

DUN & BRADSTREET CORP/NW

Form 4

September 01, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KUEHN RONALD L JR

2. Issuer Name and Ticker or Trading
Symbol

DUN & BRADSTREET CORP/NW
[DNB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

103 JFK PARKWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)

08/30/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

SHORT HILLS, NJ 07078

(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. 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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	08/30/2006		M		1,590	A	\$ 10.6239	13,837.51 D
Common Stock	08/30/2006		M		1,590	A	\$ 14.0731	15,427.51 D
Common Stock	08/30/2006		M		1,500	A	\$ 14.5009	16,927.51 D
Common Stock	08/30/2006		M		2,500	A	\$ 14.4083	19,427.51 D
Common Stock	08/30/2006		S		346	D	\$ 70.47	19,081.51 D

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Common Stock 08/30/2006 S 6,834 D \$ 70.4 12,247.51 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 (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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified stock option - right to buy ⁽¹⁾	\$ 10.6239	08/30/2006		M	1,590	12/18/1997	12/18/2006	Common Stock	1,590
Non-qualified stock option - right to buy ⁽¹⁾	\$ 14.0731	08/30/2006		M	1,590	12/22/1998	12/22/2007	Common Stock	1,590
Non-qualified stock option - right to buy ⁽¹⁾	\$ 14.5009	08/30/2006		M	1,500	12/16/1999	12/16/2008	Common Stock	1,500
Non-qualified stock option - right to buy ⁽¹⁾	\$ 14.4083	08/30/2006		M	2,500	12/21/2000	12/21/2009	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KUEHN RONALD L JR 103 JFK PARKWAY SHORT HILLS, NJ 07078	X

Signatures

/s/ Christine Cappuccia for Ronald L.
Kuehn, Jr.

09/01/2006

__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).

After exercising these options and the sale of the underlying shares, the reporting person remains compliant with the issuer's director
(1) stock ownership guidelines. These guidelines are described in the issuer's proxy statement filed with the Securities and Exchange
Commission on 3/23/06.

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