

Chemours Co
Form 4
February 07, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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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 *
Albright Elizabeth

(Last) (First) (Middle)

C/O THE CHEMOURS COMPANY, 1007 MARKET STREET

(Street)

WILMINGTON, DE 19898

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/04/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP Human Resources

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 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 Ownership (Instr. 4)
				(A) or (D)	Price		
			Code V	Amount			
Common Stock	02/04/2017		F	1,078 (1)	\$ 27.62	D	
					62,308 (2)		

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)

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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. 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 Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Albright Elizabeth C/O THE CHEMOURS COMPANY 1007 MARKET STREET WILMINGTON, DE 19898			Sr. VP Human Resources	

Signatures

/s/ Brian Morrissey, attorney-in-fact for Elizabeth Albright 02/07/2017

**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) Shares withheld for tax obligations on vested restricted stock units (RSUs) and dividend equivalent units (DEUs). No shares were sold.
- (2) Includes directly owned shares, unvested RSUs and DEUs.

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. d

style="vertical-align:bottom;padding-left:2px;padding-top:2px;padding-bottom:2px;padding-right:2px;">

Richard C. Adkerson

637,676,559

27,766,691

192,318,173

Robert J. Allison, Jr.

608,702,076

56,741,174

192,318,173

Alan R. Buckwalter, III

620,845,572

44,597,678

192,318,173

Robert A. Day

633,504,402

31,938,848

192,318,173

James C. Flores

539,920,210

125,523,040

192,318,173

Gerald J. Ford

567,092,252

98,350,998

192,318,173

Thomas A. Fry, III

620,780,093

44,663,157

192,318,173

H. Devon Graham, Jr.

607,173,741

58,269,509

192,318,173

Lydia H. Kennard

643,755,151

Explanation of Responses:

21,688,099

192,318,173

Charles C. Krulak

613,355,355

52,087,895

192,318,173

Bobby Lee Lackey

585,176,523

80,266,727

192,318,173

Jon C. Madonna

639,939,611

25,503,639

192,318,173

Dustan E. McCoy

595,328,499

70,114,751

192,318,173

James R. Moffett

551,330,992

114,112,258

192,318,173

Stephen H. Siegele

637,588,436

27,854,814

192,318,173

Frances Fragos Townsend

619,958,615

45,484,635

Explanation of Responses:

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192,318,173

Proposal 2: Approval, on an advisory basis, of the compensation of the Company's named executive officers.

Votes For	Votes Against	Abstentions	Broker Non-Votes
587,783,059	71,243,933	6,416,258	192,318,173

Proposal 3: Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2015.

Votes For	Votes Against	Abstentions
843,720,904	10,820,584	3,219,935

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Proposal 4: Reapproval of the Section 162(m) performance goals under the Company's Amended and Restated Stock Incentive Plan.

Votes For	Votes Against	Abstentions	Broker Non-Votes
606,209,708	55,715,851	3,517,691	192,318,173

Proposal 5: Approval, on an advisory basis, of a stockholder proposal regarding proxy access.

Votes For	Votes Against	Abstentions	Broker Non-Votes
425,900,219	230,784,820	8,758,211	192,318,173

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FREEPORT-McMoRan INC.

By: /s/ Kathleen L. Quirk

Kathleen L. Quirk
Executive Vice President, Chief Financial Officer
& Treasurer (authorized signatory and
Principal Financial Officer)

Date: June 12, 2015