

GOTTWALD WILLIAM M  
Form 4  
December 23, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**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 WILLIAM M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
330 SOUTH FOURTH STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/16/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

RICHMOND, VA 23219

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock					825,722	D	Shares held in trust fbo William M. Gottwald, Jr., u/a dtd 10/13/83. (1)
Common Stock					37,170	I	
Common Stock	05/18/2005		G	V 286 A \$0	26,760	I	Shares held in trust fbo William M. Gottwald,

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Common Stock	09/14/2005	G	V	305	A	\$ 0	27,065	I	Jr. u/a dtd 1/3/89. <u>(2)</u> Shares held in trust fbo William M. Gottwald, Jr. u/a dtd 1/3/89. <u>(2)</u>
Common Stock							56,385	I	Shares held by William M. Gottwald, Jr. <u>(1)</u>
Common Stock							16,660	I	Shares held in trust fbo Elizabeth I. Gottwald u/a dtd 3/28/85. <u>(1)</u>
Common Stock	05/18/2005	G	V	286	A	\$ 0	26,760	I	Shares held in trust fbo Elizabeth I. Gottwald u/a dtd 1/3/89. <u>(2)</u>
Common Stock	09/14/2005	G	V	305	A	\$ 0	27,065	I	Shares held in trust fbo Elizabeth I. Gottwald u/a dtd 1/3/89. <u>(2)</u>
Common Stock							76,895	I	Shares held by Elizabeth I. Gottwald. <u>(1)</u>
Common Stock							27,845	I	Shares held in trust fbo reporting person's children u/a dtd 8/16/90.
Common Stock							86,170	I	Shares held as co-Trustee fbo reporting person's

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Common Stock	02/16/2005	G	V	615	A	\$ 0	5,374	I	family u/a dtd 12/16/91. <sup>(1)</sup> Shares held as Trustee fbo Samuel S. Gottwald u/a dtd 12/21/87.
Common Stock	05/18/2005	G	V	286	A	\$ 0	22,843	I	Shares held as Trustee fbo Samuel S. Gottwald u/a dtd 1/3/89. <sup>(3)</sup>
Common Stock	09/14/2005	G	V	305	A	\$ 0	23,148	I	Shares held as Trustee fbo Samuel S. Gottwald u/a dtd 1/3/89. <sup>(3)</sup>
Common Stock							3,226	I	Shares held as Trustee fbo James C. Gottwald u/a dtd 10/20/87.
Common Stock	02/16/2005	G	V	615	A	\$ 0	5,374	I	Shares held as Trustee fbo James C. Gottwald u/a dtd 12/21/87.
Common Stock	05/18/2005	G	V	286	A	\$ 0	22,843	I	Shares held as Trustee fbo James C. Gottwald u/a dtd 1/3/89. <sup>(3)</sup>
Common Stock	09/14/2005	G	V	305	A	\$ 0	23,148	I	Shares held as Trustee fbo James C. Gottwald u/a dtd 1/3/89. <sup>(3)</sup>
Common Stock							9,147	I	Shares held as Trustee

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Common Stock						13,225	I	fbo James C. Gottwald u/a dtd 1/3/89. Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89.
Common Stock	05/18/2005	G	V	286	A	\$ 0 22,755	I	Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89. <sup>(3)</sup>
Common Stock	09/14/2005	G	V	305	A	\$ 0 23,060	I	Shares held as Trustee fbo Charles H. Gottwald u/a dtd 9/5/89. <sup>(3)</sup>
Common Stock	02/16/2005	G	V	615	A	\$ 0 4,424	I	Shares held as Trustee fbo Charles H. Gottwald u/a dtd 10/18/89.
Common Stock	02/16/2005	G	V	615	A	\$ 0 25,100	I	Shares held as Trustee fbo Margaret A. Gottwald u/a dtd 3/9/92. <sup>(3)</sup>
Common Stock	05/18/2005	G	V	286	A	\$ 0 25,386	I	Shares held as Trustee fbo Margaret A. Gottwald u/a dtd 3/9/92. <sup>(3)</sup>
Common Stock	09/14/2005	G	V	305	A	\$ 0 25,691	I	Shares held as Trustee fbo Margaret A. Gottwald

Common Stock					8,947	I	u/a dtd 3/9/92. <sup>(3)</sup> Shares held as Trustee fbo Sarah W. Gottwald u/a dtd 1/3/89.
Common Stock					844,725	I	Shares held of record by Westham Partners, L.P., reporting person general partner & limited partner.
Common Stock					500,000	I	Shares held as co-Trustee fbo reporting person's family u/w Floyd D. Gottwald. <sup>(4)</sup>

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. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
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