

KOHN THOMAS W  
Form 4  
December 22, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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).

**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 \*  
KOHN THOMAS W

2. Issuer Name and Ticker or Trading Symbol  
CHEMICAL FINANCIAL CORP  
[[CHFC]]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2185 THREE MILE ROAD NW  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/20/2005

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Officer of Principle Bus. Unit

GRAND RAPIDS, MI 49544

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	
			Code	V	Amount	(D)				Price
Common Stock	12/20/2005		G	V	100	D	\$ 0	23,615	D	
Common Stock								234,408 <sup>(2)</sup>	I <sup>(1)</sup>	By wife
Common Stock								8,032	I <sup>(1)</sup>	By wife in trust
Common Stock								367,273 <sup>(3)</sup>	I <sup>(1)</sup>	By son
Common Stock								275,272 <sup>(4)</sup>	I <sup>(1)</sup>	By son

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Common Stock 249,585 <sup>(5)</sup> I <sup>(1)</sup> By daughter

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. Amount or Number of Shares
Stock Option (right to buy) <sup>(6)</sup>	\$ 32.28	12/20/2005		A	6,500	12/20/2005 12/20/2015	Common Stock	6,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOHN THOMAS W 2185 THREE MILE ROAD NW GRAND RAPIDS, MI 49544			Officer of Principle Bus. Unit	

Signatures

/s/ Lori A. Gwizdala, By Power of Attorney 12/21/2005  
 \*\*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 reporting person disclaims any beneficial ownership of all shares owned by his wife and children. The filing of this statement shall not be construed as an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or for

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any other purpose, the beneficial owner of the securities owned by his wife and children.

- (2) Includes 5.154 shares acquired from 9/30/2004 - 9/30/2005 through the Corporation's Chemical Invest Direct Program.
- (3) Includes 10.848 shares acquired from 9/30/2004 - 9/30/2005 through the Corporation's Chemical Invest Direct Program.
- (4) Includes 8.132 shares acquired from 9/30/2004 - 9/30/2005 through the Corporation's Chemical Invest Direct Program.
- (5) Includes 7.373 shares acquired from 9/30/2004 - 9/30/2005 through the Corporation's Chemical Invest Direct Program.
- (6) Employee stock option awarded under Chemical Financial Corporation 1997 Stock Option Plan. All shares have been adjusted to reflect a 5% stock dividend paid 1/28/05.

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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