

ALBEMARLE CORP

Form 4

March 01, 2016

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 *
NARWOLD KAREN G

(Last) (First) (Middle)

**ALBEMARLE
CORPORATION, 451 FLORIDA
STREET**

(Street)

BATON ROUGE, LA 707801

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2016

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)
Sr VP, GC, Corp & Gov Aff

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)			Albemarle Savings Plan ⁽¹⁾
Common Stock	02/26/2016		M	2,445 ⁽²⁾	A \$ 0 22,338	D	
Common Stock	02/26/2016		F	825 ⁽²⁾	D \$ 56.56 21,513	D	

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

**Persons who respond to the collection of
information contained in this form are not**

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(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Unit	(3)	02/26/2016		A	4,889	(2) (4)	Common Stock	4,889
Restricted Stock Unit	(3)	02/26/2016		M	2,445	(2) (4)	Common Stock	2,445
Stock Option	\$ 56.56	02/26/2016		A	10,897	02/26/2019 02/26/2026	Common Stock	10,897
Restricted Stock Unit	(3)	02/26/2016		A	3,096	(5) (4)	Common Stock	3,096

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NARWOLD KAREN G ALBEMARLE CORPORATION 451 FLORIDA STREET BATON ROUGE, LA 707801	Sr VP, GC, Corp & Gov Aff

Signatures

Steven L. Bray,
Attorney-in-fact 03/01/2016

__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 purchases by Albemarle Savings Plan trustee.

Performance-based Restricted Stock Units granted on 2/24/2014, with the actual issuance of such Restricted Stock Units subject to Compensation Committee certification upon the achievement of specified performance objectives. Restricted Stock Units vest over a 2 year period. 50% vested on 2/26/2016 and 50% vest on 1/1/2017. Shares withheld to meet tax liabilities associated with such vested Restricted Stock Units.

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- (3) Each Restricted Stock Unit converts to 1 share of Common Stock.
- (4) No expiration date.
- (5) One-half of the award amount earned will vest on 2/26/2019 and the remaining half will vest on 2/26/2020.

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