

Tozier Scott
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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tozier Scott

(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 _____ Other (specify
below) below)
EVP & CFO

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)	Price		Albemarle Savings Plan ⁽¹⁾
Common Stock	02/26/2019		M	1,990 ⁽²⁾	A \$ 0 48,701	D	
Common Stock	02/26/2019		F	592 ⁽³⁾	D \$ 91.57 48,109	D	
Common Stock	02/26/2019		M	7,956 ⁽³⁾	A \$ 0 56,065	D	
	02/26/2019		F		D 52,633	D	

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Common	3,432	\$
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 Am Underlying Sec (Instr. 3 and 4)	8. Amount Underlying Sec (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Performance Unit	(4)	02/26/2019		A		15,912		(3)	(5)	Common Stock	1
Performance Unit	(4)	02/26/2019	(4)	M		7,956	(4)	(3)	(5)	Common Stock	
Restricted Stock Unit	(6)	02/26/2019		A		3,022		(7)	(5)	Common Stock	
Restricted Stock Unit	(6)	02/26/2019		M		1,990		(2)	(2)	Common Stock	
Stock Option	\$ 91	02/26/2019		A		9,925		02/26/2022	02/26/2029	Common Stock	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Tozier Scott
ALBEMARLE CORPORATION
4250 CONGRESS STREET, SUITE 900
CHARLOTTE, NC 28209

EVP & CFO

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 3,980 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 2/26/22 and the remaining half will vest on 2/26/23.

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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