

DUN & BRADSTREET CORP/NW

Form SC 13G/A

February 14, 2014

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

The Dun & Bradstreet Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

26483E100

(CUSIP Number)

December 31, 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 26483E100

1

NAME OF REPORTING PERSON

Longview Partners (Guernsey) Limited

I.R.S. IDENTIFICATION NO. OF

ABOVE PERSON (ENTITIES ONLY)

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION

Channel Islands

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER

6 SHARED VOTING POWER
1,956,283

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER
2,750,389

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

2,750,389

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

7.21%

12

TYPE OF REPORTING PERSON
HC & IA

CUSIP No.: 26483E100

1

NAME OF REPORTING PERSON
Longview Partners LLP

2

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(a) ☐

(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United Kingdom

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

6 SHARED VOTING POWER
1,956,283

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER
2,750,389

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,750,389

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
7.21%

12 TYPE OF REPORTING PERSON
IA & PN

CUSIP No.: 26483E100

1 NAME OF REPORTING PERSON
Longview Partners (UK) Limited

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐
(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United Kingdom

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER
	6	SHARED VOTING POWER 1,956,283
	7	SOLE DISPOSITIVE POWER
	8	SHARED DISPOSITIVE POWER 2,750,389
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,750,389
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.21%
12		TYPE OF REPORTING PERSON HC

CUSIP No.: 26483E100

ITEM 1(a). NAME OF
ISSUER:

The Dun &
Bradstreet
Corporation

ADDRESS OF
ISSUER'S

ITEM 1(b). PRINCIPAL
EXECUTIVE
OFFICES:

103 JFK
Parkway
Short Hills
NJ 07078
USA

ITEM 2(a). NAME OF
PERSON
FILING:

Longview
Partners
(Guernsey)
Limited

Longview
Partners (UK)
Limited
Longview
Partners LLP

Collectively
referred to
hereafter as
Longview
Partners

ITEM 2(b). ADDRESS OF
PRINCIPAL
BUSINESS
OFFICE OR, IF
NONE,
RESIDENCE:

Longview
Partners
(Guernsey)
Limited
PO Box 559
Sarnia House
Le Truchot
St Peter Port
Guernsey
GY1 6JG

Longview
Partners (UK)
Limited and
Longviw
Partners LLP are
both located at:
Thames Court
1 Queenhithe
London
EC4V 3RL

ITEM 2(c). CITIZENSHIP:

Longview
Partners
(Guernsey)
Limited is a
Guernsey
registered
company.

Longview
Partners (UK)

Limited is a UK
registered
company.

Longview
Partners LLP is
a UK limited
liability
partnership.

ITEM 2(d). TITLE OF
CLASS OF
SECURITIES:

Common Stock

ITEM 2(e). CUSIP
NUMBER:

26483E100

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK
WHETHER THE PERSON FILING IS A:

- (a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☒ An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) ☒ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Longview Partners (Guernsey) Limited is an investment advisor registered under section 203 of the Investment Advisors Act of 1940.

Longview Partners (UK) Limited is 100% owned by Longview Partners (Guernsey) Limited.

Longview Partners (UK) Limited is the managing member of Longview Partners Limited Liability Partnership.

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

2,750,389

(b) Percent of class:

7.21%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

(ii) Shared power to vote or to direct the vote:

Longview Partners (Guernsey) Limited - 1,956,283

Longview Partners LLP - 1,956,283

Longview Partners (UK) Limited - 1,956,283

(iii) Sole power to dispose or to direct the disposition of:

(iv) Shared power to dispose or to direct the disposition of:

Longview Partners (Guernsey) Limited - 2,750,389

Longview Partners LLP - 2,750,389

Longview Partners (UK) Limited - 2,750,389

OWNERSHIP OF

ITEM 5. FIVE PERCENT OR
LESS OF A CLASS:

If this statement is
being filed to report
the fact that as of the
date hereof the
reporting person has
ceased to be the
beneficial owner of
more than five
percent of the class of
securities, check the
following [].

OWNERSHIP OF
MORE THAN FIVE
PERCENT ON
ITEM 6. BEHALF OF
ANOTHER
PERSON:

The shares reported
herein have been
acquired on behalf of
discretionary clients
of Longview
Partners. Persons
other than Longview
Partners are entitled
to receive all
dividends from, and

proceeds from the
sale of, those shares.
None of those
persons to the
knowledge of
Longview Partners
has an economic
interest in more than
5% of the class.

IDENTIFICATION
AND
CLASSIFICATION
OF THE
SUBSIDIARY
ITEM 7. WHICH ACQUIRED
THE SECURITY
BEING REPORTED
ON BY THE
PARENT HOLDING
COMPANY:

Longview Partners
Limited Liability
Partnership

IDENTIFICATION
AND
ITEM 8. CLASSIFICATION
OF MEMBERS OF
THE GROUP:

As per Items 2(a) & 3
above

NOTICE OF
ITEM 9. DISSOLUTION OF
GROUP:

ITEM 10. CERTIFICATION:

By signing below I
certify that, to the
best of my knowledge
and belief, the
securities referred to
above were acquired
and are held in the
ordinary course of
business and were not
acquired and are not
held for the purpose
of or with the effect
of changing or

influencing the
control of the issuer
of the securities and
were not acquired and
are not held in
connection with or as
a participant in any
transaction having
that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2014

Date

Longview Partners (Guernsey) Limited

/s/ Philip R Corbet

Signature

Philip R Corbet, Director

Name/Title

February 13, 2014

Date

Longview Partners LLP

/s/ Daniel J Langan

Signature

Daniel J Langan, Compliance Officer

Name/Title

February 13, 2014

Date

Longview Partners (UK) Limited

/s/ Daniel J Langan

Signature

Daniel J Langan, Company Secretary

Name/Title

SIGNATURE

Edgar Filing: DUN & BRADSTREET CORP/NW - Form SC 13G/A

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).
CUSIP No.: 26483E100

The undersigned hereby agree to the joint filing of the Scheule 13G to which this agreement is attached.

Dated: 13th February 2014

Longview Partners (Guernsey) Limited
for itself as the parent company of the Longview Partners Group

By: Philip R Corbet - Director

Longview Partners (UK) Limited
for itself and as the managing member of Longview Partners Limited Liability Partnership

By: Daniel J Langan - Secretary