Edgar Filing: NOONAN PATRICK F - Form 4

NOONAN PA Form 4	TRICK F									
December 19,	2005									
FORM	4								PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSION	OMB Number:	3235-0287	
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruc 1(b).	Filed pur Filed pur Section 17(STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> NOONAN PATRICK F			Symbol	er Name an		C C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				AND INC						
(Last) (First) (Middle) 11901 GLEN MILL			 Date of Earliest Transaction (Month/Day/Year) 12/15/2005 				X_ Director 10% Owner Officer (give title Other (specify below) below)			
POTOMAC,	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)			~ • •	~ · ·				
1.Title of 2.	(State) . Transaction Date Month/Day/Year)		ed Date, if	3. Transactic Code (Instr. 8) Code V	4. Secur onAcquired Disposed (Instr. 3,	ities d (A) or d of (D) 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Repor	rt on a separate line	e for each cl	ass of sec	urities bene	Pers infor requ	ons who re mation con ired to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the for ently valid OMB co	are not m	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			(Instr. 5)

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	Derivative Security			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Units	\$ 0 <u>(1)</u>	12/15/2005	J <u>(2)</u>		83		(2)	(2)	Common Stock	83	\$ 56.87

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer Other					
NOONAN PATRICK F 11901 GLEN MILL POTOMAC, MD 20854	х							
Signatures								
David B. Mattingly, Attorney-in-Fact		12/19/200	95					
**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) 1-for-1

Common Stock Units acquired pursuant to Ashland's Deferred Compensation Plan for Non-Employee Directors as of 12-15-05, payable
 (2) in cash or stock upon termination of service and exempt under Rule 16b-3. (One (1) Common Stock Unit in the Deferred Compensation Plan for Non-Employee Directors is the equivalent of one (1) share of Ashland Common Stock.)

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.