FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

## OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     WILLIAMS DAVID PATRICK					2. Issuer Name and Ticker or Trading Symbol CHEMED CORP [ CHE ]									neck all appl Direct	ationship of Reporting Per c all applicable) Director Officer (give title below) executive vice presi		son(s) to Iss 10% Ow Other (s	ner
	(Last) (First) (Middle) 2600 CHEMED CENTER 255 EAST FIFTH STREET						3. Date of Earliest Transaction (Month/Day/Year) 02/19/2021										below)	
(Street)			5202		4. If <i>A</i>	Amend	ment, D	ate o	f Original Filed (Month/Day/Year)				Lin	Individual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person				
(City)	(Sta	te) (Z	ip)															
			I - No					Acq		l, Dis	posed of			_		1		
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da	//Day/Year) if a		2A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			Benefic	es Formially (D) (Following (I) (I		n: Direct r Indirect sstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)		(1130.4)				
capital stock 02/19/2				021				M		1,588(1)	A	\$491.3	34 23	,224		D		
capital stock			02/19/2	2021				M		1,295(2)	A	\$491.3	34 24	24,519		D		
capital stock			02/19/2	2021				F		1,260 <sup>(3)</sup>	D	\$491.3	34 23	23,259		D		
capital stock													0		I l	oy IRA		
		Ta	ble II -								osed of, c			/ Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	if any	emed ion Date, /Day/Year)	Code (		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed	6. Date Exerc Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)		e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares					
performance stock units	(4)	02/19/2021			M	М		786	(5)		(5)	capital stock	786	\$0.00	3,094		D	
performance stock units	(4)	02/19/2021			M	М		786	(5)		(5)	capital stock	786	\$0.00	\$0.00 2,308		D	

## **Explanation of Responses:**

(6)

performance

stock units

- 1. The number of performance share units ("PSU's") that vested was based on the Company's achieving adjusted earnings per share growth rate for the period January 1, 2018 through December 31, 2020. The actual performance of 29.1% yielded an award of 200% of target; including the reinvestment of dividends paid during such period, the award is 202.0% of target.
- 2. The number of PSU's that vested was based on the Company's achieving relative total shareholder returns for the period January 1, 2018 through December 31, 2020, compared to a defined peer group of companies. The Company's performance ranked in the 79th percentile of that group, yielding an award of 163.2%; including the reinvestment of dividends paid during such period, the award is 164.79% of
- 3. Shares withheld to satisfy tax obligations in connection with vesting of PSU's.

02/19/2021

4. Each PSU reflects the contingent right to receive a variable number of shares of capital stock based on achieving performance goals. PSU's were settled in shares on their scheduled vesting date as determined by the Compensation Committee.

1.336

- 5. PSU's awarded February 16, 2018 vest based on achievement of performance targets over a period of January 1, 2018 to December 31, 2020. The determination of the performance level was to be made by March 15, 2021.
- 6. Each performance stock unit represents a contingent right to receive one share of Chemed Capital Stock
- 7. Performance stock units vest based on the extent to which the Company achieves certain performance targets over a performance period of January 1, 2021 to December 31, 2023. The determination of the performance level is to be made by March 15, 2024 and earned shares to be delivered thereafter.

## Remarks:

David P. Williams

capital

(7)

1,336

\$0.00

02/23/2021

3,644

D

\*\* Signature of Reporting Person

Date

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

- \* 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).

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

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 Number.