FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D C	20540	
vasilington,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL						
OMB Number:	3235-0287						
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).

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

1. Name and Address of Reporting Person* <u>LEE SPENCER S</u>					2. Issuer Name and Ticker or Trading Symbol CHEMED CORP [CHE]									heck al [l appli Directo	cable) or	ıg Per	10% Ov	vner
EMED (CEN	ΓER	iddle)			3. Date of Earliest Transaction (Month/Day/Year) 02/17/2023									below)			below)	specify
IATI					If Amendment, Date of Original Filed (Month/Day/Year) C. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person										on				
		Table	I - No	n-Deriva	ative S	Secui	rities	Acq	uired,	Dis	posed of	, or Be	neficia	illy O	wne	d			
1 11110 01 00001113 (1110111 0)			Date	eay/Year) Exec		cution Date,		3. Transaction Dispo Code (Instr. 8)		Disposed C	ties Acquired (A) o I Of (D) (Instr. 3, 4		and Securit Benefic Owned		es ially Following	Forn (D) c	n: Direct or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) or (D)	Price	Ti	ransac	tion(s)			(111301. 4)
capital stock 02/17/					2023		М		519(1)	A	\$515.	5.12		4,867		D			
capital stock 02/17/2					2023		М		296(2)	A	\$515.	.12 25,16		,163 D		D			
capital stock 02/17/2023							F	F 313 ⁽³⁾ D \$515.12		24	24,850		D						
		Tal	ole II -												ned				
or Exerc Price of Derivati	ve		Execut if any	ion Date,	Code (8)	nsaction de (Instr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration		Amount Securiti Underly Derivati Security and 4)	of es ing ve (Instr. 3	Deriv Secu (Instr tr. 3		derivative Securities Beneficial Owned Following Reported	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	ENCE EMED (C. 5TH S ATI Calcurity (I Calculate the second of the sec	(First SMED CENT) STH STRE	(First) (MEMED CENTER STH STREET ATI OH 45 (State) (Zi Table Courity (Instr. 3) 2. Conversion or Exercise Price of Date (Month/Day/Year)	(First) (Middle) EMED CENTER STH STREET ATI OH 45202 (State) (Zip) Table I - No ecurity (Instr. 3) Ek Ek Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) EMED CENTER STH STREET ATI OH 45202 (State) (Zip) Table I - Non-Derivate (Month/Date (Month/Date (e.g., pt. 2)) Table II - Derivate (e.g., pt. 2) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	(First) (Middle) CMED CENTER STH STREET ATI OH 45202 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) COnversion or Exercise Price of Derivative Security 3. Date (02/17/2023) 4. If A 2. Transaction Date (1/2023) Table II - Derivative Security 3. Date (1/2024) 4. Transaction Date (1/2024) Security (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transactode (1/2024) (Month/Day/Year) (Month/Day/Year)	CHEME (First) (Middle) (Middle) 3. Date of Edit (D2/17/202) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Table II - Derivative Security (e.g., puts, calls, v. fany (Month/Day/Year) 2. Table II - Derivative Security (e.g., puts, calls, v. fany (Month/Day/Year) 3. Date of Edit (D2/17/202) 4. If Amendry 2. Transaction Date (e.g., puts, calls, v. fany (Month/Day/Year) 3. Date of Edit (D2/17/202) 4. Transaction Code (Instr. 8)	CHEMED C CHEMED C CHEMED C CHEMED C CHEMED C CHEMED C 3. Date of Earliest 02/17/2023 4. If Amendment, I ATI OH 45202 Table I - Non-Derivative Securities Curity (Instr. 3) Cu	(First) (Middle) (Ail f Amendment, Date of Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Middle) (Midd	CHEMED CORP [CH	CHEMED CORP [CHE] (First) (Middle) (Middle	CHEMED CORP [CHE] (First) (Middle) (Middle	CHEMED CORP [CHE] (First) (Middle) CMED CENTER STH STREET ATI OH 45202 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Be Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A. Securities Acquired, Disposed of, or Be Date (Month/Day/Year) (A) or (D) Table II - Derivative Securities Acquired, Disposed of (D) (Inst Security) (Month/Day/Year) A. Securities Acquired (A) or (D) Table II - Derivative Securities Acquired, Disposed of (D) (Inst Security) (A) or (D) Table II - Derivative Securities Acquired, Disposed of (D) (Inst Security) A. Security (Month/Day/Year) A. Securities Acquired, Disposed of (D) (Inst Securities) (A) or (D) Table II - Derivative Securities Acquired, Disposed of (D) (Inst Security Security) A. Security Security (Month/Day/Year) A. Securities Acquired, Disposed of (D) (Inst Securities) A. Security Securities Acquired, Disposed of (D) (Inst Security Securit	CHEMED CORP [CHE] S. Date of Earliest Transaction (Month/Day/Year) 02/17/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) STH STREET Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, (Month/Day/Year) (Month/Day/Year) Sek 02/17/2023 M 518 Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and 5) (e.g., puts, calls, warrants, options, convertible Securities) Table II - Derivative Securities Acquired, Disposed Of, or Beneficial (e.g., puts, calls, warrants, options, convertible Securities) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible Securities) A. Securities Acquired (A) or Code (Instr. 8) A. Securities Acquired (A) or Date (A) or Date (B) or Code (Instr. 8) Code V Amount (A) or Price of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible Securities) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) A. Stl. Securities Acquired (Month/Day/Year) Date Execution Date (Month/Day/Year) Amount of Securities Acquired (A) or Date (Month/Day/Year) Date Execution Date (Month/Day/Year) Amount of Securities Acquired (A) or Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Amount of Securities Acquired (A) or Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Amount of Securities Acquired (Month/Day/Year) Amount of Number of Securities Acquired (Month/Day/Year) Amount of Securities Acquired (Month/Day/Year) Amount of Securities Acquired (Month/Day/Year) Date Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Amount of Securities Acquired (A) or Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Amount of Securities Acquired (Month/Day/Year)	(Check al X Check al X Chec	CHEMED CORP [CHE] CHEMED CORP [CHE] Check all application (Month/Day/Year) Simple Centrer ATI OH 45202 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Courity (Instr. 3) Check Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and Disposed Of (D) (Instr. 3, 4 and Security Secu	CHEMED CORP [CHE] SIMED CENTER 3. Date of Earliest Transaction (Month/Day/Year)	CHEMED CORP [CHE] (Check all applicable) Director Cofficer (give title below) executive vice p (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) (CHEMED CORP [CHE] Check all applicable) A Director 10% On Other (below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) Executive A Differ (give title below) executive vice president Check All Applicable A Differ (give title below) Executive A Differ (give title below) A S. Amount of Socretise A Differ (give title below) Code (Instr. 4) Check All Applicable A Differ (give title below) Executive A Differ (give title below) A S. Amount of Socretise A Differ (give title below) Code (Instr. 4) Check All Applicable A Differ (give title below) Code (Instr. 4) Check All Applicable A Differ (give title below) A Differ (give title below) A Differ (gi

