

Edgar Filing: DIAL CORP /NEW/ - Form 4

DIAL CORP /NEW/
 Form 4
 January 29, 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
 Conrad A. Conrad
 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
 1/29/2003
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)
 Executive Vice President & Chief Financial Officer
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							12000
The Dial Corporation Common Stock (401(K)) Stock Holdings)							554.216
The Dial Corporation Common Stock (Emplo yee Stock Purchase P lan)	1/29/ 2003		I	1.634504	A	19.07	1355.322256 1

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

1. Title of Derivative Security	2. Con- version or Exer	3. Trans- action	3A. Deemed	4. Trans- action	5. Number of De rivative Secu rities Acqui	6. Date Exer cisable and Expiration	7. Title and Amount of Underlying Securities	8. P of vat
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	Exercise Price of Derivative Security	Exercise (Month/Day/Year)	Expiration (Month/Day/Year)	Code	Amount	Acquired (Date)	Disposed (Date)	Title and Number of Shares
Options - Right To Buy	13.9850					2	08/31/2003	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					4		The Dial Corporation Common Stock
Phantom Stock Units	1-for-1					5		The Dial Corporation Common Stock

Explanation of Responses:

1. On January 29, 2003, the reporting person acquired a total of 1.63 shares as a result of a dividend payment under The Dial Corporation Employee Stock Purchase Plan.

2. Granted pursuant to the 1996 Stock Incentive Plan. The options shall vest on August 31, 2001. 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 an amount equal to the amount by which the Change in Control Price per share of stock shall exceed the exercisable price per share of stock under the stock option multiplied by the number of shares of stock.

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 an amount equal to the amount by which the Change in Control Price per share of stock shall exceed the exercisable price per share of stock under the stock option multiplied by the number of shares of stock.

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

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

SIGNATURE OF REPORTING PERSON

Conrad A. Conrad

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