

FORSYTH STEPHEN C
 Form 4
 March 05, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
FORSYTH STEPHEN C

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

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)
03/01/2013

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

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 Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock	03/01/2013		A		14,634 ⁽¹⁾ \$ 0	D	
Common Stock	03/01/2013		F		3,238 \$ 20.5	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (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
Employee Stock Option (right to buy)	\$ 20.5	03/01/2013		A	27,480	(3) 03/01/2023	Common Stock	27,480
Performance Shares	(4)	03/01/2013		A	10,976	(4) 03/01/2016	Common Stock	10,976

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORSYTH STEPHEN C 199 BENSON ROAD MIDDLEBURY, CT 06749			EVP and CFO	

Signatures

/s/ Alan Schutzman by Power of Attorney
Date: 03/05/2013

**Signature of Reporting Person

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).
- (1) Grant of restricted stock units. The restricted stock units vest in three equal installments: March 1, 2014; March 1, 2015; and March 1, 2016.
- (2) Includes an aggregate of 3,173 supplemental shares received, subsequent to the date of the reporting person's most recent filing on Form 4 providing Table I information, in connection with the Joint Chapter 11 Plan of Chemtura Corporation, et al., dated August 4, 2010, as amended, which was confirmed by the U.S. Bankruptcy Court for the Southern District of New York on November 3, 2010.
- (3) Grant of stock options. The stock options vest in three equal installments: March 1, 2014; March 1, 2015; and March 1, 2016.
- (4) Grant of performance shares. Each performance share represents a contingent right to receive between 0 and 2 shares of Chemtura Corporation common stock. The number of shares reported represents the target amount. The actual number of shares to be delivered will be based on Chemtura Corporation's total shareholder return over the three-year vesting period relative to all companies in the Russell 3000 Index and could equal 200% of the target amount.

Note: File three copies of this Form, one of which must be manually signed. If space 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.