Edgar Filing: SMITH ROY - Form 4

| SMITH RO | Y | | | | | | | | | | | |
|---|--|-----------------|---|----------------------------------|--------------------|---|---|--|---|----------------------------------|------------|----------------|
| Form 4 | | | | | | | | | | | | |
| February 28 | | | | | | | | | | | | |
| FORM | | | SECU | | | | NCE | COMMISS | | | PPROVA | AL |
| | UNITED | SIAIES | | shington | | | INGE | COMMISS | ION | OMB Number: | | -0287 |
| Check the check | gar | | CILAN | | DENEE | ICIA | 1.01 | | | Expires: | Janua | ry 31, 2005 |
| subject | SIAIEN | AENT OF | CHAP | ANGES IN BENEFICIAL OWNERSHIP OF | | | | | | Estimated average | | 2000 |
| Section 16. Form 4 or | | | | SECURITIES | | | | | | burden hours per response 0.! | | 0.5 |
| Form 5 | | rsuant to Se | ection 1 | 6(a) of th | ne Securi | ties E | Exchar | nge Act of 193 | 34. | response | • | 0.5 |
| obligatio | $\frac{1}{2}$ Section 17(| | | | | | | of 1935 or Se | | | | |
| may cor <i>See</i> Inst 1(b). | | 30(h) o | of the Ir | nvestment | t Compar | ny Ac | ct of 1 | 940 | | | | |
| (Print or Type | Responses) | | | | | | | | | | | |
| 1. Name and SMITH RC | Address of Reporting | | 2. Issue Symbol | er Name an o | d Ticker or | [.] Tradi | ing | 5. Relationsh Issuer | nip of I | Reporting Per | rson(s) to | |
| | | | CYTEC INDUSTRIES INC/DE/ [CYT] | | | | | (Check all applicable) | | | | |
| 5 GARRET MOUNTAIN PLAZA (Mor 02/2 | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/25/2005 | | | | | Director 10% Owner X Officer (give title Other (specify below) below) VP, Gen Counsel and Secretary | | | | |
| | | | | | | | | | | | | |
| | | | 4. If Am | endment, D | | 6. Individual or Joint/Group Filing(Check | | | | | | |
| WEST ΡΔ΄ | ΓERSON, NJ 074 | | Filed(Mo | nth/Day/Yea | r) | | | | d by O | ne Reporting P ore than One R | | |
| WLSIIM | | 27 | | | | | | Person | | | | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative | Secu | rities A | cquired, Dispos | sed of, | or Beneficia | lly Owne | d |
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/Y | | Date, ifTransactionAcquired (A) or CodeDisposed of (D)//Year)(Instr. 8)(Instr. 3, 4 and 5) | | |) | SecuritiesForm: DirectIndBeneficially(D) or IndirectBerOwned(I)Ow | | 7. Nature Indirect Beneficia Ownersh (Instr. 4) | al iip | | |
| | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | | |
| Reminder: Re | port on a separate line | e for each clas | ss of sec | urities bene | • | | • | or indirectly. | ollecti | ion of S | SEC 1474 | |

Persons who respond to the collection of information contained in this form are not required to respond unless the form 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Pric |
|-------------|-------------|---------------------|--------------------|-----------|-----------------|-------------------------|------------------------|---------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onof Derivative | Expiration Date | Underlying Securities | Deriva |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Securi |

Edgar Filing: SMITH ROY - Form 4

| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | (Instr. | | | |
|----------------------------|------------------------------------|------------|------------------|---------|----|---|-----|---------------------|--------------------|-----------------|--|-------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Deferred Stock Award | <u>(1)</u> | 02/25/2005 | | А | | 8.468 | | <u>(1)</u> | (1) | Common Stock | 8.468 | \$ 49 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|---|---------------|-----------|-------------------------------|-------|--|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | | |
| SMITH ROY 5 GARRET MOUNTAIN PLAZA WEST PATERSON, NJ 07424 | | | VP, Gen Counsel and Secretary | | | | | | |
| Signatures | | | | | | | | | |
| Roy Smith 02/28/ | 2005 | | | | | | | | |

**Signature of Date Reporting Person

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.

(1) The which performance goals were satisfied was forfered and replaced by a deferred stock award mendang 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.

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