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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2005

CONVEYING PARTY DATA

Name	Execution Date
Great Lakes Chemical Company	07/01/2005

RECEIVING PARTY DATA

Name:	Crompton Corporation
Street Address:	199 Benson Road
City:	Middlebury
State/Country:	CONNECTICUT
Postal Code:	06749

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	5457248

CORRESPONDENCE DATA

Fax Number: (202)339-8287

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: jeff.morgan@kattenlaw.com Correspondent Name: Katten Muchin Rosenman LLP

2900 K Street, N.W. Address Line 1:

Address Line 2: Suite 200

Address Line 4: Washington, DISTRICT OF COLUMBIA 20007-5118

ATTORNEY DOCKET NUMBER:	338004-30012
NAME OF SUBMITTER:	Jeffrey Morgan

Total Attachments: 4

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PATENT

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CERTIFICATE OF SECRETARY OF GREAT LAKES CHEMICAL CORPORATION

I, Barry J. Shainman, do hereby certify that I am the duly elected and qualified Secretary of Great Lakes Chemical Corporation, (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, U.S.A.; and that I am the keeper of its corporate records and corporate seal.

I do further certify that attached hereto is a true and correct copy of the cover page of the Crompton Corporation and Great Lakes Chemical Corporation Proxy Statement, dated June 3, 2005. Included in the Proxy Statement, is the Agreement and Plan of Merger ("Agreement") among Crompton Corporation, Copernicus Merger Corporation ("Copernicus") and the Corporation, dated March 8, 2005. As per the terms of the Agreement, Copernicus, a wholly owned subsidiary company of Crompton Corporation, was merged into Great Lakes Chemical Corporation, the surviving entity, on July 1, 2005. After the merger, Great Lakes Chemical Corporation became a wholly owned subsidiary of Crompton Corporation.

I do further certify that pursuant to the Agreement, Crompton Corporation acquired all shares of the Corporation and said Crompton Corporation changed its name to Chemtura Corporation immediately after the merger of Copernicus into the Corporation on July 1, 2005.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and have caused the corporate seal of the Corporation to be hereunto affixed this 5th day of January 2006.

Barry J. Shainman

Secretary

STATE OF CONNECTICUT)

) SS: MIDDLEBURY

COUNTY OF NEW HAVEN)

On this 5th day of January 2006, before me, Christine Konans, a notary public within and for said state and county, personally appeared Barry J. Shainman, to me personally known, who being by me duly sworn, did say that he is the Secretary of Great Lakes Chemical Corporation, and that as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

CHRISTINE KONANS

NOTARY PUBLIC

My Commission Expires Dec. 31, 2007





PROPOSED MERGER—YOUR VOTE IS VERY IMPORTANT

Dear Stockholders:

On March 8, 2005, Crompton Corporation and Great Lakes Chemical Corporation agreed to combine their businesses by merging a wholly owned subsidiary of Crompton with and into Great Lakes. In the merger, each Great Lakes stockholder will receive 2.2232 shares of Crompton common stock for each share of Great Lakes common stock that the stockholder owns, and Great Lakes will become a wholly owned subsidiary of Crompton. We do not expect that Great Lakes stockholders will recognize any gain or loss for U.S. federal income tax purposes except to the extent they receive cash proceeds from the sale of fractional shares of Crompton common stock to which they would otherwise have been entitled.

The merger agreement must be adopted by Great Lakes stockholders. In addition, the issuance of shares of Crompton common stock pursuant to the merger agreement requires the approval of Crompton stockholders. Great Lakes and Crompton have each scheduled special meetings of their stockholders on July 1, 2005 to vote on these matters. Regardless of the number of shares that you own or whether you plan to attend a meeting, it is important that your shares be represented and voted. Voting instructions are provided inside.

Great Lakes' board of directors has approved and declared advisable the merger agreement and the transactions that it contemplates. Great Lakes' board of directors recommends that Great Lakes stockholders vote to adopt the merger agreement.

Crompton's board of directors has approved and declared advisable the merger agreement and the transactions that it contemplates. Crompton's board of directors recommends that Crompton stockholders vote to approve the issuance of Crompton common stock contemplated by the merger agreement.

Crompton is also proposing to change its name to Chemtura Corporation in connection with the merger by amending its certificate of incorporation. The name change amendment requires the approval of Crompton stockholders and is subject to completion of the merger. Crompton's board of directors recommends that Crompton stockholders vote to approve the name change amendment.

This document provides you with detailed information about the proposed merger and the name change amendment. We encourage you to read the entire document carefully.

Crompton common stock is traded on the New York Stock Exchange under the symbol "CK." Each share of Crompton common stock is accompanied by one right, issued pursuant to Crompton's stockholders rights plan, that trades with the Crompton common stock.

Great Lakes common stock is traded on the New York Stock Exchange under the symbol "GLK."

