

ALBEMARLE CORP  
Form 4  
July 03, 2013

**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 \*  
**WHITTEMORE ANNE M**

(Last) (First) (Middle)

**ALBEMARLE CORPORATION, 451 FLORIDA STREET**

(Street)

**BATON ROUGE, LA 70801**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**07/01/2013**

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)

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock					16,333 <sup>(1)</sup>	D	
Common Stock	07/01/2013		W		700	D	\$ 0 0 <sup>(2)</sup>
						I	Shares held by spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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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 Underlying Security (Instr. 3 and 4)
Phantom Stock	(3)	07/01/2013		A	1,600 (4)	(5) (6)	Common Stock	1,600 \$
Phantom Stock	(3)	07/01/2013		A	27 (7)	(5) (6)	Common Stock	27 \$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITTEMORE ANNE M ALBEMARLE CORPORATION 451 FLORIDA STREET BATON ROUGE, LA 70801	X			

## Signatures

/s/ Jacob B. Wilson,  
Attorney-in-fact

07/03/2013

\*\*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) Number of shares adjusted to reflect purchases made by Albemarle Dividend Reinvestment Plan since 5/9/2012.

(2) Disposition of shares held by spouse of reporting person by will.

(3) Phantom Stock units convert 1 for 1 into common stock.

(4) Shares represent deferred director compensation pursuant to 2013 Stock Compensation and Deferral Election Plan for Non-Employee Directors of Albemarle Corporation.

(5) Exercisable in a single lump sum on the February 15th of the calendar year after the year in which Ms. Whittemore is no longer a director.

(6) No expiration date.

(7) Dividend equivalent rights based on total shares of Phantom Stock in Director's deferred stock account.

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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