Edgar Filing: DIMLING JOHN A - Form 4

DIMLING JOHN A Form 4 May 27, 2010									
	-	PPROVAL							
UNITEDS	N OMB Number:	3235-0287							
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934							Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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 F DIMLING JOHN A	Symbo	2. Issuer Name and Ticker or Trading Symbol ARBITRON INC [ARB]			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (M		of Earliest Tr			(Che	(Check all applicable)			
9705 PATUXENT WOODS DRIVE 05/25/2010			ay/Year)X_ Director				title 10% Owner Other (specify below)		
(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
COLUMBIA, MD 21046					Form filed by Person	More than One R	eporting		
(City) (State) ((Zip) Ta	able I - Non-D	erivative Securi	ities A	cquired, Disposed o	of, or Beneficia	lly Owned		
(Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5 (A) or Amount (D))	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on a separate line	for each class of se	ecurities benefi	Persons wh information required to	no res conta respo	r indirectly. pond to the colle ained in this form ond unless the for ttly valid OMB co	i are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security				(A) or Dispose (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units	<u>(1)</u>	05/25/2010	А		3,423		(2)	(2)	Common Stock	3,423	\$ 29

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
DIMLING JOHN A 9705 PATUXENT WOODS DRIVE COLUMBIA, MD 21046	Х					
Signatures						
/s/ Timithy T. Smith, Attorney in Fact for John A. Dimling			05/27/2010			
<u>**</u> 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) These Deferred Stock Units convert on a one for one basis.
- (2) These Deferred Stock Units will vest in three equal installments over a three year period and are payable no sooner than six months following retirement of the reporting person from the Board of Directors.

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.