

Chemtura CORP
Form 4
March 08, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WOOD ROBERT L

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

(Street)

MIDDLEBURY, CT 06749

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					215,781	D	
Common Stock					66,791	I	Restricted Stock Account I
Common Stock					68,503	I	Restricted Stock Account II
Common Stock					101,272	I	Restricted Stock Account III

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Common Stock	03/06/2006		<u>J(1)</u>	110,000	A	\$ 10.75	110,000	I	Restricted Stock Account IV
Common Stock							2,236	I	Savings Plan (401K) Trust
Common Stock							12,208	I	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
NQ Rights Option	\$ 12.92					02/23/2006	03/22/2015	Common Stock	300,000
NQ Stock Option (Right to Buy)	\$ 7.64					01/20/2005	02/19/2014	Common Stock	500,000
NQ Stock Option (Right to Buy)	\$ 10.75	03/06/2006		<u>J(2)</u>	330,000	03/06/2007	04/05/2016	Common Stock	330,000
NQ Stock Option (Right to Buy)	\$ 10.75	03/06/2006		<u>J(3)</u>	220,000	03/06/2007	04/05/2016	Common Stock	220,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOOD ROBERT L 199 BENSON ROAD MIDDLEBURY, CT 06749			President and CEO	

Signatures

Robert L. Wood 03/08/2006

__Signature of Date
Reporting Person

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) Restricted shares acquired pursuant to the 2006-2008 Long-Term Incentive Plan will vest upon a share of the Registrant's common stock reaching the following stock price milestones: twenty (20%) percent of grant upon closing price of a share attaining \$15.11; twenty (20%) percent of grant upon closing price of a share attaining \$17.98; twenty (20%) percent of grant upon closing price of a share attaining \$21.40; and forty (40%) percent of grant upon closing price of a share attaining \$25.40. Shares will vest as stated above when a particular milestone is reached and maintained for fifteen (15) consecutive trading days, based on the closing price of a share of the Registrant's common stock on the New York Stock Exchange.
 - (2) Options will vest as follows: one-third (1/3) of grant on March 6, 2007; one-third (1/3) of grant on March 6, 2008; and one-third (1/3) of grant on March 6, 2009.
 - (3) Options will vest as follows: one-third (1/3) of grant on March 6, 2007; one-third (1/3) of grant on March 6, 2008; and one-third (1/3) of grant on March 6, 2009. This grant is a merger integration award.

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.