

LUBRIZOL CORP
Form 4
March 26, 2003

FORM 4

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

OMB APPROVAL

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

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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

Filed By
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| | | | | | | | | |
|---------------------------------------------------------------------------------------------|--|--|-----------------------------------------------------------------------------------|--|--|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person* Hodge, Joe E. (Last) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol The Lubrizol Corporation LZ | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President | | |
| 29400 Lakeland Boulevard | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year 03/24/03 | | |
| (Street) Wickliffe, OH 44092 | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

| 1. Title of Security (Instr. 3) | | | 2. Trans-action Date (Month/ Day/ Year) | | 2A. Deemed Execution Date, if any (Month/Day/ Year) | | 3. Trans-action Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4) | | 6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|----------|--|-----------------------------------------|---|-----------------------------------------------------|------------|---------------------------------|--|-----------------------------------------------------------------|--|--|----------------------------------------------------------------------------------------------|---|-----------------------------------------------------------|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | | | | | | | |
| Common Shares | 03/24/03 | | A | | 4,500 | A | \$30.00 | | | | | 22,357.91 ⁽²⁾ | D | | | |
| Common Shares | | | | | | | | | | | | 2,059.9406 ⁽¹⁾ | I | Trust | | |
| Common Shares | | | | | | | | | | | | 4,133.8178 | I | Trust | | |

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).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion or | 3. Trans-action | 3A. Deemed | 4. Trans- | 5. Number | 6. Date Exercisable and Expiration | 7. Title and Amount of | 8. Price of Derivative | 9. Number of Derivative | 10. Owner- | 11. Nature of Indirect |
|------------------------|------------------|-----------------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|-------------------------|------------|------------------------|
|------------------------|------------------|-----------------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|-------------------------|------------|------------------------|

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| Security (Instr. 3) | Exercise Price of Derivative Security | Date (Month/ Day/ Year) | Execution Date, if any (Month/ Day/ Year) | Action of | | | Date | | Underlying | | Security (Instr. 5) | Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|--------------------------------------------------|------------------------------------------------|----------------------------------|----------------------------------------------------------|--------------------|---|------------------------------------------------------|--------------------------|-------------------------|------------------|----------------------------------------|------------------------|----------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|---------------------------------------|
| | | | | Code (Instr. 8) | V | (A) or Disposed of (D) (Instr. 3, 4 & 5) | Date Exer- cisable | Expira- tion Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) | \$30.335 | 03/24/03 | | A | | 2,579 | Current | 03/22/09 | Common Shares | 2,579 | | 2,579 | D | |

Explanation of Responses:

- (1) Reflects end of period holdings resulting from acquisitions pursuant to a qualified plan, which are exempt under Section 16b-3(c).
- (2) Reflects acquisitions pursuant to a dividend reinvestment plan under Rule 16a-11.

By: /s/ **Joe E. Hodge by Leslie M. Reynolds**

03/26/03

Date

**Signature of Reporting Person

**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.

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