

NEWMARKET CORP
Form SC 13G/A
February 14, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 9)*

NEWMARKET CORPORATION

(Name of Issuer)

Common Stock

(Title of Class of Securities)

651587 10 7

(CUSIP Number)

December 31, 2011

(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

SCHEDULE 13G

CUSIP No.: 651587 10 7

1 NAME OF REPORTING PERSON

2 Floyd D. Gottwald, Jr.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S

5 SOLE VOTING POWER

653,700

6 SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

220

7 SOLE DISPOSITIVE POWER

WITH

653,700

8 SHARED DISPOSITIVE POWER

220

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

653,920

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☒

11 33,220 shares held by a charitable foundation and any shares owned by the Reporting Person's adult sons
(including shares as to which the adult sons have shared dispositive and voting power)
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 4.88%
TYPE OF REPORTING PERSON

IN

SCHEDULE 13G

CUSIP No.: 651587 10 7

- Item 1 (a) Name of Issuer:
NEWMARKET CORPORATION
- Item 1 (b) Address of Issuer's Principal Executive Offices:
330 South Fourth Street, Richmond, Virginia 23219
- Item 2 (a) Name of Persons Filing:
Floyd D. Gottwald, Jr.
- Item 2 (b) Address of Principal Business Office or, if none, Residence:
330 South Fourth Street, Richmond, Virginia 23219
- Item 2 (c) Citizenship:
U.S.
- Item 2 (d) Title of Class of Securities:
Common Stock
- Item 2 (e) CUSIP Number:
651587-10-7
- Item 3 If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c):
Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

687,140*

(b) Percent of class:

5.13%

(c) Number of shares as to which the person has:

(i) sole power to vote or to direct the vote:

653,700

(ii) shared power to vote or to direct the vote:

33,440 (1)

(iii) sole power to dispose or to direct the disposition of:

653,700

(iv) shared power to dispose or to direct the disposition of:

33,440 (1)

* This amount does not include any shares of the Issuer's Common Stock, beneficially owned by the adult sons of Floyd D. Gottwald, Jr. Floyd D. Gottwald, Jr. and his adult sons have no agreement with respect to the acquisition, retention, disposition or voting of the Issuer's Common Stock. The filing of this statement on Schedule 13G shall not be construed as an admission that, for the purposes of Section 13(d) or 13(g) of the Exchange Act, Floyd D. Gottwald, Jr. is the beneficial owner of the 33,220 shares described in Items 4(c)(ii) and (iv). See Item 6 below.

(1) This amount includes 33,220 shares owned by a charitable foundation for which Floyd D. Gottwald, Jr. serves as one of the directors. This amount also includes 220 shares held by Floyd D. Gottwald, Jr.'s wife. Floyd D. Gottwald, Jr. disclaims any beneficial interest in any shares held in the foundation.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following " .

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Other persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of 33,220 of the shares described in Items 4(c)(ii) and (iv). However, none of such persons' individual interest relates to more than five percent of the class of securities for which this statement on Schedule 13G is filed.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certifications:

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2012

/s/ Floyd D. Gottwald, Jr.
Floyd D. Gottwald, Jr.