Explanation of Responses:

(4)

(4)

(6)

performance

stock units

performance

1. The number of performance share units ("PSUs") that vested was based on the Company's achieving adjusted earnings per share growth rate for the period January 1, 2020 through December 31, 2022. The actual performance of 12.67% yielded an award of 200% of target; including the reinvestment of dividends paid during such period, the award is 202% of target.

(5)

(5)

(7)

- 2. The number of PSUs that vested was based on the Company's achieving relative total shareholder returns for the period January 1, 2020 through December 31, 2022, compared to a defined peer group of companies. The Company's performance ranked in the 55.6th percentile of that group, yielding an award of 113.89%; including the reinvestment of dividends paid during such period, the award is 115% of target.
- 3. Shares withheld to satisfy tax obligations in connection with vesting of PSUs.

02/17/2023

02/17/2023

02/17/2023

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

м

M

A

(A) (D)

804

257

257

- 5. PSUs awarded February 21, 2020 vest based on achievement of performance targets over a period of January 1, 2020 to December 31, 2022. The determination of the performance level was to be made by March 15, 2023
- 6. Each performance stock unit represents a contingent right to receive one share of Chemed Capital Stock
- 7. Performance share units vest based on the extent to which the Company achieves certain performance targets over a performance period of January 1, 2023 to December 31, 2025. The determination of the performance level is to be made by March 15, 2026 and earned shares to be delivered thereafter.

Remarks:

Spencer S. Lee

capital

capita

stock

capital

stock

257

257

804

\$0.00

\$0.00

\$0.00

1.689

1,432

2.236

D

D

D

(5)

(5)

(7)

02/22/2023

** 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.