

PERRY BARRY W  
Form 4  
June 09, 2006

**FORM 4**

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

OMB APPROVAL

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**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 \*  
PERRY BARRY W

2. Issuer Name and Ticker or Trading Symbol  
ENGELHARD CORP [EC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
101 WOOD AVENUE  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/09/2006

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

ISELIN, NJ 088300770  
  
(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

SEC 1474  
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am	Nun
											Sha
Options (Right to Buy)	\$ 19	06/09/2006	D		50,000		12/19/1997 <sup>(1)</sup>	12/19/2006 <sup>(1)</sup>	Common Stock	50	
Options (Right to Buy)	\$ 20.25	06/09/2006	D		31,000		02/06/1998 <sup>(1)</sup>	02/06/2007 <sup>(1)</sup>	Common Stock	31	
Options (Right to Buy)	\$ 18.56	06/09/2006	D		174,400		12/18/1998 <sup>(1)</sup>	12/18/2007 <sup>(1)</sup>	Common Stock	174	
Options (Right to Buy)	\$ 17.34	06/09/2006	D		48,386		02/05/1999 <sup>(1)</sup>	02/05/2008 <sup>(1)</sup>	Common Stock	48	
Options (Right to Buy)	\$ 19.72	06/09/2006	D		8,562		04/02/1999 <sup>(1)</sup>	04/02/2008 <sup>(1)</sup>	Common Stock	8	
Options (Right to Buy)	\$ 19.13	06/09/2006	D		202,475		12/17/1999 <sup>(1)</sup>	12/17/2008 <sup>(1)</sup>	Common Stock	202	
Options (Right to Buy)	\$ 19.59	06/09/2006	D		77,044		02/11/2000 <sup>(1)</sup>	02/11/2009 <sup>(1)</sup>	Common Stock	77	
Options (Right to Buy)	\$ 17.81	06/09/2006	D		231,600		12/16/2000 <sup>(1)</sup>	12/16/2009 <sup>(1)</sup>	Common Stock	231	
Options (Right to Buy)	\$ 16.84	06/09/2006	D		102,636		02/03/2001 <sup>(1)</sup>	02/03/2010	Common Stock	102	
Options (Right to Buy)	\$ 22.75	06/09/2006	D		67,184		02/01/2002 <sup>(1)</sup>	02/01/2011 <sup>(1)</sup>	Common Stock	67	
Options (Right to Buy)	\$ 26.9	06/09/2006	D		170,584		12/13/2002 <sup>(1)</sup>	12/13/2011 <sup>(1)</sup>	Common Stock	170	
Options (Right to Buy)	\$ 28.75	06/09/2006	D		84,000		01/07/2003	01/07/2012 <sup>(1)</sup>	Common Stock	84	
Options (Right to	\$ 27.96	06/09/2006	D		82,840		02/13/2003 <sup>(1)</sup>	02/13/2012 <sup>(1)</sup>	Common Stock	82	

