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

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

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]										onship of Reporting all applicable) Director Officer (give title		ng Pers	g Person(s) to Issuer 10% Owner Other (speci	
(Last) (First) (Middle) 2600 CHEMED CENTER 255 EAST FIFTH STREET				3. Date of Earliest Transaction (Month/Day/Year) 02/21/2020										below) below) executive vice president & CFO					
(Street) CINCINN (City)	IATI OH	te) (Z	5202 (ip)		4. If Amendment, Date of Original Filed (Month/Day/Year)							Li	ine) X	'					
1. Title of Security (Instr. 3)			2. Transaction Date		2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			nd	5. Amou Securiti Benefic Owned	ınt of es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) o (D)	r Price		Reporte Transac (Instr. 3	tion(s)			(Instr. 4)	
capital stock			02/21/	21/2020				M		1,748(1)	A	\$48	7.9	21,598			D		
capital stock			02/21/	1/2020				М		1,426(2)	A	\$48	7.9	23,024			D		
capital stock			02/21/	/2020				F		1,388(3)	D	\$48	7.9 21		,636		D		
capital stock															0		I	by IRA	
		Та									osed of, o				vned				
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Executi Security or Exercise (Month/Day/Year) if any							6. Date Exercis Expiration Date (Month/Day/Yea		ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Der Sec	rice of ivative urity tr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares	1					
performance stock units	(4)	02/21/2020			M			863	(5)		(5)	capital stock	863	\$	0.00	3,713		D	
performance	(4)	02/21/2020			М			863	(5)		(5)	capital	863	\$	0.00	2,850		D	

Explanation of Responses:

(6)

stock units

performance

stock units

1. The number of performance share units ("PSU's") that vested based on the Company's achieving adjusted earnings per share growth rate for the period January 1, 2017 through December 31, 2019. The actual performance of 24.29% yielded an award of 200% of target; including the reinvestment of dividends paid during such period, the award is 202.5% of target.

(7)

1.030

- 2. The number of PSU's that vested was based on the Company's achieving relative total shareholder returns for the period January 1, 2017 through December 31, 2019, 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 165.2% of
- 3. Shares withheld to satisfy tax obligations in connection with vesting of PSU's.

02/21/2020

- 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.
- 5. PSU's awarded February 17, 2017 vest based on achievement of performance targets over a period of January 1, 2017 to December 31, 2019. The determination of the performance level was to be made by March 15, 2020.
- 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, 2020 to December 31, 2022. The determination of the performance level is to be made by March 15, 2023 and earned shares to be delivered thereafter.

Remarks:

David P. Williams

stock

capital

stock

1,030

\$0.00

(7)

02/25/2020

3,880

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.