

SCHULMAN A INC
Form 8-K
November 07, 2006

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 8-K
CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) November 7, 2006

A. SCHULMAN, INC.

(Exact name of registrant as specified in its charter)

Delaware

0-7459

34-0514850

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

3550 West Market Street, Akron,
Ohio

44333

(Address of principal executive
offices)

(Zip Code)

(330) 666-3751

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last
report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 7, 2006, A. Schulman, Inc. (the Company) announced that Dr. Paul Craig Roberts will retire from the Company's Board of Directors at the Company's 2006 Annual Meeting of Stockholders on December 7, 2006. A press release announcing Dr. Roberts' retirement is attached as Exhibit 99.1 hereto and incorporated by reference herein. A copy of the advisory agreement (the Advisory Agreement) with Dr. Roberts, by which Dr. Roberts will provide the Company with advice concerning the economic and financial conditions in North America, Europe and China, is attached as Exhibit 99.2 hereto and incorporated by reference herein. Under the two-year Advisory Agreement, Dr. Roberts will receive \$75,000 annually and will be entitled to exercise previously granted stock options, in accordance with the terms of such options, until the stated expiration date of the options. In addition, the Company has waived the restrictions on prior grants of restricted stock to Dr. Roberts that would otherwise have been forfeited as a result of his retirement.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

| Exhibit Number | Description |
|----------------|---|
| 99.1 | Press Release, dated November 7, 2006. |
| 99.2 | Advisory Agreement, dated November 7, 2006, between Dr. Paul Craig Roberts and the Company. |

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

A. Schulman, Inc.

By: /s/ Paul F. DeSantis
Paul F. DeSantis
Vice President - Chief Financial Officer
and Treasurer

Date: November 7, 2006