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CHEMICAL FINANCIAL C Form 4 June 24, 2014	ORP							
FORM 4 UNITED						OMB A	PPROVA	L
Washington, D.C. 20549						OMB Number:	3235-	0287
Section 16. Form 4 or	SECUI	GES IN BENEFICIAL OWNERSHIP OF SECURITIES 6(a) of the Securities Exchange Act of 1934,				Expires: January 3 200 Estimated average burden hours per response 0		
abligations I'llou pui	a) of the Public	Utility Hol		y Act of 1935 or S		L		
(Print or Type Responses)								
1. Name and Address of Reporting SHEARER GRACE O	Symbo	AICAL FI	Issuer ORP	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (1 235 E. MAIN STREET	5. Date of Earliest Transaction Month/Day/Year))6/20/2014			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) 4. If Amendment, Date On Filed(Month/Day/Year)			-	Applicable Line) _X_ Form filed by One Reporting Person				
MIDLAND, MI 48640				Form file Person	ed by M	ore than One R	eporting	
(City) (State)	(Zip) Ta	ble I - Non-	Derivative Secur	ities Acquired, Dispo	sed of,	or Beneficia	lly Owned	d
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)		Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5 (A) or Amount (D)	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Fo (E (I) (I)	orm: Direct)) or Indirect	7. Nature Indirect Beneficia Ownershi (Instr. 4)	ıl
Reminder: Report on a separate line	e for each class of se		ficially owned din Persons wl informatior required to		form a e form	ire not	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Yea	r) (Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, 4, and 5)	·				(Inst
			Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	06/20/2014	А	55.993	<u>(1)</u>	(1)	Common Stock	55.993	\$ 2

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SHEARER GRACE O 235 E. MAIN STREET MIDLAND, MI 48640	Х					
Signatures						
/s/ Lori A. Gwizdala, Her Attorney-in-Fact		06/2	.3/2014			
<u>**</u> Signature of Reporting Person		Ι	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).
- Award of stock units representing dividend equivalents pursuant to Chemical Financial Corporation Directors' Deferred Stock Plan.
- (1) Shares of common stock are issuable on a one-for-one basis in either a lump sum or installments after termination of service as a director or upon a change in control of the Company.

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.