

ALBEMARLE CORP  
Form 8-K  
August 24, 2004

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

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) August 24, 2004 (August 18, 2004)

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**ALBEMARLE CORPORATION**

(Exact name of Registrant as specified in charter)

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Virginia  
(State or other jurisdiction  
of incorporation)

1-12658  
(Commission file number)

54-1692118  
(IRS employer  
identification no.)

330 South Fourth Street, Richmond, Virginia  
(Address of principal executive offices)

23219  
(Zip code)

Registrant's telephone number, including area code (804) 788-6000

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officer.**

On August 18, 2004, Albemarle Corporation (the Company) issued a press release announcing that, effective as of August 18, 2004, J. Alfred Broaddus, Jr. has been elected by the Company's Board of Directors to serve as a Director of the Company until the Company's 2005 annual meeting of shareholders. It is expected that Mr. Broaddus will serve on the Company's Audit Committee.

The press release issued on August 18, 2004 by the Company is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Effective as of August 18, 2004, the Company's Board of Directors amended Section 2 of Article II of the Company's Bylaws to increase the size of the Board of Directors to 11 directors.

The Company's Bylaws, as amended, are attached hereto as Exhibit 3.1 and are incorporated herein by reference.

**Item 9.01. Financial Statement and Exhibits.**

(c) *Exhibits.*

3.1 Amended Bylaws of the Company.

99.1 Press release issued on August 18, 2004 by the Company.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 24, 2004

**ALBEMARLE CORPORATION**

By: /s/ Luther C. Kissam, IV

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Luther C. Kissam, IV  
Vice President, General Counsel and Secretary

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Exhibit</b>  |
|---------------------------|---|
| 3.1                       | Amended Bylaws of the Company.                          |
| 99.1                      | Press release issued on August 18, 2004 by the Company. |