Edgar Filing: CHEMICAL FINANCIAL CORP - Form 4

CHEMICA Form 4 February 18	L FINANCIAL C 3, 2016	ORP	Ū									
FORM	ЛД									OMB A	PPROV	4L
	UNITED	STATES	S SECURITIES AND EXCHANGE Washington, D.C. 20549					E COMMISS	SION	OMB Number:	3235	-0287
if no lo subject Section Form 4	to SIAIEN 16.	STATEMENT OF CHANGES IN I SECUR									Expires: January 31, 2005 Estimated average burden hours per response 0.5	
Form 5 obligati may co <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the I	Public U		ding	g Con	npany Ac	ange Act of 19 t of 1935 or S 1940				
(Print or Type	Responses)											
1. Name and RAMAKE	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol CHEMICAL FINANCIAL CORP				5. Relations Issuer	5. Relationship of Reporting Person(s) to Issuer					
		[CHFC]				(Check all applicable)						
(Last) (First) (Middle) 235 E. MAIN STREET			3. Date of Earliest Transaction (Month/Day/Year) 02/16/2016			X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President & CEO						
			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					
MIDLANI	D, MI 48640									ore than One R		
(City)	(State)	(Zip)	Tab	ole I - Non-I	Deriv	ative	Securities	Acquired, Dispo	osed of,	or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	e, if TransactionAcquir		Disposed of (D) Instr. 3, 4 and 5) (A) or		(Instr. 3 and 4	SecuritiesForm: DirBeneficially(D) or IndOwned(I)Following(Instr. 4)		7. Nature Indirect Benefici Ownersh (Instr. 4)	al 1ip
Domin dom D	nont on a commute 1'	for a - 1					(D) Price					
Keminder: Ke	eport on a separate line	tor each cl	ass of sec	unues bene	F ii r d	Person nform require	ns who re ation cor ed to resp ys a curre	espond to the ontained in this pond unless the ontained unless the ontained unless the ontained on the ontain	form a le form	re not	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Stock Options	\$ 32.81	02/16/2016		А	32,195		(1)	02/17/2026	Common Stock	32,1
Restricted Stock Performance Units	(2)	02/16/2016		А	13,529		(2)	<u>(2)</u>	Common Stock	13,5
Restricted Stock Service-Based Units	(3)	02/16/2016		А	2,012		<u>(3)</u>	<u>(3)</u>	Common Stock	2,0

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RAMAKER DAVID B 235 E. MAIN STREET MIDLAND, MI 48640	Х		Chairman, President & CEO					
Signatures								
/s/ Lori A. Gwizdala, His Attorney-In-Fact		02/1	7/2016					
<u>**</u> Signature of Reporting Person		Ι	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) Vests in five equal annual installments beginning on February 16, 2017.

Award of restricted stock performance units pursuant to the Chemical Financial Corporation Stock Incentive Plan of 2015. Restricted stock units under this award are convertible into shares of common stock based on the attainment by the Company of certain financial

- (2) performance criteria in the year ending December 31, 2018 and the reporting person's satisfaction of the service requirement in February 2019. Restricted stock units under this award are reported assuming shares of common stock will be issuable on a 1-for-1 basis, but restricted stock units may be convertible on a basis ranging from 0.5-for-1 to 1.5-for-1 depending on the actual performance of the Company.
- (3) Award of restricted stock service-based units convertible into shares of common stock on a 1-for-1 basis at the end of a 5-year vesting period. Dividend equivalents will accrue under this award.

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.