LUBRIZOL CORP
Form 4
March 09, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
( ) Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
   Meister, Mark W.
   29400 Lakeland Boulevard
   Wickliffe, OH 44092
2. Issuer Name and Ticker or Trading Symbol
   The Lubrizol Corporation
   LZ
3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year
   02/28/01
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)
   Vice President
7. Individual or Joint/Group Filing (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. Transaction Code	V	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
Common Shares	2/21/01	M		800	A	$25.7831	
Common Shares	2/21/01	S		800	D	$31.21	
Common Shares	(1)	A	V	55.5185	A	(1)	1,624.5991
Common Shares							6,228.6772 (2)

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

1.Title of Derivative Security	2.Conversion or Exercise Price of	3. Transaction	4.	5.Number of Derivative Securities Acquired(A) or Disposed of(D)	6.Date Exercisable and Expiration Date(Month/Day/Year)	7.Title and Amount of Underlying Securities	8.P of vat Sec rit

	Derivative Security	Date	Code	V	Amount	A/D	Date Exercisable	Expiration Date	Title and Number of Shares	
Employee Stock Option (Right to Buy)	$25.7813	2/21/01	M		800	D	Current	3/25/2001	Common Shares	800

Explanation of Responses:
(1) Acquired on various dates between January 1 and February 28, 2001, pursuant to Lubrizol's deferred compensation plans, at prices ranging from $24.4375 to $31.00 per share.
(2) Reflects end-of-period holdings resulting from acquisitions pursuant to a qualified plan, which are exempt under Section 16b-3(c).

SIGNATURE OF REPORTING PERSON
/s/ Mark W. Meister by Leslie M. Reynolds
DATE
March 9, 2001