ROSSI DINO A Form 4

November 03, 2006

FORM 4

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

OMB Number: 3235-0287

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

OMB APPROVAL

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 * ROSSI DINO A			2. Issuer Name and Ticker or Trading Symbol BALCHEM CORP [BCP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Sheen all applicable)		
			(Month/Day/Year)	Director 10% Owner		
BALCHEM CORPORATION, P.O. BOX 600			11/01/2006	X Officer (give title Other (specify below) President and CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEW HAMPTON, NY 10958			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) ((Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
0			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/01/2006		M	7,000	A	\$ 4.78	31,208	D	
Common Stock	11/01/2006		S	100 (1)	D	\$ 22.28	31,108	D	
Common Stock	11/01/2006		S	500 (1)	D	\$ 22.11	30,608	D	
Common Stock	11/01/2006		S	200 (1)	D	\$ 22.19	30,408	D	
Common Stock	11/01/2006		S	500 (1)	D	\$ 22.12	29,908	D	

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Common Stock	11/01/2006	S	500 (1) D	\$ 22.1	29,408	D
Common Stock	11/01/2006	S	400 (1) D	\$ 22.18	29,008	D
Common Stock	11/01/2006	S	100 (1) D	\$ 22.19	28,908	D
Common Stock	11/01/2006	S	900 (1) D	\$ 22.15	28,008	D
Common Stock	11/01/2006	S	600 (1) D	\$ 22.16	27,408	D
Common Stock	11/01/2006	S	500 (1) D	\$ 22.17	26,908	D
Common Stock	11/01/2006	S	1,000 (1) D	\$ 22.25	25,908	D
Common Stock	11/01/2006	S	400 (1) D	\$ 22.21	25,508	D
Common Stock	11/01/2006	S	200 (1) D	\$ 22.23	25,308	D
Common Stock	11/01/2006	S	100 (1) D	\$ 22.24	25,208	D
Common Stock	11/01/2006	S	200 (1) D	\$ 22.02	25,008	D
Common Stock	11/01/2006	S	100 (1) D	\$ 22.26	24,908	D
Common Stock	11/01/2006	S	100 (1) D	\$ 22.03	24,808	D
Common Stock	11/01/2006	S	200 (1) D	\$ 22	24,608	D
Common Stock	11/01/2006	S	100 (1) D	\$ 21.95	24,508	D
Common Stock	11/01/2006	S	100 <u>(1)</u> D	\$ 22.07	24,408	D
Common Stock	11/01/2006	S	200 (1) D	\$ 22.2	24,208	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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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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. Transact Code (Instr. 8)	5. Number for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date curities (Month/Day/Year) quired) or sposed of) str. 3, 4,		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
Employee Stock Option (right to buy)	\$ 4.78	11/01/2006		M	7,000	(2)	10/17/2007	Common Stock	7,000

Reporting Owners

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

ROSSI DINO A BALCHEM CORPORATION P.O. BOX 600 NEW HAMPTON, NY 10958

President and CEO

Signatures

/s/ Dino A.
Rossi

**Signature of Reporting Person

A 11/03/2006

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) Sale of shares pursuant to Rule 10b5-1 adopted on September 20, 2006
- (2) Options Vest 20% year 1, 40% year 2, 40% year 3

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.

Reporting Owners 3