



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

December 31, 2025

David M. Lynn
Goodwin Procter LLP

Re: The Chemours Company (the "Company")
Incoming Letter dated December 22, 2025

Dear David M. Lynn:

This letter is in response to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by The Felician Sisters of North America Endowment Trust for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders.

The Company represents that it has a reasonable basis to exclude the Proposal. Based solely on that representation, we will not object if the Company excludes the Proposal from its proxy materials.

Copies of all of the correspondence on which this response is based will be made available on our website.

Sincerely,

Division of Corporation Finance
Office of Chief Counsel

cc: Annie Sanders
Green Century Capital Management



Goodwin Procter LLP
1900 N Street, NW
Washington, DC 20036

goodwinlaw.com
+1 202 346 4000

December 22, 2025

VIA STAFF ONLINE FORM

U.S. Securities and Exchange Commission
Division of Corporation Finance
Office of Chief Counsel
100 F Street, N.E.
Washington, D.C. 20549

Re: *The Chemours Company*
Shareholder Proposal Submitted by Green Century Capital Management, Inc. on behalf
of the Felician Sisters of North America Endowment Trust
Securities Exchange Act of 1934—Rule 14a-8

Ladies and Gentlemen:

We submit this letter on behalf of our client, *The Chemours Company*, a Delaware corporation (the “Company”), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934 (the “Exchange Act”). The Company hereby notifies the staff of the U.S. Securities and Exchange Commission’s (the “Commission”) Division of Corporation Finance (the “Staff”) of the Company’s intention to omit the enclosed shareholder proposal (the “Proposal”) submitted by Green Century Capital Management, Inc. (the “Representative”) on behalf of the Felician Sisters of North America Endowment Trust (the “Proponent”) from the Company’s proxy materials for its 2026 Annual Meeting of Shareholders (the “2026 Proxy Materials”).

As outlined in the “Statement Regarding the Division of Corporation Finance’s Role in the Exchange Act Rule 14a-8 Process for the Current Proxy Season” released by the Staff on November 17, 2025, the Company requests that the Staff respond to the Company’s notice of its intention to exclude the Proposal from the 2026 Proxy Materials. In this regard, the Company represents without qualification that it has a reasonable basis to exclude the Proposal based on the provisions of Rule 14a-8, prior published Staff guidance and/or judicial decisions. As further described below, the Proposal may be excluded from the 2026 Proxy Materials pursuant to Rule 14a-8(i)(10), because the Company has already substantially implemented the Proposal.

Pursuant to Rule 14a-8(j) under the Exchange Act, we have:

- submitted this letter to the Staff no later than eighty (80) calendar days before the Company intends to file its definitive 2026 Proxy Materials with the U.S. Securities and Exchange (the “Commission”); and
- concurrently sent copies of this correspondence to the Proponent.

Copies of the Proposal and the Proponent’s cover letter submitting the Proposal are attached hereto as Exhibit A.

Rule 14a-8(k) and Staff Legal Bulletin No. 14D (Nov. 7, 2008) (“SLB 14D”) provide that shareholder proponents are required to send companies a copy of any correspondence that the proponents elect to submit to the Commission or the Staff. Accordingly, if the Proponent elects to submit additional correspondence to the Commission or the Staff with respect to the Proposal, a copy of that correspondence should be furnished concurrently to the undersigned on behalf of the Company pursuant to Rule 14a-8(k) and SLB 14D.

I. The Proposal

On November 13, 2025, the Company received by email a letter from the Proponent containing the Proposal for inclusion in the 2026 Proxy Materials. The Proposal reads as follows:

Resolved: Shareholders request that Chemours issue a report, prepared at reasonable expense and omitting proprietary information, summarizing any material findings of its nature and biodiversity assessments, including any resulting actions or policies to mitigate related risks and any potential impacts on operations or finances.

II. Exclusion of the Proposal

As discussed more fully below, the Company believes it may properly omit the Proposal from its 2026 Proxy Materials pursuant to Rule 14a-8(i)(10), because the Company has already substantially implemented the proposal.

A. The Proposal May Be Omitted in Reliance on Rule 14a-8(i)(10) Because the Company has Already Substantially Implemented the Proposal.

