Edgar Filing: STEPAN CO - Form 4

STEPAN C	CO									
Form 4	• • • • •									
August 18,										
FORM	\mathbf{M} 4 UNITED	STATES SEC	UDITIES	AND FY	сн	NCF C	OMMISSION	OMB AP	PROVAL	
	UNITED		Vashingto				01411411551014	OMB Number:	3235-0287	
	this box	•	asingo	n, D.C. 2	0047				January 31,	
if no longer white the STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF						ERSHIP OF	Expires:	2005		
	subject to Section 16. SECURITIES							Estimated average burden hours per		
	Form 4 or						response	0.5		
Form 5 obligati		rsuant to Section								
may co		(a) of the Public $20(1)$ full	•	•	-	•				
	truction	30(h) of the	Investme	nt Compa	iny A	ct of 1940)			
1(b).										
(Print or Type	Responses)									
1. Name and	Address of Reporting	Person [*] 2 La	suer Name o	nd Ticker o	r Trad	ling	5. Relationship of F	Reporting Perso	on(s) to	
	F QUINN JR	ssuer Name and Ticker or Trading bol				Issuer				
		-	PAN CO [SCL]						
(Last)	(First)	(Middle) 3. Dat	e of Earliest	Transaction	n		(Check	all applicable)		
· · ·		. ,	onth/Day/Year)			_X_ Director10% Owner				
			08/15/2008				X_ Officer (give title Other (specify below) below)			
							· · · · · · · · · · · · · · · · · · ·	dent & CEO		
	(Street)	4. If A	mendment,	Date Origir	nal		6. Individual or Join	nt/Group Filing	g(Check	
			Month/Day/Ye	-			Applicable Line)			
							X Form filed by Or Form filed by Mo			
NORTHFI	ELD, IL 60093						Person	se than one rep	orting	
(City)	(State)	(Zip) T	able I - Non	-Derivativ	e Secu	rities Acqu	iired, Disposed of,	or Beneficially	y Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired (A)	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if		otor Dispos			Securities	Ownership	Indirect	
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4	4 and 5))	Beneficially Owned		Beneficial Ownership	
		(Wondi Day Tear)) (111301.0)				Following	or Indirect	(Instr. 4)	
					(A)		Reported	(I) (I)		
					or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
C			Code V	Amount	(D)	Price	(mour o und 1)			
Common Stock	08/15/2008		Μ	42,895	А	\$ 23.3125	105,953.6489	D		
						25.5125				
Common Stock	08/15/2008		F	30,895	D	\$ 60.41	75,058.6489	D		

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 23.3125	08/15/2008		М	42,895	02/16/2001	02/15/2009	Common Stock	42,895

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STEPAN F QUINN JR 22 WEST FRONTAGE RD. NORTHFIELD, IL 60093	Х		President & CEO				
Signatures							
F. Quinn Stepan, 0	8/18/2008						

Jr. <u>**</u>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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.