Edgar Filing: DUN & BRADSTREET CORP/NW - Form 4

DUN & BF Form 4 July 06, 20	RADSTREET COI	RP/NW	U U								
								OMB A	PPROVA	L	
FOR	STATES		RITIES A			E COMMISSION	N OMB Number:	3235-	0287		
Check if no lo subject Section Form 4 Form 5	to STATEN 16. or	STATEMENT OF CHANG S					Estimated burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5			
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)										
1. Name and FERNAN	Person [*]	2. Issuer Name and Ticker or Trading Symbol DUN & BRADSTREET CORP/NW				5. Relationship of Reporting Person(s) to Issuer , (Check all applicable)					
			[DNB]								
			3. Date of Earliest Transaction(Month/Day/Year)07/01/2009			_X_ Director10% Owner Officer (give titleOther (specify below) below)					
			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
SHORT H	ILLS, NJ 07078						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	1	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownershi (Instr. 4)	ıl		
Reminder: R	eport on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
					Perso inform requir	ns who res nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	Dispose		cquired (A) or isposed of (D) nstr. 3, 4, and				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Phantom Stock Units - Deferred Compensation	(2)	07/01/2009		А		902.823 (1)		(3)	(4)	Common Stock	902.8 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Funct, Fuuress	Director	10% Owner	Officer	Other				
FERNANDEZ JAMES N 103 JFK PARKWAY SHORT HILLS, NJ 07078	Х							
Signatures								
/s/ Christine Cappuccia for Jam Fernandez	nes N.		07/06/2	009				

<u>**</u>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).
- (1) Phantom stock is reported in units vs. shares in the D&B Common Stock Fund of The Dun & Bradstreet Corporation Non-Employee Directors Deferred Compensation Plan (the "Plan").

Each phantom stock unit entitles the reporting person to a cash payment based on the value on the payout date of the issuer's common(2) stock corresponding to such units. Based on the \$81.40 closing price of the issuer's common stock on the transaction date, each unit corresponds to approximately 2.67 shares.

- (3) The reporting person may transfer these phantom stock units to alternative investment funds in the Plan beginning three years from transaction date.
- (4) Phantom stock units are settled in cash after the reporting person ceases to be a member of the issuer's board of directors.

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.