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LUBRIZOL CORP Form 4 March 26, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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Name and Address of Reporting Person* Madar, William P.					ame and Tick zol Corpora		_	ymbol 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 29400 Lakeland Boulevard (Street) Wickliffe, OH 44092				ortin	entification N g Person, (voluntary)	Numbe		th/Day/Year	X Director 10% Owner Officer (give title below) Other (specify below) 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
							Date	of Original (hth/Day/Year) [
(Cit	ty) (State) ((Zip)	7	[abl	e I Non-D	erivat	ive Secu	rities Acquired, Dispos	sed of, or Benef	icially Owned		
1. Title of 2. Trans- 2A. Deeme Security action Execution Date, (Month/ Day/ if any			3. Transaction Code (Instr. 8		4. Securities or Disposed (Instr. 3, 4 &	of (D)		5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	(Instr. 4)		
Common 03/24/03 Shares		A		233.3333	A	\$30.00	19,832.421	<u>(1)</u> D				

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	ØMonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-	-	8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					()								(D) or Indirect (I) (Instr. 4)		
				Code	V	(A)				Title	Amount				
								Exer-cisable	tion		or				l
									Date		Number				l
											of				l
											Shares				l

Explanation of Responses:

(1) Reflects acquisitions pursuant to a dividend reinvestment plan exempt under Rule 16a-11.

By: /s/ William P. Madar by Leslie M. Reynolds 03/26/03

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).