## Edgar Filing: CHEMED CORP - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	W ENT OF CHA uant to Section	<b>ashington</b> NGES IN SECU 16(a) of t Utility Ho	n, D.C. 2 N BENEI RITIES the Secur	0549 FICI ities mpa	AL OWI Exchange ny Act of	e Act of 1934, 1935 or Section	OMB Number: Expires: Estimated a burden hou response		
(Print or Type Responses)									
1. Name and Address of Reporting Pe WILLIAMS DAVID PATRIC	. Issuer Name <b>and</b> Ticker or Trading mbol HEMED CORP [CHE]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Mid		3. Date of Earliest Transaction			(Check all applicable)				
2600 CHEMED CENTER, 255 EAST FIFTH STREET	MED CENTER, 255 (Month/Day/Year) 10/31/2005					Director 10% Owner X_ Officer (give title Other (specify below) below) vice president & CFO			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Z	Zip) Ta	bla I Non	Domissotis	. 5	witing A or		or Popoficial	ly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A(Instr. 3)any	A. Deemed xecution Date, if	Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
		Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
capital stock 10/31/2005		S	10,000	D	\$ 47.583	40,012	D		
capital stock 11/01/2005		S	10,000	D	\$ 48.756	30,012	D		
capital stock						1,600	Ι	by IRA	

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

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#### number.

# 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. Transacti Code (Instr. 8)	5. orNumber of Derivatives Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Add	ress	Relationships							
	Director	10% Owner	Officer	Other					
WILLIAMS DAVID PATR 2600 CHEMED CENTER 255 EAST FIFTH STREET CINCINNATI, OH 45202			vice president & CFO						
Signatures									
David P. Williams	11/02/2005								
**Signature of	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).

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.

Reporting Person