Rule 14a-8(i)(10) permits a company to exclude a proposal from its proxy materials if the company has substantially implemented the proposal. The Commission stated in 1976 that the exclusion is “designed to avoid the possibility of stockholders having to consider matters which already have been favorably acted upon by the management.” Exchange Act Release No. 12598 (July 7, 1976) (discussing Rule 14a-8(c)(10), the predecessor to Rule 14a-8(i)(10)). As the Commission stated in 1998, a proposal need not be “fully effected” by the company to be substantially implemented for purposes of Rule 14a-8(i)(10). Exchange Act Release No. 40018, (May 21, 1998). This aligns with the Commission’s public statements in Exchange Act Release

No. 95267 (July 13, 2022), in which the Commission proposed revising Rule 14a-8(i)(10) so that a proposal could be excluded if the company had already implemented its “essential elements.” Although the Commission has not adopted this amendment, it is noteworthy that the Commission explained that, even under the proposed approach, “a proposal need not be rendered entirely moot, or be fully implemented in exactly the way a proponent desires, in order to be excluded . . . if the differences between the proposal and the company’s actions are not essential to the proposal.”

Under the “substantially implemented” standard, the Staff has concurred with exclusion of a shareholder proposal when the company’s actions address the proposal’s underlying concerns, even if the company does not implement every aspect of the proposal, or, with respect to shareholder proposals requesting reports, the company has provided relevant public disclosures in another form. See e.g., *Uber Technologies, Inc.* (Mar. 18, 2025); *Starbucks Corporation* (Jan. 19, 2022); *Hess Corp.* (Apr. 11, 2019). Differences between a company’s actions and a shareholder proposal are permitted if the company’s actions satisfactorily address the proposal’s essential objectives. See e.g., *Best Buy Co., Inc.* (Apr. 22, 2022); *Flowserve Corporation* (Mar. 30, 2021); *Best Buy Co., Inc.* (Mar. 27, 2020); *KeyCorp* (Mar. 22, 2019); *Eli Lilly and Co.* (Jan. 8, 2018); *Korn/Ferry International* (July 6, 2017); *NETGEAR, Inc.* (Mar. 31, 2015); *Pfizer, Inc.* (Jan. 11, 2013, recon. Mar. 1, 2013); *Exelon, Inc.* (Feb. 26, 2010); *Masco Corporation* (Mar. 29, 1999). The Staff has noted that “a determination that the company has substantially implemented the proposal depends upon whether [the company’s] particular policies, practices and procedures compare favorably with the guidelines of the proposal.” *Texaco, Inc.* (Mar. 28, 1991).

The Proposal requests that the Company “issue a report . . . summarizing any material findings of its nature and biodiversity assessments, including any resulting actions or policies to mitigate related risks and any potential impacts on operations or finances.” The Company included in its 2025 proxy materials a proposal from the Proponent similar to the current Proposal (the “2025 Proposal”), but unlike the 2025 Proposal, which requested specific operational changes, the current Proposal requests only disclosure. The text of the Proposal makes clear that the Proposal’s essential objective is transparency regarding (i) the results of the Company’s nature and biodiversity assessments, and (ii) how those results inform (a) risk mitigation and (b) operational or financial planning.

The Company has substantially implemented the Proposal because the Company’s existing policies, practices, and disclosures, including its (i) 2024 Sustainability Report,¹ (ii) Environment, Health, Safety, and Sustainability Policy² (the “EHS&S Policy”), and (iii) 2025

¹ Chemours, Trusted Chemistry – 2024 Sustainability Report (2025), available at https://www.chemours.com/en/-/media/files/corporate/sustainability/2024/cc_2024-sust-report_ada_final.pdf?rev=fdea2279f94c46e4ac22e49a378ce09e&hash=B093E4AA2FE987AA3017DD1019FAC91A

² Chemours, Environment, Health, Safety and Sustainability Policy (rev. Dec. 9, 2025), available at <https://www.chemours.com/en/-/media/files/corporate/environment-health-safety-commitment.pdf>

definitive proxy statement³ address the Proposal's essential objective. Together, the existing policies, practices and disclosures provide disclosure of the Company's nature and biodiversity assessments, related mitigation practices, and associated operational and financial considerations.

