MATHEW SARA

Form 4

September 08, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Ch - -1- -11 - --1: - -1-1-)

Issuer

January 31, 2005

0.5

Estimated average

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

DUN & BRADSTREET CORP/NW

Symbol

1(b).

(Print or Type Responses)

MATHEW SARA

1. Name and Address of Reporting Person *

			[DNB]			(Check all applicable)				
(Last)	(First) ARKWAY	(Middle)	(Month	/Day/Year)	Transaction	ı		X Director X Officer (give tit below)	tle Other below)	Owner (specify
103 31 K 1	AKKWAI		09/06/2011					Chairman & CEO		
	(Street)		4. If An	nendment,	Date Origin	ıal		6. Individual or Join	t/Group Filing	g(Check
SHORT HILLS, NJ 07078			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Secu	ırities Acqu	nired, Disposed of, o	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	oror Dispos (Instr. 3, 4	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/06/2011			M	25,000	A	\$ 36.16	106,348.9003	D	
Common Stock	09/06/2011			S	5,640	D	\$ 61.7136 (1)	100,708.9003	D	
Common Stock	09/07/2011			M	25,000	A	\$ 36.16	125,708.9003	D	
Common Stock	09/07/2011			S	5,935	D	\$ 64.4817 (2)	119,773.9003	D	
								385.672 <u>(3)</u>	I	

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Common Stock		Held in 401(k)
Common	3,540.1646 (4) I	Held in

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title I
Non-Qualified Stock Option - right to buy	\$ 36.16	09/06/2011		M	25,000	12/19/2004 <u>(5)</u>	12/19/2011	Common Stock
Non-Qualified Stock Option - right to buy	\$ 36.16	09/07/2011		M	25,000	12/19/2004(5)	12/19/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting o macrimum, radiacos	Director	10% Owner	Officer	Other			
MATHEW SARA 103 JFK PARKWAY SHORT HILLS, NJ 07078	X		Chairman & CEO				

Signatures

/s/ Christine Cappuccia for Sara
Mathew 09/08/2011

**Signature of Reporting Person Date

Reporting Owners 2

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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).
- (1) Represents the weighted average sales price. Actual prices ranged from \$61.532 to \$61.81. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold at each separate price.
- (2) Represents the weighted average sales price. Actual prices ranged from \$64.09 to \$64.684. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold at each separate price.
- (3) Held in the issuer's 401(k) plan.
- (4) Held in the issuer's employee stock purchase plan (ESPP).
- (5) One-third of the option vested each year beginning on the date indicated.

Remarks:

The transactions reported herein were executed pursuant to a 10b5-1 trading plan (the "Trading Plan") entered into by the report 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.