

PROWER JULIAN N  
Form 3  
March 05, 2013

**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)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
PROWER JULIAN N			(Month/Day/Year)	DUN & BRADSTREET CORP/NW [DNB]	
(Last)	(First)	(Middle)	02/27/2013	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
103 JFK PARKWAY				(Check all applicable)	
(Street)				___ Director	___ 10% Owner
SHORT HILLS, NJ 07078				<input checked="" type="checkbox"/> Officer	___ Other
(City)	(State)	(Zip)		(give title below)	(specify below)
				SVP and Chief HR Officer	
				6. Individual or Joint/Group Filing(Check Applicable Line)	
				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
				___ Form filed by More than One Reporting Person	

**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	4,086.2 <sup>(1)</sup>	D	^

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares	(I) (Instr. 5)		
Non-Qualified Stock Options - right to buy	02/09/2007 <sup>(2)</sup>	02/09/2016	Common Stock	1,800	\$ 71.275	D	Â
Non-Qualified Stock Options - right to buy	02/08/2008 <sup>(2)</sup>	02/08/2017	Common Stock	1,800	\$ 88.04	D	Â
Non-Qualified Stock Options - right to buy	02/06/2009 <sup>(2)</sup>	02/06/2018	Common Stock	2,000	\$ 88.365	D	Â
Non-Qualified Stock Options - right to buy	02/04/2010 <sup>(2)</sup>	02/04/2019	Common Stock	2,200	\$ 79.58	D	Â
Non-Qualified Stock Options - right to buy	02/11/2011 <sup>(3)</sup>	02/11/2020	Common Stock	2,000	\$ 70.54	D	Â
Non-Qualified Stock Options - right to buy	07/01/2011 <sup>(3)</sup>	07/01/2020	Common Stock	600	\$ 67	D	Â
Non-Qualified Stock Options - right to buy	03/01/2012 <sup>(3)</sup>	03/01/2021	Common Stock	3,200	\$ 80.45	D	Â
Non-Qualified Stock Options - right to buy	03/01/2013 <sup>(3)</sup>	03/01/2022	Common Stock	3,700	\$ 82.8	D	Â
Non-Qualified Stock Options - right to buy	06/01/2013 <sup>(3)</sup>	06/01/2022	Common Stock	600	\$ 66.315	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PROWER JULIAN N 103 JFK PARKWAY SHORT HILLS, NJ 07078	Â	Â	Â SVP and Chief HR Officer	Â

## Signatures

/s/ Christine Cappuccia for Julian N.  
Prower

03/05/2013

\*\*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).

- (1) Includes 2,847 restricted stock units (RSUs) which vest on various dates between 3/01/2013 through 6/01/2017, and 59.2 units acquired pursuant to a dividend reinvestment feature of the issuer's stock incentive plan in connection with RSUs held by the reporting person.
- (2) One-fourth of the option vested each year beginning on the date indicated.
- (3) One-fourth of the option vests each year beginning on the date indicated.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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