

ALBEMARLE CORP  
Form 4  
October 17, 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)  
**10/15/2007**

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)
			Code	V Amount (A) or (D) Price			
Common Stock	06/14/2007		G	V 18,019 D \$ 0	719,487	D	
Common Stock	06/15/2007		G	V 404 D \$ 0	719,083	D	
Common Stock	10/15/2007		A	400 <sup>(8)</sup> A \$ 47.03	719,483	D	
Common Stock					1,370,408	I	Held by Westham Partners, L.P., reporting

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Common Stock	1,000,000	I	person is a limited partner & general 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	27,010	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

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Common Stock	46,296	I	James Christian Gottwald u/a dtd 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>
	9,514	I	

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Common Stock				Held by WM Gottwald as trustee fbo Charles Houston Gottwald u/a dtd 10/18/89*
Common Stock	52,048	I		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 Trust u/a dtd 1/3/89* <u>(2)</u>
Common Stock		54,130	I	Held as trustee Elizabeth I. Gottwald's Crummey Trust u/a dtd 1/3/89* <u>(2)</u>
Common Stock		10,748	I	Held by William M. Gottwald as trustee fbo Samuel S. Gottwald u/a dtd 12/21/87 <u>(3)</u>
Common Stock		33,320	I	Held as trustee of Elizabeth I. Gottwald Trust u/a 3/28/85 <u>(7)</u>
Common Stock		35,016	I	Held by Spouse

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	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 Repo
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Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOTTWALD JOHN D 1100 BOULDERS PARKWAY RICHMOND, VA 23225	X		Vice Chairman of the Board	

## Signatures

Nicole C. Daniel, attorney  
in fact  
10/17/2007

\*\*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.\*
- (3) 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 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) 128,782 shares held of record by Westham Partners, L.P.
- (6) 133,088 shares held of record by Westham Partners, L.P.
- (7) 24,990 shares held of record by Westham Partners, L.P.
- (8) Shares represent quarterly installment of non-employee director's stock compensation pursuant to Non-Employee Director Stock Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.