

Edgar Filing: CHEMFIRST INC - Form SC 13G/A

(b) Not applicable

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER
NUMBER OF 1,641,137
SHARES

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY 0
EACH

7 SOLE DISPOSITIVE POWER
REPORTING PERSON 1,641,137

8 SHARED DISPOSITIVE POWER
WITH 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,641,137

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN

ITEM 1(a). NAME OF ISSUER:

ChemFirst Inc.
700 North Street
P. O. Box 1249
Jackson, MS 39215-1249

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

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700 North Street
P. O. Box 1249
Jackson, MS 39215-1249

ITEM 2(a). NAME OF PERSON FILING: J. Kelley Williams

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE:

ChemFirst Inc.
700 North Street
P. O. Box 1249
Jackson, MS 39215-1249

Person filing is Chief Executive Officer and Chairman of the Board of the issuer.

ITEM 2(c). CITIZENSHIP: USA

ITEM 2(d). TITLE OF CLASS OF SECURITIES: Common Stock

ITEM 2(e). CUSIP NUMBER: 16361A106

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

ITEM 4. OWNERSHIP

(a) Amount of securities beneficially owned as of December 31, 2001: 1,641,137 (includes 452,900 shares which the reporting person has the right to acquire)

(b) Percent of Class: 11.3%

(c) Person filing has sole power to vote or to direct the vote and sole power to dispose or direct the disposition of 1,641,137 shares.

Person filing does not share power to vote or to direct the vote or share power to dispose or direct the disposition of any shares.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS. []

Not Applicable.

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 OR CONTROL PERSON.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

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ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATIONS.

The certifications pursuant to Rule 13(d)-1(b) and Rule 13(d)-1(c) are not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 5, 2002
Date

/s/ J. Kelley Williams

J. Kelley Williams