

Chemtura CORP
Form 11-K
June 23, 2014

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

(Mark One)

Annual Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934

For the calendar year ended December 31, 2013

OR

Transition report pursuant to Section 15(d) of the Securities Exchange Act of 1934

For the transition period from to

Commission file number 1-15339

A. **Full title of the Plan and the address of the Plan, if different from that of the issuer named below:**

**CHEMTURA CORPORATION
EMPLOYEE SAVINGS PLAN**

B. **Name of issuer of the securities held pursuant to the Plan and the address of its principal executive office:**

Chemtura Corporation
1818 Market Street
Philadelphia, Pennsylvania 19103

199 Benson Rd
Middlebury, Connecticut 06749

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

FINANCIAL STATEMENTS

December 31, 2013 and 2012 and

For the Year Ended December 31, 2013

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

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December 31, 2013 and 2012

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Certain supplemental schedules have been omitted because they are either not required or not applicable.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Employee Investment Committee of

Chemtura Corporation:

We have audited the accompanying statements of net assets available for plan benefits of the Chemtura Corporation Employee Savings Plan (the "Plan") as of December 31, 2013 and 2012 and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2013. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Chemtura Corporation Employee Savings Plan as of December 31, 2013 and 2012 and the changes in net assets available for plan benefits for the year ended December 31, 2013, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedule is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Caron & Bletzer, PLLC

Kingston, NH

June 23, 2014

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

December 31, 2013 and 2012

	2013	2012
Cash	\$ 111,103	\$ 89,104
Investments, at fair value:		
Common collective trust	53,162,284	57,604,534
Mutual funds	296,533,753	254,693,000
Chemtura Corporation common stock	3,785,924	3,308,120
Total investments	353,481,961	315,605,654
Receivables:		
Employer contribution receivable	1,942,578	-
Notes receivable from participants	5,897,061	6,312,701
Total receivables	7,839,639	6,312,701
Net assets available for plan benefits at fair value	361,432,703	322,007,459
Adjustment from fair value to contract value for interest in common collective trust relating to fully benefit responsive investment contracts	(748,333)	(1,562,218)
Net assets available for plan benefits	\$ 360,684,370	\$ 320,445,241

The accompanying notes are an integral part of the financial statements.

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CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

For the year ended December 31, 2013

	2013
Additions:	
Participant contributions	\$11,010,259
Rollover contributions	602,425
Employer contributions	9,000,073
Net appreciation in fair value of investments	51,834,816
Dividend and interest income	11,879,528
 Total additions	 84,327,101
Deductions:	
Distributions to participants	44,019,362
Administrative fees	68,610
 Total deductions	 44,087,972
 Net increase	 40,239,129
 Net assets available for plan benefits, beginning of year	 320,445,241
 Net assets available for plan benefits, end of year	 \$360,684,370

The accompanying notes are an integral part of the financial statements.

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CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

A. Plan Description:

The following description of the Chemtura Corporation Employee Savings Plan (the “Plan”) provides only general information. Participants should refer to the plan document for more detailed information.

General

The Plan is a defined contribution plan sponsored by Chemtura Corporation (the “Company”) covering eligible employees of the Company and its participating subsidiaries. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

The plan administrator is the Chemtura Corporation Employee Benefits Committee. Fidelity Investments is the trustee and record keeper of the Plan. The investments of the Plan are held in a trust arrangement.

Eligibility

The Plan allows substantially all Company employees to participate in the Plan. Employees become eligible to participate in the Plan beginning on the first day of the first calendar month following their date of hire.

Participant Contributions

Participants may contribute up to 50% of their annual compensation (as defined by the Plan) as pre-tax deferrals or Roth after-tax contributions, subject to Internal Revenue Code (“IRC”) limitations, for non-highly compensated employees, or 20% for highly compensated employees. Certain bargaining employees may also elect to make non-Roth after-tax contributions. Each newly hired employee is automatically enrolled in the plan. Pre-tax contributions of 3% of compensation begin with the first pay period occurring 60 days after the participant's

participation date. The participant may elect to cease or change the amount of these contributions at any time. Participant contributions are subject to an Internal Revenue Code deferral limitation, which was \$17,500 in 2013.

