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LUBRIZOL CORP Form 4 November 12, 2002

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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 Romeo & Dye's Instant Form 4 Filer www.section16.net

 Name and Address of Reporting Person* Madar, William P. 					me and Tic ol Corpora		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 29400 Lakeland Boulevard				orting	ntification g Person, voluntary)	Numbe	Mor	tatement for nth/Day/Year 1/02	X Director 10% Owner Officer (give title below) Other (specify below)			
Wickliffe, OF	(Street) I 44092								 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(Ci	ty) (State) (Т	able	e I Non-I	Derivat	tive Secu	rities Acquired, Disp	Disposed of, or Beneficially Owned				
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 Code			es Acqu d of (E	uired (A)) 5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)	6. Ov ship I Direc	vner- Form: et (D) direct (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common 11/11/02 Shares		A		105.97		\$28.3	× /	2.21	D			

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)

	(e.g., puts, cans, warrants, options, convertible securities)													
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature			
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect			
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial			
	Price of	Date	Date,	Code	Derivati	(Melonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership			
(Instr. 3)	Derivative		if any		Securiti	(Sear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)			
	Security	(Month/	(Month/	(Instr.	Acquire	b			Following	ative				
		Day/	Day/	8)	(A) or				Reported	Security:				
		Year)	Year)		Dispose	b			Transaction(s)	Direct				

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				of (I	D)					(Instr. 4)	(D)	l
											or	
				(Inst	tr.						Indirect	
				3,4							(I)	
		5)									(Instr. 4)	
		Code	V	(A)	(D)	Date	Expira-	Title	Amount			
				. ,	, í	Exer-cisable	tion		or			
							Date		Number			
									of			
									Shares			

Explanation of Responses:

By: /s/ William P. Madar by Leslie M. Reynolds November 12, 2002

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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