See "Risk Factors" beginning on page 14 of this document for a discussion of risks relevant to the merger.

Robert L. Wood
Chairman, President and Chief Executive Officer
CROMPTON CORPORATION

Point L. Wood

John J. Gallagher III

Chief Executive Officer

GREAT LAKES CHEMICAL CORPORATION

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved the securities to be issued under this document or determined if this document is accurate or adequate. Any representation to the contrary is a criminal offense.

This document is dated June 3, 2005, and was first mailed to stockholders on or about June 3, 2005.

CROMPTON CORPORATION

199 Benson Road Middlebury, Connecticut 06749

NOTICE OF SPECIAL MEETING OF STOCKHOLDERS To be Held on July 1, 2005

To Crompton Corporation Stockholders:

We will hold a special meeting of stockholders of Crompton Corporation for the following purposes:

- To consider and vote on the issuance of shares of Crompton common stock contemplated to be issued by the Agreement and Plan of Merger, dated as of March 8, 2005, by and among Crompton Corporation, Copernicus Merger Corporation and Great Lakes Chemical Corporation, as it may be amended from time to time, including Crompton common stock to be issued pursuant to the merger and Crompton common stock issuable upon the exercise of Crompton stock options and settlement of restricted share units that are converted pursuant to the merger agreement from Great Lakes stock options and restricted share units;
- To consider and vote on the approval of an amendment to Crompton's certificate of incorporation, subject to the consummation of the merger, that will change Crompton's name to Chemtura Corporation; and
- To transact other business as may properly be presented at the special meeting or any adjournments or postponements of the special meeting.

The date, time and place of the special meeting are as follows:

July 1, 2005
10 am, local time
Sheraton Stamford Hotel,
2701 Summer Street,
Stamford, Connecticut 06905

Only stockholders of record at the close of business on May 27, 2005, the record date for the special meeting, are entitled to notice of, and to vote at, the special meeting and any adjournments or postponements of the special meeting. Crompton will keep at its offices in Middlebury, Connecticut, a list of stockholders entitled to vote at the special meeting available for inspection for any purpose relevant to the special meeting during normal business hours for the 10 days before the special meeting.

YOUR PROXY IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE SPECIAL MEETING, PLEASE VOTE IN ANY ONE OF THE FOLLOWING WAYS:

- USE THE TOLL-FREE TELEPHONE NUMBER SHOWN ON THE PROXY CARD;
- USE THE INTERNET WEBSITE SHOWN ON THE PROXY CARD; OR
- MARK, SIGN, DATE AND PROMPTLY RETURN THE ENCLOSED PROXY CARD IN THE POSTAGE-PAID ENVELOPE. IT REQUIRES NO POSTAGE IF MAILED IN THE UNITED STATES.

By Order of the Board of Directors,

Barry J. Sharin

BARRY J. SHAINMAN

Secretary

Middlebury, Connecticut June 3, 2005

GREAT LAKES CHEMICAL CORPORATION

9025 North River Road, Suite 400 Indianapolis, Indiana 46240

NOTICE OF SPECIAL MEETING OF STOCKHOLDERS To be Held on July 1, 2005

To Great Lakes Chemical Corporation Stockholders:

We will hold a special meeting of stockholders of Great Lakes Chemical Corporation for the following purposes:

- To consider and vote on the adoption of the Agreement and Plan of Merger, dated as of March 8, 2005, by and among Crompton Corporation, Copernicus Merger Corporation and Great Lakes Chemical Corporation, as it may be amended from time to time; and
- To transact other business as may properly be presented at the special meeting or any adjournments or postponements of the special meeting.

The date, time and place of the special meeting are as follows:

July 1, 2005 9 am, local time 8425 Woodfield Crossing, Indianapolis, Indiana 46240

Only stockholders of record at the close of business on May 27, 2005, the record date for the special meeting, are entitled to notice of, and to vote at, the special meeting and any adjournments or postponements of the special meeting. Great Lakes will keep at its offices in Indianapolis, Indiana, a list of stockholders entitled to vote at the special meeting available for inspection for any purpose relevant to the special meeting during normal business hours for the 10 days before the special meeting.

YOUR PROXY IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE SPECIAL MEETING, PLEASE VOTE IN ANY ONE OF THE FOLLOWING WAYS:

- USE THE TOLL-FREE TELEPHONE NUMBER SHOWN ON THE PROXY CARD;
- USE THE INTERNET WEBSITE SHOWN ON THE PROXY CARD; OR
- MARK, SIGN, DATE AND PROMPTLY RETURN THE ENCLOSED PROXY CARD IN THE POSTAGE-PAID ENVELOPE. IT REQUIRES NO POSTAGE IF MAILED IN THE UNITED STATES.

By Order of the Board of Directors,

KAREN WITTE DUROS

Secretary

Indianapolis, Indiana June 3, 2005

RECORDED: 02/03/2009