

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  
 Butler, Samuel C.

Cravath, Swaine & Moore  
 825 Eighth Avenue - Worldwide Plaza  
 New York, New York 10019

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

3. IRS or Social Security Number of Reporting Person (Voluntary)  
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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)  
 (X) Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other  
 (specify below)

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	A/D	Price	5. Amount of Securities Beneficially Owned at End of Year	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock						12,000 (1)	D	
Common Stock						750 (2)	I	By Wife
Common Stock						3,879 (3)	I	By Trustee
Common Stock						520	D	
Common Stock						14 (4)	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 Date/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
Option (5)	37.50				7-28-94 - 1-28-04	Common Stock	1,000	1,000	D	
Option (5)	33.00				7-27-95 - 1-27-05	Common Stock	1,000	1,000	D	
Option (5)	43.125				7-30-97 - 1-30-07	Common Stock	1,000	1,000	D	
Option (5)	52.75				7-29-98 - 1-29-08	Common Stock	1,000	1,000	D	
Common Stock Units (6)	1-for-1		J	3,079		Common Stock	3,079	56,634	D	

Explanation of Responses:

- Represents shares of restricted common stock acquired pursuant to Ashland's stock incentive plans as approved by the shareholders and exempt under Rule 16b-3.
- Owned by my wife, I hereby disclaim beneficial ownership of these shares.
- Owned by Daniel L. Mosley, Trustee U/A/D 7/3/90 M/B Samuel C. Butler.
- Shares allocated pursuant to Ashland's Dividend Reinvestment Plan.
- Stock options (represents a right to buy Ashland Common Stock) granted pursuant to Ashland's Deferred Compensation and Stock Incentive Plan for Non-Employee Directors.

6. Common Stock Units acquired pursuant to Ashland's Deferred Compensation and Stock Incentive Plan for Non-Employee Directors as of 9-30-99 and includes transactions occurring on or after 10-1-98, payable in cash or stock upon termination in service, and exempt under Rule 16b-3. The price range on applicable dates has varied from \$33.625 - \$49.00.

SIGNATURE OF REPORTING PERSON

Samuel C. Butler

DATE

October 6, 1999