OM GROUP INC

Form 4 June 04, 2007

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SACHS VALERIE GENTILE Issuer Symbol OM GROUP INC [OMG] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify _X__ Officer (give title 1500 KEY TOWER, 127 PUBLIC 06/01/2007 below) **SQUARE** VP, Gen. Counsel & Secretary (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

CLEVELAND, OH 44114

(City)	(State)	(Zip) Tabl	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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	06/01/2007	<u>(1)</u>	M	16,666	A	\$ 20.86	36,399	D		
Common Stock	06/01/2007	<u>(1)</u>	S	466	D	\$ 62.64	35,933	D		
Common Stock	06/01/2007	<u>(1)</u>	S	500	D	\$ 62.63	35,433	D		
Common Stock	06/01/2007	<u>(1)</u>	S	7,200	D	\$ 62.6	28,233	D		
Common Stock	06/01/2007	<u>(1)</u>	S	600	D	\$ 62.62	27,633	D		

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Edgar Filing: OM GROUP INC - Form 4

Common Stock	06/01/2007	<u>(1)</u>	S	1,600	D	\$ 62.67	26,033	D
Common Stock	06/01/2007	<u>(1)</u>	S	300	D	\$ 62.61	25,733	D
Common Stock	06/01/2007	<u>(1)</u>	S	6,000	D	\$ 62.7	19,733	D

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 (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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 20.86	06/01/2007	<u>(1)</u>	M	16,666	09/26/2006	09/26/2015	Common	16,666

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

SACHS VALERIE GENTILE 1500 KEY TOWER 127 PUBLIC SQUARE CLEVELAND, OH 44114

VP, Gen. Counsel & Secretary

Signatures

/s/ Valerie Gentile Sachs, by Cipriano S. Beredo as attorney-in-fact 06/04/2007

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: OM GROUP INC - Form 4

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) This field is not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.