The disclosures in the 2024 Sustainability Report substantially implement the essential elements of the Proposal. The 2024 Sustainability Report explains that the Company "completed [its] first Double Materiality Assessment (DMA) to better identify and understand the sustainability risks and opportunities that are most material for Chemours and have the highest impact on our external stakeholders and society," which included nature and biodiversity assessments. The Company engaged a third party to assist it in conducting the assessment process. The Company's Double Materiality Assessment ("DMA") shows no material impacts, risks, or opportunities ("IROs") under "Biodiversity and Ecosystems," which includes the impact of the Company's mining operations on biodiversity, in contrast to other topical areas such as climate change, pollution and water and marine resources. The findings of the DMA determined that water, which the Company considers part of its assessment of nature, is material to the Company and is managed in part through the Company's 2030 Corporate Responsibility Commitment ("CRC") goals, specifically the Company's goal of reducing FOC emissions to air and water by 2030, based on a 2018 baseline. The Company's enterprise risk programs have also identified site environmental sustainability as a key risk. The 2024 Sustainability Report discloses information regarding the Company's 2030 CRC goal of water FOC emissions abatement, including statistics of its water emissions since 2018, and actions the Company has taken during 2024 towards responsible manufacturing and mining to meet its 2030 CRC goals. This disclosure addresses the Proposal's request for information on any material findings of the Company's nature and biodiversity assessments and indicates that biodiversity (other than water) does not present a material financial or operational risk to the Company. The report states that the Company has "completed nature and biodiversity assessments in 2024" and, with respect to the Company's resulting actions and policies to mitigate risks, "[is] actively working to renew habitats and foster conservation around [its] sites and in the communities where [it operates]," "[is] integrating nature into [its] corporate sustainability strategy and [is] actively working to enhance nature and ecosystem resilience across [its] sites using Taskforce on Nature Related Financial Disclosures (TNFD) and the United Nations Environment Programme (UNEP) guidance."

With respect to ongoing actions and policies resulting from or tied to the nature and biodiversity assessments, the 2024 Sustainability Report describes the following:

- Launch of the "Power of ChemisTREE" program (tree planting, invasive species removal, pollinator gardens) to "advance [the Company's] Nature strategy."

³ The Chemours Company Definitive Proxy Statement filed with the Commission on March 20, 2025.

- Site-level habitat enhancement/Restoration and relocation of protected species near operations as the Company works “to re-establish the soil and plant vegetation in mined areas after mineral extraction is complete, which in turn, allows native wildlife to quickly return.”
- Responsible Care® 14001 certifications for GA/FL mineral operations, used “to assess a range of social and environmental impacts within [the Company’s] operations, with a focus on land and water management and biodiversity.”
- Through its Operations Sustainability Reviews, the Company individually assesses each watershed in the context of the site’s related operations, including water stress considerations.
- The Company manages water at the local level to best address watershed challenges, including water stress, and then tailors its actions to business and stakeholder needs. For example, the Company’s mining and mineral separation operations in Florida and Georgia continuously reuse and recycle process water during extraction and separation of mineral sands and rehabilitation of the mined lands.
- Mining biodiversity practice: “intensive field surveys to identify sensitive plant and animal species” and “comprehensive plans to mitigate potential impacts,” plus ongoing ecological research around mines.
- The report quantifies total water withdrawal, water withdrawal from predicted water-stressed areas, total water use and water consumption from 2020 to 2024.

With respect to disclosure of potential impacts on the Company’s operations or finances resulting from or tied to the nature and biodiversity assessments, the report describes the following:

- As noted above, the report discloses that biodiversity was not identified as a material risk to the Company, including its financial performance.
- The report ties sustainability risks to board-level oversight: “The board . . . oversees the company’s risk management framework and ensures its effectiveness and alignment with strategic goals. This includes regularly reviewing and discussing significant risks, and the steps management has taken to monitor, mitigate, and report them.”
- The report also quantifies operational/financial implications of nature-related mitigation at specific sites. For example, the report discloses a new \$50 million wastewater treatment filter press at the Company’s New Johnsonville site in Tennessee.

- The report discusses the impact of water stress on the Company's operations. For example, the report discusses how Chemours' Titanium Dioxide manufacturing plant in Altamira, Mexico worked to proactively minimize water intake and conserve water for the surrounding communities on a temporary basis during a severe drought that impacted that region.

