

MILLER GARY A
Form 4
April 26, 2011

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 *
MILLER GARY A

(Last) (First) (Middle)

3550 WEST MARKET STREET

(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)
02/28/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
VP - Global Supply Chain & CPO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 12/03/2010 | | G | V 2,500 D \$ 0 | 24,432 | D | |
| Common Stock | 12/03/2010 | | G | V 500 A \$ 0 | 1,500 | D | |
| Common Stock | 12/03/2010 | | G | V 500 A \$ 0 | 1,500 | D | |
| Common Stock ⁽¹⁾ | 02/28/2011 | | M | 2,999 A <u>1</u> | 28,634 | D | |
| Common Stock | 02/28/2011 | | F | 958 D \$ 22.26 | 27,676 | D | |

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| | | | |
|--------------|-------|---|-------------|
| Common Stock | 1,500 | I | By Spouse |
| Common Stock | 1,500 | I | By Daughter |

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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Shares ⁽¹⁾ | ⁽¹⁾ | 02/28/2011 | | M | 2,999 | ⁽¹⁾ ⁽¹⁾ | Common Stock | 2,999 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MILLER GARY A
3550 WEST MARKET STREET
AKRON, OH 44333

VP - Global Supply Chain & CPO

Signatures

/s/ Aaron S. Berke, attorney in fact for Gary A. Miller

04/26/2011

⁽¹⁾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) Represents the vesting and settlement of 2,999 performance shares pursuant to the A. Schulman, Inc. (the "Company") 2006 Equity Plan (the "2006 Plan"), which were initially granted on June 4, 2008. Under the 2006 Plan, the vesting of such performance shares was subject

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to performance criteria based upon the total shareholder returns on the Company's common stock relative to a peer group of similar companies during the performance period. Under the 2006 Plan, performance shares are settled on the vesting date in shares of the Company's common stock on a 1-to-1 basis.

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