

BLUMBERG JERALD A
Form 4
February 27, 2007

FORM 4

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BLUMBERG JERALD A

(Last) (First) (Middle)

**C/O LUBRIZOL CORP, 29400
LAKELAND BLVD**

(Street)

WICKLIFFE, OH 44092

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LUBRIZOL CORP [LZ]

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Shares	02/26/2007		M		2,500	A	\$ 30.395	15,926.4559 (1) D
Common Shares	02/26/2007		S		2,500	D	\$ 53.54	13,426.4559 (1) D
Common Shares	02/26/2007		M		2,500	A	\$ 33.445	15,926.4559 (1) D
Common Shares	02/26/2007		S		2,500	D	\$ 53.5068	13,426.4559 (1) D
Common Shares	02/26/2007		M		2,500	A	\$ 30.68	15,926.4559 (1) D

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Common Shares	02/26/2007	S	2,500	D	\$ 53.4776	13,426.4559 (1)	D
Common Shares	02/26/2007	M	1,875	A	\$ 30.175	15,301.4559 (1)	D
Common Shares	02/26/2007	S	1,875	D	\$ 53.4593	13,426.4559 (1)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 30.395	02/26/2007		M	2,500	04/23/2001 ⁽²⁾ 04/23/2010	Common Shares 2,500
Director Stock Option (Right to Buy)	\$ 33.445	02/26/2007		M	2,500	04/22/2002 ⁽²⁾ 04/22/2012	Common Shares 2,500
Director Stock Option (Right to Buy)	\$ 30.68	02/26/2007		M	2,500	04/28/2003 ⁽²⁾ 04/28/2013	Common Shares 2,500
Director Stock Option (Right to Buy)	\$ 30.175	02/26/2007		M	1,875	03/22/2004 ⁽²⁾ 03/22/2014	Common Shares 1,875

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BLUMBERG JERALD A C/O LUBRIZOL CORP 29400 LAKELAND BLVD WICKLIFFE, OH 44092	X

Signatures

/s/Jerald A. Blumberg by Andrea A. Zwegat	02/27/2007
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_Signature of Reporting Person	Date
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Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects acquisitions pursuant to a dividend reinvestment plan exempt under Rule 16a-11.
- (2) Options vest 50% one year after grant date, 75% two years after grant date and 100% three years after grant date.

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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