Edgar Filing: GINGO JOSEPH M - Form 4/A

GINGO JOS Form 4/A	SEPH M											
January 21,										OMB A	PPROV	۹L
FORM	UNITED	STATES		RITIES A				COMMISSI	ON	OMB Number:	3235	-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. Statement of changes Statement of changes Statement of changes Statement of changes Statement of the public Utility					ES IN BENEFICIAL OWNERSHIP OF ECURITIES) of the Securities Exchange Act of 1934, by Holding Company Act of 1935 or Section stment Company Act of 1940						Janua average urs per	ry 31, 2005 0.5
(Print or Type	Responses)											
1. Name and A GINGO JO	Address of Reporting SEPH M	Person <u>*</u>	Symbol	er Name an LMAN A			C C	5. Relationship Issuer	•			
(Last)	(First) (I				Earliest Transaction			(Check all applicable) X Director 10% Owner				
3550 WES7	T MARKET STR	EET	01/16/2	-				X Officer (below)	give		ner (specify	r
(Street) AKRON, OH 44333			4. If Amendment, Date Original Filed(Month/Day/Year) 01/20/2009			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 						
(City)	(State)	(Zip)	Tab	ole I - Non-	Deriva	tive S	ecurities A	.cquired, Dispose	d of,	or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	onAcqu Dispo (Instr	osed o . 3, 4 : (A) or f (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Fc (E (I)	Ownership orm: Direct)) or Indirect) nstr. 4)	7. Nature Indirect Benefici Ownersh (Instr. 4)	al 1ip
Reminder: Rej	port on a separate line	for each cl	ass of sec	urities bene	Pe in re di	erson forma quire	s who res ation cont d to resp s a curre	or indirectly. spond to the col ained in this for ond unless the f ntly valid OMB o	rm a form	ire not 1	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amo
Security	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Secu
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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	Price of Derivative Security		(Month/Day/Year)	(Instr. 3	8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Performance-Based Restricted Stock Units (1)	(2)	01/16/2009		А		60,060 (3)		(1)	(1)	Common Stock	6
Reporting C	wners										

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GINGO JOSEPH M 3550 WEST MARKET STREET AKRON, OH 44333	Х		Chief Executive Officer					
Signatures								
/s/ Aaron S. Berke, attorney in fact	t for Josej	ph M.	01/21/2009					

/s/ Aaron S. Berke, attorney in fact for Joseph M. Gingo	01/21/20	
**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).

Award represents a grant of Performance-Based Restricted Stock Units pursuant to the A. Schulman, Inc. (the "Company") 2006 Equity Incentive Plan (the "2006 Plan"). Performance-Based Restricted Stock Units will be settled for cash in an amount equal to the fair market value of a chara of the Company's company's company stock, subject to cortain performance ariteria. All or a performance Based

- (1) value of a share of the Company's common stock, subject to certain performance criteria. All or a portion of the Performance-Based Restricted Stock Units will vest depending upon the Company's Net Income, Operating Income and Days of Working Capital for the 2009 fiscal year. The relative weighting and performance targets for each of these goals are the same as the Company's 2009 Bonus Plan.
- (2) Performance-Based Restricted Stock Units will be settled for cash within two and a half months of the Company's 2009 fiscal year end, in an amount equal to the fair market value of a share of the Company's common stock on a 1-to-1 basis.
- (3) Due to an administrative error, the original report understated the number of Performance-Based Restricted Stock Units granted to the Reporting Person by 30,030 units.

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.