

ALBEMARLE CORP  
Form 8-K  
February 02, 2006

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

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) February 2, 2006 (January 30, 2006)

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**ALBEMARLE CORPORATION**

(Exact name of Registrant as specified in charter)

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**Virginia**  
(State or other jurisdiction  
of incorporation)

**1-12658**  
(Commission file number)

**54-1692118**  
(IRS employer  
identification no.)

**330 South Fourth Street, Richmond, Virginia**  
(Address of principal executive offices)

**23219**  
(Zip code)

Registrant's telephone number, including area code (804) 788-6000

**Not applicable**

**(Former name or former address, if changed since last report)**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 1 Registrant's Business and Operations**

**Item 1.01. Entry into a Material Definitive Agreement.**

On January 30, 2006, Albemarle Corporation (the Company) entered into a Stock Purchase Agreement, dated as of January 30, 2006 (the Purchase Agreements), with each of Floyd D. Gottwald, Jr. and John D. Gottwald, pursuant to which the Company agreed to purchase an aggregate of 120,000 shares of common stock, \$0.01 par value per share (Common Stock), of the Company from Floyd D. Gottwald, Jr. and an aggregate of 85,655 shares of Common Stock from John D. Gottwald at a price of \$43.66 per share. Copies of the Purchase Agreements are attached hereto as Exhibit 10.1 and Exhibit 10.2, respectively, and incorporated herein by reference.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statement and Exhibits.**

(c) *Exhibits.*

10.1 Stock Purchase Agreement, dated as of January 30, 2006, between the Company and Floyd D. Gottwald, Jr.

10.2 Stock Purchase Agreement, dated as of January 30, 2006, between the Company and John D. Gottwald.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 2, 2006

**ALBEMARLE CORPORATION**

By: /s/ Luther C. Kissam, IV

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Luther C. Kissam, IV  
Senior Vice President, General Counsel and  
Secretary

**EXHIBIT INDEX**

**Exhibit**

**Number    Exhibit**

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- 10.1    Stock Purchase Agreement, dated as of January 30, 2006, between the Company and Floyd D. Gottwald, Jr.
- 10.2    Stock Purchase Agreement, dated as of January 30, 2006, between the Company and John D. Gottwald.