

| OMB APPROVAL                                 |           |
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| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person*<br><u>Newman Mark</u><br><br>(Last) (First) (Middle)<br>C/O THE CHEMOURS COMPANY<br>1007 MARKET STREET<br><br>(Street)<br>WILMINGTON DE 19801<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Chemours Co [ CC ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>President and CEO</b> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/01/2023           |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |   |

**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  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 03/01/2023                           |  | F                              |   | 5,248 <sup>(1)</sup>  | D          | \$34.84 | 216,118.8979 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 03/01/2023                           |  | A                              |   | 43,053 <sup>(3)</sup>   | A          | \$0.00  | 259,171.8979 <sup>(2)</sup>   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |         | 2,480   | I  | Reporting person's children                           |
| Common Stock                    |                                      |  |                                |   |   |            |         | 32,155  | I  | By GRAT   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Option (Right to Buy)                | \$34.84  | 03/01/2023                           |  | A                              |   | 97,656   |     | (4)  | 03/01/2033      | Common Stock  | 97,656                                     | \$0.00   | 97,656  | D  |       |
| Performance Stock Option (Right to Buy)    | \$38.32 <sup>(5)</sup>                                 | 03/01/2023                           |  | A                              |   | 96,277   |     | (4)  | 03/01/2033      | Common Stock  | 96,277                                     | \$0.00   | 96,277  | D  |       |

**Explanation of Responses:**

- Restricted Stock Unit (RSU) award scheduled to vest in three equal annual installments beginning on March 1, 2024.
- Includes directly owned shares, restricted stock units and dividend equivalent units.
- Shares automatically withheld to satisfy tax obligations on vesting restricted stock units. Transaction is exempt from Section 16(b) pursuant to Rule 16b-3. No shares were sold.
- These options are scheduled to vest in three equal annual installments beginning on March 1, 2024.
- Represents a 10 percent premium above the closing price of the Company common stock on the date of grant

**Remarks:**

/s/ Pauletta Brown, Attorney-in-Fact 03/03/2023

\*\* 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.