

Chemtura CORP
Form 8-K
May 14, 2012

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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **May 10, 2012**

Chemtura Corporation
(Exact name of registrant as specified in its charter)

| | | |
|--|---|--|
| Delaware (State or other jurisdiction of incorporation) | 1-15339 (Commission file number) | 52-2183153 (IRS employer identification number) |
| 1818 Market Street, Suite 3700, Philadelphia, Pennsylvania | | 19103 |
| 199 Benson Road, Middlebury, Connecticut (Address of principal executive offices) | | 06749 (Zip Code) |

(203) 573-2000
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 10, 2012, Chemtura Corporation held its 2012 Annual Meeting of Shareholders. The matters listed below were submitted to a vote of the shareholders through the solicitation of proxies, and the proposals are described in detail in Chemtura’s Proxy Statement filed with the Securities and Exchange Commission on April 2, 2012 (the “Proxy Statement”). The results of the shareholder vote are as follows:

Messrs. Jeffrey D. Benjamin, Timothy J. Bernlohr, Alan S. Cooper, James W. Crownover, Robert A. Dover, a. Jonathan F. Foster, Craig A. Rogerson, John K. Wulff and Ms. Anna C. Catalano were each elected by the shareholders to a term to expire in 2013 or until their respective successors are duly elected and qualified.

| Nominees | For | Withheld | Broker Non-Votes |
|---------------------|------------|-----------|------------------|
| Jeffrey D. Benjamin | 80,556,121 | 90,432 | 9,014,213 |
| Timothy J. Bernlohr | 79,771,476 | 875,077 | 9,014,213 |
| Anna C. Catalano | 80,047,864 | 598,689 | 9,014,213 |
| Alan S. Cooper | 80,568,549 | 78,004 | 9,014,213 |
| James W. Crownover | 79,992,178 | 654,375 | 9,014,213 |
| Robert A. Dover | 80,569,407 | 77,146 | 9,014,213 |
| Jonathan F. Foster | 80,125,256 | 521,297 | 9,014,213 |
| Craig A. Rogerson | 77,899,679 | 2,746,874 | 9,014,213 |
| John K. Wulff | 75,539,225 | 5,107,328 | 9,014,213 |

The shareholders approved, on an advisory (non-binding) basis, the compensation paid to Chemtura’s named b. executive officers disclosed in the Proxy Statement, including the Compensation Discussion and Analysis, the compensation tables and related disclosures.

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|-----------|------------------|
| 77,854,183 | 1,021,160 | 1,771,210 | 9,014,213 |

The shareholders approved the Chemtura Corporation 2012 Employee Stock Purchase Plan attached as Appendix B c. to the Proxy Statement.

| For | Against | Abstain | Broker Non-Votes |
|-----|---------|---------|------------------|
|-----|---------|---------|------------------|

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79,233,925 333,439 1,079,189 9,014,213

The shareholders ratified the appointment of KPMG LLP as Chemtura's independent registered public accounting firm for 2012.

| For | Against | Abstain |
|------------|---------|---------|
| 89,364,226 | 253,986 | 45,554 |

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Chemtura Corporation
(Registrant)

By: /s/ Billie S. Flaherty
Name: Billie S. Flaherty
Title: SVP, General Counsel & Secretary

Date:

May 14, 2012