

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

**(AMENDMENT NO. 3)\***

THE CHEMOURS COMPANY

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(Name of Issuer)

Common Stock, par value \$0.01 per share

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(Title of Class of Securities)

163851108

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(CUSIP Number)

December 31, 2022

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(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

1. NAMES OF REPORTING PERSONS	
Sessa Capital (Master), L.P.	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [ ] (b) [ ]
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGANIZATION	
Cayman Islands	
5. SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6. SHARED VOTING POWER
	547,057
	7. SOLE DISPOSITIVE POWER
	8. SHARED DISPOSITIVE POWER
547,057	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
547,057	
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]	
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
0.36%	
12. TYPE OF REPORTING PERSON (see instructions)	
PN	

1. NAMES OF REPORTING PERSONS	
Sessa Capital Special Opportunity Fund II, L.P.	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [ ] (b) [ ]
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGANIZATION	
Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER
	6. SHARED VOTING POWER
	271,660
	7. SOLE DISPOSITIVE POWER
8. SHARED DISPOSITIVE POWER	
271,660	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
271,660	
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]	
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
0.18%	
12. TYPE OF REPORTING PERSON (see instructions)	
PN	

1. NAMES OF REPORTING PERSONS		
Sessa Capital GP, LLC		
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		(a) [ ] (b) [ ]
3. SEC USE ONLY		
4. CITIZENSHIP OR PLACE OF ORGANIZATION		
Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	818,717
	6. SHARED VOTING POWER	
	7. SOLE DISPOSITIVE POWER	818,717
	8. SHARED DISPOSITIVE POWER	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
818,717		
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]		
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.54%		
12. TYPE OF REPORTING PERSON (see instructions)		
OO		

1. NAMES OF REPORTING PERSONS		
Sessa Capital IM, L.P.		
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		(a) [ ] (b) [ ]
3. SEC USE ONLY		
4. CITIZENSHIP OR PLACE OF ORGANIZATION		
Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	818,717
	6. SHARED VOTING POWER	
	7. SOLE DISPOSITIVE POWER	818,717
	8. SHARED DISPOSITIVE POWER	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
818,717		
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]		
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.54%		
12. TYPE OF REPORTING PERSON (see instructions)		
PN		

1. NAMES OF REPORTING PERSONS		
Sessa Capital IM GP, LLC		
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		(a) [ ] (b) [ ]
3. SEC USE ONLY		
4. CITIZENSHIP OR PLACE OF ORGANIZATION		
Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	818,717
	6. SHARED VOTING POWER	
	7. SOLE DISPOSITIVE POWER	818,717
	8. SHARED DISPOSITIVE POWER	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
818,717		
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]		
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.54%		
12. TYPE OF REPORTING PERSON (see instructions)		
OO		

1. NAMES OF REPORTING PERSONS		
John Petry		
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		(a) [ ] (b) [ ]
3. SEC USE ONLY		
4. CITIZENSHIP OR PLACE OF ORGANIZATION		
United States of America		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	818,717
	6. SHARED VOTING POWER	
	7. SOLE DISPOSITIVE POWER	818,717
	8. SHARED DISPOSITIVE POWER	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
818,717		
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) [ ]		
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.54%		
12. TYPE OF REPORTING PERSON (see instructions)		
IN		

**Item 1. (a) Name of Issuer**

The Chemours Company

**(b) Address of Issuer's Principal Executive Offices**

1007 Market Street  
Wilmington, DE 19801

**Item 2. (a) Names of Persons Filing**

The names of the persons filing this report (collectively, the "Reporting Persons") are:

1. Sessa Capital (Master), L.P.
2. Sessa Capital Special Opportunity Fund II, L.P.
3. Sessa Capital GP, LLC
4. Sessa Capital IM, L.P.
5. Sessa Capital IM GP, LLC
6. John Petry

**(b) Address of the Principal Office or, if none, residence**

The address of the principal business office of each of the Reporting Persons is:

888 Seventh Avenue, 30th Floor, New York, NY, 10019

**(c) Citizenship**

Sessa Capital (Master), L.P. – a Cayman Islands exempted limited partnership  
Sessa Capital GP, LLC – a Delaware limited liability company  
Sessa Capital IM, L.P. – a Delaware limited liability partnership  
Sessa Capital IM GP, LLC – a Delaware limited liability company  
Sessa Capital Special Opportunity Fund II, L.P. – a Delaware limited liability partnership  
John Petry – a United States citizen

**(d) Title of Class of Securities**

Common Stock, par value \$0.01 per share ("Common Stock")

**(e) CUSIP Number**

163851108

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable.



**Item 4. Ownership.**

The information required by this item with respect to each Reporting Person is set forth in Rows 5 through 9 and 11 of the cover pages to this Schedule 13G. The ownership percentages reported are based on the 150,917,704 shares of Common Stock outstanding as of October 20, 2022, as reported in the Issuer's Form 10-Q filed on October 26, 2022.

Sessa Capital (Master), L.P. and Sessa Capital Special Opportunity Fund II, L.P. (collectively the "Funds") directly beneficially own 547,057 and 271,660, respectively, shares of Common Stock.

Sessa Capital GP, LLC is the general partner of the Funds and, as a result, may be deemed to beneficially own Common Stock owned by the Funds. Sessa Capital IM, L.P. is the investment manager of the Funds and, as a result, may be deemed to beneficially own Common Stock owned by the Funds. Sessa Capital IM GP, LLC is the general partner of Sessa Capital IM, L.P. and, as a result, may be deemed to beneficially own Common Stock beneficially owned by Sessa Capital IM, L.P. John Petry is the manager of Sessa Capital GP, LLC and Sessa Capital IM GP, LLC and, as a result, may be deemed to beneficially own Common Stock owned by the Funds.

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [x].

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not applicable

**Item 8. Identification and Classification of Members of the Group.**

Not applicable

**Item 9. Notice of Dissolution of Group.**

Not applicable

**Item 10. Certification.**

The Reporting Persons hereby make the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

By: /s/ John Petry  
John Petry  
John Petry, individually, as manager of Sessa Capital GP, LLC, the general partner of Sessa Capital (Master), L.P., and Sessa Capital Special Opportunity Fund II, L.P., and as manager of Sessa Capital IM GP, LLC, the general partner of Sessa Capital IM, L.P.

Date: February 14, 2023