

Edgar Filing: LUBRIZOL CORP - Form 4

LUBRIZOL CORP
 Form 4
 March 09, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Bauer, Joseph W.
 29400 Lakeland Boulevard
 Wickliffe, OH 44092
2. Issuer Name and Ticker or Trading Symbol
 The Lubrizol Corporation
 LZ
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 02/28/01
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President and General Counsel
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned at End of Month
			Amount	Price	
Common Shares	2/21/01	M	2,500	\$25.7813	
Common Shares	2/21/01	M	3,000	\$21.3428	
Common Shares	2/21/01	S	4,720	\$31.45	1,882.7648
Common Shares					1,951.8336 (1)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction	4. Transaction	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
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	Price of Derivative Security	Date	Code	V	Amount	posed of (D)	Day/Year	Date	Expiration	Title and Number of Shares
Employee Stock Option (Right to Buy)	\$25.7813	2/21/01	M		2,500	D	Curre	3/25/2001		Common Share 2,500
Employee Stock Option (Right to Buy)	\$21.3438	2/21/01	M		3,000	D	(2)	3/22/2009		Common Share 3,000

Explanation of Responses:

(1) Reflects end-of-period holdings resulting from acquisitions pursuant to a qualified plan, which are exempt under Section 16b-3(c).

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

SIGNATURE OF REPORTING PERSON

/s/ Joseph W. Bauer by Leslie M. Reynolds

DATE

March 9, 2001