SCHULMAN A INC

Form 4

November 02, 2006

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* MITAROTONDA JAMES A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

SCHULMAN A INC [SHLM] 3. Date of Earliest Transaction

(Check all applicable)

(Month/Day/Year)

10/31/2006

\_X\_\_ Director 10% Owner Officer (give title Other (specify

C/O BARINGTON CAPITAL GROUP, L.P., 888 SEVENTH **AVENUE, 17TH FLOOR** 

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10019

(City)	(State)	(Zip) Ta	ble I - Non	-Derivativ	e Secı	ırities Acqu	ired, Disposed of	f, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of (		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)
Common Stock	10/31/2006		P	36,600	A	\$ 24.1312	708,900	I	By Barington Companies Offshore Fund, Ltd. (1) (2)
Common Stock	11/01/2006		P	28,400	A	\$ 24.2589	737,300	I	By Barington Companies Offshore Fund, Ltd. (1) (2)
							500,259	I	

#### Edgar Filing: SCHULMAN A INC - Form 4

Common			By Barington
Stock			Companies
			Equity
			Partners,
			L.P. $\frac{(1)}{(2)}$
Common			By Barington
Stock	364,107	I	Investments,
			L.P. $\frac{(1)}{(2)}$
Common	2,000	D	
Stock	2,000	D	
Described Descri	antly on indimently		

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.

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>	ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

MITAROTONDA JAMES A C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019

X

# **Signatures**

/s/ James A. Mitarotonda 11/02/2006

Reporting Owners 2

\*\*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).
  - The Reporting Person's relationship to Barington Companies Equity Partners, L.P. ("Barington"), Barington Companies Offshore Fund, Ltd. ("Barington Fund") and Barington Investments, L.P. ("Barington Investments") is described in this footnote. The Reporting Person is the President and CEO of Barington Companies Investors, LLC ("Barington Investors"), which is the general partner of Barington. The
- (1) Reporting Person is the sole stockholder and director of LNA Capital Corp., which is the general partner of Barington Capital Group, L.P. ("Barington Capital"). Barington Capital is the majority member of Barington Companies Advisors, LLC which is the general partner of Barington Investments. Barington Capital is also the majority member of Barington Investors as well as the investment advisor of the Barington Fund.
- The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed to be an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.

Signatures 3