

PUTNAM DANA E.  
Form 3  
June 20, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|   |   |   |  |   |   |
|---|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>PUTNAM DANA E.</p> <p>(Last) (First) (Middle)</p> <p>C/O BALCHEM CORPORATION, 52 SUNRISE PARK ROAD</p> <p>(Street)</p> <p>NEW HAMPTON, NY 10958</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/14/2012</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BALCHEM CORP [BCPC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>VP &amp; General Manager</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 4,645  | I   | Held in 401(k) /profit sharing account                   |
| Common Stock                       | 12,633   | D   | ^  |
| Common Stock <sup>(1)</sup>        | 14,860   | D   | ^  |
| Common Stock <sup>(2)</sup>        | 2,946  | D   | ^  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
|   | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |  |  |  |
| Employee Stock Option (right to buy)          | 12/10/2009 <sup>(3)</sup>                                   | 12/09/2018      | Common Stock   | 27,000                     | \$ 17.28   | D  | Â  |
| Employee Stock Option (right to buy)          | 12/08/2010 <sup>(3)</sup>                                   | 12/07/2019      | Common Stock   | 22,500                     | \$ 21.39   | D  | Â  |
| Employee Stock Option (right to buy)          | 12/06/2011 <sup>(3)</sup>                                   | 12/05/2020      | Common Stock   | 20,500                     | \$ 32.21   | D  | Â  |
| Employee Stock Option (right to buy)          | 02/28/2013 <sup>(3)</sup>                                   | 02/28/2022      | Common Stock   | 9,224                      | \$ 29.06   | D  | Â  |
| Employee Stock Option (right to buy)          | 06/14/2013 <sup>(3)</sup>                                   | 02/28/2022      | Common Stock   | 2,500                      | \$ 31.02   | D  | Â  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| PUTNAM DANA E.<br>C/O BALCHEM CORPORATION<br>52 SUNRISE PARK ROAD<br>NEW HAMPTON, NY 10958 | Â             | Â         | Â VP &<br>General<br>Manager | Â     |

## Signatures

/s/ Dana E. Putnam, by Attorney in Fact, Matthew Houston

06/19/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) This stock is subject to repurchase options in favor of the Issuer and to restrictions on transfer until is vests in accordance with the provisions of Restricted Stock Purchase Agreements, dated December 10, 2008, December 8, 2009 and December 6, 2010.  
Ownership of the restricted stock does not vest in Reporting person until four years from the grant date and is further subject to
- (2) restrictions on transfer in accordance with the provisions of a Restricted Stock Grant Agreement between the Issuer and the Reporting Person dated February 28, 2012.
- (3) Options vest 20% year 1; 40% year 2; and 40% year 3

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.