

STEITZ JOHN M
Form 4
August 24, 2012

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 *
STEITZ JOHN M

(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)
08/22/2012

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 and COO

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 or Disposed of (A) (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)
				(A) or (D)	Price		
Common Stock					17,566 ⁽¹⁾	I	Albemarle Savings Plan
Common Stock	08/22/2012		M	100,000 ⁽²⁾	\$ 22.45	D	
Common Stock	08/22/2012		M	24,000 ⁽³⁾	\$ 41.94	D	
Common Stock	08/22/2012		M	10,000 ⁽⁴⁾	\$ 56.16	D	
	08/22/2012		S	134,000		D	

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Common Stock					\$ 57.99				
Common Stock	08/23/2012		S	158,271	D	\$ 56.87	0	D	
Common Stock	08/23/2012		S	17,566	D	\$ 56.66	0	I	Albemarle Savings Plan

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option	\$ 22.45	08/22/2012		M	100,000	04/01/2012 ⁽³⁾	03/31/2019	Common Stock
Non-Qualified Stock Option	\$ 41.94	08/22/2012		M	24,000	⁽⁴⁾	03/11/2020	Common Stock
Non-Qualified Stock Option	\$ 56.16	08/22/2012		M	10,000	⁽⁵⁾	01/30/2021	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEITZ JOHN M ALBEMARLE CORPORATION 451 FLORIDA STREET BATON ROUGE, LA 70801			President and COO	

Signatures

/s/ Nicole Daniel,
Attorney-in-Fact

08/24/2012

__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 Savings Plan trustee.
- (2) Includes shares received pursuant to dividend reinvestment plan.
- (3) 100,000 Non-Qualified Stock Options granted on 4/1/2009 and cliff vested on 4/1/2012. 100,000 exercised on 8/22/2012.
- (4) 36,000 Non-Qualified Stock granted on 3/12/2010, vesting in three increments: 12,000 on 3/12/2011, 12,000 on 3/12/2012, and 12,000 on 3/12/ 2013. 24,000 exercised on 8/22/2012.
- (5) 30,000 Non-Qualified Stock. Options granted on 1/31/2011, vesting in three increments: 10,000 on 1/31/2012, 10,000 on 1/31/2013, and 10,000 on 1/31/2014. 10,000 exercised on 8/22/2012.

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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