

FORSYTH STEPHEN C  
 Form 4  
 March 14, 2011

**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 \*  
**FORSYTH STEPHEN C**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**03/10/2011**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP and CFO

**MIDDLEBURY, CT 06749**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 (A) or (D) Price   |  |                                   |
| Common Stock                    | 03/10/2011                           |  | A                              |   | 27,449<br><u>(1)</u>  | A  | \$ 0 59,800 D                     |
| Common Stock                    | 03/10/2011                           |  | A                              |   | 19,495<br><u>(2)</u>  | A  | \$ 0 79,295 D                     |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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   | 03/10/2011                           |  | A                              | 101,227   | <u>(3)</u> 03/10/2021                                    | Common Stock 101,227  |
| Employee Stock Option (right to buy)       | \$ 16.03   | 03/10/2011                           |  | A                              | 37,833  | <u>(4)</u> 03/10/2021                                    | Common Stock 37,833   |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| FORSYTH STEPHEN C<br>199 BENSON ROAD<br>MIDDLEBURY, CT 06749 |               |           | EVP and CFO |       |

## Signatures

/s/ Robert J. Cicero by Power of Attorney  
Date: 03/14/2011

\*\*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) Grant of restricted stock units. The restricted stock units vest in three equal installments: March 10, 2012, March 10, 2013 and March 10, 2014.
- (2) Grant of restricted stock units. The restricted stock units vest in three equal installments, including the date of grant, March 31, 2012 and March 31, 2013.
- (3) Grant of stock options. The stock options vest in three equal installments: March 10, 2012, March 10, 2013 and March 10, 2014.
- (4) Grant of stock options. The stock options vest in three equal installments, including the date of grant, March 31, 2012 and March 31, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

## Edgar Filing: FORSYTH STEPHEN C - Form 4

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