

Backus William A.  
Form 3  
September 26, 2011

**FORM 3 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Backus William A.		(Month/Day/Year)	BALCHEM CORP [BCPC]	
(Last)	(First)	(Middle)	09/15/2011	
C/O BALCHEM CORPORATION,Â 52 SUNRISE PARK ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW HAMPTON,Â NYÂ 10958		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) Chief Accounting Officer		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,676	I	Held in 401(k) /profit sharing account
Common Stock <u>(1)</u>	5,030	D	Â

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

SEC 1473 (7-02)

**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.**

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

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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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	12/08/2007 <sup>(2)</sup>	12/07/2016	Common Stock	4,500	\$ 11.87	D	Â
Employee Stock Option (right to buy)	01/11/2009 <sup>(2)</sup>	01/10/2018	Common Stock	12,000	\$ 13.61	D	Â
Employee Stock Option (right to buy)	12/10/2009 <sup>(2)</sup>	12/09/2018	Common Stock	15,000	\$ 17.28	D	Â
Employee Stock Option (right to buy)	12/08/2010 <sup>(2)</sup>	12/07/2019	Common Stock	12,000	\$ 21.39	D	Â
Employee Stock Option (right to buy)	12/06/2011 <sup>(2)</sup>	12/05/2020	Common Stock	14,000	\$ 32.21	D	Â
Employee Stock Option (right to buy)	06/01/2012 <sup>(2)</sup>	05/31/2021	Common Stock	5,000	\$ 40.95	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Backus William A. C/O BALCHEM CORPORATION 52 SUNRISE PARK ROAD NEW HAMPTON, NY 10958	Â	Â	Â Chief Accounting Officer	Â

## Signatures

/s/ William A. Backus, by Attorney in Fact, Matthew Houston

09/26/2011

\_\_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) This stock is subject to repurchase options in favor of the Issuer and to restrictions on transfer until it vests in accordance with the provisions of Restricted Stock Purchase Agreements, dated December 12, 2008; December 8, 2009; December 6, 2010; and June 1, 2011.
- (2) Options vest 20% year 1; 40% year 2; and 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.