**SMITH ROY** Form 4 February 10, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH ROY			Symbol	and Ticker or Trading USTRIES INC/DE/	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earlie (Month/Day/Yea	~	DirectorX Officer (gi	ve title Other		
5 GARRET M		N PLAZA5	02/08/2006		· · · · · · · · · · · · · · · · · · ·	Counsel and Sec	eretary	
	(Street)		4. If Amendmen	t, Date Original	6. Individual or	Joint/Group Filir	ng(Check	
			Filed(Month/Day/	Year)	Applicable Line)			
WEST PATI	ERSON, NJ	07424			•	y One Reporting Pe More than One Re		
(City)	(State)	(Zip)	Table I - No	on-Derivative Securities A	cquired, Disposed	of, or Beneficial	lly Owned	
1.Title of	2. Transaction	Date 2A. Dee	med 3.	4. Securities	5. Amount of	6. Ownership	7. Nature	

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Transactio Code	nAcquired Disposed	` ′		Securities Beneficially	Form: Direct (D) or	Indirect Beneficial
		(Month/Day/Year)	(Instr. 8)  Code V	(Instr. 3,	4 and  (A)  or  (D)	5) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	n 02/08/2006		D	5,094	D	(1)	21,691	D	
Common	n						17,000	I (2)	IRA
Common	n						7,954	I (3)	savings plan

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form

#### Edgar Filing: SMITH ROY - Form 4

# displays a currently valid OMB control 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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	An Nu Sha	
Deferred Stock Award	(1)	02/08/2006		A	5,176.344	<u>(1)</u>	<u>(1)</u>	Common Stock	5,	
Stock Appreciation Right	\$ 49.49	02/08/2006		A	15,000	<u>(4)</u>	02/07/2016	Common Stock		

# **Reporting Owners**

Relationships

Reporting Owner Name / Address Director  $\frac{10\%}{\text{Owner}}$  Officer Other

SMITH ROY 5 GARRET MOUNTAIN PLAZA5 GARRET MOUNTAIN WEST PATERSON, NJ 07424

VP, Gen Counsel and Secretary

#### **Signatures**

Roy Smith 02/10/2006

\*\*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).

Pursuant to Cytec's 1993 Stock Award and Incentive Plan, Common Stock represented by a previously granted performance stock award for which performance goals were satisfied was forfeited and replaced by a deferred stock award including deferred dividend equivalents.

- Deferred stock awards are paid for no additional consideration in the form of equivalent numbers of shares of Common Stock following termination of employment with the Company.
- (2) 1000 shares beneficial ownership disclaimed; owned by wife
- (3) Excludes shares held in Employees' Savings Plan or Supplemental Plan which are eligible for deferred reporting on Form 5, as per note to instruction 4(a)(i).
- (4) Exercisable in one-third installments on each of first three anniversaries of date of grant.

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

Reporting Owners 2

### Edgar Filing: SMITH ROY - Form 4

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