

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person  
 Potts, Charles F.

Tower Place - Suite 600  
 3340 Peachtree Road  
 Atlanta, Georgia 30326

2. Issuer Name and Ticker or Trading Symbol  
 Ashland Inc.  
 ASH

3. IRS or Social Security Number of Reporting Person (Voluntary)  
 ###-##-####

4. Statement for Month/Year  
 September 30, 1999

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 Senior Vice President

7. Individual or Joint/Group Reporting (Check Applicable Line)  
 (X) 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. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year Price	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock				14,736 (1)	I	By Trustee
Common Stock				1,842 (2)	I	By Trustee
Common Stock				1,345	D	

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date A/Date   B/Expiration Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Year	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Common Stock Units (3)	1-for-1		J	636	A	Common Stock   636		18,065	D	
Option (4)	41.00				9-21-90   10-21-99	Common Stock   750		750	D	
	41.00				9-21-91   10-21-99	Common Stock   375		375	D	
	41.00				9-21-92   10-21-99	Common Stock   375		375	D	
Option (4)	30.50				9-19-92   10-19-01	Common Stock   2,000		2,000	D	
	30.50				9-19-93   10-19-01	Common Stock   1,000		1,000	D	
	30.50				9-19-94   10-19-01	Common Stock   1,000		1,000	D	
Option (4)	33.125				9-16-94   10-16-03	Common Stock   5,000		5,000	D	
	33.125				9-16-95   10-16-03	Common Stock   2,500		2,500	D	
	33.125				9-16-96   10-16-03	Common Stock   2,500		2,500	D	
Option (5)	35.875				9-15-95   10-15-04	Common Stock   5,000		5,000	D	
	35.875				9-15-96   10-15-04	Common Stock   2,500		2,500	D	

	35.875					9-15-97	10-15-04	Common Stock	2,500		2,500	D	
Option (5)	33.875					9-21-96	10-21-05	Common Stock	5,000		5,000	D	
	33.875					9-21-97	10-21-05	Common Stock	2,500		2,500	D	
	33.875					9-21-98	10-21-05	Common Stock	2,500		2,500	D	
Option (5)	39.00					9-19-97	10-19-06	Common Stock	5,000		5,000	D	
	39.00					9-19-98	10-19-06	Common Stock	2,500		2,500	D	
	39.00					9-19-99	10-19-06	Common Stock	2,500		2,500	D	
Option (6)	53.375					9-18-98	10-18-07	Common Stock	5,000		5,000	D	
	53.375					9-18-99	10-18-07	Common Stock	2,500		2,500	D	
	53.375					9-18-00	10-18-07	Common Stock	2,500		2,500	D	
Option (6)	48.00					9-17-99	10-17-08	Common Stock	5,000		5,000	D	
	48.00					9-17-00	10-17-08	Common Stock	2,500		2,500	D	
	48.00					9-17-01	10-17-08	Common Stock	2,500		2,500	D	
Option (7)	36.625	9-16-99	J	1	A	9-16-00	10-16-09	Common Stock	15,000		15,000	D	
	36.625	9-16-99	J	1	A	9-16-01	10-16-09	Common Stock	15,000		15,000	D	
	36.625	9-16-99	J	1	A	9-16-02	10-16-09	Common Stock	15,000		15,000	D	
	36.625	9-16-99	J	1	A	9-16-03	10-16-09	Common Stock	15,000		15,000	D	

Explanation of Responses:

1. Shares accrued under Ashland's Leveraged Employee Stock Ownership Plan as of 3-31-96, the date of the final allocation to this account.

2. Based on Employee Savings Plan information as of 9-30-99 and includes transactions occurring on or after 11-30-98.

3. Common Stock Units acquired pursuant to Ashland's 1995 Deferred Compensation Plan as of 9-30-99 and includes transactions on or after 11-5-98, payable in cash or stock upon termination of service and exempt under Rule 16b-3(d). The price of the Common Stock Units on applicable valuation dates has varied from \$36.125 - \$49.00.

4. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Long-Term Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.

5. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's 1993 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.

6. Employee stock option (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's 1997 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.

7. Grant of employee stock option pursuant to Ashland's 1997 Stock Incentive Plan. The employee stock option includes a tax withholding feature pursuant to the plan.

SIGNATURE OF REPORTING PERSON

Charles F. Potts

DATE

October 25, 1999