CHEMICAL FINANCIAL CORP

Form 4

January 06, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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obligations may continue. See Instruction

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

1(b).

Common

Common

Stock

Stock

01/04/2017

01/04/2017

(Print or Type Responses)

1. Name and A KLAESER	Symbol CHEMI	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) (M	iddle) 3. Date of	3. Date of Earliest Transaction				6 Owner			
235 EAST N	`	(Month/Day/Year) 01/04/2017			X Officer (give title Other (specify below) Executive V.P., C.F.O.					
	4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
MIDLAND,	MI 48640	Filed(Mor	Filed(Month/Day/Year)			Applicable Line) _X_ 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	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of			
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of	Securities	Form: Direct	Indirect			
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial			
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership			
					Following	(Instr. 4)	(Instr. 4)			
				(A)	Reported					

Code V Amount

1,369

499

A

F

(A)

(D)

A

D

Price

\$0

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s) (Instr. 3 and 4)

D

D

80,145

79,646

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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. Transactic 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Performance Units	(1)	01/04/2017		A	5,711	<u>(1)</u>	<u>(1)</u>	Common Stock	5,711
Restricted Stock Service-Based Units	(2)	01/04/2017		A	3,807	(2)	(2)	Common Stock	3,807

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KLAESER DENNIS L 235 EAST MAIN STREET MIDLAND, MI 48640

Executive V.P., C.F.O.

Signatures

Company.

/s/ G. Charles Goode, His Attorney-In-Fact

01/06/2017

**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).
 - 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 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
- (2) Award of restricted stock service-based units convertible into shares of common stock on a 1-for-1 basis as follows: 40% on August 31, 2019 and 60% on August 31, 2021. Dividend equivalents will accrue under this award.

Reporting Owners 2

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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.