

Rosenbaum Jerrold  
Form 4  
January 09, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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**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 \*  
Rosenbaum Jerrold

(Last) (First) (Middle)

C/O BODY CENTRAL  
CORP., 6225 POWERS AVENUE

(Street)

JACKSONVILLE, FL 32217

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

BODY CENTRAL CORP [BODY]

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

01/05/2012

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)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/05/2012		S	6,677 (1)	\$ 22.6496 (2)	D	415,076
Common Stock	01/05/2012		S	4,124 (1)	\$ 23.0385 (3)	D	410,952
Common Stock	01/06/2012		S	2,269 (1)	\$ 22.8078 (4)	D	408,683
Common Stock	01/06/2012		S	6,062 (1)	\$ 23.1306	D	402,621

(5)

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

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**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rosenbaum Jerrold C/O BODY CENTRAL CORP. 6225 POWERS AVENUE JACKSONVILLE, FL 32217	X			

## Signatures

/s/ Julia B. Davis, Attorney-in-Fact for Jerrold Rosenbaum 01/09/2012

\_\_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 reported sales were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

(2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.24 to \$22.99, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central 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 range set forth herein.

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(3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.00 to \$23.18, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central 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 range set forth herein.

(4) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.56 to \$22.98, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central 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 range set forth herein.

(5) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.00 to \$23.40, inclusive. The reporting person undertakes to provide to Body Central Corp., any security holder of Body Central 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 range set forth herein.

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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Purchases of plant, property and equipment

255	142	117	5	519	2014
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Net sales

\$2,937	\$2,327	\$1,168	\$—	\$6,432
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Adjusted EBITDA

723	282	17	(146)	876
-----	-----	----	-------	-----

Depreciation and amortization

125	83	48	1	257
-----	----	----	---	-----

Equity in earnings of affiliates

—	20	—	—	20
---	----	---	---	----

Net assets

1,748	1,480	782	(337)	3,673
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Investments in affiliates

—	124	—	—	124
---	-----	---	---	-----

Purchases of plant, property and equipment

365	133	106	—	604	2013
-----	-----	-----	---	-----	------

Net sales

\$3,019	\$2,379	\$1,461	\$—	\$6,859
---------	---------	---------	-----	---------

Adjusted EBITDA

726	395	101	(238)	984
-----	-----	-----	-------	-----

Depreciation and amortization

117	90	53	1	261
-----	----	----	---	-----

Equity in earnings of affiliates

—	22	—	—	22
---	----	---	---	----

Net assets

1,390	1,387	734	(294)	3,217
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Investments in affiliates

—	123	—	—	123
---	-----	---	---	-----

Purchases of plant, property and equipment

290	96	52	—	438
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Total Adjusted EBITDA reconciles to total consolidated net (loss) income in the Consolidated Statements of Operations as follows:

	Year Ended December 31,		
	2015	2014	2013
Total Adjusted EBITDA	\$ 573	\$ 876	\$ 984
Interest	(132)	—	—

Depreciation and amortization	(267)	(257)	(261)
Non-operating pension and other post-retirement employee benefit costs	3	(22)	(114)
Exchange gains (losses)	19	(66)	(31)
Asset impairments	(73)	—	—
Restructuring charges	(285)	(21)	(2)
Transaction, legal and other charges	(17)	—	—
(Loss) gain on sale of assets and businesses	(9)	40	—
(Loss) income before income taxes	(188)	550	576
(Benefit from) provision for income taxes	(98)	149	152
Net (loss) income	\$ (90)	\$ 401	\$ 424

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(Dollars in millions, except per share)

## Note 24. Accumulated Other Comprehensive Income (Loss)

The components of accumulated other comprehensive income (loss), net of income taxes, consisted of:

	Currency Translation Adjustment	Net Investment Hedge	Employee Benefits	Total
Balance at December 31, 2012	\$ 19	\$ —	\$ —	\$ 19
Other comprehensive income (loss)	—	—	—	—
Balance at December 31, 2013	19	—	—	19
Other comprehensive income (loss)	—	—	—	—
Balance at December 31, 2014	19	—	—	19
Assumption and establishment of pension plans, net	—	—	(311)	(311)
Other comprehensive income (loss)	(304)	8	52	(244)
Balance at December 31, 2015	\$ (285)	\$ 8	\$ (259)	\$ (536)

## Note 25. Quarterly Financial Data (Unaudited)

The following is a summary of the quarterly results of operations for the years ended December 31, 2015 and 2014.

2015	For the three months ended				Full Year
	March 31	June 30	September 30	December 31	
Net sales	\$ 1,363	\$ 1,508	\$ 1,486	\$ 1,360	\$ 5,717
Cost of goods sold	1,111	1,282	1,222	1,147	4,762
Income (loss) before income taxes	58	(18)	(107)	(121)	(188)
Net income (loss)	43	(18)	(29)	(86)	(90)
Net income (loss) attributable to Chemours	43	(18)	(29)	(86)	(90)
Basic earnings (loss) per share(1)	0.24	(0.10)	(0.16)	(0.48)	(0.50)
Diluted earnings (loss) per share(1)	0.24	(0.10)	(0.16)	(0.48)	(0.50)

Explanation of Responses:

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2014	For the three months ended				
	March 31	June 30	September 30	December 31	Full Year
Net sales	\$ 1,569	\$ 1,682	\$ 1,632	\$ 1,549	\$ 6,432
Cost of goods sold	1,240	1,311	1,273	1,248	5,072
Income before income taxes	132	155	143	120	550
Net income	98	116	108	79	401
Net income attributable to Chemours	98	116	107	79	400
Basic earnings per share(1)	0.54	0.64	0.59	0.44	2.21
Diluted earnings per share(1)	0.54	0.64	0.59	0.44	2.21

(1)

On July 1, 2015, E. I. du Pont de Nemours and Company distributed 180,966,833 shares of Chemours' common stock to holders of its common stock. Basic and diluted earnings (loss) per common share for all periods prior to July 1, 2015 were calculated using the shares distributed on July 1, 2015. Refer to Note 9 for information regarding the calculation of basic and diluted earnings per share.

