RAYMOND MARY JANE

Form 5

February 14, 2003

SEC Form 5

OMB APPROVAL FORM 5 **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** [] Check this box if no Washington, D.C. 20549 longer subject to Section 16. Form 4 OMB Number: 3235-0362 or Form 5 obligations may Expires: January 31, 2005 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP continue. Estimated average burden See Instruction 1(b). hours per response. 1.0 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section [] Form 3 Holdings 17(a) of the Public Utility Reported Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 [] Form 4 Transactions Reported Name and Address of Reporting Person* 2. Issuer Name 4. Statement for 6. Relationship of Reporting Person(s) to Raymond, Mary Jane and Ticker or Trading Symbol Month/Year Issuer (Check all applicable) The Dun & Bradstreet 12/31/2002 (First) (Last) Corporation Director _ 10% Owner (Middle) DNB X Officer (give title below) _ Other 103 JFK Parkway (specify below) 5. If Amendment, 3. I.R.S. Identification (Street) Date of Original Description **VP - Controller** Number of Reporting Short Hills, NJ 07078 (Month/Year) Person, if an entity (voluntary) 7. Individual or Joint/Group (City) (State) (Zip) 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 2.Transaction 2A. Deemed 4. Securities Acquired 5. 6. Owner-7. Nature of Amount of Execution Date, if Transaction (Instr. 3) Date (A) or Disposed Of Securities ship Indirect (Month/Day/Year) any Code (D) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at end Direct (D) Ownership (Instr. 3, 4, and 5) or Issuer's Fiscal Indirect (Instr. 4) Year (Instr. 3 and (Instr. 4) Amount A/D Price

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)	_	Transaction Date (Month/ Day/	3A. Deemed Execution Date, if any (Month/ Day/ Year)	Transaction Code (Instr.8)	of Derivative Securities	and	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned at End of Year Reported Transaction(s)	Secur

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				(Instr. 3, 4 and 5)	DE / ED	Title /		Indirec (Instr.4
				A or D		Amount or Number of Shares		
Non-Qualified Stock Option (right to buy)	\$40.2250	04/17/2002	А	14,200 A	04/17/2005 (1) / 04/17/2012	Common Stock / 14,200	14,200	D

Explanation of Responses:

By:

/s/ by David J. Lewinter for Mary Jane Raymond

02/14/2003

Date:

** Signature of Reporting Person

SEC 2270 (09-02)

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

- * 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).

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.

Name and Address of Re Raymond, Mary Jane	-	inis Form	Issuer Name and Ticker or Trading Symbol	Statement for (Month/Year)		
(Last) 103 JFK Parkway	(First)	(Middle)	The Dun & Bradstreet Corporation DNB	12/31/2002		
Short Hills, NJ 07078	(Street)					
(City)	(State)	(Zip)				

Power of Attorney to be submitted manually	