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SCHULMAN A INC  
Form SC 13D/A  
October 11, 2005

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

SCHEDULE 13D  
(Rule 13d-101)  
(Amendment No. 7)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a)  
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

A. Schulman, Inc.  
-----  
(Name of Issuer)

Common Stock, par value \$1.00 per share  
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(Title of Class of Securities)

808194104  
-----  
(CUSIP Number)

Mr. James A. Mitarotonda  
c/o Barington Companies Equity Partners, L.P.  
888 Seventh Avenue, 17th Floor  
New York, NY 10019  
(212) 974-5700  
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(Name, Address and Telephone Number of  
Person Authorized to Receive Notices  
and Communications)

October 7, 2005  
-----  
(Date of Event which Requires Filing  
of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box: .

This Amendment No. 7 amends and supplements the Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on June 6, 2005, as amended by that certain Amendment No. 1 filed on July 1, 2005, that certain Amendment No. 2 filed on August 3, 2005, that certain Amendment No. 3 filed on August 25, 2005, that certain Amendment No. 4 filed on September 8, 2005, that certain Amendment No. 5 filed on September 13, 2005 and that certain Amendment No. 6 filed on September 28, 2005 (together, the "Statement") by and on behalf of

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Barington Companies Equity Partners, L.P. ("Barington") and others with respect to the common stock, par value \$1.00 per share (the "Common Stock"), of A. Schulman, Inc., a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 3550 West Market Street, Akron, Ohio 44333.

Item 4. Purpose of Transaction.  
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The information contained in Item 4 of the Statement is hereby amended and supplemented as follows:

On October 10, 2005, Barington Companies Equity Partners, L.P. ("Barington") delivered to the Secretary of the Company a letter dated October 7, 2005 (the "Nomination Letter") notifying the Company of Barington's intention to nominate three (3) persons for election to the Board of Directors of the Company at the 2005 Annual Meeting of Stockholders of the Company. A copy of the Nomination Letter is attached as Exhibit 99.8 hereto and incorporated herein by reference.

On October 11, 2005, Barington Capital Group, L.P., an affiliate of Barington, issued a press release announcing Barington's intention to nominate three (3) persons for election to the Board of Directors of the Company at the 2005 Annual Meeting of Stockholders of the Company. A copy of the press release is attached as Exhibit 99.9 hereto and incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.  
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Item 7 of the Statement is hereby amended and supplemented as follows:

Exhibit No.	Exhibit Description
99.8	Letter, dated October 7, 2005, from Barington to the Secretary of the Company.
99.9	Press Release issued by Barington Capital Group, L.P., dated October 11, 2005

SIGNATURES  
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After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certify that the information set forth in this Statement is true, complete and correct.

Dated: October 11, 2005

BARINGTON COMPANIES EQUITY PARTNERS, L.P.  
By: Barington Companies Investors, LLC,  
its general partner

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: Managing Member

BARINGTON COMPANIES INVESTORS, LLC

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: Managing Member

/s/ James A. Mitarotonda  
-----

James A. Mitarotonda

BARINGTON COMPANIES OFFSHORE  
FUND, LTD. (BVI)

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: President

BARINGTON COMPANIES ADVISORS, LLC

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: Authorized Signatory

BARINGTON CAPITAL GROUP, L.P.  
By: LNA Capital Corp., its general  
partner

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: President and CEO

LNA CAPITAL CORP.

By: /s/ James A. Mitarotonda  
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Name: James A. Mitarotonda  
Title: President and CEO

PARCHE, LLC

By: Admiral Advisors, LLC, its managing  
member

By: /s/ Jeffrey M. Solomon

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Name: Jeffrey M. Solomon  
Title: Authorized Signatory

STARBOARD VALUE & OPPORTUNITY FUND, LLC  
By: Admiral Advisors, LLC, its managing  
member

By: /s/ Jeffrey M. Solomon

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Name: Jeffrey M. Solomon  
Title: Authorized Signatory

ADMIRAL ADVISORS, LLC  
By: Ramius Capital Group, LLC,  
its sole member

By: /s/ Jeffrey M. Solomon

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Name: Jeffrey M. Solomon  
Title: Authorized Signatory

RAMIUS CAPITAL GROUP, LLC  
By: C4S & Co., LLC, its Managing Member

By: /s/ Jeffrey M. Solomon

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Name: Jeffrey M. Solomon  
Title: Managing Member

C4S & CO., LLC

By: /s/ Jeffrey M. Solomon

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Name: Jeffrey M. Solomon  
Title: Managing Member

/s/ Jeffrey M. Solomon

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Jeffrey M. Solomon, individually and as  
attorney-in-fact for Peter A. Cohen,  
Morgan B. Stark, and Thomas W. Strauss

MILLENCO, L.P.  
By: Millennium Management, L.L.C., its  
general partner

By: /s/ David Nolan

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Name: David Nolan  
Title: Executive Vice President

MILLENNIUM MANAGEMENT, L.L.C.

By: /s/ David Nolan

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Name: David Nolan  
Title: Executive Vice President

/s/ Israel A. Englander by Simon M. Lorne  
pursuant to Power of Attorney previously  
filed with the SEC

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Israel A. Englander

RJG CAPITAL PARTNERS, L.P.

By: RJG Capital Management, LLC, its  
general partner

By: /s/ Ronald J. Gross

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Name: Ronald J. Gross  
Title: Managing Member

RJG CAPITAL MANAGEMENT, LLC

By: /s/ Ronald J. Gross

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Name: Ronald J. Gross  
Title: Managing Member

/s/ Ronald J. Gross

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Ronald J. Gross

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND,  
L.P.

By: D.B. ZWIRN PARTNERS, LLC,  
its general partner

BY: ZWIRN HOLDINGS, LLC,  
its managing member

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND  
(TE), L.P.

By: D.B. ZWIRN PARTNERS, LLC, its general  
partner

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BY: ZWIRN HOLDINGS, LLC,  
its managing member

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND,  
LTD.

By: D.B. Zwirn & Co., L.P., its manager

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing  
member

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

HCM/Z SPECIAL OPPORTUNITIES LLC

By: D.B. Zwirn & Co., L.P., its manager

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing  
member

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

D.B. ZWIRN & CO., L.P.

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing  
member

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

DBZ GP, LLC

By: Zwirn Holdings, LLC, its managing  
member

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By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

ZWIRN HOLDINGS, LLC

By: /s/ Daniel B. Zwirn

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Name: Daniel B. Zwirn  
Title: Managing Member

/s/ Daniel B. Zwirn

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Daniel B. Zwirn

/s/ Phillip D. Ashkettle

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Phillip D. Ashkettle