Participants who are at least age 50 may make an additional pretax "catch-up" contribution subject to IRC limitations. Participants may also contribute funds from another qualified retirement plan ("rollover contributions"), subject to certain requirements.

Employer Contributions

Non-bargaining employees will receive employer matching contributions of 100% up to a maximum of 6% of a participant's earnings. Effective March 1, 2013, these employees are also eligible to receive a discretionary performance-based employer fixed contribution between 2% and 4% of their eligible compensation based on defined Company consolidated operating income targets, with a guaranteed minimum of 2%. For 2013, the Company made a discretionary fixed contribution of \$1,942,578 which was contributed to the participants accounts on March 26, 2014.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

Bargaining employees shall receive employer fixed and matching contributions in accordance with the following terms prescribed in the Plan document for their respective location:

Bargaining employees of the Company's Westlake, Louisiana, and Mapleton, Illinois facilities receive matching contributions of 50% of up to 6% of eligible earnings for a maximum match of 3% of compensation. Effective July 1, 2012 bargaining employees of the Company's Adrian, Michigan facility receive matching contributions of 100% of up to 6% of eligible earnings. Prior to that date those employees received matching contributions of 50% of up to 6% of eligible earnings. Effective December 31, 2008 certain bargaining employees who meet certain requirements agreed upon by the Company and the Lake Charles Metal Trades Council are eligible for matching contributions of 100% of up to 4% of participant deferrals, as well as an employer fixed contribution of 3% of compensation.

Bargaining employees of the Company's Perth Amboy, New Jersey facility receive matching contributions of 50% of up to 6% of eligible earnings for maximum match of 3% of compensation. Effective November 1, 2006 certain bargaining employees who meet requirements agreed upon by the Company and the United Steel Workers Union are eligible for matching contributions of 100% of up to 6% of eligible earnings. These employees are also eligible to receive employer fixed contributions of 3% of compensation for 2013.

Participant Accounts

Each participant's account is credited with the participant's contributions, the participant's allocation of the Company's contributions, and the participant's proportional allocation of the Plan's earnings, including realized and unrealized gains and losses, and expenses. Participants determine the percentage in which contributions are to be invested in each fund. Participants may change their investment options as set forth in the plan document.

Vesting

Participants are fully vested in that portion of their account which represents their contributions and the income earned thereon. Effective January 1, 2006, non-bargaining participants are automatically 100% vested in all Company

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matching contributions and earnings thereon. A non-bargaining participant's interest in the Company's fixed contributions and earnings thereon vests according to the following:

Completed Years of Service	Percent Vested
Less than 3	0 %
3 or more	100 %

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CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

Participants become 100% vested in the Company's fixed contributions and earnings thereon upon death, change of company control, total and permanent disability, or attainment of normal retirement age.

A bargaining participant's interest in the Company's contributions and earnings thereon vests according to the schedules outlined in the Plan document specific to each location.

Participants' interests in employer contributions attributable to the Crompton Corporation Employee Stock Ownership Plan ("ESOP") vested 25% each year and are 100% vested after 4 years of service. Participants become 100% vested in ESOP employer contributions and earnings thereon upon death, change of company control, total and permanent disability, or attainment of normal retirement age.

A participant's interest in Great Lakes employer contributions made prior to January 1, 2006 vest 20% each year after 1 year of service and is 100% vested after 6 years of service. Participants become 100% vested in Great Lakes employer contributions and earnings thereon upon death, total and permanent disability, or attainment of normal retirement age.

Forfeitures

When certain terminations of participation in the Plan occur, the nonvested portion of a participant's account represents a forfeiture, as defined by the Plan. Forfeitures are used to reduce future employer contributions or pay administrative expenses for the Plan. Total unapplied forfeitures were \$280,854 and \$190,045 at December 31, 2013 and 2012, respectively. Forfeitures in the amount of \$24,676 were used to pay administrative expenses during 2013.

