

PROOPS JAY D  
Form 4  
January 26, 2006

**FORM 4**

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

OMB APPROVAL

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**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 \*  
PROOPS JAY D

(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)  
01/24/2006

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)

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)
Common Stock					44,464	D	
Common Stock					50,244	I	By Family LP
Common Stock	01/24/2006		J <sup>(1)</sup>	6,140 A	\$ 8,357 12.215	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)

number.

**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. Price of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Options (Right to buy)	\$ 9.73					07/01/2005 02/11/2013	Common Stock	6,669	
Stock Options (Right to buy)	\$ 10.22					07/01/2005 02/12/2012	Common Stock	6,113	
Stock Options (Right to buy)	\$ 11.01					07/01/2005 05/06/2014	Common Stock	6,669	
Stock Options (Right to buy)	\$ 14.09					07/01/2005 02/13/2010	Common Stock	6,113	
Stock Options (Right to buy)	\$ 14.4					07/01/2005 05/03/2011	Common Stock	6,113	
Stock Options (Right to buy)	\$ 21.74					07/01/2005 05/04/2009	Common Stock	4,446	

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

PROOPS JAY D  
199 BENSON ROAD  
MIDDLEBURY, CT 06749

X

## Signatures

Jay D. Proops

01/26/2006

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).
- (1) The Reporting person received these shares of the Registrant's common stock in lieu of receiving a portion of his cash compensation for service as a member of the Board of Directors.

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