

OSAR KAREN R  
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 \*  
OSAR KAREN R

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

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)  
Exec. V.P. & CFO

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                    | 01/30/2006 <sup>(1)</sup>            |  | J <sup>(2)</sup>               |   | 4,217   | A  | \$ 12.1   | 57,289 | D |                              |
| Common Stock                    | 01/30/2006 <sup>(3)</sup>            |  | J <sup>(4)</sup>               |   | 6,623   | D  | \$ 12.1   | 12,505 | I | Restricted Stock Account     |
| Common Stock                    |                                      |  |                                |   |   |  |   | 16,500 | I | Restricted Stock Account II  |
| Common Stock                    |                                      |  |                                |   |   |  |   | 16,710 | I | Restricted Stock Account III |

|                 |     |   |                                 |
|-----------------|-----|---|---------------------------------|
| Common<br>Stock | 567 | I | Savings<br>Plan (401k)<br>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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pri<br>Deriv<br>Secur<br>(Instr |                                     |
|---|--|---|---|--------------------------------------|--|--|---|------------------------------------|-------------------------------------|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title                              | Amount<br>or<br>Number<br>of Shares |
|   |  |   |   |                                      |  | Code   | V   | (A)                                | (D)                                 |
| NQ<br>Stock<br>Option<br>(Right to<br>Buy)          | \$ 11.24   |   |   |                                      |  | 11/23/2005   | 12/22/2014  | Common<br>Stock                    | 50,000                              |
| NQ<br>Stock<br>Option<br>(Right to<br>Buy)          | \$ 12.92   |   |   |                                      |  | 02/23/2006   | 03/22/2015  | Common<br>Stock                    | 50,000                              |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| OSAR KAREN R<br>199 BENSON ROAD<br>MIDDLEBURY, CT 06749 |               |           | Exec. V.P. & CFO |       |

## Signatures

Karen R. Osar

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).
- (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.
- (1) 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 4,217 shares transferred from the 2004-2006 Long-Term Incentive Plan (Restricted Stock Account).
- (4) 6,623 shares were distributed to the Reporting Person in connection with the 2004-2006 Long-Term Incentive Plan from the Restricted Stock Account, of which 2,406 shares werw withheld to satisfy tax withholding requirements.

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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