

ALLEN WILLIAM B JR

Form 4

February 28, 2012

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 *
ALLEN WILLIAM B JR

(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)
02/24/2012

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)
VP, CAO and Corp Controller

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
Common Stock					5,649 ⁽¹⁾	I	
Common Stock					866	I	Shares held by spouse.
Common Stock	02/24/2012		M	2,350 A	\$ 0 ⁽²⁾ 18,833	D	
Common Stock	02/24/2012		F	778 ⁽³⁾ D	\$ 66.14 18,055	D	

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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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Unit	(4)	02/24/2012		M	2,350	(5)	(6)	Common Stock	2
Non-Qualified Stock Option	\$ 66.14	02/24/2012		A	4,900	(7)	02/24/2022	Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ALLEN WILLIAM B JR ALBEMARLE CORPORATION 451 FLORIDA STREET BATON ROUGE, LA 70801	VP, CAO and Corp Controller

Signatures

/s/ Karen G. Narwold,
attorney-in-fact 02/28/2012

__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) Portion of share increase due to periodic purchase by Albemarle Corporation Savings Plan trustee.

(2) Transaction has no purchase or sale price.

(3) 2,350 Performance Units vested on 2/24/2012. 778 shares withheld to meet tax liabilities associated with such vested shares.

(4) Each Performance Unit converts to 1 share of Common Stock.

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- Performance Units issued on 3/12/2010. Total of 4,700 Performance Units granted by Compensation Committee upon achievement of
- (5) superior level of performance objectives. Performance Units vest over a 2 year period -- 50% vested on 2/24/2012 and 50% to vest on 1/1/2013.
 - (6) No expiration date.
 - (7) Stock Option vests in three equal installments over 3 years: 2/24/2013, 2/24/2014, and 2/24/2015.

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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