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(Dollars in millions, except per share)

Note 26. Guarantor Condensed Consolidating Financial Information

In connection with the issuance of the Notes by The Chemours Company (the Parent Issuer), this guarantor financial information is included in accordance with Rule 3-10 of Regulation S-X (“Rule 3-10”). The Notes are fully and unconditionally guaranteed, jointly and severally, on a senior unsecured unsubordinated basis, in each case, subject to certain exceptions, by the Parent Issuer and by certain subsidiaries (together, the Guarantor Subsidiaries).

Each of the Guarantor Subsidiaries is 100% owned by the Company. None of the other subsidiaries of the Company, either direct or indirect, guarantee the Notes (together, the Non-Guarantor Subsidiaries). The Guarantor Subsidiaries of the Notes, excluding the Parent Issuer, will be automatically released from those guarantees upon the occurrence of certain customary release provisions.

The following condensed consolidating financial information is presented to comply with the Company’s requirements under Rule 3-10:

- the Consolidating Statements of Comprehensive Income (Loss) for the years ended December 31, 2015, 2014 and 2013;
- the Consolidating Balance Sheets as of December 31, 2015 and 2014; and
- the Consolidating Statements of Cash Flows for the years ended December 31, 2015, 2014 and 2013.

Condensed consolidating financial information of the Parent Issuer for the year ended December 31, 2013 did not exist as the Parent Issuer was not organized until February 18, 2014. As discussed in Note 2, Chemours did not operate as a separate, stand-alone entity for the full period covered by the Consolidated Financial Statements. Prior to our spin-off on July 1, 2015, Chemours operations were included in DuPont’s financial results in different legal forms, including but not limited to wholly-owned subsidiaries for which Chemours was the sole business, components of legal entities in which Chemours operated in conjunction with other DuPont businesses and a majority owned joint venture. For periods prior to July 1, 2015, the accompanying Condensed Consolidated Financial Information has been prepared from DuPont’s historical accounting records and is presented on a stand-alone basis as if the business operations had been conducted independently from DuPont.

The Condensed Consolidating Financial Information is presented using the equity method of accounting for its investments in 100% owned subsidiaries. Under the equity method, the investments in subsidiaries are recorded at cost and adjusted for our share of the subsidiaries cumulative results of operations, capital contributions, distributions and other equity changes. The elimination entries principally eliminate investments in subsidiaries and intercompany balances and transactions. The financial information in this note should be read in conjunction with the Consolidated Financial Statements presented and other notes related thereto contained in this Registration Statement on Form S-4. The Company revised its Condensed Consolidating Statement of Comprehensive Income and of Cash Flows for the year ended December 31, 2015 to correct the presentation of certain intercompany activities, which were improperly classified among the Parent Issuer, the Guarantor Subsidiaries and the Non-Guarantor Subsidiaries. These errors had no impact on the Condensed Consolidating Balance Sheet, Consolidated Financial Statements of the Company.

The Company assessed the materiality of these errors on the previously issued financial statements and concluded that the errors were not material to the Consolidated Financial Statements taken as a whole.

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(Dollars in millions, except per share)

The impact of the revisions noted above is reflected in the following tables:

Condensed Consolidating Statements of Comprehensive (Loss) Income:

	Parent Issuer		Guarantor Subsidiaries		Non-Guarantor Subsidiaries		Eliminations and Adjustments	
	As Reported	As Revised	As Reported	As Revised	As Reported	As Revised	As Reported	As Revised
Year Ended December 31, 2015								
Net sales	\$ —	\$ —	\$ 4,067	\$ 4,044	\$ 3,200	\$ 3,269	\$ (1,550)	\$ (1,596)
Cost of goods sold	—	—	4,123	3,708	2,246	2,650	(1,607)	(1,596)
Gross (loss) profit	—	—	(56)	336	954	619	57	—
Selling, general and administrative expense	15	15	460	426	170	204	(13)	(13)
Equity in earnings of subsidiaries	(15)	(47)	—	—	—	—	15	47
Interest expense and other income, net	(106)	(74)	192	91	(107)	(75)	(57)	(20)
(Loss) income before income taxes	(136)	(136)	(734)	(413)	654	321	28	40
(Benefit from) provision for income taxes	(46)	(46)	(114)	(89)	54	40	8	(3)
Net (loss) income	(90)	(90)	(620)	(324)	600	281	20	43
Comprehensive (loss) income attributable to Chemours	(82)	(82)	(620)	(324)	348	29	20	43

Condensed Consolidating Statements of Cash Flows:

	Parent Issuer		Guarantor Subsidiaries		Non-Guarantor Subsidiaries		Eliminations and Adjustments	
	As Reported	As Revised	As Reported	As Revised	As Reported	As Revised	As Reported	As Revised

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Year Ended  
December 31,  
2015

Cash flows from operating activities	\$ (119)	\$ (119)	\$ (125)	\$ 171	\$ 440	\$ 121	\$ (14)	\$ 9
Cash flows from investing activities	—	—	(446)	(446)	(253)	(253)	202	202
Cash flows from financing activities	119	119	666	370	90	409	(188)	(211)

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(Dollars in millions, except per share)

## Condensed Consolidating Statements of Comprehensive (Loss) Income

Year Ended December 31, 2015

	Parent Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Net sales	\$ —	\$ 4,044	\$ 3,269	\$ (1,596)	\$ 5,717
Cost of goods sold	—	3,708	2,650	(1,596)	4,762
Gross (loss) profit	—	336	619	—	955
Selling, general and administrative expense	15	426	204	(13)	632
Research and development expense	—	95	2	—	97
Employee separation and asset related charges, net	—	295	38	—	333
Goodwill impairment	—	25	—	—	25
Total expenses	15	841	244	(13)	1,087
Equity in earnings of affiliates	—	1	21	—	22
Equity in net loss of subsidiaries	(47)	—	—	47	—
Interest expense, net	(131)	(1)	—	—	(132)
Intercompany interest income (expense), net	44	—	(44)	—	—
Other income (loss), net	13	92	(31)	(20)	54
(Loss) income before income taxes	(136)	(413)	321	40	(188)
(Benefit from) provision for income taxes	(46)	(89)	40	(3)	(98)
Net (loss) income	(90)	(324)	281	43	(90)
Less: Net income attributable to noncontrolling interests	—	—	—	—	—
Net (loss) income attributable to Chemours	\$ (90)	\$ (324)	\$ 281	\$ 43	\$ (90)
Comprehensive (loss) income attributable to Chemours	\$ (82)	\$ (324)	\$ 29	\$ 43	\$ (334)

