OSAR KAREN R
Form 5
January 27, 2006

FORM 5

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

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

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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).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
OSAR KAREN R

(Last) (First) (Middle)

199 BENSON ROAD

(Street)

MIDDLEBURY,Â CTÂ 06749

(City) (State) (Zip)

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)
Exec. V.P. & CFO

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 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)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	53,072	D	Â
Common Stock	01/25/2006	01/26/2006	J(1)	98	A	$ 0	567	I	ESOP TRUST
Common Stock	01/25/2006	01/26/2006	J(2)	567	D	$ 0	0	I	ESOP TRUST
Common Stock	01/25/2006	01/26/2006	J(3)	244	A	$ 0	19,128	I	Restricted Stock Account

Common Stock	Â	Â	Â	Â	Â	Â	16,500	I	Restricted Stock Account II
Common Stock	01/25/2006	01/26/2006	J[4]	210	A	$ 0	16,710	I	Restricted Stock Account III
Common Stock	01/25/2006	01/26/2006	J[5]	567	A	$ 0	567	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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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 D S (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
NQ Stock Option (Right to Buy)	$ 11.24	Â	Â	Â	Â	Â	11/23/2005	12/22/2014	Common Stock	50,000	
NQ Stock Option (Right to Buy)	$ 12.92	Â	Â	Â	Â	Â	02/23/2006	03/22/2015	Common Stock	50,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OSAR KAREN R 199 BENSON ROAD	Â	Â	Â Exec. V.P. & CFO	Â

MIDDLEBURY,Â CTÂ 06749

Signatures

Karen R. Osar 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) Opening balance in the Registrant's Savings Plan (401k) Trust.

(3) These shares were acquired during the fiscal year pursuant to the Registrant's Restricted Stock Account and through the reinvestment of dividends paid on shares in this fund.

(4) These shares were acquired during the fiscal year through the reinvestment of dividends paid on the shares in this fund.

(1) 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).

(2) The ESOP was terminated on 12/31/05 and the shares transferred to the Registrant's Savings Plan (401k) 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.
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