

CHEMICAL FINANCIAL CORP
 Form 4
 July 26, 2013

FORM 4

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

OMB APPROVAL

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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 *
 Amat Leonardo

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 235 E. MAIN STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/24/2013

____ Director
 ____ Officer (give title below) 10% Owner
 ____ Other (specify below)
 Officer of Princ. Bus. Unit

MIDLAND, MI 48640

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/24/2013		M		4,091 A \$ 24.78	5,607	D
Common Stock	07/24/2013		F		3,535 D \$ 30.91	2,072	D
Common Stock	07/24/2013		M		1,647 A \$ 24.52	3,719	D
Common Stock	07/24/2013		F		1,413 D \$ 30.91	2,306	D
Common Stock	07/24/2013		M		1,971 A \$ 21.1	4,277	D

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Common Stock	07/24/2013	F	1,542	D	\$ 30.91	2,735	D	
Common Stock	07/24/2013	M	1,693	A	\$ 24.56	4,428	D	
Common Stock	07/24/2013	F	1,454	D	\$ 30.91	2,974	D	
Common Stock	07/24/2013	M	1,468	A	\$ 19.97	4,442	D	
Common Stock	07/24/2013	F	1,112	D	\$ 30.91	3,330	D	
Common Stock	07/24/2013	M	1,789	A	\$ 23.78	5,119	D	
Common Stock	07/24/2013	F	1,506	D	\$ 30.91	3,613	D	
Common Stock						1,096.94 ⁽¹⁾	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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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
Stock Options	\$ 24.78	07/24/2013		M	4,091	⁽²⁾ 07/20/2017	Common Stock	4,091
Stock Options	\$ 24.52	07/24/2013		M	1,647	⁽³⁾ 02/25/2018	Common Stock	1,647
Stock Options	\$ 21.1	07/24/2013		M	1,971	⁽⁴⁾ 04/29/2019	Common Stock	1,971
	\$ 24.56	07/24/2013		M	1,693	⁽⁵⁾ 03/26/2020		1,693

Stock Options								Common Stock	
Stock Options	\$ 19.97	07/24/2013	M	1,468	<u>(6)</u>	04/20/2021		Common Stock	1,468
Stock Options	\$ 23.78	07/24/2013	M	1,789	<u>(7)</u>	02/22/2022		Common Stock	1,789

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Amat Leonardo 235 E. MAIN STREET MIDLAND, MI 48640			Officer	Officer of Princ. Bus. Unit

Signatures

/s/ Leonardo
Amat

07/25/2013

**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) Between 1/1/2013 and 6/30/2013 the reporting person acquired 47.062 shares of Chemical Financial Corporation common stock under the Chemical Financial Corporation 401(k) Plan.
 - (2) Vests in three equal annual installments beginning on July 20, 2008.
 - (3) Vests in three equal annual installments beginning on February 25, 2009.
 - (4) Vests in three equal annual installments beginning on April 28, 2010.
 - (5) Vests in three equal annual installments beginning on March 25, 2011.
 - (6) Vests in three equal annual installments beginning on April 19, 2012.
 - (7) Vests in three equal annual installments beginning on February 21, 2013.

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.