The Company's EHS&S Policy also demonstrates that the Company has substantially implemented the Proposal's essential objective. The EHS&S Policy requires evaluation of the environmental impacts of current and planned mining operations. Consistent with this policy, the Company employs well-developed environmental assessment and planning practices that align with industry standards and comply with applicable local, state, and federal regulations.

As disclosed in the Company's 2025 definitive proxy statement, the Company's environmental assessment activities begin years before project initiation and include desktop reviews, reconnaissance surveys, and detailed field studies performed by internal teams and qualified external experts, including independent consultants and research universities. These assessments evaluate potential impacts on biodiversity and cultural and natural resources, consider alternatives to reduce impacts, and develop mitigation plans for unavoidable effects. The Company also prepares and submits required permit applications and monitors the effectiveness of mitigation measures. Throughout the process, the Company proactively engages with stakeholders, including community members, landowners, and regulators, to communicate project goals and efforts related to land management, habitat restoration, and the conservation of protected species.

The Company's conclusion that it has substantially implemented the Proposal is supported by Staff decisions in which the Staff has concurred with exclusion under Rule 14a-8(i)(10) where disclosures provided by a company substantially implemented a proposal asking for a report. For example, in *General Mills, Inc.* (July 29, 2025), the Staff concurred with the exclusion under Rule 14a-8(i)(10) of a proposal requesting that General Mills issue a report assessing if and how it plans to increase the scale, pace, and rigor of its sustainable packaging efforts, including by reducing the use of plastic packaging. The company demonstrated that disclosures in its Global Responsibility Report achieved the proposal's essential objective. In *Amazon.com, Inc.* (Apr. 4, 2025), the Staff concurred with the exclusion under Rule 14a-8(i)(10) of a proposal requesting that the board report on its framework for identifying and addressing misalignment between Amazon.com's Net Zero (emissions) climate commitments and its lobbying and policy influence activities and positions, including direct and indirect activities undertaken through trade associations, coalitions, alliances, and social welfare organizations, and reference the criteria used to assess alignment/misalignment. The company demonstrated that disclosures in one of its reports titled "Amazon's Initiatives in Support of the Paris Agreement Goals" achieved the proposal's essential objective. In *JPMorgan Chase & Co.* (Apr. 1, 2025), the Staff concurred with the exclusion under Rule 14a-8(i)(10) of a proposal requesting that JPMorgan report annually to shareholders on its net zero activities, including: memberships in organizations advocating net zero goals and policies, activities and transactions involving net

zero goals and policies, and corporate commitments or agreements involving net zero goals and policies. The company demonstrated that disclosures on its website and in its annual climate and ESG reports collectively achieved the proposal's essential objective. In *Bank of America Corporation* (Feb. 24, 2025), the Staff concurred with the exclusion under Rule 14a-8(i)(10) of a proposal requesting that Bank of America report annually to shareholders on its net zero activities including the company's memberships in organizations advocating net zero goals and policies and corporate commitments and agreements involving net zero goals and policies. The company demonstrated that the disclosures in its sustainability and Task Force on Climate-related Financial Disclosures ("TCFD") reports collectively achieved the proposal's essential objective.

Consistent with the foregoing Staff no-action determinations, the Company has substantially implemented the Proposal because its public disclosures provide information about (i) the material findings of the Company's nature and biodiversity assessments, and (ii) how those results inform (a) risk mitigation and (b) operational or financial planning. As such, the Company has substantially implemented the Proposal's objectives. Accordingly, the Company believes it may properly omit the Proposal from the 2026 Proxy Materials pursuant to Rule 14a-8(i)(10).

III. Conclusion

For the reasons discussed above, the Company believes that it may properly omit the Proposal from its 2026 Proxy Materials in reliance on Rule 14a-8. As such, we respectfully request that the Staff respond with a letter indicating that, based solely on the representation above, the Staff will not object if the Company omits the Proposal from the 2026 Proxy Materials.

Pursuant to the guidance provided in Section F of SLB 14F, we ask that the Staff provide its response to this request to David Lynn, on behalf of the Company, via email at DLynn@goodwinlaw.com, and to the Proponent via email at [REDACTED]. If we can be of further assistance in this matter, please do not hesitate to contact me at (202) 346-4531.