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(Dollars in millions, except per share)

## Condensed Consolidating Statements of Comprehensive Income

Year Ended December 31, 2014

	Parent Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Net sales	\$ —	\$ 4,593	\$ 3,722	\$ (1,883)	\$ 6,432
Cost of goods sold	—	3,863	3,093	(1,884)	5,072
Gross profit	—	730	629	1	1,360
Selling, general and administrative expense	—	429	256	—	685
Research and development expense	—	127	16	—	143
Employee separation and asset related charges, net	—	11	10	—	21
Total expenses	—	567	282	—	849
Equity in earnings of affiliates	—	—	20	—	20
Equity in earnings of subsidiaries	400	—	—	(400)	—
Other income (expense), net	—	80	(61)	—	19
Income before income taxes	400	243	306	(399)	550
Provision for income taxes	—	75	76	(2)	149
Net income	400	168	230	(397)	401
Less: Net income attributable to noncontrolling interests	—	—	1	—	1
Net income attributable to Chemours	\$ 400	\$ 168	\$ 229	\$ (397)	\$ 400
Comprehensive income attributable to Chemours	\$ 400	\$ 168	\$ 229	\$ (397)	\$ 400

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(Dollars in millions, except per share)

## Condensed Consolidating Statements of Comprehensive Income

Year Ended December 31, 2013

	Parent Guarantor Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Net sales	\$ —	\$ 5,066	\$ 3,690	\$ (1,897)	\$ 6,859
Cost of goods sold	—	4,250	3,053	(1,908)	5,395
Gross profit	—	816	637	11	1,464
Selling, general and administrative expense	—	492	276	—	768
Research and development expense	—	147	17	—	164
Employee separation and asset related charges, net	—	—	2	—	2
Total expenses	—	639	295	—	934
Equity in earnings of affiliates	—	—	22	—	22
Other income (expense), net	—	48	(24)	—	24
Income before income taxes	—	225	340	11	576
Provision for income taxes	—	72	77	3	152
Net income	—	153	263	8	424
Less: Net income attributable to noncontrolling interests	—	—	1	—	1
Net income attributable to Chemours	\$ —	\$ 153	\$ 262	\$ 8	\$ 423
Comprehensive income attributable to Chemours	\$ —	\$ 153	\$ 262	\$ 8	\$ 423

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(Dollars in millions, except per share)

## Condensed Consolidating Balance Sheets

Year Ended December 31, 2015

	Parent Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Assets					
Current assets:					
Cash	\$ —	\$ 95	\$ 271	\$ —	\$ 366
Accounts and notes receivable—trade, net	—	344	515	—	859
Intercompany receivable	3	459	54	(516)	—
Inventories	—	493	501	(22)	972
Prepaid expenses and other	—	49	52	3	104
Total current assets	3	1,440	1,393	(535)	2,301
Property, plant and equipment	—	7,070	1,945	—	9,015
Less: Accumulated depreciation	—	(4,899)	(939)	—	(5,838)
Net property, plant and equipment	—	2,171	1,006	—	3,177
Goodwill	—	141	25	—	166
Other intangible assets, net	—	10	—	—	10
Investments in affiliates	—	9	127	—	136
Investment in subsidiaries	3,105	—	—	(3,105)	—
Intercompany notes receivable	1,150	—	—	(1,150)	—
Other assets	19	275	214	—	508
Total assets	\$ 4,277	\$ 4,046	\$ 2,765	\$ (4,790)	\$ 6,298
Liabilities and equity					
Current liabilities:					
Accounts payable	\$ —	\$ 637	\$ 336	\$ —	\$ 973
Short-term borrowings and current maturities of long-term debt	15	24	—	—	39
Intercompany payable	202	54	260	(516)	—
Other accrued liabilities	21	287	146	—	454
Total current liabilities	238	1,002	742	(516)	1,466
Long-term debt	3,913	2	—	—	3,915
Other liabilities	—	456	97	—	553
Intercompany notes payable	—	—	1,150	(1,150)	—
Deferred income taxes	—	173	61	—	234
Total liabilities	4,151	1,633	2,050	(1,666)	6,168

Commitments and contingent liabilities

Equity

Total Chemours stockholder's equity	126	2,413	711	(3,124)	126
Noncontrolling interests	—	—	4	—	4
Total equity	126	2,413	715	(3,124)	130
Total liabilities and equity	\$ 4,277	\$ 4,046	\$ 2,765	\$ (4,790)	\$ 6,298

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(Dollars in millions, except per share)

## Condensed Consolidating Balance Sheets

	Year Ended December 31, 2014				
	Parent Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Assets					
Current assets:					
Cash	\$ —	\$ —	\$ —	\$ —	\$ —
Accounts and notes receivable—trade, net	—	355	491	—	846
Intercompany receivable	—	316	42	(358)	—
Inventories	—	510	616	(74)	1,052
Prepaid expenses and other	—	12	16	15	43
Total current assets	—	1,193	1,165	(417)	1,941
Property, plant and equipment	—	7,107	2,175	—	9,282
Less: Accumulated depreciation	—	(4,848)	(1,126)	—	(5,974)
Net property, plant and equipment	—	2,259	1,049	—	3,308
Goodwill	—	170	28	—	198
Other intangible assets, net	—	11	—	—	11
Investments in affiliates	—	—	124	—	124
Investments in subsidiaries	3,669	—	—	(3,669)	—
Other assets	—	332	45	—	377
Total assets	\$ 3,669	\$ 3,965	\$ 2,411	\$ (4,086)	\$ 5,959
Liabilities and equity					
Current liabilities:					
Accounts payable	\$ —	\$ 614	\$ 432	\$ —	\$ 1,046
Intercompany payable	—	42	316	(358)	—
Other accrued liabilities	—	248	104	—	352
Total current liabilities	—	904	852	(358)	1,398
Other liabilities	—	454	10	—	464
Deferred income taxes	—	380	44	—	424
Total liabilities	—	1,738	906	(358)	2,286
Commitments and contingent liabilities					
Equity					
Total Chemours stockholder's equity	3,669	2,227	1,501	(3,728)	3,669

