

Wisniefsky Eric C
Form 5
January 27, 2006

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Wisniefsky Eric C

(Last) (First) (Middle)

199 BENSON ROAD

(Street)

MIDDLEBURY, CT 06749

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005

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)
VP Corp. Finance & Treasurer

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/25/2006	01/26/2006	J ⁽¹⁾	227	A \$ 0 3,796	I	ESOP Trust
Common Stock	01/25/2006	01/26/2006	J ⁽²⁾	3,796	D \$ 0 0	I	ESOP Trust
Common Stock	01/25/2006	01/26/2006	J ⁽³⁾	756.3952	A \$ 0 845.9093	I	ESPP
Common Stock	Â	Â	Â	Â	Â Â 6,500	I	Restricted Stock

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Common Stock	01/25/2006	01/26/2006	J ⁽⁴⁾	83	A	\$ 0	6,583	I	Account Restricted Stock Account I
Common Stock	01/25/2006	01/26/2006	J ⁽⁵⁾	3,796	A	\$ 0	3,796	I	Savings Plan (401k) Trust

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. D S (I)
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
ISO Stock Option (Right to Buy)	\$ 8.1562	Â	Â	Â	Â Â	11/24/2004 10/31/2010	Common Stock	1,000
ISO Stock Option (Right to Buy)	\$ 8.3437	Â	Â	Â	Â Â	11/24/2004 10/19/2009	Common Stock	167
NQ Stock Option (Right to Buy)	\$ 5.85	Â	Â	Â	Â Â	11/24/2004 11/19/2013	Common Stock	4,000
NQ Stock Option (Right to Buy)	\$ 7.25	Â	Â	Â	Â Â	11/24/2004 11/21/2012	Common Stock	3,000

Buy)

NQ Stock Option (Right to Buy)	\$ 7.92	Â	Â	Â	Â	Â	11/24/2004	11/22/2011	Common Stock	2,000
NQ Stock Option (Right to Buy)	\$ 11.24	Â	Â	Â	Â	Â	11/23/2005	12/22/2014	Common Stock	30,000
NQ Stock Option (Right to Buy)	\$ 12.92	Â	Â	Â	Â	Â	02/23/2006	03/22/2015	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wisnefsky Eric C 199 BENSON ROAD MIDDLEBURY,Â CTÂ 06749	Â	Â	Â VP Corp. Finance & Treasurer	Â

Signatures

Eric C.
Wisnefsky

01/27/2006

__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).
- (2) The ESOP Trust was terminated on 12/31/05 and the shares transferred to the Registrant's Savings Plan (401k) Trust.
- (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).
- (4) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.
- (3) These shares were acquired during the fiscal year pursuant to the Registrant's Employee Stock purchase Plan and through reinvestment of dividends paid on shares in this fund.
- (5) Opening balance of Registrant's Savings Plan (401k) Trust.

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.