

SCHULMAN A INC  
Form 4  
November 12, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
RHODES BARRY A

(Last) (First) (Middle)  
3550 W MARKET ST  
(Street)

AKRON, OH 44333

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCHULMAN A INC [SHLM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/09/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
V.P. - N. American Sales

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Shares                   | 11/09/2004                           | (1)  | M                              | 1,000 A   | \$ 12.125   | 20,200   | D  |
| Common Shares                   | 11/10/2004                           | (1)  | M                              | 2,500 A   | \$ 12.125   | 22,700   | D  |
| Common Shares                   | 11/10/2004                           | (1)  | M                              | 2,500 A   | \$ 13.17  | 25,200   | D  |
| Common Shares                   | 11/10/2004                           | (1)  | M                              | 4,667 A   | \$ 13.99  | 29,867   | D  |
| Common Shares                   | 11/10/2004                           | (1)  | S                              | 500 D   | \$ 20.84  | 29,367   | D  |

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|               |            |            |   |       |   |          |                       |   |
|---------------|------------|------------|---|-------|---|----------|-----------------------|---|
| Common Shares | 11/10/2004 | <u>(1)</u> | S | 500   | D | \$ 20.8  | 28,867                | D |
| Common Shares | 11/10/2004 | <u>(1)</u> | S | 1,600 | D | \$ 20.76 | 27,267                | D |
| Common Shares | 11/10/2004 | <u>(1)</u> | S | 7,067 | D | \$ 20.71 | 20,200 <sup>(2)</sup> | D |

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.**

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |               |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title         | Amount or Number of Shares |
|  |  |                                      |  | Code                           | V (A) (D)   |  |   |               |                            |
| Option (Right to Buy)                      | \$ 12.125  | 11/09/2004                           | <u>(1)</u>   | M                              | 1,000   | 08/30/2001 <sup>(3)</sup>                                | 08/29/2005  | Common Shares | 1,000                      |
| Option (Right to Buy)                      | \$ 12.125  | 11/10/2004                           | <u>(1)</u>   | M                              | 2,500   | 08/30/2001 <sup>(3)</sup>                                | 08/29/2005  | Common Shares | 2,500                      |
| Option (Right to Buy)                      | \$ 13.17   | 11/10/2004                           | <u>(1)</u>   | M                              | 2,500   | 08/31/2002 <sup>(4)</sup>                                | 08/30/2006  | Common Shares | 2,500                      |
| Option (Right to Buy)                      | \$ 13.99   | 11/10/2004                           | <u>(1)</u>   | M                              | 4,667   | 10/18/2003 <sup>(5)</sup>                                | 12/05/2012  | Common Shares | 4,667                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
|                                |               |           |         |       |

RHODES BARRY A  
3550 W MARKET ST  
AKRON, OH 44333

V.P. - N. American Sales

## Signatures

/s/ Barry A. Rhodes, by Laura D. Nemeth as  
attorney-in-fact.

11/12/2004

\_\_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) This field is not applicable.
- (2) Includes 17,600 shares of restricted stock.
- (3) Pursuant to the A. Schulman, Inc. 1991 Stock Incentive Plan (a Rule 16b-3 Plan)(the "1991 Plan"), 25% of the options became exercisable on August 30 of each of the years 2001, 2002, 2003 and 2004.
- (4) Pursuant to the A. Schulman, Inc. 1991 Stock Incentive Plan (a Rule 16b-3 Plan)(the "1991 Plan"), 25% of the options became or will become exercisable on August 31 of each of the years 2002, 2003, 2004 and 2005.
- (5) Pursuant to the A. Schulman, Inc. 2002 Stock Incentive Plan (a Rule 16b-3 Plan)(the "2002 Plan"), 33% of these shares become exercisable on October 18 of each of the years 2003, 2004 and 2005.

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.