KLAUSNER RONALD D
Form 4
February 14, 2003
SEC Form 4

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION	OMB APPROVAL
[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	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 Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

| 1. Name and Address of Reporting Person*
Klausner, Ronald D.

(Last) (First) (Middle)
103 JFK Parkway

(Street)
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

02/12/2003

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

_ Director _ 10% Owner
X Officer (give title below) _ Other (specify below)

Description **Senior Vice President-U.S. Sales**

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 (A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	A/D	Price			
Common Stock	02/12/2003		A		7,240	A		13,399	D	
Common Stock								1,642.843	I	**By Spouse**
Common Stock								2,578.122	I	**Held in ESPP (1)**
Common Stock								1,682.857	I	**Held in PP/IP (2)**

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. Transaction Code (Instr.8)		5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr.5)	9. N D S E C F F T (
				Code	V	A	D	DE	ED	Title	Amount or Number of Shares		
Non-Qualified Stock Option (right to buy)	$34.165	02/12/2003		**A**		40,200		02/12/2006 (3)	02/12/2013	**Common Stock**	40,200		

Explanation of Responses:

(1) Held in ESPP (Employee Stock Purchase Plan) as of 2/10/03 (latest available date).
(2) Held in PP/IP (Profit Participation/Investment Plan) as of 01/30/03 (latest available date).
(3) The option vests in three equal annual installments beginning on the date indicated.

By:	**Date:**
/s/ by David J. Lewinter for	02/14/2003
Ronald D. Klausner	

** Signature of Reporting Person   SEC 1474 (9-02)

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.

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