

WOOD ROBERT L  
Form 4  
January 30, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**01/30/2006**

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

**MIDDLEBURY, CT 06749**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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                    | 01/30/2006 <sup>(1)</sup>            |  | J <sup>(2)</sup>               |   | 46,852  | A  | \$ 11.17  |
| Common Stock                    | 01/30/2006 <sup>(3)</sup>            |  | J <sup>(4)</sup>               |   | 43,909  | A  | \$ 12.1   |
| Common Stock                    | 01/30/2006 <sup>(5)</sup>            |  | J <sup>(6)</sup>               |   | 23,635  | A  | \$ 12.1   |
| Common Stock                    | 01/30/2006 <sup>(7)</sup>            |  | J <sup>(8)</sup>               |   | 34,670  | D  | \$ 12.1   |
| Common Stock                    | 01/30/2006 <sup>(9)</sup>            |  | J <sup>(10)</sup>              |   | 68,504  | D  | \$ 11.17  |
|                                 |                                      |  |                                |   |   |  | 138,745   |

Restricted Stock Account I  
Restricted Stock

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| 1. Title of 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. P Derivatives (Instr. 3 and 4) |
|---------------------------------|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------------------|
| Common Stock                    |  | 01/30/2006 <sup>(11)</sup>           |  | J <sup>(12)</sup>              | 70,242 D  | \$ 12.1 68,503 I   | Account II Restricted Stock Account II                        |                                   |
| Common Stock                    |  |                                      |  |                                |   | 101,272 I  | Restricted Stock Account III                                  |                                   |
| 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) | 8. P Derivatives (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------------------|
| 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  |                                   |

## 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                      01/30/2006

\_\_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).
- (12) 70,242 shares were distributed to the reporting person in connection with his employment agreement from Restricted Stock Account II, of which 26,333 shares were withheld to satisfy tax withholding requirements.
  - (1) Transaction date was January 20, 2005. New filing software would not accept original transaction date.
  - (10) 68,504 shares were distributed to the reporting person in connection with his employment agreement from Restricted Stock Account II, of which 21,652 shares were withheld to satisfy tax withholding requirements.
  - (5) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
    - (2) Direct holdings increased by 46,852 shares transferred from Restricted Stock Account II.
  - (11) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
    - (3) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
  - (8) 34,760 shares were distributed to the reporting person in connection with the 2004-2006 Long-Term Incentive Plan from the Restricted Stock Account, of which 11,035 shares were withheld to satisfy tax withholding requirements.
  - (9) Transaction date was January 20, 2005. New filing software would not accept original transaction date.
  - (7) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
  - (6) Direct holdings increased by 23,635 shares transferred from the 2004-2006 Long-term Incentive Plan (Restricted Stock Account I).
  - (4) Direct holdings increased by 43,909 shares transferred from Restricted Stock Account II.

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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