

Chemtura CORP
Form 4
March 08, 2006

FORM 4

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).

**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
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(Print or Type Responses)

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

(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
__X__ Officer (give title ____ Other (specify
below) below)

Executive VP, Crop Protection

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								13,500	I	Restricted Stock Account
Common Stock								15,190	I	Restricted Stock Account i
Common Stock	03/06/2006		J ⁽¹⁾		15,000	A	\$ 10.75	15,000	I	Restricted Stock Account II
Common Stock								5,800	I	Restricted Stock

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Common Stock	1,187	I	Account: Merger Integration Grants Savings Plan (401k) Trust
Common Stock	2,447	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 or Number of Shares
ISO Stock Option (Right to Buy)	\$ 8.1562							10/31/2001	10/31/2010	Common Stock	2,500
ISO Stock Option (Right to Buy)	\$ 8.3437							10/19/2000	10/19/2009	Common Stock	500
ISO Stock Option (Right to Buy)	\$ 16.875							10/16/1997	10/15/2006	Common Stock	500
NQ Stock Option (Right to	\$ 5.85							10/20/2004	11/19/2013	Common Stock	3,000

NQ Stock Option (Right to Buy)	\$ 7.25					10/22/2003	11/21/2012	Common Stock	3,000
NQ Stock Option (Right to Buy)	\$ 7.92					10/23/2002	11/22/2011	Common Stock	2,500
NQ Stock Option (Right to Buy)	\$ 11.24					11/23/2005	12/22/2014	Common Stock	35,000
NQ Stock Option (Right to Buy)	\$ 12.46					01/31/2007	02/29/2016	Common Stock	17,400
NQ Stock Option (Right to Buy)	\$ 12.92					02/23/2006	03/22/2015	Common Stock	45,000
NQ Stock Option (Right to Buy)	\$ 10.75	03/06/2006	J ⁽²⁾	45,000		03/06/2007	04/05/2016	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			Executive VP, Crop Protection	

Signatures

Marcus
Meadows-Smith 03/08/2006

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) 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.

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.

- (1)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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