

SCHULMAN A INC  
Form 4  
January 11, 2007

**FORM 4**

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

OMB APPROVAL

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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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BARINGTON CAPITAL GROUP L  
P

(Last) (First) (Middle)

888 SEVENTH AVENUE, 17TH  
FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCHULMAN A INC [SHLM]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/09/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ 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. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	01/09/2007		P	10,508 A \$ 19.8599	530,017 <sup>(1)</sup> <sub>(2) (3)</sub>	I <sup>(1)</sup> <sub>(2) (3)</sub>	By Barington Companies Equity Partners, L.P. <sup>(1)</sup> <sub>(2) (3)</sub>
Common Stock	01/09/2007		P	16,170 A \$ 19.8599	815,560 <sup>(1)</sup> <sub>(2) (3)</sub>	I <sup>(1)</sup> <sub>(2) (3)</sub>	By Barington Companies Offshore Fund, Ltd. <sup>(1)</sup> <sub>(2) (3)</sub>
Common Stock	01/09/2007		P	3,766 A \$ 19.8599	375,714 <sup>(1)</sup> <sub>(2) (3)</sub>	I <sup>(1)</sup> <sub>(2) (3)</sub>	By Barington Investments,

Common Stock	01/10/2007	P	4,095	A	\$ 19.7585	534,112 <sup>(1)</sup> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	L.P. <u>(1)</u> <u>(2)</u> <u>(3)</u> By Barington Companies Equity Partners, L.P. <u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock	01/10/2007	P	6,301	A	\$ 19.7585	821,861 <sup>(1)</sup> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	By Barington Companies Offshore Fund, Ltd. <u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock	01/10/2007	P	1,468	A	\$ 19.7585	377,182 <sup>(1)</sup> <u>(2)</u> <u>(3)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u>	By Barington Investments, L.P. <u>(1)</u> <u>(2)</u> <u>(3)</u>

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

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(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)	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 and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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

BARINGTON CAPITAL GROUP L P  
888 SEVENTH AVENUE  
17TH FLOOR  
NEW YORK, NY 10019

See Remarks

BARINGTON COMPANIES EQUITY PARTNERS L P 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarks
Barington Investments LP 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarks
Barington Companies Advisors, LLC 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarks
Barington Companies Investors, LLC 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarks
Barington Companies Offshore Fund, Ltd. (BVI) C/O BISON FINANCIAL SERVICES LTD. BISON CT, ROAD TOWN TORTOLA, D8	See Remarks
Barington Offshore Advisors LLC 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarkrs
LNA Capital Corp. 888 SEVENTH AVENUE 17TH FLOOR NEW YORK, NY 10019	See Remarks

## Signatures

BARINGTON COMPANIES EQUITY PARTNERS, L.P., By: Barington Companies Investors, LLC, its general partner, By: /s/ James A. Mitarotonda, its managing member __Signature of Reporting Person	01/11/2007 Date
BARINGTON INVESTMENTS, L.P., By: Barington Companies Advisors, LLC, its general partner, By: /s/ James A. Mitarotonda, its managing member __Signature of Reporting Person	01/11/2007 Date
BARINGTON COMPANIES ADVISORS, LLC, By: /s/ James A. Mitarotonda, it managing member __Signature of Reporting Person	01/11/2007 Date
BARINGTON COMPANIES INVESTORS, LLC, By: /s/ James A. Mitarotonda, its managing member __Signature of Reporting Person	01/11/2007 Date
BARINGTON COMPANIES OFFSHORE FUND, LTD., By: /s/ James A. Mitarotonda, it president	01/11/2007

## Edgar Filing: SCHULMAN A INC - Form 4

<u>Signature of Reporting Person</u>	Date
BARINGTON OFFSHORE ADVISORS, LLC, By: /s/ James A. Mitarotonda, authorized signatory	01/11/2007
<u>Signature of Reporting Person</u>	Date
BARINGTON CAPITAL GROUP, L.P., By: /s/ LNA Capital Corp., its general partner, By: /s/ James A. Mitarotonda, its president and CEO	01/11/2007
<u>Signature of Reporting Person</u>	Date
LNA CAPITAL CORP., By: /s/ James A. Mitarotonda, its president and CEO	01/11/2007
<u>Signature of Reporting Person</u>	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) Includes shares owned directly by Barington Companies Equity Partners, L.P., Barington Companies Offshore Fund, Ltd. and Barington Investments, L.P. As the general partner of Barington Investments, L.P., Barington Companies Advisors, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Investments, L.P. As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P. As the investment advisor to Barington Companies Offshore Fund, Ltd., Barington Offshore Advisors, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Offshore Fund, Ltd.  
  
(Continuation of Footnote 1) As the majority member of Barington Companies Investors, LLC, Barington Companies Advisors, LLC and Barington Offshore Advisors, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P., Barington Investments, L.P. and Barington Companies Offshore Fund, Ltd. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P., Barington Investments, L.P. and Barington Companies Offshore Fund, Ltd.
  - (2) Each Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
  - (3)

### Remarks:

Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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