

Edgar Filing: TIERNEY JOHN F - Form 4

TIERNEY JOHN F
 Form 4
 January 27, 2003

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
 John F. Tierney
 15501 North Dial Boulevard
 Suite 2212
 AZ, Scottsdale 85260-1619
2. Issuer Name and Ticker or Trading Symbol
 The Dial Corporation (DL)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 1/23/2003
5. If Amendment, Date of Original (Month/Day/Year)
 1/23/2003
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Senior Vice President and Controller
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. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	3A. Deemed Execu- tion	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	5. Amount of Securities Beneficially Owned Following Reported Trans(s)	Price
The Dial Corporation Common Stock (401(K)) Stock Holdings)			I	V	2.892	A	1519.906	1
The Dial Corporation Common Stock (Emplo yee Stock Purchase P lan)							1930.33909	

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

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva-	3. Trans- action	3A. Deemed Execu- tion	4. Trans- action	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D)	6. Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir	7. Title and Amount of Underlying Securities	8. P of vat Sec rit
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Acquisitive Security	(Month/Day/Year)	(Month/Day/Year)	Code	Amount	A/D	Exercise Price	Expiration Date	Title and Number of Shares
Options - Right To Buy	14.34					2	06/29/2011	The Dial Corporation Common Stock
Options - Right to Buy	14.8438					2	03/01/2010	The Dial Corporation Common Stock
Options - Right to Buy	29.7188					3	08/04/2009	The Dial Corporation Common Stock
Options - Right to Buy	30.75					3	02/16/2009	The Dial Corporation Common Stock
Options - Right to Buy	24.2188					3	12/31/2009	The Dial Corporation Common Stock
Options-Right To Buy	13.4688					2	01/25/2011	The Dial Corporation Common Stock
Phantom Stock Units	1-for-1	1/23/2003	A	1.2733	A	4		The Dial Corporation Common Stock
Phantom Stock Units	1-for-1	1/23/2003	A	18.3048	A	5		The Dial Corporation Common Stock

Explanation of Responses:

- Between October 16, 2002 and January 17, 2003, the reporting person acquired 2.89 shares of The Dial Corporation Common Stock under The Dial Corporation 401(k) Savings Plan.
- Granted pursuant to the 1996 Stock Incentive Plan. 1/3 of the options vest on the first anniversary of the grant date; 1/3 vest after the second anniversary of the grant date; and the final 1/3 vest after the third anniversary of the grant date. All options vest in the event of a change in control. Each option contains a Change in Control Cash-Out whereby, in the event of a change in control, the participant may elect to surrender all or part of the stock option to the Corporation and to receive cash in
- Granted pursuant to the 1996 Stock Incentive Plan. Options vest 1/3 after the stock price increases 20% over grant price, but only if 1 year has passed since grant date; 1/3 after the stock price increases 40%, but only if 2 years have passed since grant date; and the final 1/3 after the stock price increases 60%, but only if 3 years have passed since grant date. All options vest in the event of a change in control or 5 years from the grant date. Each option contains a Change in Control Cash-Out whereby exercisable price per share of stock under the stock option multiplied by the

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number of shares of stock granted under the stock option.

4. On January 23, 2003, the reporting person acquired 1.27 discount phantom stock units at a price of \$19.83 as a result of the dividend payment under the Corporations Management Deferred Compensation Plan, but which vest at the end of the second plan year

following the plan year in which such units were acquired.

5. On January 23, 2003, the reporting person acquired 18.30 phantom stock units at a price of \$19.83 as a result of the dividend payment under the Corporations Management Deferred Compensation Plan.

SIGNATURE OF REPORTING PERSON

John F. Tierney

/s/ Dianne B. Stoehr, Attorney-In-Fact