

Meadows-Smith Marcus C
 Form 5
 January 27, 2006

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person *
 Meadows-Smith Marcus C

2. Issuer Name and Ticker or Trading Symbol
 Chemtura CORP [CEM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive VP, Crop Protection

(Last) (First) (Middle)
 199 BENSON ROAD
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

MIDDLEBURY, CT 06749

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	13,500	I	Restricted Stock Account
Common Stock	01/27/2006	Â	J ⁽¹⁾	190	A	\$ 0	15,190	I	Restricted Stock Account i
Common Stock	01/27/2006	Â	J ⁽²⁾	1,187	A	\$ 0	1,187	I	Savings Plan (401k) Trust
	01/27/2006	Â	J ⁽³⁾	2,447	A	\$ 0	2,447	I	

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Common
Stock

Supplemental
Savings Plan

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative 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. Amount or Number of Shares
ISO Stock Option (Right to Buy)	\$ 8.1562	Â	Â	Â	Â Â	10/31/2001 10/31/2010	Common Stock	2,500
ISO Stock Option (Right to Buy)	\$ 8.3437	Â	Â	Â	Â Â	10/19/2000 10/19/2009	Common Stock	500
ISO Stock Option (Right to Buy)	\$ 16.875	Â	Â	Â	Â Â	10/16/1997 10/15/2006	Common Stock	500
NQ Stock Option (Right to Buy)	\$ 5.85	Â	Â	Â	Â Â	10/20/2004 11/19/2013	Common Stock	3,000
NQ Stock Option (Right to Buy)	\$ 7.25	Â	Â	Â	Â Â	10/22/2003 11/21/2012	Common Stock	3,000

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NQ Stock Option (Right to Buy)	\$ 7.92	Â	Â	Â	Â	Â	10/23/2002	11/22/2011	Common Stock	2,500
NQ Stock Option (Right to Buy)	\$ 11.24	Â	Â	Â	Â	Â	11/23/2005	12/22/2014	Common Stock	35,000
NQ Stock Option (Right to Buy)	\$ 12.92	Â	Â	Â	Â	Â	02/23/2006	03/22/2015	Common Stock	45,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Meadows-Smith Marcus C 199 BENSON ROAD MIDDLEBURY, CT 06749	Â	Â	Â Executive VP, Crop Protection	Â

Signatures

Marcus Meadows-Smith 01/27/2006

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).
- (2) Opening balance in the Registrant's Savings Plan (401k) Trust.
- (3) Opening balance in the Registrant's Supplemental Savings Plan.
- (1) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.