

New Aristotle Holdings, Inc.

Form 4

November 28, 2006

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

OMB APPROVAL

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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 *
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**New Aristotle Holdings, Inc. [ACV]**3. Date of Earliest Transaction
(Month/Day/Year)**11/24/2006**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) Chairman6. 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)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**SEC 1474
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 6.761	11/24/2006	A		82,990		<u>(2)</u>	09/30/2010	Common Stock	82,990
Employee Stock Option (Right to Buy)	\$ 8.8533	11/24/2006	A		165,980		<u>(2)</u>	09/30/2011	Common Stock	165,980
Employee Stock Option (Right to Buy)	\$ 13.9192	11/24/2006	A		258,191		<u>(2)</u>	09/30/2012	Common Stock	258,191
Employee Stock Option (Right to Buy)	\$ 16.0813	11/24/2006	A		221,307		<u>(2)</u>	09/30/2013	Common Stock	221,307
Employee Stock Option (Right to Buy)	\$ 17.2674	11/24/2006	A		194,258		<u>(2)</u>	10/26/2014	Common Stock	194,258
Employee Stock Option (Right to Buy)	\$ 18.0564	11/24/2006	A		196,717		<u>(2)</u>	09/30/2015	Common Stock	196,717
Employee Stock Option (Right to Buy)	\$ 6.761	11/24/2006	A		206,553		<u>(2)</u>	09/30/2010	Common Stock	206,553
Employee Stock Option (Right to Buy)	\$ 8.8533	11/24/2006	A		413,106		<u>(2)</u>	09/30/2011	Common Stock	413,106

Employee

Stock

Option
(Right to
Buy)

\$ 13.9192

11/24/2006

A

571,709

(2)

09/30/2012

Common
Stock

571,70

Employee

Stock

Option
(Right to
Buy)

\$ 16.0813

11/24/2006

A

494,251

(2)

09/30/2013

Common
Stock

494,25

Employee

Stock

Option
(Right to
Buy)

\$ 17.8246

11/24/2006

A

447,531

(2)

09/30/2014

Common
Stock

447,53

Employee

Stock

Option
(Right to
Buy)

\$ 18.0564

11/24/2006

A

442,613

(2)

09/30/2015

Common
Stock

442,61

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	Chairman	

Signatures

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

11/28/2006

__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) Held directly by the undersigned's spouse.***
- (2) This option currently is exercisable in full.
- (3) This option was granted by the issuer in replacement of an option to purchase shares of common stock of Sally Beauty Holdings, Inc. ("Sally Beauty Holdings") in connection with the spin-off of the issuer by Sally Beauty Holdings (the "Spin-Off").
- (4) In the Spin-Off, this option replaced an option to purchase 105,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$34.227.
- (5) In the Spin-Off, this option replaced an option to purchase 90,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$39.543.

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- (6) In the Spin-Off, this option replaced an option to purchase 79,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$42.46.
- (7) In the Spin-Off, this option replaced an option to purchase 80,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$44.40.
- (8) In the Spin-Off, this option replaced an option to purchase 33,750 shares of common stock of Sally Beauty Holdings at an exercise price of \$16.625.
- (9) In the Spin-Off, this option replaced an option to purchase 67,500 shares of common stock of Sally Beauty Holdings at an exercise price of \$21.77.
- (10) In the Spin-Off, this option replaced an option to purchase 232,500 shares of common stock of Sally Beauty Holdings at an exercise price of \$34.227.
- (11) In the Spin-Off, this option replaced an option to purchase 201,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$39.543.
- (12) In the Spin-Off, this option replaced an option to purchase 182,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$43.83.
- (13) In the Spin-Off, this option replaced an option to purchase 180,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$44.40.
- (14) In the Spin-Off, this option replaced an option to purchase 84,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$16.625.
- (15) In the Spin-Off, this option replaced an option to purchase 168,000 shares of common stock of Sally Beauty Holdings at an exercise price of \$21.77.

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.

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