

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)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

199 BENSON ROAD

President and CEO

(Street)

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

MIDDLEBURY, CT 06749

(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 ⁽¹⁾		J ⁽²⁾		46,852	A	\$ 11.17
Common Stock	01/30/2006 ⁽³⁾		J ⁽⁴⁾		43,909	A	\$ 12.1
Common Stock	01/30/2006 ⁽⁵⁾		J ⁽⁶⁾		23,635	A	\$ 12.1
Common Stock	01/30/2006 ⁽⁷⁾		J ⁽⁸⁾		34,670	D	\$ 12.1
Common Stock	01/30/2006 ⁽⁹⁾		J ⁽¹⁰⁾		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 Der Sec (Instr. 3)
Common Stock		01/30/2006 ⁽¹¹⁾		J ⁽¹²⁾	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 Der Sec (Instr. 3)
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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