SCHULMAN A INC

Form 4 July 14, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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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

See Instruction 1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * MITAROTONDA JAMES A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

SCHULMAN A INC [SHLM]

(Check all applicable)

C/O BARINGTON CAPITAL GROUP, L.P., 888 SEVENTH

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 07/12/2006

_X__ Director 10% Owner Officer (give title Other (specify

AVENUE, 17TH FLOOR

(Middle)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

360,921

I

X Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10019

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Security oner Dispose (Instr. 3,	sed of	` '	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 Beneficial Ownership (Instr. 4)		
Common Stock	07/12/2006		P	2,000	A	\$ 22.4909	606,614	I	By Barington Companies Offshore Fund, Ltd. (1) (2)		
Common Stock							495,893	I	By Barington Companies Equity Partners, L.P. (1) (2)		

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 $\begin{array}{c} \text{Common} \\ \text{Stock} \\ \\ \text{Investments,} \\ \text{L.P.} \stackrel{(1)}{\underline{(2)}} \\ \end{array}$

Common Stock 2,000 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)	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	Securities Acquired (A) or Disposed of (D)	S	ate Year)	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
		Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

X

Director 10% Owner Officer Other

MITAROTONDA JAMES A C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019

Signatures

/s/ James A. 07/14/2006 Mitarotonda

**Signature of Reporting Date
Person

Reporting Owners 2

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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).
 - The Reporting Person's relationship to Barington Companies Equity Partners, L.P. ("Barington"), Barington Companies Offshore Fund, Ltd. ("Barington Fund") and Barington Companies Advisors, LLC ("Barington Advisors") is described in this footnote. The Reporting Person is the President and CEO of Barington Companies Investors, LLC ("Barington Investors"), which is the general partner of
- (1) Barington. The Reporting Person is the sole stockholder and director of LNA Capital Corp., which is the general partner of Barington Capital Group, L.P. ("Barington Capital"). Barington Capital is the majority member of Barington Advisors, which is the general partner of Barington Investments, L.P. ("Barington Investments"). Barington Capital is also the majority member of Barington Investors as well as the investment advisor of the Barington Fund.
- The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed to be an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.