

HOYNES LOUIS L JR
 Form 4
 October 21, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 HOYNES LOUIS L JR

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)
 10/21/2004

Director 10% Owner
 Officer (give title below) Other (specify below)

47 CORNWELLS BEACH ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SANDS POINT, NY 11050

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock ⁽¹⁾	10/21/2004		A	819 A \$ 46.94	819	D	

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

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
Option Right to Buy	\$ 46.94	10/21/2004		A	3,000	(2) 10/20/2014	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOYNES LOUIS L JR 47 CORNWELLS BEACH ROAD SANDS POINT, NY 11050	X			

Signatures

Roy Smith on behalf of Louis L. Hoynes, Jr. 10/21/2004

**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).
- (1) Award of restricted stock (i.e. shares of Common Stock, restrictions on which lapse upon the stock becoming non-forfeitable) granted October 21, 2004 on a formula basis under Cytec's stockholder-approved 1993 Stock Award and Incentive Plan ("the Plan"). The award becomes non-forfeitable as to twenty percent of the Common Stock covered by the award on each of the first five anniversaries of the grant of the award, or immediately upon a Change-in-Control (as defined in the Plan.) If the Director's service on the Board terminates prior to any part of the award under the Plan becoming non-forfeitable (except in certain circumstances as set forth in the Plan), any forfeitable portion of the award reverts back to Cytec
- (2) Formula grant made October 21, 2004 under the Plan of options to purchase Common Stock, exercisable in 1,500-share increments on each of the first three anniversaries of the granting of the option (or earlier in the event of a Change-in-Control as defined in the Plan). Options generally expire on the earlier of (i) ten years from the granting of such option or (ii) one year (five years if the director has served for five years or more) from the date of the Director's cessation of membership on Cytec's Board of Directors.

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.