SEC Form 4

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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

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

1. Name and Address of Reporting Person* BOSTAPH KARL R.			2. Issuer Name and Ticker or Trading Symbol <u>ASHLAND INC.</u> [ASH]		ationship of Reporting Pers k all applicable) Director	10% Owner					
(Last) 8145 BLAZER I	(First) DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/17/2023	X	Officer (give title below) SVP, OPERAT	Other (specify below) IONS					
(Street) WILMINGTON	DE	19808	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting Person					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intersatisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, Transaction Disposed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	11/17/2023(1)		М		278	A	\$76.9	5,144	D	
Common Stock	11/17/2023(1)		F ⁽²⁾		107	D	\$76.9	5,037	D	
Common Stock	11/17/2023(1)		М		378	A	\$76.9	5,415	D	
Common Stock	11/17/2023(1)		F ⁽²⁾		146	D	\$76.9	5,269	D	
Common Stock	11/17/2023(1)		A		412	A	\$76.9	5,278	D	
Common Stock	11/17/2023(1)		F ⁽³⁾		10	D	\$76.9	5,268	D	
Common Stock	11/18/2023(1)		М		247	A	\$78.32	5,516	D	
Common Stock	11/18/2023(1)		F ⁽²⁾		95	D	\$78.32	5,421	D	

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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D (Instr and 5	rities lired r osed) 1. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(4)	11/17/2023		М			278	(5)	(5)	Common Stock	278	\$0	0	D	
Restricted Stock Units	(4)	11/17/2023		М			378	(5)	(5)	Common Stock	378	\$0	758	D	
Restricted Stock Units	(4)	11/18/2023		М			247	(5)	(5)	Common Stock	247	\$ 0	248	D	

Explanation of Responses:

1. Due to a delay in the receipt of information from the third party administrator, these transactions are being reported late.

2. Payment of tax liability by withholding securities incident to the vesting of Restricted Stock Units, acquired pursuant to Ashland's incentive plan as approved by the shareholders and exempt pursuant to Rule 16b-3.

3. Payment of tax liability by withholding securities incident to the vesting of Performance Share Units, acquired pursuant to Ashland's incentive plan as approved by the shareholders and exempt pursuant to Rule 16b-3.

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

5. Grant of Restricted Stock Units, pursuant to Ashland's incentive plan as approved by the shareholders and exempt pursuant to Rule 16b-3. The shares in this grant will vest in three equal annual installments beginning one year from the date of grant, provided that the Reporting Person remains in continuous employment with the Issuer.

Serena S. Kenost, Attorney-in-Fact <u>11/27/2023</u>

** 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. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.