

GWIZDALA LORI A
Form 4
February 02, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
GWIZDALA LORI A

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)
01/29/2009

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive V.P., CFO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 01/29/2009 | | S | | 673 | D | \$ 24.7 |
| Common Stock | 01/29/2009 | | S | | 3,238 | D | \$ 24.0562 |
| Common Stock | 01/29/2009 | | S | | 2,000 | D | \$ 23.711 |
| Common Stock | 01/29/2009 | | S | | 1,000 | D | \$ 23.72 |
| Common Stock | 01/29/2009 | | S | | 2,260 | D | \$ 23.7 |

Edgar Filing: GWIZDALA LORI A - Form 4

| | | | | | | | | |
|--------------|------------|---|-------|---|----------|------------------|---|-------------------|
| Common Stock | 01/29/2009 | S | 400 | D | \$ 23.75 | 30,267 | D | |
| Common Stock | 01/30/2009 | S | 2,580 | D | \$ 23.95 | 27,687 | D | |
| Common Stock | 01/30/2009 | S | 1,000 | D | \$ 23.9 | 26,687 | D | |
| Common Stock | 01/30/2009 | S | 1,000 | D | \$ 23.75 | 25,687 | D | |
| Common Stock | 01/30/2009 | S | 1,000 | D | \$ 24 | 24,687 | D | |
| Common Stock | 01/29/2009 | S | 565 | D | \$ 24.7 | 0 ⁽¹⁾ | I | By husband in IRA |

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

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.

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

GWIZDALA LORI A
235 E. MAIN STREET
MIDLAND, MI 48640

Director 10% Owner Officer Other

Executive V.P., CFO

Signatures

/s/ Lori A.
Gwizdala

02/02/2009

__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).

The reporting person disclaims any beneficial ownership of all shares owned by her husband. The filing of this statement shall not be (1) construed as an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose, the beneficial owner of the securities owned by her husband.

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.