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PIETRONTONE ANTHONY JR

Form 4

March 18, 2011

FORM 4

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

OMB 3235-0287

Check this box if no longer subject to Section 16.

Number: January 31, Expires:

2005

OMB APPROVAL

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

obligations may continue. See Instruction

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

response... 0.5

1(b).

Stock

Stock

Common

(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					5. Relationship of Reporting Person(s) to Issuer				
			[DNB]					(Check all applicable)				
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction (Month/Day/Year)					Director 10% OwnerX_ Officer (give title Other (specify				
103 JFK PARKWAY			03/16/2011					below) below) PAO & Corporate Controller				
	(Street) 4				ate Origina	al		6. Individual or Joint/Group Filing(Check				
Filed(Mo				nth/Day/Ye	ar)			Applicable Line) _X_ Form filed by One Reporting Person				
SHORT HILLS, NJ 07078 ——Form filed by More than One F								More than One Re	porting			
(City)	(State)	(Zip)	Tabl	e I - Non-	Derivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution Date, if			Code (Instr. 3, 4 and 5) ear) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amoun	(A) or t (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	03/16/2011			A	4.5834 (1)	A	\$ 77.57	5,036.1746	D			
Common Stock	03/16/2011			F	2 (2)	D	\$ 80.45	5,034.1746	D			
Common								520.68 (3)	T	Held in		

520.68 (3)

 $0.58 \frac{(4)}{}$

I

Ι

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

401(k)

Held in

ESPP

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	er Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mannt		
									mount		
						Date Expiration Exercisable Date	Expiration	or			
								umber			
				G 1 17	(A) (D)			of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PIETRONTONE ANTHONY JR 103 JFK PARKWAY SHORT HILLS, NJ 07078

PAO & Corporate Controller

Signatures

/s/ Christine Cappuccia for Anthony Pietrontone Jr.

03/18/2011

**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) Acquired pursuant to a dividend reinvestment feature of the issuer's stock incentive plan in connection with restricted stock units held by the reporting person.
- (2) The reporting person made an irrevocable election in November 2010 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) Held in the issuer's 401(k) plan as of 3/15/11.
- (4) Held in the issuer's employee stock purchase plan (ESPP) as of 3/3/11.

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.

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