

Edgar Filing: SHOOK BRIAN T - Form 4

SHOOK BRIAN T
 Form 4
 March 10, 2003

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(X) 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
 Brian T. Shook
 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
 3/7/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner Officer (give title below) Other
 (specify below)
 Vice President & General Manager-Food Products
7. Individual or Joint/Group Filing (Check Applicable Line)
 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 (401(K)) Stock Holdings)			I V	216.327	A		3749.534 1

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

1. Title of Derivative Security	2. Con- version Price of Deriva- tive Secu- rity	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action Code	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6. Date Exer cisable and Expiration Date (Month/ Day/Year) Date Expir ation Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
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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	13.4688						2	01/25/2011	The Dial Corporation Common Stock

Explanation of Responses:

1. Between January 18, 2003 and March 7, 2003, the reporting person acquired 216.33 shares of The Dial Corporation Common Stock under The Dial Corporation 401(k) Savings Plan.

2. 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

3. 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 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.

SIGNATURE OF REPORTING PERSON

Brian T. Shook

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