

WOOD ROBERT L

Form 5

January 27, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *

WOOD ROBERT L

(Last)

(First)

(Middle)

199 BENSON ROAD

(Street)

2. Issuer Name and Ticker or Trading
Symbol

Chemtura CORP [CEM]

3. Statement for Issuer's Fiscal Year Ended

(Month/Day/Year)

12/31/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director

____ 10% Owner

____X____ Officer (give title
below)____ Other (specify
below)

President and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

MIDDLEBURY, CT 06749

____X____ 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)	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	Â
Common Stock	01/27/2006	Â	J ⁽¹⁾	86	A \$ 0 12,208	I	BEP Trust
Common Stock	01/27/2006	Â	J ⁽²⁾	12,208	D \$ 0 0	I	BEP Trust
Common Stock	01/27/2006	Â	J ⁽³⁾	24	A \$ 0 2,236	I	ESOP Trust

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Common Stock	01/27/2006	Â	<u>J(4)</u>	2,236	D	\$ 0	0	I	ESOP Trust
Common Stock	01/27/2006	Â	<u>J(5)</u>	577	A	\$ 0	101,461	I	Restricted Stock Account I
Common Stock	01/27/2006	Â	<u>J(6)</u>	789	A	\$ 0	207,249	I	Restricted Stock Account II
Common Stock	01/27/2006	Â	<u>J(7)</u>	576	A	\$ 0	101,272	I	Restricted Stock Account III
Common Stock	01/27/2006	Â	<u>J(8)</u>	2,236	A	\$ 0	2,236	I	Savings Plan (401K) Trust
Common Stock	01/27/2006	Â	<u>J(9)</u>	12,208	A	\$ 0	12,208	I	Supplemental Savings Plan

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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Rights Option	\$ 12.92	Â	Â	Â	Â Â	02/23/2006	03/22/2015	Common Stock	300,000
NQ Stock Option (Right to Buy)	\$ 7.64	Â	Â	Â	Â Â	01/20/2005	02/19/2014	Common Stock	500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOOD ROBERT L 199 BENSON ROAD MIDDLEBURY, CT 06749	Â	Â	Â President and CEO	Â

Signatures

Robert L. Wood 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).
- (9) Opening balance in Registrant's Supplemental Savings Plan.
- (2) The BEP Trust was terminated as of 12/31/05 and the shares transferred to the Registrant's Supplemental Savings Plan.
- (3) 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).
- (8) Opening balance in Registrant's Savings Plan (401k) Trust.
- (4) The ESOP Trust was terminated on 12/31/05 and the shares transferred to the Registrant's Savings Plan (401k) Trust.
- (5) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.
- (1) These shares were acquired during the fiscal year pursuant to the Registrant's BEP Trust and through reinvestment of dividends paid on the shares in this fund.
- (7) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.
- (6) These shares were acquired during the fiscal year through reinvestment of dividends paid on the shares in this fund.

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.