

Chemtura CORP
Form 5
January 22, 2007

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

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2006

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)
Executive VP, Crop Protection

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | Â | Â | Â | Â | Â | I | Restricted Stock Account |
| Common Stock | 01/22/2007 | Â | A | 312 A \$ 0 | 15,502 ⁽¹⁾ | I | Restricted Stock Account i |
| Common Stock | Â | Â | Â | Â | 15,000 | I | Restricted Stock Account II |

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| | | | | | | | | | |
|--------------|------------|---|---|-------|---|------|----------------------|---|---|
| Common Stock | Â | Â | Â | Â | Â | Â | 5,800 | I | Restricted Stock Account: Merger Integration Grants |
| Common Stock | 01/22/2007 | Â | A | 3,232 | A | \$ 0 | 4,419 ⁽²⁾ | I | Savings Plan (401k) Trust |
| Common Stock | 01/22/2007 | Â | A | 5,790 | A | \$ 0 | 8,237 ⁽³⁾ | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| 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 | 01/22/2007 | Â | E ⁽⁴⁾ | Â | 500 | 10/16/1997 | 10/15/2006 | Common Stock | 500 |
| NQ Stock Option | \$ 5.85 | Â | Â | Â | Â | Â | 10/20/2004 | 11/19/2013 | Common Stock | 3,000 |

| | | | | | | | | | | | | |
|--------------------------------|----------|---|---|---|---|---|------------|------------|--------------|--------|--|--|
| (Right to Buy) | | | | | | | | | | | | |
| 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) | \$ 10.75 | ^ | ^ | ^ | ^ | ^ | 03/06/2007 | 04/05/2016 | Common Stock | 45,000 | | |
| 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 | | |

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 01/22/2007

**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) These shares were acquired during the fiscal year pursuant to the Registrant's Savings Plan (401K) Trust and through reinvestment of dividends paid on shares in this fund.
- (4) Expired by its term without exercise or payment.
- (3) These shares were acquired during the fiscal year pursuant to the Registrant's Supplemental Savings Plan and through reinvestment of dividends paid on the shares in this fund.
- (1) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.

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