

VAGNINI MICHAEL F  
 Form 5  
 January 27, 2006

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

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

1. Name and Address of Reporting Person \*  
 VAGNINI MICHAEL F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 199 BENSON ROAD  
 (Street)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr. VP and Controller

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

MIDDLEBURY, CT 06749

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	Amount	(A) or (D) Price	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	Â	Â	Â	Â	Â	Â	47,792	D	Â
Common Stock	01/27/2006	Â	J <sup>(1)</sup>	38.8605	A	\$ 0	206.5289	I	DRIP
Common Stock	01/27/2006	Â	J <sup>(2)</sup>	202	A	\$ 0	4,770	I	ESOP TRUST
Common Stock	01/27/2006	Â	J <sup>(3)</sup>	4,770	D	\$ 0	0	I	ESOP TRUST

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Common Stock	01/27/2006	Â	J <sup>(4)</sup>	98	A	\$ 0	7,805	I	Restricted Stock Account
Common Stock	Â	Â	Â	Â	Â	Â	6,500	I	Restricted Stock Account II
Common Stock	01/27/2006	Â	J <sup>(5)</sup>	89	A	\$ 0	7,089	I	Restricted Stock Account III
Common Stock	01/27/2006	Â	J <sup>(6)</sup>	4,770	A	\$ 0	4,770	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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SEC 2270  
(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. Amount or Number of Shares
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
ISO Stock Option (Right to Buy)	\$ 5.85	Â	Â	Â	Â Â	10/20/2004 10/19/2013	Common Stock	6,188
ISO Stock Option (Right to Buy)	\$ 6.38	Â	Â	Â	Â Â	01/21/2004 01/21/2013	Common Stock	24,310
ISO Stock Option (Right to Buy)	\$ 7.25	Â	Â	Â	Â Â	10/22/2003 10/22/2012	Common Stock	12,868

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ISO Stock Option (Right to Buy)	\$ 7.92	Â	Â	Â	Â	Â	10/23/2003	10/23/2011	Common Stock	10,000
ISO Stock Option (Right to Buy)	\$ 8.343	Â	Â	Â	Â	Â	10/19/2001	10/19/2009	Common Stock	9,527
ISO Stock Option (Right to Buy)	\$ 14.3438	Â	Â	Â	Â	Â	08/04/1999	10/14/2008	Common Stock	7,273
ISO Stock Option (Right to Buy)	\$ 16.875	Â	Â	Â	Â	Â	08/04/1999	11/16/2006	Common Stock	5,000
ISO Stock Option (Right to Buy)	\$ 26.4063	Â	Â	Â	Â	Â	08/04/1999	11/07/2007	Common Stock	5,000
NQ Stock Option (Right to Buy)	\$ 5.85	Â	Â	Â	Â	Â	10/20/2004	11/19/2013	Common Stock	13,812
NQ Stock Option (Right to Buy)	\$ 6.38	Â	Â	Â	Â	Â	01/21/2004	02/20/2013	Common Stock	5,690
NQ Stock Option (Right to Buy)	\$ 7.25	Â	Â	Â	Â	Â	10/22/2003	10/22/2012	Common Stock	7,132
NQ Stock Option (Right to Buy)	\$ 7.92	Â	Â	Â	Â	Â	10/23/2002	11/22/2011	Common Stock	10,000
	\$ 8.1562	Â	Â	Â	Â	Â	10/31/2001	11/30/2010		20,000

NQ Stock Option (Right to Buy)										Common Stock	
NQ Stock Option (Right to Buy)	\$ 8.343	^	^	^	^	^	10/19/2000	11/19/2009		Common Stock	40,473
NQ Stock Option (Right to Buy)	\$ 11.24	^	^	^	^	^	11/23/2005	12/22/2014		Common Stock	25,000
NQ Stock Option (Right to Buy)	\$ 12.92	^	^	^	^	^	02/23/2006	03/22/2015		Common Stock	21,000
NQ Stock Option (Right to Buy)	\$ 14.3438	^	^	^	^	^	08/04/1999	11/14/2008		Common Stock	727

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAGNINI MICHAEL F 199 BENSON ROAD MIDDLEBURY, CT 06749	^	^	^ Sr. VP and Controller	^

## Signatures

Michael F. Vagnini 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).
- (5) These shares were acquired during the fiscal year through the reinvestment of dividends paid on the shares in this fund.
- (6) Opening balance in the Registrant's Savings Plan (401k) Trust.
- (1)

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These shares were acquired during the fiscal year pursuant to the Registrant's Dividend Reinvestment Plan and through reinvestment of dividends paid on the shares in this fund.

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

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.