#### **ODANIELL MYLES S**

Form 5

January 27, 2006

## FORM 5

#### **OMB APPROVAL**

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

**OMB** 3235-0362 Number: January 31,

1.0

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

Expires: 2005 Estimated average

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per OWNERSHIP OF SECURITIES response...

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

1. Name and Ad ODANIELL	*	rting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First)		(Middle)	Chemtura CORP [CEM] 3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
199 BENSON ROAD			12/31/2005	X Officer (give title Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Reporting		
			Filed(Month/Day/Year)			
				(check applicable line)		

## MIDDLEBURY, CTÂ 06749

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(City)	(State)	Zip) Tabl	e I - Non-Der	ivative Se	curitie	es Acqu	ired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	eemed 3. 4. Securities tion Date, if Transaction Acquired (A) or Code Disposed of (D)		)) 5)	5. Amount of Securities Form: Direct Beneficially (D) or Owned at end of Issuer's (Instr. 4) Fiscal Year (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	Â	Â	Â	Amount Â	(D) Â	Price Â	42,531	D	Â
Stock Common Stock	01/25/2006	01/26/2006	<u>J(1)</u>	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	<u>J(3)</u>	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 <u>(4)</u>	190	A	\$ 0	15,190	I	Restricted Stock Account I
Common Stock	01/25/2006	01/26/2006	J <u>(5)</u>	1,643	A	\$ 0	1,643	I	Savings Plan (401k) Trust
Reminder: Rep	Persons w	ho respo	nd to	the co	ollection of in	formation	SEC 2270		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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the form displays a currently valid OMB control number.

securities beneficially owned directly or indirectly.

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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	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

(9-02)

(Right to Buy)

## **Reporting Owners**

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

# **Signatures**

Myles S.
Odaniell

\*\*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).
- (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.

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