

GOTTWALD JOHN D
 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 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)
 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)
 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	05/01/2007		S	V	Amount 400,000 Price \$ 42.36 (8)	737,306 (7) D	
Common Stock					1,370,408	I	Held by Westham Partners, L.P., reporting person is a limited partner & general

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

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Common Stock	46,296	I	12/21/87* Held by WM Gottwald, trustee James Christian Gottwald Crummey Trust u/a dtd 1/3/89* <u>(1)</u>
Common Stock	18,294	I	Held by WM Gottwald, trustee of James Christian Gottwald's Gallo Trust u/a dtd 1/3/89*
Common Stock	26,450	I	Held by WM Gottwald trustee of Charles Houston Gottwald Gallo Trust u/a dtd 9/5/89*
Common Stock	46,120	I	Held by WM Gottwald trustee Charles Houston Gottwald Crummey Trust u/a dtd 9/5/89* <u>(1)</u>
Common Stock	18,294	I	Held by WM Gottwald as trustee fbo Charles

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Common Stock	52,048	I	Houston 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	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	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	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	I	Held as trustee WM Gottwald Jr.'s Crummey

Common Stock	54,130	I	Trust u/a dtd 1/3/89* (2) Held as trustee Elizabeth I. Gottwald's Crummey Trust u/a dtd 1/3/89* (2)
Common Stock	10,748	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.

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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 Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GOTTWALD JOHN D
1100 BOULDERS PARKWAY X
RICHMOND, VA 23225

Vice 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) 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) Includes 451,466 shares held directly by the reporting person, inadvertently omitted due to a clerical error.

(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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