Distribution of Benefits

The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Benefits may be distributed to participants upon termination of employment by reason of retirement, disability, death or other separation from service. Participants who terminate employment and have a vested account balance of less than \$1,000 will receive a lump sum distribution of 100% of their vested benefits. Participants who have a vested account balance in excess of \$1,000 may leave their funds invested in the Plan or may elect a lump sum distribution. Participants with a vested ESOP account balance may elect to receive their ESOP balance in the form of stock shares, instead of cash.

A participant may also request a withdrawal upon attainment of age 59 1/2 or upon demonstration by the participant to the plan administrator that the participant is suffering from "hardship". Hardship is defined in applicable regulations promulgated or to be promulgated pursuant to Section 401(k) of the Internal Revenue Code or standards established by the Secretary of the Treasury or his delegate.

Any participant eligible to participate in the Witco plan, a predecessor plan, as of December 31, 2000 may withdraw from the Plan any after-tax contributions and interest earned thereon.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

Notes Receivable From Participants

A participant may borrow aggregate amounts up to the lesser of \$50,000 or 50% of the participant's vested account balance, subject to plan limitations. The minimum loan allowed is \$1,000. Loans must bear a reasonable rate of interest commensurate with local prevailing interest rates, as determined by the plan administrator. Loans are collateralized by the participant's nonforfeitable interest in the Plan and are supported by a promissory note. Loans must be repaid over a period not to exceed five years unless the loan proceeds are used for the purchase of a primary residence, in which case a longer repayment period is allowed. A participant may have no more than two loans outstanding at any one time. Participant loans are valued at the unpaid principal balance plus any accrued but unpaid interest and categorized as notes receivable from participants on the statements of net assets available for plan benefits. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

B. Summary of Significant Accounting Policies:

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan invests in investment contracts through a common collective trust. As required by the standard, the statements of net assets available for plan benefits present the fair value of the common collective trust as well as the adjustment of the common collective trust from fair value to contract value. The statement of changes in net assets available for plan benefits is prepared on a contract value basis.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. See Note D for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

Plan Expenses

Expenses for participant loans are paid by the Plan by reducing balances of those participants initiating the transaction. All other expenses incurred in the administration of the Plan are first offset against forfeitures, if any, with any remaining balances paid by the Company at its discretion or by the Plan.

Use of Estimates

The preparation of the Plan's financial statements, in conformity with accounting principles generally accepted in the United States of America, requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results may differ from those estimates.

Risks and Uncertainties

The Plan provides investment options which may invest in any combination of stocks, bonds, fixed income securities, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for plan benefits.

C. Investments:

The following represents the Plan's investments as of December 31, 2013 or 2012 that represented 5% or more of the net assets available for plan benefits:

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	2013	2012
Fidelity Managed Income Portfolio II	\$53,162,284*	\$57,604,534*
Fidelity Growth Company Fund	50,332,144*	40,843,542*
Spartan 500 Index Fund	38,153,577*	32,623,899*
Dodge & Cox Stock Fund	34,640,532*	25,964,519*
Columbia Acorn Fund	19,134,853*	15,751,451
Dodge & Cox Income Fund	17,198,221	21,623,293*

* Represents 5% or more of net assets available for plan benefits.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

During the year ended December 31, 2013, the investments held by the Plan (including investments bought, sold and held during the year) appreciated in value as follows:

	2013
Chemtura Corporation common stock	\$933,941
Mutual funds	50,900,875
Total appreciation in fair value	\$51,834,816

D. FAIR VALUE MEASUREMENTS:

Accounting standards establish a framework for measuring fair value. That framework sets forth a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below.

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; or other inputs that are observable or can be corroborated by observable market data for substantially the full terms of the assets or liabilities.

Level 3 - Inputs to the valuation methodology that are unobservable and supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Following is a description of the valuation methodologies used by the Plan. There have been no changes in the methodologies used at December 31, 2013 and 2012.

Common collective trust – Valued at net asset value based on information reported by the trustee with reference to the market value of the trust's underlying assets at year end. The common collective trust is audited annually.

Mutual funds – Valued at the net asset value of the shares held by the Plan at year end as determined by quoted market prices.

