

GOTTWALD WILLIAM M

Form 4

May 01, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOTTWALD WILLIAM M

(Last) (First) (Middle)

330 SOUTH FOURTH STREET

(Street)

RICHMOND, VA 23219

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2007

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)

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/21/2007		G	V	10,000	D	\$ 0	2,079,562 ⁽⁷⁾	D	
Common Stock	05/01/2007		S		100,000	D	\$ 42.36 ⁽⁸⁾	1,979,562 ⁽⁷⁾	D	

Common
Stock

74,340 ⁽⁷⁾ I

Shares held
in trust fbo
William M.
Gottwald,
Jr., u/a dtd
10/13/83.
⁽¹⁾

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Common Stock	54,130 ⁽⁷⁾	I	Shares held in trust fbo William M. Gottwald, Jr. u/a dtd 1/3/89. ⁽²⁾
Common Stock	112,770 ⁽⁷⁾	I	Shares held by William M. Gottwald, Jr.
Common Stock	33,320 ⁽⁷⁾	I	Shares held in trust fbo Elizabeth I. Gottwald u/a dtd 3/28/85. ⁽⁵⁾
Common Stock	54,130 ⁽⁷⁾	I	Shares held in trust fbo Elizabeth I. Gottwald u/a dtd 1/3/89. ⁽²⁾
Common Stock	153,790 ⁽⁷⁾	I	Shares held by Elizabeth I. Gottwald.
Common Stock	55,690 ⁽⁷⁾	I	Shares held in trust fbo reporting person's children u/a dtd 8/16/90.
Common Stock	172,340 ⁽⁷⁾	I	Shares held as co-Trustee fbo reporting person's family u/a dtd 12/16/91. ⁽⁶⁾
Common Stock	11,414 ⁽⁷⁾	I	Shares held as Trustee fbo Samuel

				S. Gottwald u/a dtd 12/21/87.
Common Stock	46,296 ⁽⁷⁾	I		Shares held as Trustee fbo Samuel S. Gottwald u/a dtd 1/3/89. ⁽³⁾
Common Stock	6,452 ⁽⁷⁾	I		Shares held as Trustee fbo James C. Gottwald u/a dtd 10/20/87.
Common Stock	10,748 ⁽⁷⁾	I		Shares held as Trustee fbo James C. Gottwald u/a dtd 12/21/87.
Common Stock	46,296 ⁽⁷⁾	I		Shares held as Trustee fbo James C. Gottwald u/a dtd 1/3/89. ⁽³⁾
Common Stock	18,294 ⁽⁷⁾	I		Shares held as Trustee fbo James C. Gottwald u/a dtd 1/3/89.
Common Stock	26,450 ⁽⁷⁾	I		Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89.
	46,120 ⁽⁷⁾	I		

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Common Stock				Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89. ⁽³⁾
Common Stock	8,848 ⁽⁷⁾	I		Shares held as Trustee fbo Charles H. Gottwald u/a dtd 10/18/89.
Common Stock	51,382 ⁽⁷⁾	I		Shares held as Trustee fbo Margaret A. Gottwald u/a dtd 3/9/92. ⁽³⁾
Common Stock	17,894 ⁽⁷⁾	I		Shares held as Trustee fbo Sarah W. Gottwald u/a dtd 1/3/89.
Common Stock	1,267,086 ⁽⁷⁾	I		Shares held of record by Westham Partners, L.P., reporting person general partner & limited partner.
Common Stock	1,000,000 ⁽⁷⁾	I		Shares held as co-Trustee fbo reporting person's family u/w

Floyd D.
Gottwald.
(4)

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

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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 Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GOTTWALD WILLIAM M 330 SOUTH FOURTH STREET RICHMOND, VA 23219	X Chairman of the Board

Signatures

Nicole C. Daniel, attorney
in fact 05/01/2007
**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) Includes 55,754 shares held of record by Westham Partners, L.P. Portion of share increase due to recent 2-1 stock split.
- (2) 28,350 held of record by Westham Partners, L.P. Portion of share increase due to recent 2-1 stock split.
- (3) 25,462 shares held of record by Westham Partners, L.P. Portion of share increase due to recent 2-1 stock split.

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Additional Indirect Holdings: 7,892 shares held by Trustee under Albemarle Savings Plan; 30,892 shares held by spouse; 19,052 shares

- (4) held by Trustee fbo James M. Gottwald u/a dtd 12/1/81; 17,894 shares held by Trustee fbo James M. Gottwald u/a dtd 1/3/89; 10,972 shares held by Trustee fbo Sarah W. Gottwald u/a dtd 3/1/83. Portion of share increases due to recent 2-1 stock split.
- (5) 24,990 shares held of record by Westham Partners, L.P. Portion of share increase due to recent 2-1 stock split.
- (6) 129,254 shares held of record by Westham Partners, L.P. Portion of share increase due to recent 2-1 stock split.
- (7) Portion of share increase due to recent 2-1 stock split.
- (8) Price calculated per the terms of the Agreement between the reporting person and Albemarle Corporation.

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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