SCHULMAN A INC

Form 3

January 25, 2008

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 *

A Caporale Michael JR

3668 SHETLAND TRAIL

(Last)

(First)

(Street)

(State)

(Middle)

Statement

(Month/Day/Year)

01/22/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

SCHULMAN A INC [SHLM]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

(give title below) (specify below)

X Director 10% Owner Officer _Other

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

RICHFIELD, OHÂ 44286

1. Title of Security (Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form: Direct (D)

or Indirect (I) (Instr. 5)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

SEC 1473 (7-02)

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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:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date Exercisable Date

Amount or Title Number of Shares

Direct (D) or Indirect (I) (Instr. 5)

1

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Profit Participation Agreement $\frac{(1)}{(1)}$ \hat{A} $\frac{(2)}{(2)}$ \hat{A} $\frac{(3)}{(3)}$ \hat{A} $\frac{(3)}{(3)}$ \hat{A} $\frac{(4)}{(3)}$ \hat{A} \hat{A}

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Caporale Michael JR 3668 SHETLAND TRAIL RICHFIELD, OHÂ 44286

X Â Â Â

Signatures

/s/ Aaron S. Berke, as attorney in fact for Michael Caporale, Jr.

01/25/2008

**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).
 - In consideration of his participation as a nominee for the A. Schulman, Inc. (the "Company") Board of Directors, Mr. Caporale and Ramius Captial Group ("Ramius") entered into a Profit Participation Agreement (the "Agreement"), whereby Mr. Caporale would be
- (1) entitled to receive profits from the sale of the last \$20,000 worth of stock of the Company beneficially owned by Ramius or its affiliates, in the event that Mr. Caporale was elected to the Company's Board of Directors at the 2007 Annual Meeting of Stockholders. On January 16, 2008, the Company officially announced the election of Mr. Caporale to the Company's Board of Directors.
- (2) Mr. Caporale will receive any compensation attributable to him under the Agreement on the date which Ramius and its affiliates exit their holdings in the Company's common stock.
- (3) Mr. Caporale's right to receive any profit from the participation shares does not expire, absent a breach of the Agreement.
- Pursuant to the Agreement, the number of participation shares attributable to Mr. Caporale are calculated by dividing \$20,000 by the closing price of the Company's common stock on the filing date of Ramius' definitive proxy statement, December 19, 2007. The closing
- (4) closing price of the Company's common stock on the filing date of Ramius' definitive proxy statement, December 19, 2007. The closing price of the Company's common stock on December 19, 2007 was \$21.02.
- (5) Mr. Caporale will receive a payment from Ramius equal to the product of (i) 951 and (ii) the difference between (x) the sale price of the last 951 shares of the Company's common stock sold by Ramius or its affiliates and (y) \$21.02.

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.

Reporting Owners 2