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Noncontrolling interests	—	—	4	—	4
Total equity	3,669	2,227	1,505	(3,728)	3,673
Total liabilities and equity	\$ 3,669	\$ 3,965	\$ 2,411	\$ (4,086)	\$ 5,959

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(Dollars in millions, except per share)

## Condensed Consolidating Statements of Cash Flows

Year Ended December 31, 2015

	Parent Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Operating activities					
Cash (used for) provided by operating activities	\$ (119)	\$ 171	\$ 121	\$ 9	\$ 182
Investing activities					
Purchases of property, plant and equipment	—	(292)	(227)	—	(519)
Proceeds from sales of assets, net	—	6	6	—	12
Foreign exchange contract settlements	—	42	—	—	42
Investment in affiliates	—	—	(32)	—	(32)
Intercompany investing activities	—	(202)	—	202	—
Cash used for investing activities	—	(446)	(253)	202	(497)
Financing activities					
Proceeds from issuance of debt, net	3,489	2	—	—	3,491
Intercompany short-term borrowings, net	202	—	—	(202)	—
Debt repayments	(8)	(2)	—	—	(10)
Dividends paid	(105)	—	—	—	(105)
Debt issuance costs	(79)	—	—	—	(79)
Cash provided at separation by DuPont	—	87	160	—	247
Net transfers (to) from DuPont	(3,380)	283	249	(9)	(2,857)
Cash provided by financing activities	119	370	409	(211)	687
Effect of exchange rate changes on cash	—	—	(6)	—	(6)
Increase in cash	—	95	271	—	366
Cash at beginning of year	—	—	—	—	—
Cash at end of year	\$ —	\$ 95	\$ 271	\$ —	\$ 366

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The Chemours Company

Notes to the Consolidated Financial Statements

(Dollars in millions, except per share)

## Condensed Consolidating Statements of Cash Flows

	Year Ended December 31, 2014				
	Parent Guarantor Issuer	Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Operating activities					
Cash provided by operating activities	\$ —	\$ 302	\$ 208	\$ (5)	\$ 505
Investing activities					
Purchases of property, plant and equipment	—	(287)	(317)	—	(604)
Proceeds from sales of assets, net	—	30	2	—	32
Investment in affiliates	—	—	(8)	—	(8)
Other investing activities	—	20	—	—	20
Cash used for investing activities	—	(237)	(323)	—	(560)
Financing activities					
Net transfers (to) from DuPont	—	(65)	115	5	55
Cash (used for) provided by financing activities	—	(65)	115	5	55
Effect of exchange rate changes on cash	—	—	—	—	—
Increase in cash	—	—	—	—	—
Cash at beginning of year	—	—	—	—	—
Cash at end of year	\$ —	\$ —	\$ —	\$ —	\$ —

	Year Ended December 31, 2013				
	Parent Guarantor Issuer	Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Adjustments	Consolidated
Operating activities					
Cash provided by operating activities	\$ —	\$ 388	\$ 409	\$ 1	\$ 798
Investing activities					
Purchases of property, plant and equipment	—	(200)	(238)	—	(438)
Proceeds from sales of assets, net	—	8	6	—	14
Cash used for investing activities	—	(192)	(232)	—	(424)
Financing activities					
Net transfers to DuPont	—	(196)	(177)	(1)	(374)
Cash used for financing activities	—	(196)	(177)	(1)	(374)
Effect of exchange rate changes on cash	—	—	—	—	—

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Increase in cash	—	—	—	—	—
Cash at beginning of year	—	—	—	—	—
Cash at end of year	\$ —	\$ —	\$ —	\$ —	\$ —

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THE CHEMOURS COMPANY

Offers to Exchange

\$1,350,000,000 aggregate principal amount of its 6.625% Senior Notes due 2023, \$750,000,000 aggregate principal amount of its 7.000% Senior Notes due 2025 and €360,000,000 aggregate principal amount of its 6.125% Senior Notes due 2023, the issuance of which has been registered under the Securities Act of 1933, as amended, for any and all of its outstanding \$1,350,000,000 aggregate principal amount of its 6.625% Senior Notes due 2023 issued on May 12, 2015, \$750,000,000 aggregate principal amount of its 7.000% Senior Notes due 2025 issued on May 12, 2015, and €360,000,000 aggregate principal amount of its 6.125% Senior Notes due 2023 issued on May 12, 2015

PRELIMINARY PROSPECTUS

Until the date that is 90 days from the date of this prospectus, all dealers that effect transactions in these securities, whether or not participating in this offering, may be required to deliver a prospectus. This is in addition to the dealers' obligation to deliver a prospectus when acting as underwriters with respect to their unsold allotments or subscriptions.

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PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

Item 20. Indemnification of Directors and Officers

The following summarizes the limitations of liability and/or certain indemnification rights provided for in the applicable statutes and constituent documents of the registrants. These summaries are qualified in their entirety by reference to the complete text of the statutes and the documents referred to below.

Registrants Incorporated or Organized Under the Laws of Delaware

Delaware corporations

Section 145(a) of the Delaware General Corporation Law (the “DGCL”) authorizes a Delaware corporation to indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that the person is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys’ fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit or proceeding, if the person acted in good faith and in a manner the person reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe the person’s conduct was unlawful.

Section 145(b) further authorizes a Delaware corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that the person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys’ fees) actually and reasonably incurred by the person in connection with the defense or settlement of such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation unless and only to the extent that the Court of Chancery or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court of Chancery or such other court shall deem proper.

