#### **HURWITZ JEFFREY S**

Form 4

March 18, 2011

# FORM 4

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

OMB Number:

Expires:

5 Relationship of Reporting Person(s) to

3235-0287 January 31,

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

2005 Estimated average burden hours per

**OMB APPROVAL** 

response... 0.5

subject to Section 16. Form 4 or Form 5 obligations may continue.

if no longer

Check this box

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

See Instruction

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person \*

HURWITZ JEFFREY S			Symbol DUN & BRADSTREET CORP/NW [DNB]	Issuer (Check all applicable)				
(Last) 103 JFK PAR	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner S Officer (give title Other (specify below)				
103 JFK PAR	(Street)		03/16/2011 4. If Amendment, Date Original	SVP, Gen. Counsel & Corp Secy.  6. Individual or Joint/Group Filing(Check				
(offect)			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person				
SHORT HILLS, NJ 07078				Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	Securit	ies Acqui	ired, Disposed of,	or Beneficiall	y 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 on Disposed (Instr. 3, 4	d of (Ľ	))	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/16/2011		A	10.1601 (1)	A	\$ 77.57	12,029.3717	D	
Common Stock	03/16/2011		F	4 (2)	D	\$ 80.45	12,025.3717	D	
Common Stock							122.934 (3)	I	Held in 401(k)
Common Stcok							2,043.126 (4)	I	Held in ESPP

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	01			
						Exercisable	Date	Title Number			
								of			
				Code V	(A) (D)			S	hares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

**HURWITZ JEFFREY S** 103 JFK PARKWAY SHORT HILLS, NJ 07078

SVP, Gen. Counsel & Corp Secy.

### **Signatures**

/s/ Christine Cappuccia for Jeffrey S. Hurwitz

03/18/2011

\*\*Signature of Reporting Person

Date

### **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).
- Acquired pursuant to a dividend reinvestment feature of the issuer's stock incentive plan in connection with restricted stock units held by **(1)** the reporting person.
- The reporting person made an irrevocable election in November 2010 to satisfy tax withholding obligations relating to the vesting of **(2)** shares of Common Stock previously awarded, through the deduction of shares from the vested amount.
- Held in the issuer's 401(k) plan as of 3/15/11, and includes 12.275 shares acquired under the 401(k) plan since the date of the reporting person's last ownership report.
- (4) Held in the issuer's employee stock purchase plan (ESPP) as of 3/3/11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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