



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2011

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 20527		2. Name of Corporation ASHLAND INC.			
3. Street Address Principal Business Office 50 E RIVERCENTER BOULEVARD			City COVINGTON	State KY	Zip 41012
4. Business Phone No. 859-357-7484		5. State of Incorporation KENTUCKY			
6. Brief Description of the Character of Business Conducted in Rhode Island INACTIVE					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name JAMES J. O'BRIEN			Vice President Name LAMAR M. CHAMBERS		
Street Address 50 E RIVERCENTER BOULEVARD			Street Address 50 E RIVERCENTER BOULEVARD		
City COVINGTON	State KY	Zip 41012	City COVINGTON	State KY	Zip 41012
Secretary Name DAVID L. HAUSRATH			Treasurer Name DARAGH L. PORTER		
Street Address 50 E RIVERCENTER BOULEVARD			Street Address 50 E RIVERCENTER BOULEVARD		
City COVINGTON	State KY	Zip 41012	City COVINGTON	State KY	Zip 41012
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name ROGER W. HALE			Director Name VADA O. MANAGER		
Street Address 218 MOCKINGBIRD GARDENS DRIVE			Street Address 744 EAST DESERT FLOWER LANE HIDDEN CANYON		
City LOUISVILLE	State KY	Zip 40207	City PHOENIX	State AZ	Zip 85048
Director Name BARRY W. PERRY			Director Name MARK C. ROHR		
Street Address 25 WEATHERFIELD DRIVE			Street Address 2216 MONUMENT AVENUE		
City NEWTON	State PA	Zip 18940	City RICHMOND	State VA	Zip 23220
9. SHARES AUTHORIZED 200,000,000 COMMON			10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> ISSUED SHARES — THIS SECTION MUST BE COMPLETED		
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.			Number of Shares 78,808,794	Class/Series COMMON	Par Value \$.01
			THIS SECTION MUST BE COMPLETED		

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

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File Date **FEB 22 2011**

Check No. By *MJC*

By *20535193*

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

K Evans 02/14/2011
Signature Date
KAREN EVANS
Print or Type Name
Asst. Treasurer-Tax/Asst. Secretary-Tax *

Title *Ashland Inc. # Successor-in-Interest to Ashland Inc.
(see attachment)

ASHLAND INC. and SUBSIDIARIES
STATEMENT OF REORGANIZATION
AS OF JUNE 30, 2005

On June 30, 2005, Ashland Inc. (██████████) merged into EXM LLC, a wholly owned affiliate of Ashland Inc.'s first tier subsidiary ATB Holdings, Inc. EXM LLC then merged into another wholly owned affiliate of ATB Holdings, Inc., New EXM Inc., which changed its name to Ashland Inc. (██████████). Prior to June 30, 2005, Ashland Inc. (██████████), designated Ashland Inc. (██████████) (formerly known as New EXM Inc.) as its agent. As a result, Ashland Inc. (██████████) is a successor-in-interest to Ashland Inc. (██████████).

On June 30, 2005, after EXM LLC merged into New EXM Inc., ATB Holdings Inc. distributed all the stock of New EXM Inc. to its shareholders in an Internal Revenue Code section 368(a)(1)(D) reorganization. ATB Holdings Inc. then merged into an affiliate of Marathon Oil Corporation in an Internal Revenue Code section 368(a)(1)(A) reorganization.

For federal income tax purposes, 565 Corporation (██████████) has been designated as the consolidated return group's substitute agent by the common parent Ashland Inc. (██████████), and by the common parent ATB Holdings, Inc. (██████████). In addition, Marathon Oil Corporation designated Ashland Inc. (██████████) as its agent to file tax returns on behalf of Ashland Inc. (██████████).

