FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
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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

Name and Address of Reporting Person* MCNAMARA KEVIN J					2. Issuer Name and Ticker or Trading Symbol CHEMED CORP [CHE]										tionship of Reporting F all applicable) Director		g Pers	10% Owner		
(Last) (First) (Middle) 2600 CHEMED CENTER 255 EAST 5TH STREET					02/1	3. Date of Earliest Transaction (Month/Day/Year) 02/18/2022								X Officer (give title below) Other (specify below) president and CEO						
(Street) CINCINN (City)	ATI OH		5202 Zip)		4. 11 /	4. If Amendment, Date of Original Filed (Month/Day/Year)									vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Deriv 1. Title of Security (Instr. 3) 2. Transa Date (Month/D				ction	2A. Exe	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			or 5. A Sec Ben Owi		mount of urities eficially led Following		r Indirect str. 4)	'. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		.		(Instr. 4)				
capital stoo	ck			02/18	/2022				м 4,977 ⁽¹⁾				\$459	.77	132,449			D		
capital sto	ck			02/18	/2022				M		3,243(2)	A	\$459	.77 135,692 D			D			
capital stoo	ck			02/18	/2022				F		3,671(3)	D	\$459	.77	77 132,021 D					
		Ta	able II -								osed of, o			y O	wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any (Month/I		4. Transa Code (8)				6. Date Exer Expiration D (Month/Day/		ate	7. Title : Amount Securiti Underly Derivati Security and 4)	t of ies ⁄ing	Di Si (li	. Price of Perivative Pecurity Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	de V (A) (I		(D)	Date Exerc	isable	Expiration Date	Title	Amoun or Number of Shares			(Instr. 4)	лі(з)			
performance stock units	(4)	02/18/2022			M			2,464	(5)	(5)	capital stock	2,464		\$0.00	8,616		D		
performance stock units	(4)	02/18/2022			M			2,464	(5)	(5)	capital stock	2,464		\$0.00	6,152		D		
performance stock units	(6)	02/18/2022			A		4,046		(7)	(7)	capital stock	4,046		\$0.00	10,198	3	D		

- 1. The number of performance share units ("PSU's") that vested was based on the Company's achieving adjusted earnings per share growth rate for the period January 1, 2019 through December 31, 2021. The actual performance of 18.63% yielded an award of 200% of target; including the reinvestment of dividends paid during such period, the award is 202.0% of target.
- 2. The number of PSU's that vested was based on the Company's achieving relative total shareholder returns for the period January 1, 2019 through December 31, 2021, compared to a defined peer group of companies. The Company's performance ranked in the 63rd percentile of that group, yielding an award of 130.26%; including the reinvestment of dividends paid during such period, the award is 131.6% target.
- 3. Shares withheld to satisfy tax obligations in connection with vesting of PSU's.
- 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 22, 2019 vest based on achievement of performance targets over a period of January 1, 2019 to December 31, 2021. The determination of the performance level was to be made by
- 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, 2022 to December 31, 2024. The determination of the performance level is to be made by March 15, 2025 and earned shares to be delivered thereafter.

Remarks:

Kevin J. McNamara

02/23/2022

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

** Signature of Reporting Person Date

* 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.

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