

GOTTWALD WILLIAM M  
Form 4  
May 01, 2007

**FORM 4**

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

OMB APPROVAL

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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

(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 <sup>(7)</sup>	D	
Common Stock	05/01/2007		S	100,000 D 42.36 <sup>(8)</sup>	1,979,562 <sup>(7)</sup>	D	
Common Stock					74,340 <sup>(7)</sup>	I	Shares held in trust fbo William M. Gottwald, Jr., u/a dtd 10/13/83. <sup>(1)</sup>

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

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

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Common Stock				Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89. <sup>(3)</sup>
Common Stock	8,848 <sup>(7)</sup>	I		Shares held as Trustee fbo Charles H. Gottwald u/a dtd 10/18/89.
Common Stock	51,382 <sup>(7)</sup>	I		Shares held as Trustee fbo Margaret A. Gottwald u/a dtd 3/9/92. <sup>(3)</sup>
Common Stock	17,894 <sup>(7)</sup>	I		Shares held as Trustee fbo Sarah W. Gottwald u/a dtd 1/3/89.
Common Stock	1,267,086 <sup>(7)</sup>	I		Shares held of record by Westham Partners, L.P., reporting person general partner & limited partner.
Common Stock	1,000,000 <sup>(7)</sup>	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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**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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
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## 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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