

NARWOLD KAREN G

Form 4

February 28, 2019

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 *
NARWOLD KAREN G

(Last) (First) (Middle)

ALBEMARLE
CORPORATION, 4250 CONGRESS
STREET, SUITE 900

(Street)

CHARLOTTE, NC 28209

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP, Chief Admin Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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				(A) or (D)			Albemarle Savings Plan ⁽¹⁾
Common Stock	02/26/2019		M	1,548 ⁽²⁾	A \$ 0 32,576	D	
Common Stock	02/26/2019		F	460 ⁽³⁾	D \$ 91.57 32,116	D	
Common Stock	02/26/2019		M	6,188 ⁽³⁾	A \$ 0 38,304	D	
	02/26/2019		F		D 36,000	D	

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Common	2,304	\$
Stock	<u>(3)</u>	91.57

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Performance Units	<u>(4)</u>	02/26/2019		A	12,376	<u>(3)</u> <u>(5)</u>	Common Stock
Performance Units	<u>(4)</u>	02/26/2019		M	6,188	<u>(3)</u> <u>(5)</u>	Common Stock
Restricted Stock Unit	<u>(6)</u>	02/26/2019		M	1,548	<u>(2)</u> <u>(2)</u>	Common Stock
Restricted Stock Unit	<u>(6)</u>	02/26/2019		A	2,886	<u>(7)</u> <u>(5)</u>	Common Stock
Stock Options	\$ 91	02/26/2019		A	9,474	02/26/2022 02/26/2029	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NARWOLD KAREN G ALBEMARLE CORPORATION 4250 CONGRESS STREET, SUITE 900 CHARLOTTE, NC 28209	EVP, Chief Admin Officer

Signatures

/s/ Ander Krupa,
Attorney-in-fact 02/28/2019

 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) Total number of shares of Common Stock held in the name of the Reporting Person under the Albemarle Corporation Retirement Savings Plan (the "Albemarle Savings Plan") as of the date of this Form 4.
- (2) On February 26, 2016, the reporting person was granted 3,096 restricted stock units, vesting on each of the third and fourth anniversary of the grant date in 2019 and 2020.
- (3) Performance Units granted on 2/26/2016. First 50% vested on 2/26/2019 and second 50% vests on 2/26/2020. Shares withheld to meet tax liabilities associated with such vested Performance Units.
- (4) Each Performance Unit converts to 1 share of Common Stock.
- (5) No expiration date.
- (6) Each Restricted Stock Unit converts to 1 share of Common Stock.
- (7) One-half of the award amount earned will vest on 2/26/2022 and the remaining half will vest on 2/26/2023.

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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