

Edgar Filing: TIERNEY JOHN F - Form 4

TIERNEY JOHN F  
 Form 4  
 February 10, 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  
 2/6/2003
5. If Amendment, Date of Original (Month/Day/Year)
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	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
The Dial Corporation Common Stock	2/6/ 2  003		M	6562.08 1	A		
The Dial Corporation Common Stock	2/6/ 2  003		F	2144.084943 2	D		4417.995057
The Dial Corporation Common Stock (401(K) ) Stock Holdings)							1519.906
The Dial Corporation Common Stock (Emplo yee Stock Purchase P lan)							1934.387858

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

Edgar Filing: TIERNEY JOHN F - Form 4

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction	3A. Deemed Execution	4. Transaction Code	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. Price of Underlying Securities
Options - Right To Buy	14.34					3   06/29/2011	The Dial Corporation Common Stock	
Options - Right to Buy	14.8438					3   03/01/2010	The Dial Corporation Common Stock	
Options - Right to Buy	29.7188					4   08/04/2009	The Dial Corporation Common Stock	
Options - Right to Buy	30.75					4   02/16/2009	The Dial Corporation Common Stock	
Options - Right to Buy	24.2188					4   12/31/2009	The Dial Corporation Common Stock	
Options-Right To Buy	13.4688					3   01/25/2011	The Dial Corporation Common Stock	
Phantom Stock Units	1-for-1	2/6/2010		M	6562.08	D   1	The Dial Corporation Common Stock	6562.08
Phantom Stock Units	1-for-1					5	The Dial Corporation Common Stock	

Explanation of Responses:

1. Represents a pay-out under the Management Deferred Compensation Plan of 6562.08 phantom stock units at a price range of \$19.39 to \$20.66, as specified under the Plan.
2. Payment of tax liability associated with a pay-out under the Management Deferred Compensation Plan, as specified under the Plan.
3. 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
4. Granted pursuant to the 1996 Stock Incentive Plan. Options vest 1/3 after

Edgar Filing: TIERNEY JOHN F - Form 4

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 gra

nt 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 whereb

exercisable price per share of stock under the stock option multiplied by the number of shares of stock granted under the stock option.

5. Discount stock units accrued under the Corporation's Management Deferred Compensation Plan.

SIGNATURE OF REPORTING PERSON

John F. Tierney

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