

DUN & BRADSTREET CORP/NW  
Form 4  
March 04, 2016

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PIETRONTONE ANTHONY 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)  
03/02/2016

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
PAO & Corporate Controller

SHORT HILLS, NJ 07078

(City) (State) (Zip)

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

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/02/2016		M	277 <sup>(1)</sup> A \$ 0	5,852.289	D	
Common Stock	03/02/2016		F	265 <sup>(2)</sup> D \$ 98.96	5,587.289	D	
Common Stock	03/03/2016		M	301 <sup>(3)</sup> A \$ 0	5,888.289	D	
Common Stock	03/03/2016		F	298 <sup>(2)</sup> D \$ 100.385	5,590.289	D	
Common Stock					0.5874 <sup>(4)</sup>	I	HELD IN ESPP



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- (1) Represents the vesting and payout of the first tranche (1/3) of the leveraged restricted stock units (1,046) granted on March 2, 2015 at 79.8% of target based on the issuer's stock price performance during the performance period from 1/1/2015 -12/31/2015.
- (2) The reporting person made an irrevocable election in November 2015 to satisfy tax withholding obligations relating to the vesting of shares of Common Stock previously awarded through the deduction of shares from the vested amount.
- (3) Represents the vesting and payout of the second tranche (1/3) of the leveraged restricted stock units (1,067) granted on March 3, 2014 at 84.80% of target based on the issuer's stock price performance during the performance period from 1/1/2014 -12/31/2015.
- (4) Held in the issuer's employee stock purchase plan (ESPP) as of 3/4/2016.

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.