Rockwood Holdings, Inc. Form 4

November 20, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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 See Instruction

1(b).

value \$0.01

per share

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> ERIKSON SHELDON R			2. Issuer Name and Ticker or Trading Symbol Rockwood Holdings, Inc. [ROC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		(Month/D	ay/Year)				_X_ Director		Owner		
		11/18/2	014				Officer (give below)	below)	er (specify		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
N, NJ 08540							Person	fore than one re-	porting		
(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned		
Security (Month/Day/Year) Executi (Instr. 3) any	n Date, if	3. Transactic Code (Instr. 8)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	(D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
11/18/2014			Code V	Amount 35 236	(A) or (D)	Price \$ 79.11	Transaction(s) (Instr. 3 and 4)	D			
	(First) WOOD HOLDI VERLOOK CE (Street) N, NJ 08540 (State) 2. Transaction Da	SHELDON R (First) (Middle) WOOD HOLDINGS, VERLOOK CENTER (Street) N, NJ 08540 (State) (Zip) 2. Transaction Date (Month/Day/Year) Execution any (Month/I	SHELDON R Symbol Rockwo (First) (Middle) 3. Date of (Month/E WOOD HOLDINGS, VERLOOK CENTER (Street) 4. If Ame Filed(Month) N, NJ 08540 (State) (Zip) Table 2. Transaction Date (Month/Day/Year) 2. Transaction Date if any (Month/Day/Year)	SHELDON R Symbol Rockwood Holdi (First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) WOOD HOLDINGS, VERLOOK CENTER (Street) 4. If Amendment, Da Filed(Month/Day/Year) N, NJ 08540 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactio any Code (Month/Day/Year) (Instr. 8)	SHELDON R Symbol Rockwood Holdings, Inc. (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) WOOD HOLDINGS, VERLOOK CENTER (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) N, NJ 08540 (State) (Zip) Table I - Non-Derivative State (Month/Day/Year) 2. Transaction Date 2A. Deemed 3. 4. Securit (Month/Day/Year) Execution Date, if Transaction(A) or Disany Code (Instr. 3, 4) (Month/Day/Year) (Instr. 8)	SHELDON R Symbol Rockwood Holdings, Inc. [ROC (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) WOOD HOLDINGS, VERLOOK CENTER (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) N, NJ 08540 (State) (Zip) Table I - Non-Derivative Securi 2. Transaction Date 2A. Deemed 3. 4. Securities Acc (Month/Day/Year) Execution Date, if Transaction(A) or Disposed any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)	SHELDON R Symbol Rockwood Holdings, Inc. [ROC] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) WOOD HOLDINGS, 11/18/2014 VERLOOK CENTER (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) N, NJ 08540 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) Price	SHELDON R Symbol Rockwood Holdings, Inc. [ROC] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)	SHELDON R Rockwood Holdings, Inc. [ROC] (Check all applicable (Check all applicable) (Other below) (State) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (State) (State) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5) (A) (A) (B) (Check all applicable (Check all applicable (A) (A) (B) (Check all applicable (A) (A) (B) (Check all applicable (A) (A) (B) (Check all applicable (A)		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(1)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D)	5	ate	Amou Under Secur	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ERIKSON SHELDON R C/O ROCKWOOD HOLDINGS, INC. 100 OVERLOOK CENTER PRINCETON, NJ 08540

X

Signatures

/s/ Michael W. Valente as Attorney-in-Fact

11/20/2014

**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).

This transaction was executed in multiple trades at share prices ranging from \$79.10 to \$79.15. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares and prices at which the transaction was effected.

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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