Form 4	LD JOHN D								
February 03								OMB A	APPROVAL
FORM	VI 4 UNITED	STATES SE					OMMISSION	OMB	3235-0287
Check this box if no longer subject to Section 16. Form 4 or		MENT OF C	Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES				ERSHIP OF	Number: Expires: Estimated burden ho response.	January 31, 2005 average urs per
Form 5 obligati may co <i>See</i> Inst 1(b).	ons finitude. Section 17			olding Co	mpa	ny Act of 1	1935 or Section	1	
(Print or Type	Responses)								
	Address of Reporting LD JOHN D	Syı	. Issuer Name a mbol L BEMARLE]	5. Relationship of ssuer		
(Last)	(First) (Date of Earliest	-	-		(Checl	k all applicab	le)
1100 BOU	LDERS PARKW		onth/Day/Year) /03/2006			-	_X_ Director Officer (give below)		% Owner her (specify
	(Street)		f Amendment, ed(Month/Day/Ye	-	al	1	5. Individual or Jo Applicable Line) _X_ Form filed by C	one Reporting I	Person
RICHMO	ND, VA 23225					Ī	Form filed by M Person	ore than One F	Reporting
(City)	(State)	(Zip)	Table I - Non	-Derivativ	e Seci	urities Acqu	ired, Disposed of	, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ear) (Instr. 8)	onor Dispos (Instr. 3, 4	ed of and (A) or	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)
G			Code V	Amount	(D)	Price \$	(
Common Stock	02/03/2006		S	85,655	D	43.6633 (3)	392,520 <u>(1)</u>	D	
Common Stock							685,204 <u>(2)</u>	I	Held by Westham Partners, L.P., reporting person is a limited partner & general partner.*

Common Stock	500,000	I	Held as co-trustee fbo reporting person's family (among others) u/w Floyd D. Gottwald.*
Common Stock	23,148	I	Held by WM Gottwald, trustee Samuel S. Gottwald's Crummey Trust u/a dtd 1/3/89* (<u>4</u>)
Common Stock	7,936	I	Held by Samuel S. Gottwald
Common Stock	799	I	Held as custodian for son, James Christian Gottwald*
Common Stock	3,226	I	Held by WM Gottwald as trustee fbo James Christian Gottwald u/a dtd 10/20/87*
Common Stock	5,374	I	Held by WM Gottwald as trustee fbo James Christian Gottwald u/a dtd 12/21/87*

Common Stock	23,148	Ι	Held by WM Gottwald, trustee James Christian Gottwald Crummey Trust u/a dtd 1/3/89*
Common Stock	9,147	Ι	Held by WM Gottwald, trustee of James Christian Gottwald's Gallo Trust u/a dtd 1/3/89*
Common Stock	13,225	I	Held by WM Gottwald trustee of Charles Houston Gottwald Gallo Trust u/a dtd 9/5/89*
Common Stock	23,060	Ι	Held by WM Gottwald trustee Charles Houston Gottwald Crummey Trust u/a dtd 9/5/89* (4)
Common Stock	4,424	Ι	Held by WM Gottwald trustee fbo Charles Houston

			Gottwald u/a dtd 10/18/89*
Common Stock	25,691	I	Held by WM Gottwald trustee Margaret Addison Gottwald Crummey Trust u/a dtd 3/9/92* (4)
Common Stock	85,855	Ι	Held as co-trustee fbo (among others) reporting person's family u/a dtd 12/16/91* (8)
Common Stock	88,725	Ι	Held by me and James T. Gottwald, trustees fbo reporting person's children u/a dated 4/10/92 *
Common Stock	37,170	Ι	Held by me and James T. Gottwald as co-trustees WM Gottwald Jr's Crummey Trust u/a dtd 10/13/83* (7)

Common Stock	2	27,065 I	Held as trustee WM Gottwald Jr.'s Crummey Trust u/a dtd 1/3/89*				
Common Stock	2	27,065 I	Held as trustee Elizabeth I. Gottwald's Crummey Trust u/a dtd 1/3/89* (5)				
Common Stock	5	5,374 I	Held by William M. Gottwald as trustee fbo Samuel S. Gottwald u/a dtd 12/21/87 (6)				
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 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)							
Security or Exercise any	on Date, if TransactionNumber Expirat	tion Date An h/Day/Year) Un Se	Title and 8. Price of mount of Derivative nderlying Security ecurities (Instr. 5) nstr. 3 and 4)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr			
	Date Exercis Code V (A) (D)	Expiration Ti sable Date	Amount or tle Number of Shares				

Other

Reporting Owners

Reporting Owner Name / Address

Relationships

	Director	10% Owner	Officer
GOTTWALD JOHN D 1100 BOULDERS PARKWAY RICHMOND, VA 23225	Х		

Signatures

Nicole C. Daniel, attorney in fact

02/03/2006

**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) Includes 225,733 shares received as a distribution from Westham Partners, L.P.
- (2) Decrease in shares reflect distribution from Westham Partners, L.P.
- (3) Price calculated per the terms of the Agreement between the reporting person and Albemarle Corporation.
- (4) 12,731 shares held of record by Westham Partners, L.P.* Decrease reflects distribution by Westham Partners, L.P.
- (5) 14,175 held of record by Westham Partners, L.P.* Decrease reflects distribution by Westham Partners, L.P.

Additional Indirect Holdings: 16,660 Held as co-trustee of Elizabeth I. Gottwald's Crummey Trust u/a dtd 3/28/85.* 12,435 shares held of record by Westham Partners, L.P. * Decrease reflects distribution by Westham Partners, L.P. 27,845 Held by me and James T. Gottwald

- (6) as trustee for the William M. Gottwald Trust dtd 8/18/90.* 9,526 Held by me and William M. Gottwald as trustees fbo James Matthew Gottwald u/a dtd 12/1/81.* 5,486 Held by me and William M. Gottwald as trustees fbo Sarah Wren Gottwald u/a dtd 3/1/83.* 5,236 Held by me as custodian for son, Samuel S. Gottwald.* ; 17,508 shares held by spouse. *Portion of shares held of record by Westham Partners, L.P. * Reporting person disclaims beneficial ownership.
- (7) 27,877 shares held of record by Westham Partners, L.P. Decrease reflects distribution by Westham Partners, L.P.
- (8) 66,544 shares held of record by Westham Partners, L.P. Decrease reflects distribution by Westham Partners, L.P.
- (9) 64,391 shares held of record by Westham Partners, L.P. Decrease reflects distribution by Westham Partners, L.P.

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.