

Collins William C
Form 4
February 20, 2019

FORM 4

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

OMB APPROVAL

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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 *
Collins William C

2. Issuer Name and Ticker or Trading Symbol
CHEMICAL FINANCIAL CORP
[CHFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Exec V.P., Gen. Counsel & Secy

(Last) (First) (Middle)
333 W. FORT STREET, SUITE 1800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2019

DETROIT, MI 48226

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/18/2019		M	(A) or (D) A	472.19 (1) \$ 0	13,664.825 (2)	D
Common Stock	02/18/2019		F	(A) or (D) D	160.19 (3) \$ 46.84	13,504.635	D
Common Stock					5,635.455 (4)	I	By 401(k) Plan

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

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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 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. Amount or Number of Shares
Restricted Stock Service-Based Units	(1)	02/18/2019		M	413	(1) (1)	Common Stock	413

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Collins William C 333 W. FORT STREET, SUITE 1800 DETROIT, MI 48226			Exec V.P., Gen. Counsel & Secy	

Signatures

/s/ Kimberly K. Martin, His Attorney-in-Fact 02/20/2019

**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) Restricted stock service-based units converted into shares of common stock at the end of a 5-year vesting period. Dividend equivalents accrued on the restricted stock service-based units.
- (2) Between 1/1/2018 and 12/31/2018 the reporting person acquired 42.078 shares of Chemical Financial Corporation common stock through dividend reinvestment.
- (3) Shares withheld to satisfy applicable withholding taxes in connection with the conversion of restricted stock service-based units. The closing price on 2/15/2019 (as 2/18/2019 fell on a Federal holiday) of common stock of Chemical Financial Corporation on the NASDAQ stock market was \$46.84 per share.
- (4)

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Between 1/1/2018 and 12/31/2018 the reporting person acquired 138.490 shares, and disposed of 28.583 shares in a non-discretionary transaction, of Chemical Financial Corporation common stock under the Chemical Financial Corporation 401(k) Plan.

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.