HAMBURGER CYNTHIA B

Form 4

March 11, 2003

SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response.....0.5

Name and Address of Reporting Person*
 Hamburger, Cynthia B.

(Last) (First)

(Middle) **103 JFK Parkway**

Short Hills, NJ 07078

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

The Dun & Bradstreet Corporation DNB

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for (Month/Day/Year

03/07/2003

5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Description SVP & Chief Technology Officer

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- X 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 n(A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			
			Code	V	Amount	A/D	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr.	(Instr. 4)			

			Tab			• ′	Disposed of, or Benefins, convertible securi	•		
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. Transactio Code (Instr.8)	5. Number of participation of the securities of	Exercisab and Expirati Date(ED)	`Underlying ip8ecurities	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Ow ship For Der ativ Sec Dire or

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			Code	V	A	D	DE	ED	Title	Amount or Number of Shares			Indii (Insi
Phantom Stock Units (Deferred Comp.)	1-for-1	03/07/2003	_		690.17		(1)	(1)	Common Stock	690.17	\$35.60	992.44 (2)	

Explanation of Responses:

1	11	Thoco unite are	to be cottled in	anch after the	Donortina	Darcan'e r	atiromont
١	ш,	These units are	to be settled in	casii ailei liie	Reporting	F 6130113 1	ememen

By: Date:

/s/ Cynthia B. Hamburger

03/11/2003

** Signature of Reporting Person

SEC 1474 (9-02)

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

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.

⁽²⁾ Represents number of shares beneficially owned as of March 7, 2003.

^{*} 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).