LUBRIZOL CORP Form 4 April 30, 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

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OMB APPROVAL

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

| 1. Name and Ado Blumberg, Jera | | | me and Tic ol Corpora | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|-----------------------------------|----------------------|-------------|--------------------------|---------|---|--|--|-------------------------------------|------------------|-------------------------------|--|--|
| (Last) 29400 Lakeland | of Reporting Person, | | | | M | Statement for onth/Day/Year / 28/03 | X Director 10% OwnerOfficer (give title below) Other (specify below) | | | | | |
| | | | | | 5. | lf Amendment, | 7. Individual or | 7. Individual or Joint/Group Filing | | | | |
| | | | | | | | | te of Original | · · · · · | Check Applicable Line) | | |
| Wickliffe, OH 4 | Wickliffe, OH 44092 | | | | | | (M | onth/Day/Year) | X Form filed by | K Form filed by One Reporting | | |
| | | | | | | | | | Person | | | |
| | | | | | | | | | Form filed by | Form filed by More than One | | |
| | | | | | | | | | Reporting Person | | | |
| (City) | Т | able | I Non-E |)erivat | ive Se | curities Acquired, Disj | red, Disposed of, or Beneficially Owned | | | | | |
| 1. Title of | 2. Trans- | 2A. Deemed | 3. Trans | - | 4. Securitie | es Acqu | ired | 5. Amount of | 6. Owner- | 7. Nature of | | |
| Security | action | Execution | action Code | | (A) or Disposed of (D | | | Securities | ship Form: | Indirect | | |
| (Instr. 3) | Date | Date, | | | (Instr. 3, 4 & 5) | | | Beneficially | Direct (D) | Beneficial | | |
| | (Month/ Day/ | if any | Code | V | Amount | (A) | Price | Owned Follow- | or Indirect (I) | Ownership | | |
| | Year) | (Month/Day/ | | | | or | | ing Reported | (Instr. 4) | (Instr. 4) | | |
| | | Year) | | | | (D) | | Transactions(s) | | | | |
| | | | | | | (Instr. 3 & 4) | | | | | | |

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).

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

| (e.g., puts, cans, warrants, options, convertible securities) | | | | | | | | | | | | |
|---|------------|-----------|-----------|---------|------------|---------------------|----------------|-------------|----------------|-----------|-------------|--|
| 1. Title of | 2. Conver- | 3. Trans- | 3A. | 4. | 5. | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number of | 10. | 11. Nature | |
| Derivative | sion or | action | Deemed | Trans- | Number | and Expiration | Amount of | Derivative | Derivative | Owner- | of Indirect | |
| Security | Exercise | Date | Execution | action | of | Date | Underlying | Security | Securities | ship | Beneficial | |
| | Price of | | Date, | Code | Derivative | (Month/Day/ | Securities | (Instr. 5) | Beneficially | Form | Ownership | |
| (Instr. 3) | Derivative | (Month/ | if any | | Securities | Year) | (Instr. 3 & 4) | | Owned | of Deriv- | (Instr. 4) | |
| | Security | Day/ | (Month/ | (Instr. | Acquired | | | | Following | ative | | |
| | | Year) | Day/ | 8) | (A) or | | | | Reported | Security: | | |
| | | | Year) | | Disposed | | | | Transaction(s) | Direct | | |
| | | | | | of (D) | | | | (Instr. 4) | (D) | | |
| | | | | | | | | | | or | | |
| | | | | | | 1 | | | l | | | |

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

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| | | | | (Instr. 4 & 5 | | | | | | | Indirect (I) | | |
|-----------|---------|----------|------|------------------|-----|--------------|----------|--------|--------|--|-----------------|------------|--|
| | | | Code | (A) | (D) | Date | Expira- | Title | Amount | | | (Instr. 4) | |
| | | | | | | Exer-cisable | tion | | or | | | | |
| | | | | | | | Date | | Number | | | | |
| | | | | | | | | | of | | | | |
| | | | | | | | | | Shares | | | | |
| Director | \$30.68 | 04/28/03 | Α | 2,500 | | (1) | 04/28/13 | Common | 2,500 | | 2,500 | D | |
| Stock | | | | | | | | Shares | | | | | |
| Option | | | | | | | | | | | | | |
| (Right to | | | | | | | | | | | | | |
| Buy) | | | | | | | | | | | | | |

Explanation of Responses:

(1) Options vest 50% one year after grant date, 75% two years after grant date and 100% three years after grant date.

By: /s/ Jerald A. Blumberg by Leslie M. Reynolds April 30, 2003

Date

**Signature of Reporting Person

**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.

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