DeSantis Paul F Form 4 March 04, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 3235-0287

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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).

Common

Common

Common

Stock

Stock

Stock

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)

11/01/2007

02/01/2008

02/29/2008

1. Name and Address of Reporting Person * DeSantis Paul F			2. Issuer Name and Ticker or Trading Symbol SCHULMAN A INC [SHLM]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
			(Month/D	ay/Year)			Director		Owner	
3550 WEST MARKET STREET			11/01/2007				_X_ Officer (given below)	below)		
							VP-F	Finance and CFO	)	
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Mor	th/Day/Year	)		Applicable Line) _X_ Form filed by			
AKRON, OH 44333						Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Dat	e 2A. Deer	med	3.	4. Securit	ies Acquired	5. Amount of	6. Ownership	7. Nature of	
Security (Month/Day/Year) Execution		n Date, if	Transaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect		
(Instr. 3)		any		Code	(Instr. 3,	4 and 5)	Beneficially	(D) or	Beneficial	
		(Month/l	Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
						(A)	Reported			
						or	Transaction(s)			
				Code V	Amount		(Instr. 3 and 4)			

Amount

14.71

17.35

9,000

(D)

Price

23.47

\$0

Code

L

L

A

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

20,395.706

20,413.056

29,413.056

D

D

D

### Edgar Filing: DeSantis Paul F - Form 4

#### number.

# 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. Transact Code (Instr. 8)	5. Number of conDerivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Performance Shares (2)	<u>(3)</u>	02/29/2008		A	13,500	(2)	(2)	Common Stock	13,500	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DeSantis Paul F

3550 WEST MARKET STREET VP-Finance and CFO

AKRON, OH 44333

# **Signatures**

/s/ Aaron S. Berke, attorney in fact for Paul F.
DeSantis

03/03/2008

\*\*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) Award represents a grant of restricted stock pursuant to the A. Schulman, Inc. (the "Company") 2006 Equity Incentive Plan (the "2006 Plan"). Under the 2006 Plan, restrictions on stock awards lapse at a rate of 33 1/3% on March 1 of 2009, 2010 and 2011.
  - Award represents a grant of Performance Shares pursuant to the 2006 Plan, which may be settled for shares of common stock upon the occurrence of specific criteria. On March 1, 2011 (the "Settlement Date"), if between the Grant Date and the Settlement Date total shareholder returns on the Company's shares relative to a peer group of similar companies ("Share Value") is below the 25th percentile,
- (2) all of the Performance Shares will be forfeited. If the Share Value meets or exceeds the 25th percentile, but is less than the 50th percentile, two-thirds (2/3) of the Performance Shares will be forfeited. If the Share Value meets or exceeds the 50th percentile, but is less than the 75th percentile, one-third (1/3) of the Performance Shares will be forfeited. If the Share Value meets or exceeds the 75th percentile, all Performance Shares will vest.
- (3) On the Settlement Date, all vested Performance Shares shall be settled for shares of the Company's common stock on a 1-to-1 basis. 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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