Section 102(b)(7) of the DGCL enables a corporation in its certificate of incorporation or an amendment thereto to eliminate or limit the personal liability of a director to the corporation or its stockholders of monetary damages for violations of the director’s fiduciary duty of care, except (i) for any breach of the director’s duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the DGCL (providing for liability of directors for unlawful payment of dividends or unlawful stock purchases or redemptions) or (iv) for any transaction from which a director derived an improper personal benefit. These provisions will not limit the liability of directors or officers under the federal securities laws of the United States.

The Chemours Company

The Amended and Restated Certificate of Incorporation of The Chemours Company provides that a director of the corporation shall not be personally liable either to the corporation or to any stockholder for breach of fiduciary duty as a director, except for liability (i) for any breaches of such director’s duty of loyalty to the corporation or its stockholders; (ii) for acts or omissions which are not in good faith or which involve intentional misconduct or knowing violation of the law; (iii) under Section 174 of the DGCL, which relates to unlawful declarations of dividends or other distributions or assets to stockholders; or (iv) for any transaction from which the director derived any personal benefit.

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If the DGCL is amended after approval by the stockholders of the Amended and Restated Certificate of Incorporation for the corporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the full extent provided by the DGCL, as so amended.

On February 23, 2016, The Chemours Company entered into indemnification agreements with its current directors and officers. The indemnification agreements supplement the indemnification provisions applicable under The Chemours Company's (i) Amended and Restated Certificate of Incorporation and (ii) Amended and Restated Bylaws, and the General Corporation Law of the State of Delaware.

Among the terms and conditions of the indemnification agreements are provisions providing for director and officer indemnitees to be indemnified in the context of certain third-party proceedings and proceedings by or in the right of The Chemours Company. The agreements also provide for, under certain circumstances, indemnification against certain expenses to the extent an indemnitee is wholly or partly successful in a proceeding, and to the extent an indemnitee is a witness or otherwise asked to participate in a proceeding to which the indemnitee is not a party. Also, under certain conditions, the indemnification agreements provide for the advancement of certain expenses from The Chemours Company to an indemnitee.

International Dioxide, Inc.

The Certificate of Incorporation of International Dioxide, Inc. ("International Dioxide") provides that the personal liability of a director to International Dioxide or its stockholders for monetary damages for breach of fiduciary duty as a director of International Dioxide is eliminated, except for such liability of a director of International Dioxide (i) for any breach of a director's duty of loyalty to International Dioxide or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for payment of a dividend on or the repurchase of International Dioxide's stock which is unlawful under Section 174 of the DGCL, or (iv) for any transaction from which a director derived an improper personal benefit.

Any director or officer of International Dioxide and each person who may have served at the request of International Dioxide as a director or officer of another corporation in which International Dioxide owns shares of capital stock or of which it is a creditor shall be indemnified by International Dioxide against all costs, expenses and liabilities (including counsel fees) reasonably incurred by or imposed upon him in connection with or resulting from any action, suit or proceeding to which he may be made a party by reason of his being or having been such director or officer, or by reason of any action or omission or alleged action or omission by him in such capacity, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable as such director or officer. The foregoing qualification shall not, however, prevent a settlement by International Dioxide prior to the final adjudication when such settlement appears to be in the interest of International Dioxide. Such right of indemnification shall not be exclusive of other rights to which any director or officer may now or hereafter be entitled shall continue as to a person who has ceased to be such director or officer, and shall inure to the benefit of the heirs, executors and administrators of a director or officer.

The Board of Directors of International Dioxide shall determine the propriety of the expenses (including counsel fees) incurred by any person who claims indemnity under International Dioxide's Certificate of Incorporation and such determination shall be final and conclusive. None of the provisions of the Certificate of Incorporation shall be construed as a limitation upon the right of International Dioxide to exercise its general power to enter into a contract or undertaking of indemnity with any director, officer, agent or employee in any proper case not provided for in the Certificate of Incorporation.

Delaware limited liability companies

Section 18-303(a) of the Delaware Limited Liability Company Act (the "Delaware LLC Act") provides that, except as otherwise provided by the Delaware LLC Act, the debts, obligations and liabilities of a limited liability company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the limited liability company, and no member or manager of a limited liability company shall be obligated personally for any such debt, obligation or liability of the limited liability company solely

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by reason of being a member or acting as a manager of the limited liability company. Section 18-108 of the Delaware LLC Act states that subject to such standards and restrictions, if any, as set forth in its limited liability company agreement, a limited liability company may, and shall have the power to, indemnify and hold harmless any member or manager or other person from and against any and all claims and demands whatsoever.

The Chemours Company FC, LLC

The Chemours Company FC, LLC (“Chemours Company FC”) is subject to the provisions of the Delaware LLC Act. The Certificate of Formation of Chemours Company FC does not impose any additional indemnity requirements on Chemours Company FC.

First Chemical Texas, L.P.

First Chemical Texas, L.P. (“First Chemical Texas”) is subject to the provisions of the Delaware LLC Act. The Certificate of Limited Partnership of First Chemical Texas does not impose any additional indemnity requirements on First Chemical FC.

Registrants Incorporated or Organized Under the Laws of Mississippi

Mississippi corporations

Section 79-4-8.51 of the Mississippi Business Corporation Act (“MBCA”) provides that a corporation may indemnify an individual who is a party to a proceeding because he is a director against liability incurred if he believed his conduct to be lawful, he conducted himself in good faith and he reasonably believed that his conduct was in the best interest of the corporation (if his conduct was in his official capacity) or at least not opposed to the best interests of the corporation (in any other circumstance). This section of the MBCA also provides a corporation the ability to include additional indemnification provisions in its articles of incorporation.

However, under Section 79-4-2.02(b)(5), a corporation may not indemnify a director for (i) receipt of a financial benefit to which he is not entitled; (ii) an intentional infliction of harm on the corporation or its shareholders; (iii) participation in unlawful distributions as indicated in Section 79-4-8.33 of the MBCA; or (iv) an intentional violation of criminal law.

Under Section 79-4-8.52 of the MBCA, a corporation is required to indemnify a director who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he was a party because he was a director of the corporation against reasonable expenses incurred by him in connection with the proceeding.

ChemFirst Inc.