Company stock – Valued at the closing price reported on the active market on which the individual securities are traded.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level and by investment class, within the fair value hierarchy, the Plan's assets at fair value as of December 31:

<u>Description</u>	2013			
	Total	Level 1	Level 2	Level 3
Common collective trust:				
Stable value	\$53,162,284	\$-	\$53,162,284	\$ -
Mutual funds:				
Foreign large blend	2,668,814	2,668,814	-	-
Foreign large growth	15,601,581	15,601,581	-	-
Intermediate bond	27,300,733	27,300,733	-	-
Global bond	1,769,700	1,769,700	-	-
Small blend	10,974,000	10,974,000	-	-
Mid-cap blend	21,559,546	21,559,546	-	-
Large blend	88,485,721	88,485,721	-	-
Mid-cap growth	19,134,853	19,134,853	-	-
Large value	45,034,108	45,034,108	-	-
Emerging market	912,709	912,709	-	-
Retirement income	1,726,055	1,726,055	-	-
Target date	61,365,933	61,365,933	-	-
Total mutual funds	296,533,753	296,533,753	-	-
Company stock	3,785,924	3,785,924	-	-
Total	\$353,481,961	\$300,319,677	\$53,162,284	\$ -

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

<u>Description</u>	2012			
	Total	Level 1	Level 2	Level 3
Common collective trust:				
Stable value	\$57,604,534	\$-	\$57,604,534	\$ -
Mutual funds:				
Foreign large blend	2,369,019	2,369,019	-	-
Foreign large growth	13,636,263	13,636,263	-	-
Intermediate bond	35,070,160	35,070,160	-	-
Global bond	1,108,329	1,108,329	-	-
Small blend	7,335,795	7,335,795	-	-
Mid-cap blend	15,758,682	15,758,682	-	-
Large blend	73,467,441	73,467,441	-	-
Mid-cap growth	15,751,451	15,751,451	-	-
Large value	35,819,635	35,819,635	-	-
Emerging market	233,108	233,108	-	-
Retirement income	1,839,656	1,839,656	-	-
Target date	52,303,461	52,303,461	-	-
Total mutual funds	254,693,000	254,693,000	-	-
Company stock	3,308,120	3,308,120	-	-
Total	\$315,605,654	\$258,001,120	\$57,604,534	\$ -

The common collective trust held by the Plan is a stable value investment which has an objective to preserve capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve this objective the fund invests in fixed-income securities, bond funds and money market funds. Twelve months notice is required for a complete liquidation, however the trustee, at their discretion, may waive the twelve month waiting period. Participant directed redemptions are allowed daily with no restrictions. There are no unfunded commitments.

E. Tax Status:

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated January 24, 2012 that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Company has applied for an updated IRS Determination Letter and currently is awaiting a response but do not foresee there to be any issues. The Plan's management believes the Plan is designed and has been operated in compliance with the applicable requirements of the IRC.

Accounting standards require recording uncertain income tax positions that exist in the Plan's financial statements. Plan management has determined there are no uncertain tax positions and believes there is no adjustment or disclosure required in the Plan's financial statements. The Plan did not recognize any interest and penalty expense for the year ended December 31, 2013. The Form 5500 remains subject to examination by the IRS for the years ended December 31, 2010 through December 31, 2013.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

During the 2011 audit it was discovered that the employer contribution provisions in the Plan document for Lake Charles Metal Trades Council participants do not conform with the Plan's operation or those participants' collective bargaining agreement. Plan management is consulting with ERISA counsel to determine appropriate action to avoid disqualification of the Plan. The Plan's management believes that the errors are immaterial and correctable under the IRS' Employee Plans Compliance Resolution System ("EPCRS"). The Plan's management has submitted a VCP under EPCRS and is awaiting response from the IRS.

F. PARTIES-IN-INTEREST:

Section 3(14) of ERISA defines a party-in-interest to include, among others, fiduciaries or employees of the Plan, any person who provides services to the Plan or an employer whose employees are covered by the Plan. Accordingly, loans to participants and the management of investments held by the trustee are considered party-in-interest transactions.

