

ODANIELL MYLES S

Form 5

January 27, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
ODANIELL MYLES S

(Last) (First) (Middle)

199 BENSON ROAD

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
Chemtura CORP [CEM]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20054. 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)
Exec. V.P. Specialty Chemicals

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)			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)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	42,531	D	Â
Common Stock	01/25/2006	01/26/2006	J ⁽¹⁾	161	D	\$ 0	1,643	I	ESOP TRUST
Common Stock	01/25/2006	01/26/2006	J ⁽²⁾	1,643	D	\$ 0	0	I	ESOP TRUST
Common Stock	01/25/2006	01/26/2006	J ⁽³⁾	245	A	\$ 0	19,513	I	LTIP Trust

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Common Stock	Â	Â	Â	Â	Â	Â	13,500	I	Restricted Stock Account
Common Stock	01/25/2006	01/26/2006	J ⁽⁴⁾	190	A	\$ 0	15,190	I	Restricted Stock Account I
Common Stock	01/25/2006	01/26/2006	J ⁽⁵⁾	1,643	A	\$ 0	1,643	I	Savings Plan (401k) Trust

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

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SEC 2270
(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)	\$ 5.85	Â	Â	Â	Â Â	10/20/2004 10/19/2013	Common Stock	34,188
NQ Stock Option (Right to Buy)	\$ 5.85	Â	Â	Â	Â Â	10/20/2004 11/19/2013	Common Stock	10,812
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	\$ 12.92	Â	Â	Â	Â Â	02/23/2006 03/22/2015	Common Stock	45,000

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ODANIELL MYLES S 199 BENSON ROAD MIDDLEBURY, CT 06749	Â	Â	Â Exec. V.P. Specialty Chemicals	Â

Signatures

Myles S. 01/27/2006
Odaniell

**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).
- (5) Opening balance in the Registrant's Savings Plan (401k) Trust.
- (1) Represents the net of (i) shares acquired during the fiscal year pursuant to the Registrant's ESOP Trust and through the reinvestment of dividends paid on shres in this fund and (ii) a non-discretionary ESOP Trust required distribution.
- (3) These shares were acquired during the fiscal year pursuant to the Reigstrant's Long-Term Incentive Plan (LTIP) and through the reinvestment of dividends paid on the shares in this fund.
- (2) The ESOP Trust was terminated as of 12/31/05 and the shares transferred to a Registrant's Savings Plan (401k) Trust.
- (4) These shares were acquired during the fiscal year through the 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.