

VERGNANO MARK P
Form 4
May 10, 2018

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 *
VERGNANO MARK P

2. Issuer Name and Ticker or Trading Symbol
Chemours Co [CC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2018

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

President and CEO

C/O THE CHEMOURS COMPANY, 1007 MARKET STREET

(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

WILMINGTON, DE 19899

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 05/08/2018 | | M ⁽¹⁾ | | 144,438 | A | \$ 12.96 |
| Common Stock | 05/08/2018 | | S ⁽¹⁾ | | 144,438 | D | \$ 50.52 |
| Common Stock | 05/09/2018 | | M ⁽¹⁾ | | 55,713 | A | \$ 12.96 |
| Common Stock | 05/09/2018 | | S ⁽¹⁾ | | 55,713 | D | \$ 50.34 |

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Common Stock 104,100 I By GRAT

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

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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 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 12.96 | 05/08/2018 | | M | 144,438 | (5) 02/05/2019 | Common Stock 144,438 |
| Stock Option (Right to Buy) | \$ 12.96 | 05/09/2018 | | M(1) | 55,713 | (5) 02/05/2019 | Common Stock 55,713 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| VERGNANO MARK P C/O THE CHEMOURS COMPANY 1007 MARKET STREET WILMINGTON, DE 19899 | | | President and CEO | |

Signatures

/s/ Brian Morrissey, attorney-in-fact for Mark P. Vergnano 05/10/2018

__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) The stock option exercises and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 15, 2018.
 - (2) Price reported is a weighted average. Shares were sold in multiple transactions at prices ranging from \$50.00 to \$50.86.
 - (3) Price reported is a weighted average. Shares were sold in multiple transactions at prices ranging from \$50.00 to \$50.45.
 - (4) Includes restricted stock units and dividend equivalent units.
 - (5) These options were issued to the reporting person while he was employed by DuPont and were converted to Chemours options in connection with the Company's separation from DuPont.

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.