

BERNICK CAROL L
Form 4
August 29, 2008

FORM 4

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

OMB APPROVAL

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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 *
BERNICK CAROL L

(Last) (First) (Middle)

C/O ALBERTO-CULVER
COMPANY, 2525 ARMITAGE
AVENUE

(Street)

MELROSE PARK, IL 60160

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Alberto-Culver CO [ACV]

3. Date of Earliest Transaction
(Month/Day/Year)
02/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | | | | (A) or (D) | Amount | | Price |
| Common Stock | | | | | 723,843 | I | FN7 ⁽⁷⁾ |
| Common Stock | | | | | 418,135 | I | FN14 ⁽¹⁴⁾ |
| Common Stock | | | | | 13,250 | I | FN8 ⁽⁸⁾ |
| Common Stock | | | | | 5,762,530 | I | FN4 ⁽⁴⁾ |
| Common Stock | | | | | 1,357,331 | I | FN3 ⁽³⁾ |

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| | | | | | | | | | | |
|--------------|------------|--|---|---|---------|---------|-------------|------------------|---|------------------|
| Common Stock | | | | | | 500,000 | I | FN15 <u>(15)</u> | | |
| Common Stock | | | | | | 500,000 | I | FN9 <u>(9)</u> | | |
| Common Stock | | | | | | 609,859 | I | FN11 <u>(11)</u> | | |
| Common Stock | | | | | | 150,300 | I | FN6 <u>(6)</u> | | |
| Common Stock | | | | | | 240,030 | I | FN1 <u>(1)</u> | | |
| Common Stock | 02/19/2008 | | G | V | 62,316 | D | <u>(2)</u> | 253,780 | I | FN2 <u>(2)</u> |
| Common Stock | 02/19/2008 | | J | V | 253,780 | D | <u>(5)</u> | 0 | I | FN5 <u>(5)</u> |
| Common Stock | 02/19/2008 | | J | V | 253,780 | A | <u>(10)</u> | 253,780 | I | FN10 <u>(10)</u> |
| Common Stock | | | | | | | | 566,431 | I | FN13 <u>(13)</u> |
| Common Stock | 07/29/2008 | | G | V | 13,980 | D | <u>(12)</u> | 233,456 | I | FN12 <u>(12)</u> |
| Common Stock | 07/29/2008 | | J | V | 233,456 | D | <u>(16)</u> | 0 | I | FN16 <u>(16)</u> |
| Common Stock | 07/29/2008 | | J | V | 233,456 | A | <u>(17)</u> | 233,456 | D | |
| Common Stock | 08/01/2008 | | J | V | 233,456 | D | <u>(18)</u> | 0 | D | |
| Common Stock | 08/01/2008 | | J | V | 233,456 | A | <u>(18)</u> | 233,456 | I | FN18 <u>(18)</u> |

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.

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(9-02)

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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------|

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BERNICK CAROL L C/O ALBERTO-CULVER COMPANY 2525 ARMITAGE AVENUE MELROSE PARK, IL 60160 | X | X | Executive Chairman | |

Signatures

/s/James M. Spira as attorney-in-fact for Carol L.
Bernick

08/29/2008

__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).
- (1) Held by the undersigned as co-trustee of three trusts dated 11/14/89 each holding 80,010 shares and each for the benefit of a different relative***
- (2) Gifted by the undersigned as trustee of two trusts dated 2/2/06 for her benefit, which trusts are Grantor Annuity Trusts and which gifts were made in equal amounts of 31,158 shares from each trust.
- (3) Held by the undersigned as trustee of a trust dated 10/31/98 for the benefit of her sister.***
- (4) Held by the undersigned as trustee of a trust dated 4/17/02 for her benefit.
- (5) Exempt from reporting under Rule 16a-13 as this transaction effects only a change in form of beneficial ownership without changing the undersigned's pecuniary interest. Held by the undersigned as trustee of two trusts dated 2/2/06 for her benefit, which trusts are Grantor Annuity Trusts.
- (6) Held by the undersigned as trustee of a trust dated 10/20/72 for her benefit.
- (7) Held by the undersigned as trustee of a trust dated 9/15/93 for her benefit.
- (8) Held by the undersigned as a participant in the Alberto-Culver 401(k) and Profit Sharing Plan. Represents equivalent shares calculated by taking the account balance in the Alberto-Culver Company Stock Fund divided by the closing stock price on August 22, 2008 of \$26.88
- (9) Held by the undersigned as co-trustee of a trust dated 12/18/87 for the benefit of her father.***
- (10) Exempt from reporting under Rule 16a-13 as this transaction effects only a change in form of beneficial ownership without changing the undersigned's pecuniary interest. Held by the undersigned as trustee of a trust dated 2/19/08 for her benefit, which trust is a Grantor Annuity Trust.
- (11) Held by the undersigned as co-trustee of a trust dated 9/18/01 for her benefit.
- (12) Gifted by the undersigned as trustee of two trusts dated 7/27/06 for her benefit, which trusts are Grantor Annuity Trusts and which gifts were made in equal amounts of 6,990 shares.

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- (13) Held by the undersigned as trustee of a trust dated 8/31/07 for her benefit, which trust is a Grantor Annuity Trust.
- (14) Held by the undersigned as trustee of a trust dated 1/7/08 for her benefit, which trust is a Grantor Annuity Trust.
- (15) Held by the undersigned as co-trustee of a trust dated 1/3/08 for the benefit of her father, which trust is a Grantor Annuity Trust.***
Exempt from reporting under Rule 16a-13 as this transaction effects only a change in form of beneficial ownership without changing the undersigned's pecuniary interest. Held by the undersigned as trustee of two trusts dated 7/27/06 for her benefit, which trusts are Grantor Annuity Trusts.
- (17) Exempt from reporting under Rule 16a-13 as this transaction effects only a change in form of beneficial ownership without changing the undersigned's pecuniary interest. Held by the undersigned directly.
- (18) Exempt from reporting under Rule 16a-13 as this transaction effects only a change in form of beneficial ownership without changing the undersigned's pecuniary interest. Held by the undersigned as trustee of a trust dated 7/29/08 for her benefit, which trust is a Grantor Annuity Trust.

Remarks:

***The filing of this report shall not be deemed an admission by the undersigned that she is the beneficial owner of these securities.

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.