OM GROUP INC Form 3 October 21, 2005

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 * À SACHS VALERIE GENTILE

> (Last) (First)

(Middle)

2. Date of Event Requiring Statement (Month/Day/Year)

10/11/2005

3. Issuer Name and Ticker or Trading Symbol OM GROUP INC [OMG]

4. Relationship of Reporting

Person(s) to Issuer

Director

5. If Amendment, Date Original

Filed(Month/Day/Year)

1500 KEY TOWER, 127 **PUBLIC SQUARE**

(Street)

CLEVELAND. OHÂ 44114-1304

(Check all applicable)

10% Owner

X Officer Other (give title below) (specify below) VP, Gen. Counsel & Corp. Sec. 6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

(City)

(Instr. 4)

1. Title of Security

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

or Exercise Price of Derivative Security

Conversion

4

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Expiration

Date

Title Amount or Number of Shares

Security: Direct (D) or Indirect

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(Instr. 5)

Stock Option $09/26/2006\underline{^{(1)}} 09/26/2015 \frac{\text{Common}}{\text{Stock}} 50,000 \$ 20.86$ D \hat{A}

Reporting Owners

CLEVELAND, OHÂ 44114-1304

Reporting Owner Name / Address

Director 10% Owner Officer Other

SACHS VALERIE GENTILE

1500 KEY TOWER
127 PUBLIC SQUARE

 Â Â VP, Gen. Counsel & Corp. Sec. Â

Signatures

/s/ Valerie Gentile Sachs, by Cipriano Beredo as attorney-in-fact 10/20/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The options vest in three equal installments on September 26 of the years 2006, 2007 and 2008.

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Remarks:

Exhibit 24 - Power of Attorney

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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