

OESTERREICHER JAMES E

Form 4

October 17, 2002

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**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**

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

<p>1. Name and Address of Reporting Person*</p> <p>Oesterreicher James E.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>15501 N. Dial Boulevard Suite 2212</p> <hr/> <p><i>(Street)</i></p> <p>Scottsdale, AZ 85260 USA</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>The Dial Corporation (DL)</p> <hr/> <p>4. Statement for Month/Day/Year</p> <p>10/15/2002</p> <hr/> <p>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p> <hr/>	<p>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</p> <hr/> <p>5. If Amendment, Date of Original (Month/Day/Year)</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p>
--	---	---

Edgar Filing: OESTERREICHER JAMES E - Form 4

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
---	--	--	--	---	---	--	---

Code V	Amount	(A) or (D)	Price
--------	--------	------------------	-------

The Dial Corporation Common Stock

2,500.00

D

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)
				Code V	(A) (D)
Options - Right to Buy	14.4250				
Options - Right to Buy	11.625				
Options - Right to Buy	10.8438				
Options - Right to Buy	20.8000				
Options - Right to Buy	20.80				
Options - Right to Buy	14.88				
Options - Right to Buy	16.6350				
Options - Right to Buy	19.94				
Options - Right to Buy	19.7800				
Phantom Stock Units	1-for-1			A	4.82

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

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 4)</i>	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
(1)	06/07/2011	The Dial Corporation Common Stock	6,200.00	D	
(1)	8/9/2010	The Dial Corporation Common Stock	7,700.00	D	
(1)	08/17/2010	The Dial Corporation Common Stock	4,150.00	D	
(2)	10/10/2012	The Dial Corporation Common Stock	200.00	D	
(2)	08/21/2012	The Dial Corporation Common Stock	200.00	D	
(2)	01/24/2012	The Dial Corporation Common Stock	300.00	D	
(2)	03/05/2012	The Dial Corporation Common Stock	200.00	D	
(2)	06/05/2012	The Dial Corporation Common Stock	300.00	D	
(1)	6/6/2012	The Dial Corporation Common Stock	4,600.00	D	

Edgar Filing: OESTERREICHER JAMES E - Form 4

(3)	The Dial Corporation Common Stock	4.82	2,768.26	D
-----	--	------	----------	---

Explanation of Responses:

1. Annual stock option award granted pursuant to the 1996 Stock Incentive Plan. 50% of the options are exercisable one year after grant and 100% exercisable two years after grant.
2. Granted in lieu of payment of Board of Directors meeting fees. Options are 100% vested on the date of grant.
3. Between October 11 and October 15, 2002, the reporting person acquired 4.82 phantom stock units at a price of \$21.44 as a result of dividend payments under the Corporations Directors Deferred Compensation Plan.

/s/ Lucinda K. Stewart
Attorney-in-Fact

10-17-02

**Signature of Reporting
Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Page 4