

GOTTWALD THOMAS E
 Form 5
 February 14, 2018

FORM 5

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

OMB APPROVAL

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 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)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, President & CEO

330 SOUTH FOURTH STREET
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

RICHMOND, VA 23219

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 | 12/04/2017 | Â | G | 828 | D | \$ 0 | 122,666 ⁽¹⁾ | D | Â |
| Common Stock | 12/04/2017 | Â | G | 69 | A | \$ 0 | 10,113 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Mark Haywood Gottwald u/a dtd. 10/18/95 |

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| | | | | | | | | | |
|--------------|------------|---|---|-----|---|------|------------------------|---|---|
| Common Stock | 12/04/2017 | Â | G | 105 | A | \$ 0 | 10,218 | I | Shares held by Bruce C. Gottwald, Jr., as trustee fbo Mark Haywood Gottwald u/a dtd. 10/18/95 |
| Common Stock | 12/18/2017 | Â | G | 71 | A | \$ 0 | 122,737 | D | Â |
| Common Stock | 12/18/2017 | Â | G | 71 | A | \$ 0 | 4,598 | I | Shares held by wife |
| Common Stock | Â | Â | Â | Â | Â | Â | 33,093.08 | I | NewMarket Savings Plan |
| Common Stock | Â | Â | Â | Â | Â | Â | 185,937 ⁽¹⁾ | I | By grantor retained annuity trust |
| 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 | 6,889 | I | Shares held as co-trustee fbo reporting person's children u/a dtd. 12/16/91 |
| Common Stock | Â | Â | Â | Â | Â | Â | 63,195 | I | Shares held as co-trustee fbo reporting person's children u/a dtd. 4/8/94 |
| Common Stock | Â | Â | Â | Â | Â | Â | 212,407 | I | Shares held as co-trustee fbo (among others reporting Floyd D. Gottwald) |

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

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(9-02)

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D S B O E I F (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable (A) (D) | 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 | A | A Chairman, President & CEO | A |

Signatures

/s/ M. Rudolph West (by Power of Attorney for Thomas E. Gottwald) 02/14/2018

__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) On September 6, 2017, the reporting person transferred 36,557 shares from his grantor retained annuity trust to his direct holdings.

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