

GOTTWALD THOMAS E
Form 5
February 07, 2006

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GOTTWALD THOMAS E

(Last) (First) (Middle)

330 SOUTH FOURTH STREET

(Street)

RICHMOND, VA 23219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NEWMARKET CORP [NEU]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

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)
President & CEO

6. Individual or Joint/Group Reporting

(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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------------------|--|--|---|
| Common Stock | 12/31/2005 ⁽¹⁾ | Â | J ⁽²⁾ | 1,770 | A | \$ ⁽³⁾ | 21,733 | I | Shares held by Trustee of NewMarket Savings Plan |
| Common Stock | Â | Â | Â | Â | Â | Â | 62,018 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,701 | I | Shares held by wife |
| | Â | Â | Â | Â | Â | Â | 600 | I | |

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| | | | | | | | | | | |
|--------------|---|---|---|---|---|---|-------|---|--|---|
| Common Stock | | | | | | | | | | Shares held for reporting person's son Daniel C. Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 600 | I | | Shares held for reporting person's son Thomas D. Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 600 | I | | Shares held for reporting person's son August Clarke Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 500 | I | | Shares held for reporting person's son Edward Parker Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 500 | I | | Shares held for reporting person's son Mark Haywood Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,589 | I | | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Thomas D. Gottwald u/a dtd. 10/28/87 |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,450 | I | | Shares held by Bruce C. Gottwald , Jr., as trustee fbo Thomas D. Gottwald u/a dtd. 12/20/88 |
| Common Stock | Â | Â | Â | Â | Â | Â | 6,674 | I | | Shares held by Bruce C. Gottwald, |

| | | | | | | | | | |
|--------------|---|---|---|---|---|---|-------|---|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 3,450 | I | Jr., as trustee fbo Daniel C. Gottwald u/a dtd. 4/9/88 Shares held by Bruce C. Gottwald, Jr., as trustee fbo Daniel C. Gottwald u/a dtd. 12/20/88 |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,252 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo A. Clarke Gottwald u/a dtd. 10/31/89- Trust 1 |
| Common Stock | Â | Â | Â | Â | Â | Â | 6,494 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo A. Clarke Gottwald u/a dtd. 10/31/89 - Trust 2 |
| Common Stock | Â | Â | Â | Â | Â | Â | 2,592 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Edward P. Gottwald u/a dtd. 1/29/02 |
| Common Stock | Â | Â | Â | Â | Â | Â | 6,022 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Edward P. Gottwald u/a dtd. 1/29/92 - Trust 2 |

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|--------------|---|---|---|---|---|---|---------|---|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 7,164 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Mark Haywood Gottwald u/a dtd. 10/18/95 |
| Common Stock | Â | Â | Â | Â | Â | Â | 6,889 | I | Shares held as co-trustee fbo reporting person's children u/a dtd. 12/16/91 ⁽⁴⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 18,359 | I | Shares held by B. Hazelgrove as trustee fbo reporting person's children u/a dtd. 4/8/94 ⁽⁵⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 212,407 | I | Shares held as co-trustee fbo (among others) reporting person's family u/w Floyd D. Gottwald |
| Common Stock | Â | Â | Â | Â | Â | Â | 460 | I | Shares held as trustee fbo Nancy Spencer Gottwald u/a dtd. 6/2/88 |
| Common Stock | Â | Â | Â | Â | Â | Â | 9,428 | I | Shares held as trustee fbo Nancy Spencer Gottwald u/a dtd. 12/21/88 |
| Common Stock | Â | Â | Â | Â | Â | Â | 9,548 | I | Shares held as trustee fbo Caroline C. |

| | | | | | | | | | |
|--------------|---|---|---|---|---|---|-------|---|---|
| Common Stock | Â | Â | Â | Â | Â | Â | 8,599 | I | Gottwald u/a dtd. 12/20/89 Shares held as trustee fbo Bruce C. Gottwald, III u/a dtd. 12/10/91 |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,382 | I | Shares held as trustee fbo William Hays Gottwald dtd. 4/6/94 |
| Common Stock | Â | Â | Â | Â | Â | Â | 5,547 | I | Shares held as co-trustee fbo Kimberly Cavell's Trust u/a dtd. 2/16/98 |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,333 | I | Shares held as co-trustee fbo Martha Elizabeth Gottwald u/a dtd. 10/17/00 |
| Common Stock | Â | Â | Â | Â | Â | Â | 4,350 | I | Shares held as trustee fbo Grace C. Gottwald u/a dtd. 12/17/91 |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,447 | I | Shares held as trustee fbo Katherine Rose Gottwald u/a dtd. 2/10/94 |

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

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SEC 2270 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. of D |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|---------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|---------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | (Instr. 5) |
|------------|------------------------------------|---------------------|--------------------|---|--|------------|------------|
| (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| GOTTWALD THOMAS E 330 SOUTH FOURTH STREET RICHMOND, VA 23219 | X | X | X | President & CEO |

Signatures

/s/ M. Rudolph West (by POA for Thomas E. Gottwald) 02/07/2006

**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) Various dates - Contributions to the Savings Plan for the Employees of NewMarket Corporation and Affiliates (the "Plan") throughout the year
 - (2) The increase in shares is due to periodic purchases by the Plan Trustee pursuant to the Plan
 - (3) Price varies since contributions are made throughout the year
 - (4) Shares held of record by Nordley Partners, L.P.
 - (5) Shares held of record by Nordley Partners, L.P.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.