## Edgar Filing: DUN & BRADSTREET CORP/NW - Form 4

DUN & BF Form 4 July 02, 20	RADSTREET COI	RP/NW	9							
•								OMB A	PPROVAL	
FOR	UNITED	STATES	S SECURITIES AND EXCHANGE COMM Washington, D.C. 20549						3235-02	287
Check this box if no longer subject to Section 16. SECURITIES								Estimated burden hou response	average urs per	31, 005 0.5
(Print or Type	e Responses)									
1. Name and FERNANI	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol DUN & BRADSTREET CORP/NW [DNB]				<ul> <li>5. Relationship of Reporting Person(s) to Issuer</li> <li>(Check all applicable)</li> </ul>				
(Last) (First) (Middle) 103 JFK PARKWAY			3. Date of Earliest Transaction (Month/Day/Year) 07/01/2010			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) SHORT HILLS, NJ 07078			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State)	(Zip)								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any	Date, if TransactionAcquired (A) or Code Disposed of (D) y/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or		) or (D) nd 5)	5. Amount of Securities Beneficially Owned	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	F	
Reminder: Ro	eport on a separate line	e for each cla	uss of sec	urities bene	Persons informat required	who res ion conta to respo a currer	r indirectly. pond to the collect ained in this form and unless the for atly valid OMB col	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) Disposed of ( (Instr. 3, 4, an	D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Phantom Stock Units - Deferred Compensation	(2)	07/01/2010		А		1,095.181 (1)		(3)	(4)	Common Stock	1,09

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
I. S.	Director	10% Owner	Officer	Other				
FERNANDEZ JAMES N 103 JFK PARKWAY SHORT HILLS, NJ 07078	Х							
Signatures								
/s/ Christine Cappuccia for Jam Fernandez	nes N.		07/02/2	010				

\*\*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) Phantom stock is reported in units vs. shares in the D&B Common Stock Fund of the issuer's non-employee directors' deferred compensation plan (the "Plan").

Each phantom stock unit entitles the reporting person to a cash payment based on the value on the payout date of the issuer's common(2) stock corresponding to such units. Based on the \$66.87 closing price of the issuer's common stock on the transaction date, each unit corresponds to approximately 2.67 shares.

- (3) The reporting person may transfer these phantom stock units to alternative investment funds in the Plan beginning three years from transaction date.
- (4) These phantom stock units are payable in cash after the reporting person ceases to be a member of the issuer's board of directors.

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.