ChemFirst Inc. (“ChemFirst”) is subject to the provisions of the MBCA. The Articles of Incorporation of ChemFirst do not impose any additional indemnity requirements on ChemFirst.

First Chemical Corporation

First Chemical Corporation (“First Chemical”) is subject to the provisions of the MBCA. The Articles of Incorporation of First Chemical do not impose any additional indemnity requirements on First Chemical.

Mississippi limited liability companies

Section 79-29-123 of the Mississippi Limited Liability Company Act (the “Mississippi LLC Act”) provides that the certificate of formation or operating agreement may indemnify and hold harmless any member, manager or other person made a party to a proceeding because he is or was a member, manager or agent of the limited liability company against liability incurred in the proceeding if: (a) he conducted himself in good faith; and (b) he reasonably believed: (i) in the case of conduct in his official capacity with the limited liability company, that his conduct was in its best interests; and (ii) in all other cases, that his conduct was at least not opposed to its best interests; and (c) in the case of any criminal proceeding, he had

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no reasonable cause to believe that his conduct was unlawful. A member's, manager's or other person's conduct with respect to an employee benefit plan for a purpose he reasonably believed to be in the interests of the participants in and beneficiaries of the plan is conduct that satisfies the requirements of paragraph (1)(b)(ii) of Section 79-29-123. Unless otherwise provided for in the certificate of formation or the operating agreement, a liability company must indemnify a member, manager, officer or other person who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the person was a party because the person is or was a member, manager, officer or agent of the limited liability company against reasonable expenses incurred by the member, manager, officer or agent in connection with the proceeding.

First Chemical Holdings, LLC

First Chemical Holdings, LLC ("First Chemical Holdings") is subject to the provisions of the Mississippi LLC Act. The Certificate of Formation of First Chemical Holdings does not impose any additional indemnity requirements on First Chemical Holdings.

Registrants Organized Under the Laws of Pennsylvania

Pennsylvania limited liability companies

Section 8945 of the Pennsylvania Limited Liability Company Law of 1994 (the "Pennsylvania LLC Law") provides that a Pennsylvania limited liability company may and shall have the power to indemnify and hold harmless any member or manager or other person from and against any and all claims and demands whatsoever; provided, however, that a limited liability company may not indemnify a manager, member or other person for an act that is determined by a court to constitute willful misconduct or recklessness. Further, subsection (d) provides that a limited liability company may pay expenses incurred by a member, manager or other person in advance of disposition of any claim if such person makes an undertaking to repay the company if it is determined that such person is not entitled to indemnification. Finally, under subsection (f), a limited liability company must indemnify its members and managers for payments made, and personal liabilities reasonably incurred, in the ordinary and proper conduct of its business or for the preservation of its business or property.

The Chemours Company TT, LLC

The Chemours Company TT, LLC ("Chemours Company TT") is subject to the provisions of the Pennsylvania LLC Law. The Certificate of Organization for Chemours Company TT does not impose any additional indemnity requirements on Chemours Company TT.

Registrants Incorporated Under the Laws of Texas

Texas corporations

Section 8.101 of the Texas Business Organizations Code (the "TBOC") provides that, subject to certain limitations and in addition to other provisions, a Texas corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in a proceeding because the person is or was a director only if it is determined in accordance with certain requirements that: the person: (A) acted in good faith; (B) reasonably believed: (i) in the case of conduct in the person's official capacity, that the person's conduct was in the enterprise's best interests; and (ii) in any other case, that the person's conduct was not opposed to the enterprise's best interests; and (C) in the case of a criminal proceeding, did not have a reasonable cause to believe the person's conduct was unlawful.

Section 8.051 of the TBOC also provides that a Texas corporation shall indemnify a director against reasonable expenses actually incurred by the director in connection with a proceeding in which the director is a named defendant or respondent because he or she is or was a director if the director is wholly successful, on the merits or otherwise, in the defense of the proceeding. In addition, Section 8.052 of the TBOC requires indemnification by a Texas corporation to the fullest extent that a court so orders.

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FT Chemical, Inc.

FT Chemical, Inc. (“FT Chemical”) is subject to the provisions of the TBOC. The Articles of Incorporation of FT Chemical do not impose any additional indemnity requirements on FT Chemical.

Item 21. Exhibits and Financial Statement Schedules.

(a)

Exhibits

See the Exhibit Index immediately following the signature pages included in this Registration Statement.

(b)

Financial Statement Schedules

None.

Item 22. Undertakings.

(1)

Each of the undersigned registrants hereby undertakes:

(a)

to file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(i)

to include any prospectus required by Section 10(a)(3) of the Securities Act;

(ii)

to reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the SEC pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than a 20% change in the maximum aggregate offering price set forth in the “Calculation of Registration Fee” table in the effective registration statement; and

(iii)

to include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement.

(b)

that, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof;

(c)

to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering;

(2)

Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the registrant pursuant to the foregoing provisions, or otherwise, the registrants have been advised that in the opinion of the SEC such indemnification is against public policy as expressed in the

Explanation of Responses:



Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

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(3)

Each of the undersigned registrants hereby undertakes to respond to requests for information that is incorporated by reference into the prospectus pursuant to Item 4, 10(b), 11 or 13 of Form S-4 within one business day of receipt of such request, and to send the incorporated documents by first class mail or equally prompt means. This includes information contained in documents filed subsequent to the effective date of the registration statement through the date of responding to the request.

(4)

Each of the undersigned registrants hereby undertakes to supply by means of a post-effective amendment all information concerning a transaction that was not the subject of and included in the registration statement when it became effective.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in Wilmington, Delaware, on April 28, 2016.