Respectfully submitted,



David M. Lynn

Office of Chief Counsel
Division of Corporation Finance
December 22, 2025
Page 8

Enclosure

cc: Annie Sanders, Director of Shareholder Advocacy, Green Century Capital Management, Inc.
Kristine M. Wellman, Senior Vice President, General Counsel and Corporate Secretary, Chemours Company

Exhibit A

The Proposal



November 13, 2025

Via Fedex and email to investor@chemours.com

The Chemours Company

1007 Market St. Wilmington, DE 19801

Attn: Corporate Secretary

Re: Shareholder proposal for 2026 Annual Shareholder Meeting

Dear Corporate Secretary,

Green Century Capital Management, Inc. is filing a shareholder proposal on behalf of the Felician Sisters of North America Endowment Trust ("Proponent"), a shareholder of The Chemours Company, for action at the next annual meeting of The Chemours Company. The Proponent submits the enclosed shareholder proposal for inclusion in The Chemours Company 2026 proxy statement, for consideration by shareholders, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

Felician Sisters of North America Endowment Trust has continuously beneficially owned, for at least three years as of the date hereof, at least \$2,000 worth of the Company's common stock. The Felician Sisters of North America Endowment Trust can be contacted at [REDACTED]

A letter from the Proponent authorizing Green Century Capital Management, Inc. to act on its behalf is enclosed. A representative of the Proponent will attend the stockholders' meeting to move the resolution as required.

The Felician Sisters of North America Endowment Trust and Green Century Capital Management, Inc. are available to meet with the Company via teleconference on Monday November 24 between 11-5pm ET, Tuesday November 25 between 11-5pm ET, or Tuesday December 2 between 11am-3pm ET.

We are available to discuss this issue and appreciate the opportunity to engage and seek to resolve the Proponent's concerns. Please direct all correspondence to Annie Sanders, Director of Shareholder Advocacy at Green Century Capital Management, Inc. She may be reached at [REDACTED]. We would appreciate confirmation of receipt of this letter. Thank you.

Sincerely,

Leslie Samuelrich

President, Green Century Capital Management

Encl: Authorization letter



FELICIAN SISTERS

Our Lady of Hope Province

November 13, 2025

Kristine Wellman
Senior Vice President, General Counsel and Corporate Secretary
The Chemours Company
1007 Market St.
Wilmington, DE 19801

Dear Ms. Wellman,

The Felician Sisters of North America Endowment Trust hereby authorizes Green Century Capital Management, Inc. to file a shareholder resolution on its behalf for The Chemours Company 2026 annual shareholder meeting. The proposal requests that the company issue a report summarizing any material findings of its nature and biodiversity assessments, including any resulting actions or policies to mitigate related risks and any potential impacts on operations or finances.

The Felician Sisters of North America Endowment Trust supports this proposal and gives Green Century Capital Management, Inc. full authority to engage with the company on our behalf regarding the proposal and the underlying issues, and to negotiate a withdrawal of the proposal to the extent the representative views the company's actions as responsive. We intend to hold the requisite number of shares required by Rule 14a-8 through the 2026 annual meeting.

We understand that we may be identified on the corporation's proxy statement as the filer of the aforementioned resolution.

Sincerely,

Sister Mary Jean Sliwinski
Provincial Sustainability Coordinator
Felician Sisters of North America, Inc.



*SVLO Chicago Group
233 South Wacker Drive
Suite 8600
Chicago, Illinois 60606*

November 13, 2025

Kristine Wellman
Senior Vice President, General Counsel and Corporate Secretary
The Chemours Company
1007 Market Street
Wilmington, DE 19801

Re: Shareholder proposal submitted by Felician Sisters of North America Endowment Trust

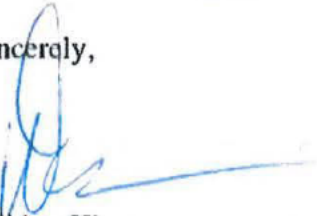
Dear Kristine,

I write concerning a shareholder proposal (the "Proposal") submitted to The Chemours Company by Felician Sisters of North America Endowment Trust.

As of November 13, 2025, Felician Sisters of North America Endowment Trust beneficially owned, and had beneficially owned continuously for at least three years, shares of the Company's common stock worth at least \$2,000 (the "Shares").

