

DUN & BRADSTREET CORP/NW  
 Form 4  
 January 04, 2007

**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 \*  
 LEWINTER DAVID J

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)  
 01/03/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP, Gen. Counsel, Corp. Secy.

SHORT HILLS, NJ 07078

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/03/2007		M		9,600 A \$ 36.16	22,719	D
Common Stock	01/03/2007		M		14,400 A \$ 23.7188	37,119	D
Common Stock	01/03/2007		S		100 D \$ 83.66	37,019	D
Common Stock	01/03/2007		S		100 D \$ 83.64	36,919	D
Common Stock	01/03/2007		S		200 D \$ 83.52	36,719	D

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Common Stock	01/03/2007	S	200	D	\$ 83.3	36,519	D
Common Stock	01/03/2007	S	100	D	\$ 83.28	36,419	D
Common Stock	01/03/2007	S	300	D	\$ 83.26	36,119	D
Common Stock	01/03/2007	S	400	D	\$ 83.25	35,719	D
Common Stock	01/03/2007	S	400	D	\$ 83.24	35,319	D
Common Stock	01/03/2007	S	800	D	\$ 83.23	34,519	D
Common Stock	01/03/2007	S	300	D	\$ 83.22	34,219	D
Common Stock	01/03/2007	S	200	D	\$ 83.21	34,019	D
Common Stock	01/03/2007	S	400	D	\$ 83.19	33,619	D
Common Stock	01/03/2007	S	200	D	\$ 83.16	33,419	D
Common Stock	01/03/2007	S	1,400	D	\$ 83.15	32,019	D
Common Stock	01/03/2007	S	300	D	\$ 83.13	31,719	D
Common Stock	01/03/2007	S	1,500	D	\$ 83.1	30,219	D
Common Stock	01/03/2007	S	100	D	\$ 83.08	30,119	D
Common Stock	01/03/2007	S	700	D	\$ 83.07	29,419	D
Common Stock	01/03/2007	S	1,155	D	\$ 83.05	28,264	D
Common Stock	01/03/2007	S	200	D	\$ 83.03	28,064	D
Common Stock	01/03/2007	S	100	D	\$ 83.02	27,964	D
Common Stock	01/03/2007	S	200	D	\$ 83	27,764	D
Common Stock	01/03/2007	S	100	D	\$ 82.99	27,664	D
	01/03/2007	S	200	D	\$ 82.96	27,464	D

Common Stock								
Common Stock	01/03/2007		S	200	D	\$ 82.92	27,264	D
Common Stock	01/03/2007		S	200	D	\$ 82.9	27,064	D
Common Stock	01/03/2007		S	100	D	\$ 82.89	26,964	D
Common Stock	01/03/2007		S	500	D	\$ 82.88	26,464	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option - right to buy	\$ 36.16	01/03/2007		M	9,600	12/19/2004 <sup>(1)</sup> 12/19/2011	Common Stock	
Non-Qualified Stock Option - right to buy	\$ 23.7188	01/03/2007		M	14,400	12/04/2003 <sup>(1)</sup> 12/04/2010	Common Stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWINTER DAVID J 103 JFK PARKWAY SHORT HILLS, NJ 07078			SVP, Gen. Counsel, Corp. Secy.	

## Signatures

/s/ David J.  
Lewinter

01/04/2007

\_\_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) One-third of the option vested each year beginning on the date indicated.

### Remarks:

One of three Forms 4

The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person

The trading plan was reported on a Report on Form 8-K filed with the Securities and Exchange Commission on May 9, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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