FORM 4

obligations may continue. See Instruction 1(b).

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person* TEAL JANICE															(Che	eck all appl	,	g Per	son(s) to Iss 10% O Other (s	wner
	ZEZE DELICAN DAN DIND					3. Date of Earliest Transaction (Month/Day/Year) 01/26/2017										below			below)	
(Street) NAPLES (City)			34108 (Zip)		4. If	f Ame	endment	t, Date	e of Origi	nal Fil	ed (M	lonth/D	ay/Year)		Line) <mark>K</mark> Form	Joint/Group filed by One filed by Mor n	e Rep	orting Perso	on
		Tab	le I - Non	-Deriva	ative	Se	curitie	es A	cquire	d, Di	ispo	sed o	of, or Be	enef	iciall	y Owne	d			
Date				2. Transa Date (Month/D		ar) E	Execution	A. Deemed execution Date, fany Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acqui d Of (D) (In			5. Amor Securiti Benefic Owned Reporte	ties F cially (I Following (I		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Cod	e v	A	Amount (A) or (D)		or	rice	Transac (Instr. 3	tion(s)			`
		Т	able II - D										, or Ben ble sec			Owned			·	•
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, T	4. Transactic Code (Ins 8)				6. Date Exercisal Expiration Date (Month/Day/Year			Amount of		of S Ig Security		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Own Forn Direc or In (I) (Ir	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V		(A)	(D)	Date Exercis	able	Expira Date	ation	Title	Amo or Num of Shai	ber					
Restricted Stock Units	(1)	01/26/2017			A		946		(2)		(2	2)	Common Stock	94	6	\$116.25	6,016 ⁽³⁾		D	

Explanation of Responses:

- 1. Each Restricted Stock Unit represents a right to receive one (1) share of Ashland Common Stock.
- 2. Grant of deferred Restricted Stock Units pursuant to Ashland's Deferred Compensation Plan for Non-Employee Directors, and exempt under Rule 16b-3. The Restricted Stock Units will vest one year after date of grant. (One (1) Restricted Stock Unit in the Deferred Compensation Plan for Non-Employee Directors is the equivalent of one (1) share of Ashland Common Stock.)
- 3. Balance includes 17 additional Restricted Stock Units acquired in lieu of cash dividends paid on December 15, 2016 pursuant to Ashland's Deferred Compensation Plan and exempt under Rule 16b-3. One (1) Restricted Stock Unit is the equivalent of one (1) share of Ashland Common Stock).

/s/ Jennifer I. Henkel, 01/27/2017 Attorney-in-Fact

** 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.