Morgan Stanley has acted as record holder of the Shares and is a DTC participant. If you require any additional information, please do not hesitate to contact me at [REDACTED] or [REDACTED]

Sincerely,



Iftikhar Khan
Senior Vice President
Director of Business Strategy

Whereas: Biodiversity loss is a global systemic risk. Wildlife populations have declined by an average of 69% since 1970,¹ with an estimated one million plant and animal species at risk of extinction by 2050 – approximately 25% of species on Earth.² USD \$44 trillion of economic value generation – more than half of the world’s total GDP – is moderately or highly dependent on nature.³

The North American Coastal Plain, which includes Florida and much of Georgia, was named the 36th global biodiversity hotspot in 2016,⁴ a designation indicating it is both threatened and irreplaceable.⁵ One of the greatest examples of the Plain’s extraordinary biodiversity is the Okefenokee Swamp, which is home to hundreds of plant and animal species, represents one of the largest natural carbon sinks in North America, and has been nominated to become a UNESCO World Heritage Site.⁶

The Plain also hosts many of Chemours’ mining operations, and recent reports have indicated potential for expansion of mining into the Okefenokee ecosystem.⁷ Mining in ecologically sensitive areas may expose companies to operational risk from closures, delays and regulatory hurdles, as well as to reputational risk.^{8,9}

In its 2024 Sustainability Report, Chemours discloses that it has “completed nature and biodiversity assessments at our sites in line with TNFD and UNEP guidance.”¹⁰ However, the Company does not disclose how these assessments may inform actions or policies to mitigate any associated financial risks.

Many other mining companies make these types of disclosures through full TNFD reports, biodiversity standards, and/or biodiversity policies, including Vale¹¹, Anglo American¹² and Rio Tinto.¹³ Chemours’ direct competitor Tronox announced in 2024 it will align with TNFD and Science-Based Targets for nature by 2026 to improve biodiversity management.¹⁴

¹ <https://www.worldwildlife.org/press-releases/69-average-decline-in-wildlife-populations-since-1970-says-new-wwf-report>

² <https://www.un.org/sustainabledevelopment/blog/2019/05/nature-decline-unprecedented-report/>

³ <https://www.weforum.org/press/2020/01/half-of-world-s-gdp-moderately-or-highly-dependent-on-nature-says-new-report/>

⁴ <https://www.cepf.net/stories/announcing-worlds-36th-biodiversity-hotspot-north-american-coastal-plain>

⁵ <https://www.conservation.org/priorities/biodiversity-hotspots>

⁶ <https://www.doi.gov/pressreleases/okefenokee-national-wildlife-refuge-be-nominated-join-unesco-world-heritage-list>

⁷ <https://thecurrentga.org/2024/12/20/okefenokee-mining-controversy-spotlights-property-rights/>

⁸ <https://www.nytimes.com/2023/01/31/climate/pebble-mine-epa-decision.html>

⁹ <https://www.bbc.com/news/world-latin-america-67565315>

¹⁰ https://www.chemours.com/en/-/media/files/corporate/sustainability/2024/cc_2024-sust-report_ada_final.pdf?rev=fdea2279f94c46e4ac22e49a378ce09e

¹¹ https://vale.com/documents/d/guest/book_vale-biodiversidade_en-1?

¹² <https://www.angloamerican.com/~media/Files/A/Anglo-American-Group-v9/PLC/investors/esg-summary-factsheets/biodiversity-standard-2024.pdf>

¹³ <https://www.riotinto.com/en/sustainability/environment/biodiversity>

¹⁴ <https://www.tronox.com/tronox-issues-2023-sustainability-report/>

Since Chemours' 2015 spinoff from Dupont, the company has incurred over 40 environmentally related violations amounting to nearly \$2B in settlements, penalties, and fines.¹⁵ It has also been subject to national class action lawsuits, EPA lawsuits, and numerous lawsuits from states and municipalities. This troubling environmental track record, in addition to the Company's paucity of nature-related disclosures, compels investors to request additional information on Chemours' exposure to and management of nature-related risks.

Specifically, financial and systemic risks from mining in ecologically sensitive areas suggest that the Company should not only conduct nature and biodiversity assessments, as it has done, but also use their results to inform and disclose mitigative actions, standards and/or policies.

Resolved: Shareholders request that Chemours issue a report, prepared at reasonable expense and omitting proprietary information, summarizing any material findings of its nature and biodiversity assessments, including any resulting actions or policies to mitigate related risks and any potential impacts on operations or finances.

