JONES EVON L Form 5 February 12, 2003

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

### FORM 5

#### ANNUAL 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

- O Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- O Form 3 Holdings Reported
- O Form 4 Transactions Reported

Name and Address of Reporting Person*	g 2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		
Jones, Evon L.		The Dial Corporation (DL)	_			
(Last) (First) (Middle)						
15501 North Dial Boulevard Suite 2212	4.	Statement for Month/Year 12/2002	5.	If Amendment, Date of Original (Month/Year)		
(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Reporting (Check Applicable Line)		
Scottsdale, AZ 85260-1619		O Director O 10% Owner		X Form filed by One Reporting Person		
(City) (State) (Zip)		X Officer (give title below)		0		

United States

Other (specify below)

Senior Vice President & Chief Information Officer

Form filed by More than One Reporting Person

\* If the form is filed by more than one reporting person, see instruction 4(b)(v).

•	Title of Security (Instr. 3)	2.	Transaction 2 Date (Month/Day/Year)	A.	Deemed Execution 3. Date, if any (Month/Day/Year)	Code	ac <b>Simu</b> rities Acq or Disposed of (Instr. 3, 4 and	(D)	(A) 5.	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownershi (Instr. 4)
							Amount	(A) or (D)	Price					
	The Dial Corporation Common Stock (401(K) Stock					·	500 77 (t)							By 401(k)
	Holdings)					I	538.77 (1)	A		561.54		I		Saving Pla
											_		_	
											_			

Title of Derivative Security (Instr. 3)								(e.g., pu	ts, c	alls, warrants, op	tions	Deemed Execution Date, if any (Month/Day/Year)	itie	es)	5.	Securities	(A) or Disp	
										(A)	( <b>D</b> )							
Options - Right To Buy		13.1650																
					Page	3												

		(e.g., I	outs, calls, w	arrants, optic	ons, convertible securit	ies)		
6. Date Exerc Expiration (Month/Day		Title and Au Underlying (Instr. 3 and	Securities	Price of 9. Derivative Security (Instr. 5)	Number of Derivative 16 Securities Beneficially Owned at End of Year (Instr. 4)	0. Ownership of 1: Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	1. Nature of Indirect Beneficial Ownership (Instr. 4)	
Date Exercisabl	Expiration e Date	Title	Amount or Number of Shares					
(2)	05/08/2011	The Dial Corporation Common Stock			60,000.00	D		
Explanation	of Response	s:						
1. Between Ja		2 and Janua		he reporting p	person acquired 538.77 s	hares of The Dial Corpo	oration Common Stock	c under
anniversary of control. Each all or part of	of the grant date option contains the stock option in the stock option is shall exceed the	ate; and the fins a Chango on to the Co	inal 1/3 vest e in Control ( orporation and	after the third Cash-Out whe I to receive ca	options vest on the first a anniversary of the grant reby, in the event of a ch ash in an amount equal to k under the stock option	date. All options vest is ange in control, the part of the amount by which t	n the event of a change ticipant may elect to so he Change in Control l	e in urrende Price pe
		/s/ Diann	e B. Stoehr		2-12-03			
	•		e of Reporting	9	Date			

#### Attorney-In-Fact

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

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

#### **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 strue 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 15 day of August 2002.

/s/ Evon L. Jones		
Signature		
Evon L. Jones		
Print Name		