G. Plan Termination:

Although the Plan was established with the intention that it will continue indefinitely, the Company retains the right to discontinue its contributions at any time or to terminate the Plan, subject to the provisions of ERISA.

H. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500:

The following is a reconciliation of net assets available for plan benefits on the financial statements to the Form 5500 for the years ended December 31, 2013 and 2012:

	2013	2012
Net assets available for plan benefits on the financial statements	\$360,684,370	\$320,445,241

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Less: Adjustment from fair value to contract value for interest in common collective trust relating to fully benefit- responsive investment contracts	748,333	1,562,218
Net assets available for plan benefits on the Form 5500	\$361,432,703	\$322,007,459

The following is a reconciliation of net investment income on the financial statements to the Form 5500 for the year ended December 31, 2013:

Net investment income on the financial statements	\$63,714,344
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Adjustment from fair value to contract value for interest
in common collective trust relating to fully benefit-
responsive investment contracts for the years ended:

December 31, 2013	748,333
December 31, 2012	(1,562,218)

Net investment income on the Form 5500	\$62,900,459
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CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

I. SUBSEQUENT EVENTS:

The Company has evaluated subsequent events through the date these financial statements were issued.

CHEMTURA CORPORATION EMPLOYEE SAVINGS PLAN

EIN: 52-2183153

Plan Number: 034

SCHEDULE H, Line 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
*	Fidelity Managed Income Portfolio II	Common collective trust	**	\$53,162,284
	Columbia Acorn Fund	Mutual fund	**	19,134,853
	Dodge & Cox Income Fund	"	**	17,198,221
	Dodge & Cox Stock Fund	"	**	34,640,532
	Vanguard Total Bond Market Fund	"	**	10,102,512
	Vanguard Small Cap Index Fund	"	**	6,348,266
	Vanguard Wellesley Fund	"	**	10,393,576
	RS Partners Fund	"	**	4,625,734
*	Fidelity Low Priced Stock Fund	"	**	15,931,962
*	Fidelity Diversified International Fund	"	**	15,601,581
*	Fidelity Growth Company Fund	"	**	50,332,144
*	Fidelity Freedom Income Fund	"	**	1,726,055
*	Fidelity Freedom K 2000 Fund	"	**	430,580
*	Fidelity Freedom K 2005 Fund	"	**	311,872
*	Fidelity Freedom K 2010 Fund	"	**	9,418,024
*	Fidelity Freedom K 2015 Fund	"	**	5,775,439
*	Fidelity Freedom K 2020 Fund	"	**	14,452,769
*	Fidelity Freedom K 2025 Fund	"	**	9,394,168
*	Fidelity Freedom K 2030 Fund	"	**	7,859,826
*	Fidelity Freedom K 2035 Fund	"	**	5,579,975
*	Fidelity Freedom K 2040 Fund	"	**	3,957,226
*	Fidelity Freedom K 2045 Fund	"	**	1,746,822
*	Fidelity Freedom K 2050 Fund	"	**	2,439,232
	Oppenheimer Developing Markets Fund	"	**	912,709
	Templeton Global Bond Fund	"	**	1,769,700

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* Spartan Extended Market Index Fund	"	**	5,627,584
* Spartan International Index Fund	"	**	2,668,814
* Spartan 500 Index Fund	"	**	38,153,577
Total mutual funds			296,533,753
* Chemtura Corporation common stock	Common stock	**	3,785,924
Total investments on the statement of net assets available for plan benefits			353,481,961
* Participant loans	(4.25%-9.00%)		5,897,061
Total investments on the Form 5500			\$359,379,022

* Represents
a party-in-interest
to the Plan.

** Cost
omitted for
participant
directed
investments.

See accompanying report of
independent registered public
accounting firm.

SIGNATURE

The Plan pursuant to the requirements of the Securities and Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CHEMTURA CORPORATION

EMPLOYEE SAVINGS PLAN

Date: June 23, 2014 By: /s/ Laurence Orton

Laurence Orton
Senior Vice President and
Corporate Controller