

SCHULMAN A INC
Form 3
November 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â D.B. ZWIRN & CO., L.P.</p> <p>(Last) (First) (Middle)</p> <p>745 FIFTH AVENUE,Â 18TH FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10151</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/02/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>SCHULMAN A INC [SHLM]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>See Remarks</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,630 <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	By D.B. Zwirn Special Opportunities Fund, L.P. <u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock	61,958 <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	By D.B. Zwirn Special Opportunities Fund, Ltd. <u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock	29,412 <u>(1)</u> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	By HCM/Z Special Opportunities LLC <u>(1)</u> <u>(2)</u> <u>(3)</u>

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
D.B. ZWIRN & CO., L.P. 745 FIFTH AVENUE 18TH FLOOR NEW YORK, NY 10151	^	^	^	See Remarks
D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, L.P. 745 FIFTH AVENUE 18TH FLOOR NEW YORK, NY 10151	^	^	^	See Remarks
D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, LTD. C/O GOLDMAN SACHS (CAYMAN) TRUST, LTD. PO BOX 896 GT GEORGE TOWN, GRAND CAYMAN, E9 E9	^	^	^	See Remarks
HCM/Z Special Opportunities LLC C/O HIGHBRIDGE CAPITAL CORPORATION CORPORATE CENTRE, 4TH FLOOR 27 HOSPITAL RD, GRAND CAYMAN, E9 E9	^	^	^	See Remarks
DBZ GP, LLC 745 FIFTH AVENUE 18TH FLOOR NEW YORK, NY 10151	^	^	^	See Remarks
ZWIRN HOLDINGS, LLC 745 FIFTH AVENUE 18TH FLOOR NEW YORK, NY 10151	^	^	^	See Remarks
ZWIRN DANIEL B 745 FIFTH AVENUE 18TH FLOOR NEW YORK, NY 10151	^	^	^	See Remarks

Signatures

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, L.P., By: D.B. ZWIRN PARTNERS, LLC, its general partner, By: ZWIRN HOLDINGS, LLC, its managing member, By: /s/ Daniel B. Zwirn, its managing member

11/09/2006

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**Signature of Reporting Person	Date
D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, LTD., By: D.B. Zwirn & Co., L.P., its manager, By: DBZ GP, LLC, its general partner, By: Zwirn Holdings, LLC, its managing member, By: /s/ Daniel B. Zwirn, its managing member	11/09/2006
**Signature of Reporting Person	Date
HCM/Z SPECIAL OPPORTUNITIES LLC, By: D.B. Zwirn & Co., L.P., its manager, By: DBZ GP, LLC, its general partner, By: Zwirn Holdings, LLC, its managing member, By: /s/ Daniel B. Zwirn, its managing member	11/09/2006
**Signature of Reporting Person	Date
D.B. ZWIRN & CO., L.P., By: DBZ GP, LLC, its general partner, By: Zwirn Holdings, LLC, its managing member, By: /s/ Daniel B. Zwirn, its managing member	11/09/2006
**Signature of Reporting Person	Date
DBZ GP, LLC, By: Zwirn Holdings, LLC, its managing member, By: /s/ Daniel B. Zwirn, its managing member	11/09/2006
**Signature of Reporting Person	Date
ZWIRN HOLDINGS, LLC, By: /s/ Daniel B. Zwirn, its managing member	11/09/2006
**Signature of Reporting Person	Date
/s/ Daniel B. Zwirn	11/09/2006
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
 - Includes shares owned directly by D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC. As the manager of D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC, D.B. Zwirn & Co., L.P. may be deemed to beneficially own the shares of Common
 - (1) Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC. As the general partner of D.B. Zwirn & Co., L.P., DBZ GP, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC.
 - (Continuation of Footnote 1) As the managing member of DBZ GP, LLC, Zwirn Holdings, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC.
 - (2) As the managing member of Zwirn Holdings, LLC, Daniel B. Zwirn may be deemed to beneficially own the shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC.
 - Each Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest, and this report
 - (3) shall not be deemed to be an admission that any Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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Remarks:

Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more

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.