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CYTEC INDUS' Form 4 May 26, 2005	TRIES INC/I	DE/								
FORM 4	L								PPROVAL	
-	UNITED	STATES			AND EX 1, D.C. 20		E COMMISSION	OMB Number:	3235-028	7
Check this boy if no longer subject to Section 16. Form 4 or	STATEM			SECU:	WNERSHIP OF	Expires: Estimated burden hor response	urs per)5		
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the l	Public U	Itility Ho	lding Cor		inge Act of 1934, t of 1935 or Sectio 1940	on		
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> FLEMING SHANE D			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) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/25/2005				Director X_ Officer (giv		% Owner her (specify	
5 GARRET MO GARRET MOU	below) below) President, PS									
				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 Form filed by More than One Reporting 			
WEST PATERS	SON, NJ 074	24					Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned	
	ansaction Date nth/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Report of	n a separate line	for each cl	ass of sec	urities bene	eficially ow	ned directly	or indirectly.			
					inforn requir	nation con ed to resp lys a curre	spond to the collect tained in this form ond unless the for ently valid OMB co	are not m	SEC 1474 (9-02)	
	Tab					posed of, or convertible	r Beneficially Owned securities)	I		

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	Transaction	f Derivative	Expiration Date	Underlying Securities	Deriva

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Security (Instr. 3)			any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)		Securi (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Award	<u>(1)</u>	05/25/2005		А	8.555		<u>(1)</u>	(1)	Common Stock	8.555	\$ 43

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FLEMING SHANE D 5 GARRET MOUNTAIN PLAZA5 GARRET MOUNTAIN WEST PATERSON, NJ 07424			President, PS			
Signatures						

Shane D. 05/26/2005 Fleming

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

termination of employment with the Company.

- * 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

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.