AVRIN WILLIAM N

Form 4

January 21, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * AVRIN WILLIAM N			2. Issuer Name and Ticker or Trading Symbol CYTEC INDUSTRIES INC/DE/ [CYT]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)				3. Date of Earliest Transaction						Director 10% Owner X Officer (give title Other (specify			
5 GARRET MOUNTAIN PLAZA		(Month/Day/Year) 01/19/2005						below) VP, Corp and Bus Development					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WEST PATERSON, NJ 07424									Form filed by More than One Reporting Person				
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own							lly Owned					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or))	Securities Form: Direct Inc Beneficially (D) or Be Owned Indirect (I) Ov		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Code	V	Amount	(D)	Price	(Instr. 5 and 4)				
Stock	01/19/2005	01/19/2	2005	A		2,858	A	(1)	34,047	D			
Common Stock	01/19/2005	01/19/2	2005	D		2,080	D	<u>(2)</u>	31,967	D			
Common Stock									9,809	I (3)	savings plan		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.													

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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)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option Right to buy	\$ 47.59	01/19/2005	01/19/2005	A	20,000	<u>(4)</u>	01/18/2015	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

AVRIN WILLIAM N 5 GARRET MOUNTAIN PLAZA WEST PATERSON, NJ 07424

VP, Corp and Bus Development

Signatures

William N. 01/21/2005

**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).
- Grant of performance stock (i.e. shares of Common Stock, restrictions on which lapse if performance goals are attained) under 1993 Stock Award and Incentive Plan. Price consists of continued performance of employment relationship. In certain circumstances, performance stock may be forfeited and a deferred stock award (a derivative security) may be issued in lieu of the earned portion thereof.
- Pursuant to Cytec's 1993 Stock Award and Incentive Plan, a portion of the Common Stock represented by a previously granted performance stock award for which performance goals were satisfied was forfeited to satisfy a tax withholding obligation with respect to such award.
- Excludes shares held in Employees' Savings 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

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