

LEWINTER DAVID J
Form 4
June 12, 2006

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 *
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)
06/08/2006

____ Director
 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	06/08/2006		S		3,900	D	\$ 70.91 9,450 ⁽¹⁾
Common Stock	06/08/2006		M		3,250	A	\$ 14.4083 12,700
Common Stock	06/08/2006		M		1,790	A	\$ 14.0381 14,490
Common Stock	06/08/2006		M		14,500	A	\$ 23.7188 28,990
Common Stock	06/08/2006		S		1,900	D	\$ 71.07 27,090

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Common Stock	06/08/2006	S	4,400	D	\$ 70.85	22,690	D	
Common Stock	06/08/2006	S	1,300	D	\$ 71.02	21,390	D	
Common Stock	06/08/2006	S	200	D	\$ 71.12	21,190	D	
Common Stock	06/08/2006	S	271	D	\$ 70.93	20,919	D	
Common Stock	06/08/2006	S	4,800	D	\$ 70.9	16,119	D	
Common Stock	06/08/2006	S	100	D	\$ 70.87	16,019	D	
Common Stock	06/08/2006	S	200	D	\$ 70.86	15,819	D	
Common Stock	06/08/2006	S	2,700	D	\$ 70.8	13,119	D	
Common Stock						308.659 ⁽²⁾	I	Held in PP/IP
Common Stock						383.4058 ⁽³⁾	I	Held in ESPP

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.

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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	\$ 14.4083	06/08/2006		M	3,250	12/21/2002 ⁽⁴⁾	12/21/2009	Common Stock
Non-Qualified	\$ 14.0381	06/08/2006		M	1,790	01/19/2003 ⁽⁴⁾	01/19/2010	Common

