

New Sally Holdings, Inc.  
 Form 4  
 November 20, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Dowd W Richard

2. Issuer Name and Ticker or Trading Symbol  
 New Sally Holdings, Inc. [SBH]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

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

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 SVP, Distribution and CIO

C/O SALLY BEAUTY HOLDINGS, INC., 3001 COLORADO BOULEVARD

11/16/2006

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

DENTON, TX 76210

(City) (State) (Zip)

**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) |              |                        |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------------|------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |              |                        |
| Common Stock                    | 11/16/2006                           |  | A                              |   | 66,102  | A  | <u>(1)</u> 66,102                                     | D <u>(2)</u> |                        |
| Common Stock                    | 11/16/2006                           |  | A                              |   | 2,546.7357  | A  | <u>(1)</u> 2,556.7357                                 | I            | By 401(k)              |
| Common Stock                    | 11/16/2006                           |  | A                              |   | 5,442.5415  | A  | <u>(1)</u> 5,442.5412                                 | I            | By Profit Sharing Plan |

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

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SEC 1474 (9-02)

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**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 34.2267   | 11/16/2006                           |  | A                              | 14,250  | <sup>(3)</sup> 09/30/2012                                | Common Stock 14,250   |
| Employee Stock Option (right to buy)       | \$ 39.5433   | 11/16/2006                           |  | A                              | 12,300  | <sup>(3)</sup> 10/01/2013                                | Common Stock 12,300   |
| Employee Stock Option (right to buy)       | \$ 43.83   | 11/16/2006                           |  | A                              | 11,200  | <sup>(3)</sup> 10/01/2014                                | Common Stock 11,200   |
| Employee Stock Option (right to buy)       | \$ 44.4  | 11/16/2006                           |  | A                              | 12,000  | <sup>(3)</sup> 10/01/2015                                | Common Stock 12,000   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships   |
|--|---|
| Dowd W Richard<br>C/O SALLY BEAUTY HOLDINGS, INC.<br>3001 COLORADO BOULEVARD<br>DENTON, TX 76210 | Director 10% Owner Officer Other<br>SVP, Distribution and CIO |

## Signatures

Raal Roos, Attorney-in-fact for Mr.  
Dowd

11/20/2006

\_\_Signature of Reporting Person

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).  

Acquisition of shares of common stock, including shares of restricted 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 shares of common stock, including shares of restricted stock, of Old Alberto-Culver were converted, on a one-for-one basis, into shares of common stock, including shares of restricted 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.
- (1) Includes 59,718 shares held jointly with spouse.
- (2) This option, to the extent unexercisable, became exercisable in full on November 16, 2006.
- (4) 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.

### Remarks:

The number of employee stock options held by the Reporting Person, and their exercise price, will be adjusted pursuant to the

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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