

Chemtura CORP
Form 4
March 04, 2014

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 *
Flaherty Billie S.

(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)
03/01/2014

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)
EVP, Gnrl. Counsel & Secretary

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 (A) or (D) Price		
Common Stock	02/28/2014		M		17,970 (1) A \$ 15.5 90,421 (2)	D	
Common Stock	02/28/2014		S		17,970 (1) D \$ 25.15 (3) 72,451	D	
Common Stock	02/28/2014		S		2,240 (1) D \$ 25.215 (4) 70,211	D	
Common Stock	03/01/2014		A		14,444 (5) A \$ 0 84,655	D	
Common Stock	03/01/2014		F		3,576 D \$ 24.75 81,079	D	

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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)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 15.5	02/28/2014		M	17,970	(6) 11/10/2020	Common Stock	17,970
Performance Shares	(7)	03/01/2014		A	14,444	(7) 03/01/2017	Common Stock	14,444

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Flaherty Billie S. 199 BENSON ROAD MIDDLEBURY, CT 06749			EVP, Gnrl. Counsel & Secretary	

Signatures

/s/ Alan Schutzman by Power of Attorney
03/04/2014

**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 exercise and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Includes 1,051 shares acquired under the Chemtura Corporation 2012 Employee Stock Purchase Plan in 2013.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.02 to \$25.36, 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

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price within the range set forth in this footnote (3) to this Form 4.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.13 to \$25.34, 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 the range set forth in this footnote (4) to this Form 4.

- (4)
- (5) Grant of restricted stock units. The restricted stock units vest in three equal installments: March 1, 2015; March 1, 2016; and March 1, 2017.
- (6) This option, representing a right to purchase a total of 23,819 shares, became exercisable in three equal installments on November 10, 2010, March 31, 2011 and March 31, 2013.

Grant of performance shares. Each performance share represents a contingent right to receive between 0 and 2 shares of Chemtura

- (7) Corporation common stock. The number of shares reported represents the target amount. The actual number of shares to be delivered will be based on Chemtura Corporation's total shareholder return over the three-year vesting period relative to all companies in the Dow Jones Chemical Index and could equal 200% of the target amount.

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

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