### Edgar Filing: New Sally Holdings, Inc. - Form 4

New Sally Holdings, Inc. Form 4 November 17, 2006

#### OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HARRIS KING W Issuer Symbol New Sally Holdings, Inc. [SBH] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction X\_ Director (Month/Day/Year) 10% Owner Other (specify Officer (give title 200 SOUTH WACKER DRIVE 11/16/2006 below) below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting CHICAGO, IL 60606 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect

(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(A)	Reported		
				(A) or	Transaction(s)		
			Code V		e (Instr. 3 and 4)		
Common Stock	11/16/2006		А	7,500 A <u>(1)</u>	7,500	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control 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)	1		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Director Stock Option (Right to Buy)	\$ 34.227	11/16/2006		A	3,750		(2)	01/23/2013	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 41.49	11/16/2006		А	3,750		(2)	01/22/2014	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 53.725	11/16/2006		A	3,750		(2)	01/27/2015	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 44.365	11/16/2006		A	3,750		(2)	01/26/2016	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 28.303	11/16/2006		A	11,250		(2)	07/24/2012	Common Stock	11,25
Director Stock Option (Right to Buy)	\$ 34.227	11/16/2006		D		3,750	(2)	01/23/2013	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 41.49	11/16/2006		D		3,750	(2)	01/22/2014	Common Stock	3,75
Director Stock Option	\$ 53.725	11/16/2006		D		3,750	(2)	01/27/2015	Common Stock	3,75

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(Right to Buy)								
Director Stock Option (Right to Buy)	\$ 44.365	11/16/2006	D	3,750	(2)	01/26/2016	Common Stock	3,75
Director Stock Option (Right to Buy)	\$ 28.303	11/16/2006	D	11,250	(2)	07/24/2012	Common Stock	11,25

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
HARRIS KING W 200 SOUTH WACKER DRIVE CHICAGO, IL 60606	Х						
Signatures							
/s/ James M. Spira as Attorney-ir Harris	King	11	/17/2006				
<u>**</u> Signature of Reporting Pe	rson			Date			
Explanation of Poo	Explanation of Posponsos:						

# **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).

Acquisition of shares of common stock in a merger of one of the issuer's subsidiaries into the Alberto-Culver Company ("Old Alberto-Culver") to effect the formation of a holding company (the "Holding Company Merger"). In the Holding Company Merger, the

- (1) shares of common stock of Old Alberto-Culver were converted, on a one-for-one basis, into shares of common stock of the issuer pursuant to an Investment Agreement dated as of June 19, 2006, as amended, among Old Alberto-Culver and certain of its subsidiaries and CDRS Acquisition LLC.
- (2) This option, to the extent unexercisable, became exercisable in full on November 16, 2006.
- (3) In the Holding Company Merger this option replaced an option to purchase a number of shares of common stock of Old Alberto-Culver equal to the number of shares subject to this option at an exercise price equal to the exercise price of this option.

This option was assumed by Alberto-Culver Company, formerly known as New Aristotle Holdings, Inc. ("New Alberto-Culver"), in connection with the spin-off by the issuer of New Alberto-Culver (the "Spin-Off") and replaced with an option to purchase a number of shares of common stock of New Alberto Culver equal to the number of shares subject to this option multiplied by a ratio, the numerator

(4) of which is the Old Alberto-Culver stock price prior to the Spin-Off ("Pre Spin-Off Price") and the denominator of which is the 5-day average of the New Alberto-Culver stock price after the Spin-Off ("Post Spin-Off Price") at an exercise price equal to the exercise price of this option multiplied by a ratio, the numerator of which is the Post Spin-Off Price and the denominator of which is the Pre Spin-Off Price.

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.