

CHEMED CORP

Form 3

June 16, 2016

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *

Westfall Nicholas Michael

(Last)

(First)

(Middle)

255 EAST FIFTH
STREET, SUITE 2600

(Street)

CINCINNATI, OH 45202

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/08/2016

3. Issuer Name and Ticker or Trading Symbol
CHEMED CORP [CHE]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Executive Vice President

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

capital stock

2,831

D

A

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Edgar Filing: CHEMED CORP - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
performance stock units	Â (1)	Â (1)	capital stock	482	\$ (2)	D	Â
performance stock units	Â (3)	Â (3)	capital stock	355	\$ (2)	D	Â
performance stock units	Â (4)	Â (4)	capital stock	354	\$ (2)	D	Â
performance stock units	Â (5)	Â (5)	capital stock	354	\$ (2)	D	Â
performance stock units	Â (6)	Â (6)	capital stock	790	\$ (2)	D	Â
stock option (right to buy with tandem tax withholding)	Â (7)	11/08/2023	capital stock	2,919	\$ 70.3	D	Â
stock option (right to buy with tandem tax withholding)	Â (8)	11/07/2024	capital stock	10,000	\$ 106.59	D	Â
stock option (right to buy with tandem tax withholding)	Â (9)	11/06/2020	capital stock	16,000	\$ 157.36	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Westfall Nicholas Michael 255 EAST FIFTH STREET SUITE 2600 CINCINNATI, OH 45202	Â	Â	Â Executive Vice President	Â

Signatures

Nicholas M.
Westfall

06/16/2016

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- The restricted stock units vest based on the extent to which the Company achieves certain Earnings per Share performance targets over a
- (1) performance period of January 1, 2014 through December 31, 2016, with the determination of such performance level to be made no later than March 15, 2017 and earned shares of Capital Stock to be delivered thereafter.
 - (2) each performance stock unit represents a contingent right to receive one share of Chemed capital stock

Edgar Filing: CHEMED CORP - Form 3

- (3) The restricted stock units vest based on the extent to which the Company achieves certain Total Shareholder Return performance targets over a performance period of January 1, 2014 through December 31, 2016, with the determination of such performance level to be made no later than March 15, 2017 and earned shares of Capital Stock to be delivered thereafter

- (4) The restricted stock units vest based on the extent to which the Company achieves certain Earnings per Share performance targets over a performance period of January 1, 2015 through December 31, 2017 with the determination of such performance level to be made no later than March 15, 2018 and earned shares of Capital Stock to be delivered thereafter.

- (5) The restricted stock units vest based on the extent to which the Company achieves certain Total Shareholder Return performance targets over a performance period of January 1, 2015 through December 31, 2017 with the determination of such performance level to be made no later than March 15, 2018 and earned shares of Capital Stock to be delivered thereafter.

- (6) PSU's vest based on the extent to which the Company achieves certain performance targets over a performance period of January 1, 2016 - December 31, 2018. The determination of the performance level is to be made by March 15, 2019 and earned shares to be delivered thereafter

- (7) Vesting in three equal annual installments commencing 11/8/2014.

- (8) Vesting in three equal annual installments commencing 11/7/2015

- (9) vesting in three equal annual installments commencing 11/6/2016.

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.