LUBRIZOL CORP

Form 4

December 03, 2007

FORM 4

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

OMB 3235

Check this box if no longer subject to

STATEMENT OF CHANGES IN

Number: 3235-0287 Expires: January 31, 2005

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Common

Shares

Shares

11/29/2007

11/29/2007

(Print or Type Responses)

1. Name and Address of Reporting Person * KIRK STEPHEN F			2. Issuer Name and Ticker or Trading Symbol LUBRIZOL CORP [LZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Francisco		
			(Month/Day/Year)	Director 10% Owner		
29400 LAKELAND BLVD			11/29/2007	_X_ Officer (give title Other (specify below)		
				Senior Vice President		
	(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) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 80,680.0848 11/29/2007 M 15,100 A D **Shares** 43.065 (1) Common 80,480.0848 \$65.79 11/29/2007 S 200 D D (1) **Shares** Common 79,980.0848 \$ 65.8 S 500 D 11/29/2007 Shares

900

400

S

S

D	ψ 05.0	(1)	D
D		79,080.0848 (1)	D
D	\$ 65.82	78,680.0848 (1)	D

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Common Shares	11/29/2007	S	1,344	D	\$ 65.83	77,336.0848 (1)	D	
Common Shares	11/29/2007	S	700	D	\$ 65.84	76,636.0848 (1)	D	
Common Shares	11/29/2007	S	1,300	D	\$ 65.85	75,336.0848 (1)	D	
Common Shares	11/29/2007	S	1,456	D	\$ 65.86	73,880.0848 (1)	D	
Common Shares	11/29/2007	S	800	D	\$ 65.87	73,080.0848 (1)	D	
Common Shares	11/29/2007	S	600	D	\$ 65.88	72,480.0848 (1)	D	
Common Shares	11/29/2007	S	800	D	\$ 65.89	71,680.0848 (1)	D	
Common Shares	11/29/2007	S	800	D	\$ 65.9	70,880.0848 (1)	D	
Common Shares	11/29/2007	S	500	D	\$ 65.91	70,380.0848 (1)	D	
Common Shares	11/29/2007	S	400	D	\$ 65.92	69,980.0848 (1)	D	
Common Shares	11/29/2007	S	1,700	D	\$ 65.94	68,280.0848 (1)	D	
Common Shares	11/29/2007	S	200	D	\$ 65.95	68,080.0848 (1)	D	
Common Shares	11/29/2007	S	600	D	\$ 65.96	67,480.0848 (1)	D	
Common Shares	11/29/2007	S	1,100	D	\$ 65.99	66,380.0848 (1)	D	
Common Shares	11/29/2007	S	800	D	\$ 66	65,580.0848 (1)	D	
Common Shares						129.8884 (2)	I	Trust

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

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

(9-02)

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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)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securition (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 43.065	11/29/2007		M		15,100	12/12/2005(3)	12/12/2015	Common Shares	30,2

Reporting Owners

Reporting Owner Name / Address	Keiationsinps					
	Director	10% Owner	Officer	Other		

KIRK STEPHEN F 29400 LAKELAND BLVD WICKLIFFE, OH 44092

Senior Vice President

Deletionships

Signatures

/s/Stephen F. Kirk by Peggy A. Wyszynski 12/03/2007

**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) Reflects acquisitions pursuant to a dividend reinvestment plan exempt under Rule 16a-11.
- (2) Reflects end-of-period holdings resulting from acquisitions pursuant to a qualified plan, which are exempt under Rule 16b-3(c).
- (3) Options vest 50% one year after grant date, 75% two years after grant date and 100% three years after grant date.

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.

Reporting Owners 3