

STEPAN CO  
Form 4  
April 18, 2016

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STEPAN F QUINN JR

(Last) (First) (Middle)  
22 W. FRONTAGE ROAD  
(Street)

NORTHFIELD, IL 60093

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
STEPAN CO [SCL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/14/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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	04/14/2016		M <sup>(1)</sup>		580	A	\$ 18.46	134,081.94	D
Common Stock	04/14/2016		S <sup>(1)</sup>		580	D	\$ 58.46	133,501.94	D
Common Stock	04/15/2016		M <sup>(1)</sup>		30,958	A	\$ 18.46	164,459.94	D
Common Stock	04/15/2016		S <sup>(1)</sup>		28,181	D	\$ 58.46	136,278.94	D
Common Stock	04/15/2016		S <sup>(1)</sup>		200	D	\$ 58.465	136,078.94	D

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Common Stock	04/15/2016	S <sup>(1)</sup>	1,017	D	\$ 58.47	135,061.94	D	
Common Stock	04/15/2016	S <sup>(1)</sup>	100	D	\$ 58.475	134,961.94	D	
Common Stock	04/15/2016	S <sup>(1)</sup>	800	D	\$ 58.48	134,161.94	D	
Common Stock	04/15/2016	S <sup>(1)</sup>	560	D	\$ 58.49	133,601.94	D	
Common Stock	04/15/2016	S <sup>(1)</sup>	100	D	\$ 58.5	133,501.94	D	
Common Stock						2,163	I	By Spouse
Common Stock						103,000	D <sup>(2)</sup>	
Common Stock						10,653.046	I	By ESOP II Trust
Common Stock						48,000	I	By Family Trust <sup>(3)</sup>
Common Stock						55,065	I	By Family Trust III
Common Stock						40,000	I	By Family Trust IV <sup>(3)</sup>
Common Stock						160,000	I	By Family LLC <sup>(3)</sup>
Common Stock						442,047	I	Member of Plan Committee of Stepan Company

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

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**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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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