

Chemtura CORP
Form 4
November 04, 2015

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 *
ROGERSON CRAIG A

(Last) (First) (Middle)

199 BENSON ROAD

(Street)

MIDDLEBURY, CT 06749

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2015

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)

President and CEO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount | | |
| Common Stock | 11/02/2015 | | M ⁽¹⁾ | | 33,761 | A | \$ 16.03 |
| Common Stock | 11/02/2015 | | S ⁽¹⁾ | | 33,761 | D | \$ 31.94 ⁽²⁾ |
| Common Stock | 11/02/2015 | | M ⁽¹⁾ | | 91,442 | A | \$ 16.03 |
| Common Stock | 11/02/2015 | | S ⁽¹⁾ | | 91,442 | D | \$ 32 ⁽³⁾ |
| Common Stock | 11/03/2015 | | M ⁽¹⁾ | | 106,411 | A | \$ 16.03 |

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| | | | | | | | | |
|-----------------|------------|--|------------------|---------|---|--------------------|---------|---|
| Common Stock | 11/03/2015 | | S ⁽¹⁾ | 106,411 | D | \$ 32.03 (4) | 347,290 | D |
|-----------------|------------|--|------------------|---------|---|--------------------|---------|---|

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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee Stock Option (right to buy) | \$ 16.03 | 11/02/2015 | | M | 33,761 | (5) 03/10/2021 | Common Stock 33,761 |
| Employee Stock Option (right to buy) | \$ 16.03 | 11/02/2015 | | M | 91,442 | (6) 03/10/2021 | Common Stock 91,442 |
| Employee Stock Option (right to buy) | \$ 16.03 | 11/03/2015 | | M | 106,411 | (6) 03/10/2021 | Common Stock 106,411 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROGERSON CRAIG A 199 BENSON ROAD MIDDLEBURY, CT 06749 | X | | President and CEO | |

Signatures

/s/ Alan Schutzman by Power of
Attorney

11/04/2015

__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 option exercises and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.56 to \$32.11, inclusive. The reporting person undertakes to provide Chemtura Corporation, any security holder of Chemtura Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.00 to \$32.10, inclusive. The reporting person undertakes to provide Chemtura Corporation, any security holder of Chemtura Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.00 to \$32.20, inclusive. The reporting person undertakes to provide Chemtura Corporation, any security holder of Chemtura Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within.
- (4) This option, which initially represented a right to purchase a total of 151,332 shares (117,571 of which were purchased on October 9, 2015), became exercisable in three equal installments on the date of grant, March 31, 2012 and March 31, 2013.
This option, which initially represented a right to purchase a total of 395,706 shares (91,442 of which were purchased on November 2, 2015 and 106,411 of which were purchased on November 3, 2015), became exercisable in three equal installments, on March 10, 2012, March 10, 2013 and March 10, 2014.
- (5) This option, which initially represented a right to purchase a total of 151,332 shares (117,571 of which were purchased on October 9, 2015), became exercisable in three equal installments on the date of grant, March 31, 2012 and March 31, 2013.
This option, which initially represented a right to purchase a total of 395,706 shares (91,442 of which were purchased on November 2, 2015 and 106,411 of which were purchased on November 3, 2015), became exercisable in three equal installments, on March 10, 2012, March 10, 2013 and March 10, 2014.
- (6)

Note: File three copies of this Form, one of which must be manually signed. If space 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.