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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 obligations may continue.

(Middle)

(Zip)

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* Robinson Gary T

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

New Sally Holdings, Inc. [SBH]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Street)

(State)

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year)

C/O SALLY BEAUTY HOLDINGS, 11/16/2006

Director 10% Owner X\_ Officer (give title Other (specify

SVP, CFO and Treasurer

INC., 3001 COLORADO

**BOULEVARD** 

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

**DENTON, TX 76210** 

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

(A) Transaction(s)

or (Instr. 3 and 4) Price

Code V Amount (D) Common

Stock

11/16/2006

750 A A

(1) 750 D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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

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. Transactic Code (Instr. 8)	5. Number on 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)	\$ 39.5433	11/16/2006		A	3,075	(2)	10/01/2013	Common Stock	3,075
Employee Stock Option (right to buy)	\$ 43.83	11/16/2006		A	5,600	(2)	10/01/2014	Common Stock	5,600
Employee Stock Option (right to buy)	\$ 44.4	11/16/2006		A	9,000	(2)	10/01/2015	Common Stock	9,000

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Robinson Gary T

C/O SALLY BEAUTY HOLDINGS, INC.
3001 COLORADO BOULEVARD
SVP, CFO and Treasurer

**DENTON, TX 76210** 

## **Signatures**

Raal Roos, Attorney-in-fact for Mr.

Robinson 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).
- (1) 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

Reporting Owners 2

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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 subsidiares 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.

#### **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. 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.