THE CHEMOURS COMPANY

By: /s/ Mark E. Newman

Name:

Mark E. Newman

Title:

Senior Vice President and

Chief Financial Officer

\* \* \* \*

Pursuant to the requirements of the Securities Act of 1933, this registration statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
*	President, Chief Executive Officer, and Director (Principal Executive Officer)	April 28, 2016
Mark P. Vergnano		
/s/ Mark E. Newman	Senior Vice President and Chief Financial Officer (Principal Financial Officer)	April 28, 2016
Mark E. Newman		
/s/ Amy P. Trojanowski	Vice President and Corporate Controller (Principal Accounting Officer)	April 28, 2016
Amy P. Trojanowski		
*	Chairman of the Board	April 28, 2016
Richard H. Brown		
*	Director	April 28, 2016
Curtis V. Anastasio		
*	Director	April 28, 2016
Bradley J. Bell		
*	Director	April 28, 2016
Mary B. Cranston		
*	Director	April 28, 2016
Curtis J. Crawford		
*	Director	April 28, 2016
Dawn L. Farrell		
*	Director	April 28, 2016

Stephen D. Newlin

\*

By: /s/ Mark E. Newman

Mark E. Newman

Attorney-in-fact

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in Wilmington, Delaware, on April 28, 2016.

THE CHEMOURS COMPANY TT, LLC

By: /s/ Mark E. Newman

Name:

Mark E. Newman

Title:

Senior Vice President, Chief Financial Officer and Manager

\* \* \* \*

Pursuant to the requirements of the Securities Act of 1933, this registration statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Mark P. Vergnano	President, Chief Executive Officer and Manager (Principal Executive Officer)	April 28, 2016
Mark P. Vergnano		
/s/ Mark E. Newman	Senior Vice President, Chief Financial Officer and Manager (Principal Financial Officer and Principal Accounting Officer)	April 28, 2016
Mark E. Newman		
*	Manager	April 28, 2016
E. Bryan Snell		

\*

By: /s/ Mark E. Newman

Mark E. Newman

Attorney-in-fact

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in Wilmington, Delaware, on April 28, 2016.

THE CHEMOURS COMPANY  
FC, LLC

By: /s/ Mark E. Newman

Name:  
Mark E. Newman

Title:  
Senior Vice President and  
Chief Financial Officer

\* \* \* \*

Pursuant to the requirements of the Securities Act of 1933, this registration statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Mark Vergnano	President, Chief Executive Officer and Manager (Principal Executive Officer)	April 28, 2016
Mark P. Vergnano		
/s/ Mark E. Newman	Senior Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	April 28, 2016
Mark E. Newman		
*		
Thierry F.J. Vanlancker	Manager	April 28, 2016
*		
Christian W. Siemer	Manager	April 28, 2016
*		

By: /s/ Mark E. Newman  
Mark E. Newman  
Attorney-in-fact

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in Wilmington, Delaware, on April 28, 2016.

CHEMFIRST INC.

FIRST CHEMICAL CORPORATION

FIRST CHEMICAL HOLDINGS, LLC

FIRST CHEMICAL TEXAS, L.P.

FT CHEMICAL, INC.

By: /s/ Mark E. Newman

Name:

Mark E. Newman

Title:

Senior Vice President and  
Chief Financial Officer

\* \* \* \*

Pursuant to the requirements of the Securities Act of 1933, this registration statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ James L. Withrow	President and Director/Manager (Principal Executive Officer)	April 28, 2016
James L. Withrow(1)		
/s/ Mark E. Newman	Senior Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	April 28, 2016
Mark E. Newman(2)		
*		
Edson D. Silveira(3)	Director/Manager	April 28, 2016

(1)  
Signing on behalf of First Chemical Texas, L.P. (“First Chemical”) as President and Director of FT Chemical Inc. (“FT Chemical”), the General Partner of First Chemical.

(2)  
Signing on behalf of First Chemical as Senior Vice President and Chief Financial Officer of FT Chemical, the General Partner of First Chemical.

(3)  
Signing on behalf of First Chemical as Director of FT Chemical, the General Partner of First Chemical.

\*

By: /s/ Mark E. Newman  
Mark E. Newman  
Attorney-in-fact

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in Wilmington, Delaware, on April 28, 2016.

INTERNATIONAL  
DIOXCIDE, INC

By: /s/ Mark E. Newman

Name:  
Mark E. Newman

Title:  
Senior Vice President and  
Chief Financial Officer

\* \* \* \*

Pursuant to the requirements of the Securities Act of 1933, this registration statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Min Chao	President and Director (Principal Executive Officer)	April 28, 2016
Min Chao		
/s/ Mark E. Newman	Senior Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	April 28, 2016
Mark E. Newman		
*		
James L. Withrow	Director	April 28, 2016
*		

By: /s/ Mark E. Newman  
Mark E. Newman  
Attorney-in-fact

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## EXHIBIT INDEX

Exhibit No.	Exhibit
2.1	Separation Agreement by and between E. I. du Pont de Nemours and Company and the Chemours Company (incorporated by reference to Exhibit 2 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
3.1	Company's Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
3.2	Company's Amended and Restated Bylaws (incorporated by reference to Exhibit 3.2 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
5.1†	Opinion of Morrison & Foerster LLP.
5.2†	Opinion of Kirkland & Ellis LLP.
5.3†	Opinion of Ballard Spahr LLP.
5.4†	Opinion of Butler Snow LLP.
10.1	Second Amended and Restated Transition Services Agreement by and between E. I. du Pont de Nemours and Company and The Chemours Company (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.2	Tax Matters Agreement by and between E. I. du Pont de Nemours and Company and The Chemours Company (incorporated by reference to Exhibit 10.2 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.3	Employee Matters Agreement by and between E. I. du Pont de Nemours and Company and The Chemours Company (incorporated by reference to Exhibit 10.3 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.4	Third Amended and Restated Intellectual Property Cross-License Agreement by and among E. I. du Pont de Nemours and Company, The Chemours Company FC and The Chemours Company TT, LLC (incorporated by reference to Exhibit 10.4 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.5*	Offer of Employment Letter between Mark E. Newman and E. I. du Pont de Nemours and Company, dated October 14, 2014 (incorporated by reference to Exhibit 10.5 to the Company's Amendment No. 2 to Form 10, as filed with the U.S. Securities and Exchange Commission on April 21, 2015).
10.6*	Offer of Employment Letter between Elizabeth Albright and E. I. du Pont de Nemours and Company, dated September 25, 2014 (incorporated by reference to Exhibit 10.6 to the Company's Amendment No. 2 to Form 10, as filed with the U.S. Securities and Exchange Commission on April 21, 2015).
10.7	Indenture, dated May 12, 2015 by and among The Chemours Company, The Guarantors party thereto and U.S. Bank National Association, as Trustee, Elavon Financial Services Limited, as Registrar and Transfer Agent for the Euro Notes (incorporated by reference to Exhibit 10.7 to the Company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).
10.8	First Supplemental Indenture, dated May 12, 2015, by and among The Chemours Company, the Guarantors party thereto and U.S. Bank National Association, as Trustee (incorporated by reference to Exhibit 10.8 to the Company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).

