

GUINN DONALD E
Form 4
October 17, 2002

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935
or Section 30(h) of the Investment Company Act of 1940**

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

<p>1. Name and Address of Reporting Person*</p> <p>Guinn Donald E.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>15501 N. Dial Boulevard Suite 2212</p> <hr/> <p><i>(Street)</i></p> <p>Scottsdale, AZ 85260 United States</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>The Dial Corporation (DL)</p> <hr/> <p>4. Statement for Month/Day/Year</p> <p>10/15/2002</p> <hr/> <p>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p> <hr/>	<p>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</p> <p>_____</p> <p>5. If Amendment, Date of Original (Month/Day/Year)</p> <p>_____</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v). Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

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

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
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Code V	Amount	(A) or (D)	Price
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The Dial Corporation Common Stock			16,381.00	I	By Family Trust (1)
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Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	
					Code V	(A) (D)
Options - Right To buy	14.4250					
Options - Right To Buy	14.4250					
Options - Right To Buy	13.5000					
Options - Right to Buy	13.9000					
Options - Right To Buy	12.3500					
Options - Right To Buy	14.4250					
Options - Right To Buy	14.0500					
Options - Right To Buy	14.4100					
Options - Right To Buy	16.4150					
Options-Right To Buy	17.0950					
Options - Right To Buy	16.8700					
Options - Right To Buy	17.7500					
Options - Right To Buy	12.8438					
Options - Right To Buy	12.8750					
Options - Right To Buy	11.4063					
	10.6563					

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Options - Right To
Buy

Options - Right To
Buy 10.2500

Options - Right To
Buy 10.8125

Options - Right To
Buy 9.2286

Options - Right To
Buy 11.1531

Options - Right To
Buy 11.9108

Options - Right To
Buy 13.3750

Options - Right To
Buy 16.5313

Options - Right To
Buy 23.1563

Options - Right To
Buy 27.0000

Options - Right To
Buy 10.8438

Options - Right To
Buy 22.9688

Options - Right To
Buy 22.1875

Options - Right To
Buy 14.7813

Options - Right To
Buy 14.1563

Options - Right To
Buy 19.7800

Phantom Stock
Units 1-for-1 A 30.18

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 4)</i>	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
(2)	06/07/2011	The Dial Corporation Common Stock	6,200.00	D	
(3)	06/07/2011	The Dial Corporation Common Stock	6,200.00	D	
(4)	01/26/2011	The Dial Corporation Common Stock	2,400.00	D	
(4)	03/07/2011	The Dial Corporation Common Stock	800.00	D	
(4)	04/23/2011	The Dial Corporation Common Stock	200.00	D	
(4)	06/07/2011	The Dial Corporation Common Stock	2,300.00	D	
(4)	07/09/2011	The Dial Corporation Common Stock	500.00	D	
(4)	07/23/2011	The Dial Corporation Common Stock	200.00	D	
(4)	08/01/2011	The Dial Corporation Common Stock	1,800.00	D	

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(4)	08/24/2011	The Dial Corporation Common Stock	300.00	D
(4)	08/28/2011	The Dial Corporation Common Stock	200.00	D
(4)	10/12/2011	The Dial Corporation Common Stock	1,900.00	D
(4)	08/04/2010	The Dial Corporation Common Stock	2,900.00	D
(4)	08/07/2010	The Dial Corporation Common Stock	300.00	D
(4)	08/10/2010	The Dial Corporation Common Stock	400.00	D
(4)	08/22/2010	The Dial Corporation Common Stock	400.00	D
(4)	09/01/2010	The Dial Corporation Common Stock	700.00	D
(4)	10/13/2010	The Dial Corporation Common Stock	3,100.00	D
(2)	08/18/2003	The Dial Corporation Common Stock	11,961.00	D
(2)	08/17/2004	The Dial Corporation Common Stock	9,899.00	D
(2)	08/16/2005	The Dial Corporation Common Stock	11,961.00	D
(2)	08/15/2006	The Dial Corporation Common	13,400.00	D

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Stock

(2)	08/08/2007	The Dial Corporation Common Stock	5,500.00	D	
(2)	08/20/2008	The Dial Corporation Common Stock	3,900.00	D	
(2)	08/19/2009	The Dial Corporation Common Stock	3,300.00	D	
(2)	08/17/2010	The Dial Corporation Common Stock	8,300.00	D	
(4)	01/06/2010	The Dial Corporation Common Stock	100.00	D	
(4)	01/20/2010	The Dial Corporation Common Stock	1,400.00	D	
(4)	02/28/2010	The Dial Corporation Common Stock	700.00	D	
(4)	05/31/2010	The Dial Corporation Common Stock	2,300.00	D	
(2)	6/6/2012	The Dial Corporation Common Stock	4,600.00	D	
(5)		The Dial Corporation Common Stock	30.18	7,561.68	D

Explanation of Responses:

1. Stock held in family trust with reporting individual and spouse as trustees.
2. Annual stock option award granted pursuant to the 1996 Stock Incentive Plan. 50% of the options are exercisable one year after grant and 100% exercisable two years after grant.
3. Refresher stock option award granted after each successive five years of service pursuant to the 1996 Stock Incentive Plan. 50% of the options are exercisable one year after grant and 100% exercisable two years after grant.

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4. Granted in lieu of payment of Board of Directors annual retainers and meeting fees. Options are 100% vested on the date of grant.

5. Between July 16 and October 15, 2002, the reporting person acquired 30.18 phantom stock units at a price range of \$18.71 to \$21.44 as a result of dividend payments under the Corporations Directors Deferred Compensation Plan.

/s/ Lucinda K. Stewart

10-17-02

Attorney-In-Fact
**Signature of Reporting
Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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SECTION 16 POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Christopher J. Littlefield, Lucinda K. Stewart and Dianne B. Stoehr, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of The Dial Corporation (the Company), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 16 day of August 2002.

/s/ Donald E. Guinn

Signature
Donald E. Guinn

Print Name