

RHODES BARRY A
Form 4
January 17, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
01/12/2006

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	01/12/2006		M	2,500	A \$ 13.17	30,700	D
Common Shares	01/12/2006		M	4,667	A \$ 13.99	35,367	D
Common Shares	01/12/2006		M	13,333	A \$ 18.02	48,700	D
Common Shares	01/12/2006		S	100	D \$ 22.52	48,600	D
Common Shares	01/12/2006		S	200	D \$ 22.51	48,400	D

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Common Shares	01/12/2006	S	200	D	\$ 22.5	48,200	D
Common Shares	01/12/2006	S	1,700	D	\$ 22.49	46,500	D
Common Shares	01/12/2006	S	100	D	\$ 22.48	46,400	D
Common Shares	01/12/2006	S	2,300	D	\$ 22.47	44,100	D
Common Shares	01/12/2006	S	300	D	\$ 22.46	43,800	D
Common Shares	01/12/2006	S	2,000	D	\$ 22.45	41,800	D
Common Shares	01/12/2006	S	400	D	\$ 22.43	41,400	D
Common Shares	01/12/2006	S	668	D	\$ 22.42	40,732	D
Common Shares	01/12/2006	S	9,177	D	\$ 22.4	31,555	D
Common Shares	01/12/2006	S	100	D	\$ 22.44	31,455	D
Common Shares	01/12/2006	S	755	D	\$ 22.41	30,700	D

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

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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 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)	8. Amount or Number of Shares
Option (Right to	\$ 13.17	01/12/2006		M	2,500	<u>(1)</u> 08/30/2006	Common Shares	2,500

Buy)

Option (Right to Buy)	\$ 13.99	01/12/2006	M	4,667	<u>(2)</u>	10/17/2012	Common Shares	4,667
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Option (Right to Buy)	\$ 18.02	01/12/2006	M	13,333	<u>(3)</u>	10/22/2013	Common Shares	13,333
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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/ Aaron S. Berke, attorney in fact for Barry A. Rhodes	01/17/2006
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__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) Pursuant to the A. Schulman, Inc. 1991 Stock Incentive Plan (a Rule 16b-3 Plan), 25% of the options became exercisable on August 31 of each of the years 2002, 2003, 2004 and 2005.
- (2) Pursuant to the A. Schulman, Inc. 2002 Equity Incentive Plan (a Rule 16b-3 Plan), 33% of the options became exercisable on October 18 of each of the years 2003, 2004 and 2005.
- (3) Pursuant to the A. Schulman, Inc. 2002 Equity Incentive Plan (a Rule 16b-3 Plan), 33% of the optinos became or will become exercisable on October 22 of each of the years 2004, 2005 and 2006.

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.