

ALBEMARLE CORP

Form 4

April 18, 2007

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

Check this box
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOTTWALD JOHN D

(Last) (First) (Middle)

1100 BOULDERS PARKWAY

(Street)

RICHMOND, VA 23225

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ALBEMARLE CORP [ALB]

3. Date of Earliest Transaction
(Month/Day/Year)
04/16/2007

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)

Vice Chairman of the Board

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	04/16/2007		A	200 ⁽⁷⁾	A \$ 43.57	685,840 ⁽⁸⁾	D

Common
Stock

1,370,408 ⁽⁸⁾ I

Held by
Westham
Partners,
L.P.,
reporting
person is a
limited
partner &
general
partner.*

Common Stock	1,000,000 ⁽⁸⁾ <u> </u>	I	Held as co-trustee fbo reporting person's family (among others) u/w Floyd D. Gottwald.*
Common Stock	46,296 ⁽⁸⁾ <u> </u>	I	Held by WM Gottwald, trustee Samuel S. Gottwald's Crummey Trust u/a dtd 1/3/89* ⁽¹⁾ <u> </u>
Common Stock	16,538 ⁽⁸⁾ <u> </u>	I	Held by Samuel S. Gottwald
Common Stock	1,598 ⁽⁸⁾ <u> </u>	I	Held as custodian for son, James Christian Gottwald*
Common Stock	6,452 ⁽⁸⁾ <u> </u>	I	Held by WM Gottwald as trustee fbo James Christian Gottwald u/a dtd 10/20/87*
Common Stock	11,414 ⁽⁸⁾ <u> </u>	I	Held by WM Gottwald as trustee fbo James Christian Gottwald u/a dtd 12/21/87*

Common Stock	46,296 ⁽⁸⁾	I	Held by WM Gottwald, trustee James Christian Gottwald Crummey Trust u/a dtd 1/3/89* <u>(1)</u>
Common Stock	18,294 ⁽⁸⁾	I	Held by WM Gottwald, trustee of James Christian Gottwald's Gallo Trust u/a dtd 1/3/89*
Common Stock	26,450 ⁽⁸⁾	I	Held by WM Gottwald trustee of Charles Houston Gottwald Gallo Trust u/a dtd 9/5/89*
Common Stock	46,120 ⁽⁸⁾	I	Held by WM Gottwald trustee Charles Houston Gottwald Crummey Trust u/a dtd 9/5/89* <u>(1)</u>
Common Stock	18,294 ⁽⁸⁾	I	Held by WM Gottwald as trustee fbo Charles Houston

Common Stock	52,048 ⁽⁸⁾ <u> </u>	I	Gottwald u/a dtd 10/18/89* Held by WM Gottwald as trustee Margaret Addison Gottwald Crummey Trust u/a dtd 3/9/92* <u>(1)</u>
Common Stock	171,710 ⁽⁸⁾ <u> </u>	I	Held as co-trustee fbo (among others) reporting person's family u/a dtd 12/16/91* <u>(5)</u>
Common Stock	177,450 ⁽⁸⁾ <u> </u>	I	Held by me and James T. Gottwald, trustees fbo reporting person's children u/a dated 4/10/92 * <u>(6)</u>
Common Stock	74,340 ⁽⁸⁾ <u> </u>	I	Held by me as trustee FBO WM Gottwald Jr's Trust u/a dtd 10/13/83* <u>(4)</u>
Common Stock	54,130 ⁽⁸⁾ <u> </u>	I	Held as trustee WM Gottwald Jr.'s Crummey Trust u/a dtd 1/3/89*

Common Stock	54,130 ⁽⁸⁾	I	(2) Held as trustee Elizabeth I. Gottwald's Crummey Trust u/a dtd 1/3/89* ⁽²⁾
Common Stock	10,748 ⁽⁸⁾	I	Held by William M. Gottwald as trustee fbo Samuel S. Gottwald u/a dtd 12/21/87 ⁽³⁾

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 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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
GOTTWALD JOHN D 1100 BOULDERS PARKWAY	X		Vice Chairman of the Board	

RICHMOND, VA 23225

Signatures

Nicole C. Daniel, attorney
in fact

04/18/2007

__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) 25,462 shares held of record by Westham Partners, L.P.*

(2) 28,350 held of record by Westham Partners, L.P.*

Additional Indirect Holdings: 33,320 Held as trustee FBO Elizabeth I. Gottwald's Trust u/a dtd 3/28/85.* 24,990 shares held of record by Westham Partners, L.P.* 55,690 Held by me and James T. Gottwald as trustee for the William M. Gottwald Trust dtd 8/16/90.* 19,052

(3) Held by me and William M. Gottwald as trustees fbo James Matthew Gottwald u/a dtd 12/1/81.* 10,972 Held by me and William M. Gottwald as trustees fbo Sarah Wren Gottwald u/a dtd 3/1/83.* 10,472 Held by me as custodian for son, Samuel S. Gottwald.* ; 35,016 shares held by spouse. *Portion of shares held of record by Westham Partners, L.P. * Reporting person disclaims beneficial ownership.

(4) 55,754 shares held of record by Westham Partners, L.P.

(5) 132,782 shares held of record by Westham Partners, L.P.

(6) 129,088 shares held of record by Westham Partners, L.P.

(7) Shares represent quarterly installment of non-employee director's stock compensation pursuant to Non-Employee Director Stock Plan.

(8) Portion of share increase due to recent 2-1 stock split.

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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