

CROMPTON CORP
Form 4
April 06, 2005

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 *
ACKLEY ROBERT W

(Last) (First) (Middle)

**CROMPTON CORPORATION, 1
EXTRUSION DRIVE**

(Street)

PAWCATUCK, CT 06379

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CROMPTON CORP [CK]

3. Date of Earliest Transaction (Month/Day/Year)
04/05/2005

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 V.P. - Polymer Proc.

6. Individual or Joint/Group Filing(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 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	04/05/2005		J		11,985	A	\$ 8.3437
Common Stock	04/05/2005		J		12,626	A	\$ 7.92
Common Stock	04/05/2005		J		13,793	A	\$ 7.25
Common Stock	04/05/2005		J		15,673	A	\$ 6.38
Common Stock							
					2,601.4596	I	By Wife

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Common Stock	04/05/2005	J ⁽¹⁾	340.6794	A	\$ 0	3,700.07	I	ESOP Trust
Common Stock	04/05/2005	J ⁽²⁾	134	A	\$ 0	36,004.77	I	LTIP Trust (1TA)
Common Stock	04/05/2005	J ⁽³⁾	134	A	\$ 0	15,171.14	I	LTIP Trust 1988
Common Stock						51.2041	I	ESPP
Common Stock	04/05/2005	J ⁽⁴⁾	72	A	\$ 0	19,340	I	Restricted Stock Account

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 5.85					10/20/2004	11/19/2013	Common Stock	45,000
NQ Stock Option (Right to Buy)	\$ 6.38					01/21/2004	02/20/2013	Common Stock	43,654
NQ Stock Option (Right to Buy)	\$ 7.25					10/22/2003	11/21/2012	Common Stock	26,207

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Buy)									
NQ Stock Option (Right to Buy)	\$ 7.92					10/23/2002	11/22/2011	Common Stock	47,374
NQ Stock Option (Right to Buy)	\$ 8.1562					10/31/2001	11/30/2010	Common Stock	75,000
NQ Stock Option (Right to Buy)	\$ 8.3437					10/19/2000	11/19/2009	Common Stock	88,015
NQ Stock Option (Right to Buy)	\$ 13					08/04/1999	12/18/2005	Common Stock	18,808
NQ Stock Option (Right to Buy)	\$ 14.3438					08/05/1999	11/14/2008	Common Stock	50,000
NQ Stock Option (Right to Buy)	\$ 14.5					08/04/1999	09/21/2006	Common Stock	72,416
NQ Stock Option (Right to Buy)	\$ 16.875					08/04/1999	11/16/2006	Common Stock	20,000
NQ Stock Option (Right to Buy)	\$ 26.4063					08/04/1999	11/07/2007	Common Stock	20,000
ISO Stock Option (Right to Buy)	\$ 6.38	04/05/2005		<u>J</u> ⁽⁵⁾	15,673	01/21/2005	01/21/2013	Common Stock	31,346

ISO Stock Option (Right to Buy)	\$ 7.25	04/05/2005	J ⁽⁵⁾	13,793	10/22/2004	10/22/2012	Common Stock	13,793
ISO Stock Option (Right to Buy)	\$ 7.92	04/05/2005	J ⁽⁵⁾	12,626	10/23/2003	10/23/2011	Common Stock	12,626
ISO Stock Option (Right to Buy)	\$ 8.3437	04/05/2005	J ⁽⁵⁾	11,985	10/19/2002	10/19/2009	Common Stock	11,985
ISO Stock Option (Right to Buy)	\$ 13				08/04/1999	10/18/2005	Common Stock	7,692
ISO Stock Option (Right to Buy)	\$ 14.5				08/04/1999	08/21/2006	Common Stock	27,584

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ACKLEY ROBERT W CROMPTON CORPORATION 1 EXTRUSION DRIVE PAWCATUCK, CT 06379			Executive V.P. - Polymer Proc.	

Signatures

Robert W.
Ackley

04/06/2005

**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).
- (1) These shares were acquired during the fiscal year pursuant to the Registrant's Employee Stock Ownership Plan and through reinvestment of dividends paid on the shares in this fund (ESOP Trust).

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- (2) These shares were acquired during the fiscal year pursuant to the Long Term Incentive Plan (LTIP Trust (1TA)) and through reinvestment of dividends paid on the shares in this fund.
- (3) These shares were acquired during the fiscal year pursuant to the 1988 Long Term Incentive Plan and through reinvestment of dividends paid on the shares in this fund.
- (4) These shares were acquired during the fiscal year pursuant to the 2004-2006 Long Term Incentive Plan and through reinvestment of dividends paid on the shares in this fund.
- (5) Exercise of an Incentive Stock Option.

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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