MACDERMID INC

Form 4 April 13, 2007

FORM 4

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

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

1(b).

(Print or Type Responses)

1. Name and SILVESTE	g Person *	2. Issue Symbol	r Name an	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)					INC [MRD] Cransaction	(Check all applicable)			
55 CENTRAL PARK WEST, APT. 3F			(Month/I 04/12/2	Day/Year) 007			title 0the below)		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Mon	nth/Day/Yea	ar)	Applicable Line) _X_ Form filed by 0	One Reporting Pe	erson	
NEW YOR	RK, NY 10023					Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security	2. Transaction Da (Month/Day/Year		on Date, if		4. Securities Acquired ion(A) or Disposed of (D)	5. Amount of Securities	6. Ownership Form: Direct	Indirect	

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)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	04/12/2007		D	155,156	D	\$ 35	0	D	
Common Stock	04/12/2007		D	20	D	\$ 35	0	I	Trust for Child

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

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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. Transactic Code (Instr. 8)	5. Number of ionDerivative 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. Pr Deriv Secu (Instr
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	(3)	04/12/2007		D <u>(1)</u>		22,942	(3)	(3)	Common Stock	22,942	\$
Stock Options	(3)	04/12/2007		J(2)		37,621	(3)	(3)	Common Stock	37,621	\$

Reporting Owners

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

SILVESTRI JOSEPH 55 CENTRAL PARK WEST, APT. 3F X NEW YORK, NY 10023

Signatures

Joseph Silvestri 04/12/2007

**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) Return of in the money options to Company @ \$35.00 per option less effective exercise price (3,005 @ \$26.00/sh; 15,578 @ \$22.65/sh; 4,359 @ \$30.47/sh)
- (2) Forfeiture of out of money options
- (3) N/A

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.

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