

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **April 30, 2013**

**Chemtura Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**1-15339**

(Commission file number)

**52-2183153**

(IRS employer identification  
number)

**1818 Market Street, Suite 3700, Philadelphia, Pennsylvania  
199 Benson Road, Middlebury, Connecticut**

(Address of principal executive offices)

**19103**

**06749**

(Zip Code)

**(203) 573-2000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 2.01 Completion of Acquisition or Disposition of Assets

Chemtura Corporation (“Chemtura” or the “Company”) previously announced that on January 25, 2013, it had entered into an Amended and Restated Asset Purchase and Contribution Agreement (“APCA”) with SK Blue Holdings, Ltd., an exempted company incorporated in the Cayman Islands with limited liability (“SK”), and Addivant USA Holdings Corp., a Delaware corporation (“Addivant”), to sell substantially all the assets of the Company’s antioxidant and UV stabilizers business. SK and Addivant are affiliates of SK Capital Partners III, L.P., a Delaware limited partnership (the “AO/UV Business”).

On April 30, 2013, pursuant to the terms of the APCA, Chemtura completed the sale of its AO/UV Business to SK and Addivant for cash consideration of \$97 million, \$9 million in preferred stock issued by Addivant and the assumption by SK and Addivant of pension, environmental and other liabilities totaling approximately \$94 million. The purchase price is subject to a post-closing net working capital adjustment.

The AO/UV Business has been presented in our financial statements included in our periodic reports as discontinued operations. The Company will account for the sale of the AO/UV Business in its second quarter of 2013 financial statements and anticipates recording a non-cash loss primarily related to the release of currency translation adjustments and accumulated other comprehensive income related to the transfer of the pension obligations, among other items.

The foregoing description is qualified in its entirety by reference to the full text of the APCA, which is attached as Exhibit 10.1 to the Company’s Current Report on Form 8-K, dated January 28, 2013.

On May 1, 2013, Chemtura issued a press release announcing the closing of the transaction. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

## Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Exhibit Description</u>
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99.1	Press Release issued by Chemtura, dated May 1, 2013
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### Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Chemtura Corporation  
(Registrant)

By: /s/ Billie S. Flaherty  
Name: Billie S. Flaherty  
Title: SVP, General Counsel & Secretary

Date: May 1, 2013

### Exhibit Index

<u>Exhibit Number</u>	<u>Exhibit Description</u>
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99.1	Press Release issued by Chemtura, dated May 1, 2013
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## **Chemtura Completes Sale of Antioxidant and UV Stabilizers Business to SK Capital Partners**

PHILADELPHIA, Pa., May 1, 2013 – Chemtura Corporation (NYSE/Euronext Paris: CHMT) today announced it has completed the sale of its Antioxidant and UV Stabilizers business, including dedicated manufacturing plants in the U.S., France, and Germany, to affiliates of SK Capital Partners, for \$200 million. The transaction is subject to a post-closing adjustment related to net working capital.

“This divestiture completes the first of our portfolio transformation actions, which will simplify our portfolio, position us to better exploit secular industry growth trends in our chosen areas of market focus, benefit from exposure to the faster growing regions, and continue to deliver margin expansion to meet our performance goals,” said Craig A. Rogerson, Chemtura’s Chairman, President and CEO.

Chemtura will account for the sale of the business in its second quarter 2013 financial statements and anticipates recording a non-cash loss primarily related to the release of cumulative foreign currency translation adjustments and accumulated other comprehensive income related to the transfer of pension obligations, among other items.

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SK Capital is a leading investment firm with a disciplined focus on the specialty materials, chemicals and healthcare sectors. Their current portfolio generates over \$6 billion in revenues and employs in excess of 5,000 people.

Chemtura Corporation, with 2012 sales of \$2.6 billion,<sup>1</sup> is a global manufacturer and marketer of specialty chemicals, agro chemicals, and pool, spa and home care products. Additional information concerning Chemtura is available at [www.chemtura.com](http://www.chemtura.com).

### **Forward-Looking Statements**

This press release includes forward-looking statements within the meaning of Section 27(a) of the Securities Act of 1933, as amended, and Section 21(e) of the Exchange Act of 1934, as amended. These forward-looking statements are identified by terms and phrases such as “potential,” “anticipate,” “believe,” “intend,” “estimate,” “expect,” “continue,” “should,” “could,” “may,” “plan,” “project,” “predict,” “will” and similar expressions and include references to assumptions and relate to our future prospects, developments and business strategies.

Factors that could cause our actual results to differ materially from those expressed or implied in such forward-looking statements include, but are not limited to:

- Our ability to implement our growth strategies in rapidly growing markets;
- Our ability to successfully integrate acquisitions into our business; and
- Other risks and uncertainties described in our filings with the Securities and Exchange Commission including Item 1A, Risk factors, in our Annual Report on Form 10-K.

These statements are based on our estimates and assumptions and on currently available information. Our forward-looking statements include information concerning possible or assumed future results of operations, and our actual results may differ significantly from the results discussed. Forward-looking information is intended to reflect opinions as of the date this press release was issued. We undertake no duty to update any forward-looking statements to conform the statements to actual results or changes in our operations.

<sup>1</sup> 2012 net sales of \$2.6 billion reflects discontinued operations treatment for the Antioxidant and UV Stabilizers business.

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Contacts

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