

NON-PUBLIC

13FCON P 11/14/02

CONFIDENTIAL TREATMENT REQUESTED BY INTERNATIONAL SPECIALTY PRODUCTS INC.

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549



01 03 9591

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2001

Check here if Amendment [ ] ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.

[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: International Specialty Products Inc.  
Address: 300 Delaware Avenue  
Wilmington, Delaware 19801

Form 13F File Number: 028-05874

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Richard A. Weinberg  
Title: Executive Vice President and General Counsel  
Phone: 973-628-3520

Signature, Place, and Date of Signing:

/s/ Richard A. Weinberg      Wayne, New Jersey      November 14, 2001  
[Signature]                              [City, State]                              [Date]

Report Type (Check only one.):

☒ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

☐ 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

☐ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	3
Form 13F Information Table Entry Total:	4
Form 13F Information Table Value Total:	\$143,368 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

<u>No.</u>	<u>Form 13F File Number</u>	<u>Name</u>
1	028-07274	ISP Chemco Inc. (formerly, ISP Opco Holdings Inc.)
2	028-06621	ISP Investco LLC
3	028-06623	Newco Holdings Inc.

**CONFIDENTIAL TREATMENT**

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8
Name of Issuer	Title Of Class	CUSIP	Value (x \$1,000)	Shares or Prin Amt	Investment Discretion	Other Managers	Voting Authority Sole Shared None
<u>Confidential Treatment Requested by International Specialty Products Inc</u>							
Cooper Industries	COM	216669101	20,926	504,600 SH	DEFINED	2,3	504,600
Heller Financial	CL A	423328103	4,876	92,400 SH	DEFINED	2,3	92,400
Sensormatic Electronics Group	COM	817265101	10,540	447,000 SH	DEFINED	2,3	447,000
Column Total			36,342				

Pursuant to the Instructions to Form 13F, holdings of fewer than 10,000 shares and less than \$200,000 aggregate fair market value have not been reported.

**CONFIDENTIAL TREATMENT REQUESTED UNTIL MAY 14, 2002. OPEN RISK ARBITRAGE POSITION EXPECTED TO CLOSE IN FIRST QUARTER 2002.**

As of 9/30/01

**CONFIDENTIAL TREATMENT**

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8
Name of Issuer	Title Of Class	CUSIP	Value (x \$1,000)	Shares or Prin Amt	Investment Discretion	Other Managers	Voting Authority <u>Sole</u> <u>Shared</u> <u>None</u>
<u>Confidential Treatment Requested by International Specialty Products Inc</u>							
Ralston Purina	COM	751277302	107,026	3,262,975 SH	DEFINED	2,3	3,262,975
		Column Total	107,026				

Pursuant to the Instructions to Form 13F, holdings of fewer than 10,000 shares and less than \$200,000 aggregate fair market value have not been reported.

**CONFIDENTIAL TREATMENT REQUEST PREVIOUSLY FILED WITH FORM 13F FOR QUARTER ENDED MARCH 31, 2001.**

**CONFIDENTIAL TREATMENT REQUESTED UNTIL FEBRUARY 14, 2002. OPEN RISK  
ARBITRAGE POSITION EXPECTED TO CLOSE IN FOURTH QUARTER 2001.**

As of 9/30/01