

Chemtura CORP  
Form 4  
March 03, 2015

**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 \*  
**ORTON LAURENCE MICHAEL**

(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)  
**03/01/2015**

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)  
**VP, Corporate Controller**

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 or Price		
Common Stock	03/01/2015		A		3,524 <sup>(1)</sup>	A	\$ 0 <sup>(2)</sup> 20,338 D
Common Stock	03/01/2015		F		1,596	D	\$ 26.25 18,742 D
Common Stock	03/02/2015		S		1,300 <sup>(3)</sup>	D	\$ 26.5 17,442 D

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

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SEC 1474 (9-02)

number.

**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 (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
Performance Shares	(4)	03/01/2015		A	3,524	(4) 03/01/2018	Common Stock	3,524

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ORTON LAURENCE MICHAEL 199 BENSON ROAD MIDDLEBURY, CT 06749			VP, Corporate Controller	

## Signatures

/s/ Alan Schutzman by Power of Attorney  
Date: 03/03/2015

\*\*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) Grant of restricted stock units. The restricted stock units vest in three equal installments: March 1, 2016; March 1, 2017; and March 1, 2018.
- (2) Due to a typographical error in the reporting person's Form 4 filed on January 6, 2015, the reporting person's final holdings were incorrectly reported as 13,817 shares rather than 13,317. As a result, the reporting person's Form 4s filed on January 13, 2015 and January 16, 2015 also incorrectly included 500 additional shares. The error has been corrected in this total.
- (3) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (4) Grant of performance shares. Each performance share represents a contingent right to receive between 0 and 2 shares of Chemtura 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 US Chemical Index and could equal 200% of the target amount. The performance shares will settle as soon as practicable after December 31, 2017 but no later than March 1, 2018.

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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