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ASHLAND INC.
OFFICERS & DIRECTORS LIST
OFFICE ADDRESSES
FEBRUARY 11, 2005

DIRECTORS:

Dr. Ernest H. Drew	2029 Las Tunas Road Santa Barbara CA 93103
Roger W. Hale	218 Mockingbird Gardens Louisville KY 40207
Dr. Bernadine P. Healy	The Cleveland Clinic Foundation c/o Valerie Stump 1950 Richmond Rd Mail Code TR32 Lyndhurst OH 44124
Mannie L. Jackson	Harlem Globetrotters Intern'l One Arizona Center 400 E. Van Buren St. Suite 300 Phoenix AZ 85004
Kathleen A. Ligocki	Tower Automotive 27275 Haggerty Road Suite 680 Novi MI 48377
Patrick F. Noonan	The Conversation Fund 1800 N. Kent Street Suite 1120 Arlington VA 22209
James J. O'Brien	50 E. RiverCenter Blvd. Covington KY 41012
George A. Schaefer, Jr.	President and CEO Fifth Third Bancorp 38 Fountain Square Plaza Cincinnati OH 45263
Theodore M. Solso	Cummins, Inc. 500 Jackson Street Columbus IN 47201-6258
Michael J. Ward	CSX Corporation 500 Water Street, J-120 Jacksonville FL 32202

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EXECUTIVE OFFICERS:

James J. O'Brien	Chairman of the Board and Chief Executive Officer	50 E. RiverCenter Blvd. Covington KY 41012
Gary A. Cappeline	Senior Vice President & Chief Operating Officer Chemicals	5200 Blazer Parkway Dublin OH 43017
David L. Hausrath	Senior Vice President/General Counsel/Secretary	50 E. RiverCenter Blvd. Covington KY 41012
Garry M. Higdem	Senior Vice President & Chief Operating Officer Transportation Construction	900 Ashwood Parkway Suite 700 Atlanta GA 30338-4780
J. Marvin Quin	Senior Vice President & Chief Financial Officer	50 E. RiverCenter Blvd. Covington KY 41012
LaMar M. Chambers	Vice President; Controller	50 E. RiverCenter Blvd. Covington KY 41012
Susan B. Esler	Vice President, Human Resources	50 E. RiverCenter Blvd. Covington KY 41012
Samuel J. Mitchell, Jr.	Vice President: President of The Valvoline Company	3499 Blazer Parkway Lexington KY 40509
Frank L. Waters	Vice President; President of Ashland Distribution Co.	5200 Blazer Parkway Dublin OH 43017

OTHER OFFICERS

Roger B. Craycraft	Vice President and Chief Information Officer	3499 Blazer Parkway Lexington KY 40509
Larry L. Detjen	Vice President, Business Integration	3499 Blazer Parkway Lexington KY 40509
Martha C. Johnson	Vice President, Communications and Corporate Affairs	3499 Blazer Parkway Lexington KY 40509
John W. Joy	Vice President, Planning and Analysis	50 E. RiverCenter Blvd. Covington KY 41012
Karen T. Murphy	Vice President, Environmental, Health and Safety	5200 Blazer Parkway Dublin OH 43017
Rick E. Music	Vice President, Business Process Redesign	3499 Blazer Parkway Lexington KY 40509

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OTHER OFFICERS

William A. Thompson	Assistant Controller, Corporate Accounting & Financial Reporting	50 E. RiverCenter Blvd. Covington KY 41012
J. Kevin Willis	General Auditor	3499 Blazer Parkway Lexington KY 40509
Daragh L. Porter	Treasurer	50 E. RiverCenter Blvd. Covington KY 41012
Thomas F. Davis	Assistant Secretary	5200 Blazer Parkway Dublin OH 43017
Linda L. Foss	Assistant Secretary	50 E. RiverCenter Blvd. Covington KY 41012
Frederick M. Greenwood	Assistant Secretary	50 E. RiverCenter Blvd. Covington KY 41012
William B. Miller	Assistant Secretary	900 Ashwood Pkwy Suite 700 Atlanta GA 30338
J. Michael Pepper	Assistant Secretary	3499 Blazer Parkway Lexington KY 40509
Jami K. Suver	Assistant Secretary	500 Diederich Blvd. Russell KY 41169
Joseph R. Broce	Assistant Treasurer	50 E. RiverCenter Blvd. Covington KY 41012
Jerome M. Colvin	Assistant Secretary/ Assistant Treasurer	3499 Blazer Parkway Lexington KY 40509
M. Ray Pace	Assistant Secretary-Tax Assistant Treasurer-Tax	3499 Blazer Parkway Lexington KY 40509

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By *mnc*

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