Chemours Co Form 4 July 06, 2015

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Vanlancker Thierry FJ Issuer Symbol Chemours Co [CC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 1007 MARKET STREET 07/01/2015 below) below) President - Fluoroproducts (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **WILMINGTON, DE 19899** Person

(City)	(State)	(Zip) Table	e I - Non-D	erivative Se	curiti	es Acqı	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4)	osed c	of (D)	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)
Common Stock, par value \$.01	07/01/2015		A	138,019 (1)	A	\$0	140,972 (2)	D	

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 orDerivative 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)	\$ 11.8693	07/01/2015		A(3)	32,678	<u>(4)</u>	02/05/2020	Common Stock	32,678
Stock Option (Right to Buy)	\$ 15.4871	07/01/2015		A(3)	25,568	<u>(5)</u>	02/04/2021	Common Stock	25,568
Stock Option (Right to Buy)	\$ 18.4494	07/01/2015		A(3)	30,152	<u>(6)</u>	02/03/2022	Common Stock	30,152

Reporting Owners

Reporting Owner Name / Address	Relationships						
r	Director	10% Owner	Officer	Other			
Vanlancker Thierry FJ							
1007 MARKET STREET			President - Fluoroproducts				
WILMINGTON, DE 19899							

Signatures

/s/ Brian Morrissey, as attorney-in-fact for Thierry F.J.
Vanlancker

07/06/2015

**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).
- Represents restricted stock units granted in accordance with the Employee Matters Agreement (the "Agreement") dated as of June 26, 2015 between the Issuer and E. I. du Pont de Nemours and Company ("DuPont") to replace restricted stock units and related dividend equivalent units of DuPont held by the Reporting Person immediately before the legal and structural separation of Issuer from DuPont (the "Spin-off").
- (2) Includes shares of Issuer common stock received in connection with the Spin-off in an exempt transaction pursuant to Rule 16a-9 based on preliminary information regarding the Spin-off. Final amounts, if different, will be reported in a subsequent filing.

(3)

Reporting Owners 2

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Award replaces stock options of DuPont held by the Reporting Person immediately before the Spin-off pursuant to the Agreement. Information reported in this row is estimated as of July 6, 2015 based on preliminary information regarding the Spinoff. Final information, if different, will be reported in a subsequent filing.

- (4) Includes 21,785 options to purchase shares of Issuer common stock that are immediately exercisable. The remaining options vest on February 6, 2016.
- (5) Includes 8,523 options to purchase shares of Issuer common stock that are immediately exercisable. The remaining options vest in two approximately equal annual installments beginning February 5, 2016.
- (6) Options to purchase shares of Issuer common stock vest in three approximately equal annual installments beginning February 4, 2016.

 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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