TOLBERT JOHN DAVID

Form 4

February 21, 2019

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

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burden hours per

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TOLBERT JOHN DAVID	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)	Element Solutions Inc [ESI]	(Check all applicable) Director 10% Owner X_ Officer (give title below) Chief Human Resources Officer			
C/O ELEMENT SOLUTIONS INC, 1450 CENTREPARK BLVD, SUITE 210	3. Date of Earliest Transaction (Month/Day/Year) 02/19/2019				
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			

WEST PALM BEACH, FL 33401

X Form filed by One Reporting Person			
Form filed by More than One Reporting			
Person			

(City)	(State) (Zip) Table	I - Non-D	erivative Securiti	ies Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	(A) or Amount (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Stock, par value \$0.01 per share	02/19/2019		M	2,439 A	<u>(1)</u>	20,439	D	
Common Stock, par value \$0.01 per share	02/20/2019		F	692 (2) D	\$ 11.34	19,747	D	

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)			rivative Expiration Date ities (Month/Day/Year) ired resed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (3)	02/19/2019		M		2,439 (3)	(3)	(3)	Common Stock	2,439	9

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TOLBERT JOHN DAVID C/O ELEMENT SOLUTIONS INC 1450 CENTREPARK BLVD, SUITE 210 WEST PALM BEACH, FL 33401

Chief Human Resources Officer

Signatures

/s/ J. David Tolbert 02/21/2019

**Signature of Date
Reporting Person

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) This transaction represents the settlement of 2,439 restricted stock units ("RSUs") previously reported on 2/21/2018 which vested on 2/19/2019. Each RSU represented a contingent right to receive one share of the Issuer's common stock.
- (2) This number represents shares of the Issuer's common withheld to satisfy the tax withholding obligations due upon the vesting of the RSUs described in footnote 1 above.
- (3) As previously reported on 2/21/2018, this RSU grant vests in 1/3 annual increments since 2/19/2018, subject to continuous service. Each RSU represents a contingent right to receive one share of the Issuer's common stock.

Reporting Owners 2

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