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MATHEW S Form 4	ARA										
March 05, 20)09										
FORM	14									PPROVAL	
		SECURITIES AND EXCHANGE CO Washington, D.C. 20549					OMB Number:	3235-0287			
Check thi if no long subject to Section 14 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	6. Filed p Section 1	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								Expires: January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type R	Responses)										
1. Name and Address of Reporting Person <u>*</u> MATHEW SARA			2. Issuer Name and Ticker or Trading Symbol DUN & BRADSTREET CORP/NW [DNB]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(3. Date of Earliest Transaction(Month/Day/Year)03/04/2009					X Director 10% Owner X Officer (give title Other (specify below) below) President & COO			
	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 					
SHOK I HIL	LLS, NJ 07078							Person		1 8	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecurit	ies Acc	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any		Code (Instr. 8)	on(A) or Dis (D) (Instr. 3, 4	sposed and 5 (A) or	of 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/04/2009			Code V A	Amount 11,971 (1)	(D) A	Price \$ 0	43,384	D		
Common Stock								367.708 <u>(2)</u>	I	Held in 401(k)	
Common Stock								2,551.77 <u>(3)</u>	I	Held in ESPP	

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

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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. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MATHEW SARA 103 JFK PARKWAY SHORT HILLS, NJ 07078	Х		President & COO					
Signatures								
/s/ Christine Cappuccia for Sar Mathew	a 03/05/2009							
**Signature of Reporting Person		Date	e					

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) Grant of restricted stock which vests in three installments -- 20% one year from grant date, 30% two years from grant date and the remaining 50% three years from grant date.
- (2) Held in the issuer's 401(k) plan as of 2/28/09.
- (3) Held in the issuer's Employee Stock Purchase Plan (ESPP) as of 2/10/09.

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.