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Exhibit No.	Exhibit
10.9	Second Supplemental Indenture, dated May 12, 2015, by and among The Chemours Company, the Guarantors party thereto and U.S. Bank National Association, as Trustee (incorporated by reference to Exhibit 10.9 to the Company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).
10.10	Third Supplemental Indenture, dated May 12, 2015, by and among The Chemours Company, the Guarantors party thereto and U.S. Bank National Association, as Trustee, Elavon Financial Services Limited, UK Branch, as Paying Agent for the Euro Notes and Elavon Financial Services Limited, as Registrar and Transfer Agent for the Euro Notes (incorporated by reference to Exhibit 10.10 to the Company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).
10.11	6.625% Notes due 2023 (included in Exhibit 10.8).
10.12	7.000% Notes due 2025 (included in Exhibit 10.9).
10.13	6.125% Notes due 2023 (included in Exhibit 10.10).
10.14(1)	Credit Agreement, dated May 12, 2015 by and among The Chemours Company, certain Guarantors party thereto and JPMorgan Chase Bank, N.A., as administrative agent (incorporated by reference to Exhibit 10.14 to the Company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).
10.14(2)	Amendment No. 1 to the Credit Agreement among The Chemours Company, the lenders and issuing banks thereto and JPMorgan Chase Bank, N.A., as administrative agent (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on September 28, 2015).
10.14(3)	Amendment No. 2 to the Credit Agreement dated February 19, 2016 by and among The Chemours Company, the lenders and issuing banks thereto and JPMorgan Chase Bank, N.A., as administrative agent (incorporated by reference to Item 10.1 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on February 23, 2016).
10.15	Registration Rights Agreement, dated May 12, 2015, by and among The Chemours Company, certain Guarantors party thereto and Credit Suisse Securities (USA) LLC and J.P. Morgan Securities LLC, as representatives of the Dollar purchases and Credit Suisse Securities (USA) LLC and J.P. Morgan Securities plc, as representatives of the Euro Purchasers (incorporated by reference to Exhibit 10.15 to the company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).
10.16*	The Chemours Company Equity and Incentive Plan (incorporated by reference to Exhibit 4.1 to the Company's Form S-8 (File No. 333-205391, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.17*	The Chemours Company Retirement Savings Restoration Plan (incorporated by reference to Exhibit 10.5 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.18*	The Chemours Company Management Deferred Compensation Plan (incorporated by reference to Exhibit 4.1 to the Company's Form S-8 (File No. 333-205393), as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.19*	The Chemours Company Stock Accumulation and Deferred Compensation Plan for Directors (incorporated by reference to Exhibit 4.1 to the Company's Form S-8 (File No. 333-205392), as filed with the U.S. Securities and Exchange Commission on July 1, 2015).
10.20*	

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The Chemours Company Senior Executive Severance Plan (incorporated by reference to Exhibit 10.20 to the company's Amendment No. 3 to Form 10, as filed with the U.S. Securities and Exchange Commission on May 13, 2015).

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Exhibit No.	Exhibit
10.21*	Form of Option Award Terms under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.21 to the company’s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2015).
10.22*	Form of Restricted Stock Unit Terms under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.22 to the company’s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2015).
10.23*	Form of Stock Appreciation Right Terms under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.23 to the company’s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2015).
10.24*	Form of Restricted Stock Unit Terms for Non-Employee Directors under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.24 to the company’s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2015).
10.25*	Form of Performance-Based Restricted Stock Unit Terms for August 2015 (incorporated by reference to Exhibit 10.25 to the company’s Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2015).
10.26*	Form of Performance Share Unit Award Terms under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.26 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2015).
10.27*	Form of Cash Performance Award Terms under the Company’s Equity Incentive Plan (incorporated by reference to Exhibit 10.27 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2015).
10.28*	Form of Indemnification Agreement for officers and directors (incorporated by reference to Exhibit 10.28 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2015).
10.30	Letter Agreement dated January 28, 2016 by and between The Chemours Company and E. I. du Pont de Nemours and Company (incorporated by reference to Item 10.2 to the Company’s Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on February 23, 2016).
12.1†	Computation of Ratio of Earnings to Fixed Charges for the Company.
21	Subsidiaries of the Company (incorporated by reference to Exhibit 21 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2015).
23.1	Consent of PricewaterhouseCoopers LLP.
23.2†	Consent of Morrison & Foerster LLP (included in Exhibit 5.1).
23.3†	Consent of Kirkland & Ellis LLP (included in Exhibit 5.2).
23.4†	Consent of Ballard Spahr LLP (included in Exhibit 5.3).
23.5†	Consent of Butler Snow LLP (included in Exhibit 5.4).
24.1†	Powers of Attorney (see signature pages of this Registration Statement).
25.1†	Statement on Form T-1 as to the Eligibility of the Trustee.
95	Mine Safety Disclosures (incorporated by reference to Exhibit 95 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2015).
99.1†	Schedule II—Valuation of Qualifying Accounts.
99.2†	Form of Letter of Transmittal.
99.3†	Form of Notice of Guaranteed Delivery.
101.INS†	XBRL Instance Document

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101.SCH† XBRL Taxonomy Extension Schema Document

101.CAL† XBRL Taxonomy Extension Calculation Linkbase Document

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Exhibit No.	Exhibit
101.LAB†	XBRL Taxonomy Extension Label Linkbase Document
101.PRE†	XBRL Taxonomy Extension Presentation Linkbase Document
101.DEF†	XBRL Taxonomy Extension Definition Linkbase Document

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Management contract or compensatory plan or arrangement.

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Previously filed.

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