

Chao James
Form 4
November 27, 2017

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Chao James

2. Issuer Name **and** Ticker or Trading
Symbol
WESTLAKE CHEMICAL CORP
[WLK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

2801 POST OAK BOULEVARD,
SUITE 600

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/22/2017

☐ Director ☐ 10% Owner
☒ Officer (give title below) Other (specify below)
Chairman

HOUSTON, TX 77056

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	(A) or (D)	Price		
Common Stock	11/22/2017		M		10,109	A	\$ 45.6975	129,078	D
Common Stock	11/22/2017		S		10,109	D	\$ 95.203 ⁽¹⁾	118,969	D
Common Stock	11/24/2017		M		10,109	A	\$ 45.6975	129,078	D
Common Stock	11/24/2017		M		23,917	A	\$ 68.09	152,995	D
Common Stock	11/24/2017		M		32,000	A	\$ 63.9775	184,995	D

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Common Stock 11/24/2017 S 66,026 D \$ 94.611 (2) 118,969 D

Common Stock 92,010,554 I TTWF LP & TTWFGP LLC (6)

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Option (right to buy)	\$ 45.6975	11/22/2017		M	10,109	<u>(3)</u> 02/15/2023	Common Stock	10,109
Employee Option (right to buy)	\$ 45.6975	11/24/2017		M	10,109	<u>(3)</u> 02/15/2023	Common Stock	10,109
Employee Option (right to buy)	\$ 68.09	11/24/2017		M	23,917	<u>(4)</u> 02/20/2025	Common Stock	23,917
Employee Option (right to buy)	\$ 63.9775	11/24/2017		M	32,000	<u>(5)</u> 02/14/2024	Common Stock	32,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Chao James
2801 POST OAK BOULEVARD, SUITE 600 X X Chairman
HOUSTON, TX 77056

Signatures

James Chao by J. 11/27/2017
Feng POA

__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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$95.00 to \$95.40, inclusive. The reporting person undertakes to provide to Westlake Chemical Corp., any security holder of Westlake Chemical Corp. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$94.11 to \$94.90, inclusive. The reporting person undertakes to provide to Westlake Chemical Corp., any security holder of Westlake Chemical Corp. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote

(3) The stock options are exercisable in three equal installments on February 15, 2014, 2015 and 2016.

(4) The stock options are exercisable in three equal installments on February 20, 2016, 2017 and 2018.

(5) The stock options are exercisable in three equal installments on February 14, 2015, 2016 and 2017.

(6) 92,010,554 shares of Issuer are held through TTWF LP, a Delaware limited partnership. Two trusts for the benefit of members of the Chao family, including the reporting person, are the managers of TTWFGP LLC, a Delaware limited liability company that is the general partner of TTWF LP. The limited partners of TTWF LP are five trusts, principally for the benefit of members of the Chao family, including the reporting person, and two corporations owned, indirectly or directly, by certain of these trusts and by other entities owned by members of the Chao family, including the reporting person. The reporting person shares investment and voting power with respect to the shares beneficially owned by TTWF LP. The reporting person disclaims beneficial ownership of the shares except to the extent of her pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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