¹⁵ <https://violationtracker.goodjobsfirst.org/parent/chemours>



VIA ELECTRONIC SUBMISSION (www.sec.gov/forms/shareholder-proposal) and to DLynn@goodwinlaw.com

U.S. Securities and Exchange Commission
The Division of Corporation Finance Office of Chief Counsel
100 F Street, NE
Washington, DC 20549

Re: Shareholder Proposal to the Chemours Company Regarding Biodiversity Assessment on Behalf of The Felician Sisters of North America Endowment Trust
Rule 14a-8 under the Securities Exchange Act of 1934, as amended

Ladies and Gentlemen,

Green Century Capital Management, Inc. on behalf of The Felician Sisters of North America Endowment Trust (the “Proponent”), the beneficial owner of common stock of The Chemours Company (the “Company”), submitted a shareholder proposal (the “Proposal”) to the Company on November 13, 2025. Green Century is writing to respond to the letter dated December 22, 2025 (“Company Letter”) sent to the Securities and Exchange Commission by David M. Lynn of Goodwin Procter LLP. In that letter, the Company contends that the Proposal may be excluded from the Company’s 2026 proxy statement and requests a "no objection" letter from the staff pursuant to the November 17 announcement of the Division of Corporation Finance. A copy of this letter is being e-mailed concurrently to David M. Lynn.

The Proposal requests that Chemours issue a report, prepared at reasonable expense and omitting proprietary information, summarizing any material findings of its nature and biodiversity assessments, including any resulting actions or policies to mitigate related risks and any potential impacts on operations or finances.

The Company asserts in its Rule 14a-8(j) notice that the Proposal is excludable under 14a-8(i)(10) because the Company has substantially implemented the proposal. However, the Proposal requests that the Company summarize material findings of its nature and biodiversity assessments (which existing disclosures do not cover), that it summarize any resulting actions or policies to mitigate related risks (it has merely disclosed related workstreams), and any potential impacts on operations or finances (also not revealed in existing disclosures). It is therefore disingenuous for the Company to claim that it has substantially implemented the proposal as there is no reasonable basis for this assertion. Instead, as far as we can tell, the Company Letter attempts to ascribe loosely connected and ongoing company activities as if they *result* from recommendations based on those assessments.

Moreover, the Proposal's essential objective is partially to gain transparency regarding the findings of the Company's nature and biodiversity assessments, which the company does not provide, but equally importantly, to enhance disclosure of any resulting actions or policies to mitigate related risks.

In its Letter, the Company has relayed existing, tangentially related and ongoing activities, but it has not disclosed policies or practices it has developed as a result of its biodiversity and nature assessments, and as would follow from the criteria provided by the referenced TNFD and UNEP frameworks. In fact, the company discloses no biodiversity policies, which is industry best practice according to internationally recognized standard-setting bodies.¹

The absence of such policies from existing disclosures not only lays bare the Company's failure to address the essential purpose of the proposal, but also calls into question the credibility of the claim in its 2024 Sustainability Report, "We continue to be industry leaders in addressing biodiversity concerns related to mineral extraction."²

Fundamentally, contrary to the Company's assertion, the Company's current actions do not address the proposal's underlying concerns or satisfactorily address its essential objectives, nor do its public disclosures published in another form satisfy the purpose of the proposal.

Furthermore, because the Company has not substantially implemented the proposal, it would raise significant shortcomings of the board of directors' oversight and constitute indicia of weak corporate governance and a weak corporate governance committee if the company were ultimately to choose to exclude the proposal on the basis of the asserted opinion, without a substantive determination by the SEC.

We believe the Company has not met its burden of proving that the Proposal should be excludable from the 2026 proxy statement pursuant to Rule 14a-8(c) nor, in our assessment as described above, does the company's unqualified opinion of substantial implementation have a reasonable basis. We therefore respectfully request that the Staff decline to issue a no objection letter in response to this request.

Respectfully submitted,



Annie Sanders

¹ <https://www.icmm.com/achieving-nnl-or-ng-biodiversity#>

² https://www.chemours.com/en/-/media/files/corporate/sustainability/2024/cc_2024-sust-report_ada_final.pdf?

Director of Shareholder Advocacy
Green Century Capital Management



cc: Sanford Lewis