses:**

1. Shares accrued under Ashland's Leveraged Employee Stock Ownership Plan as of 6-15-05.

- 2. Based on Employee Savings Plan information as of 6-15-05, the latest date for which such information is reasonably available.
- 3. 1-for-1

Units

4. Common Stock Units acquired pursuant to Ashland's Deferred Compensation Plan as of 6-15-05, and exempt under Rule 16b-3(d). (One (1) Common Stock Unit in the Deferred Compensation Plan is the equivalent of one (1) share of Ashland Common Stock.)

Jami K. Suver, Attorney-in-

**Fact** 

Stock

06/17/2005 \*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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