WEHMER EDWARD J

Form 4

October 05, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

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

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

1(b).

(Last)

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person * WEHMER EDWARD J

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Symbol

STEPAN CO [SCL]

(Check all applicable)

(First)

(Street)

3. Date of Earliest Transaction

(Month/Day/Year)

X_ Director 10% Owner Officer (give title Other (specify

22 W. FRONTAGE ROAD 10/01/2010

(Middle)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ 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

below)

NORTHFIELD, IL 60093

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect Beneficial Owned Ownership Following (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

4. 5. TransactionNumber Code of (Instr. 8) Derivative

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. Pri **Underlying Securities** (Instr. 3 and 4)

(9-02)

Deriv Secur (Instr

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| | Derivative | | | | Secu | rities | | | | | |
|--------|-----------------|------------|------|---|-----------------|--------|-------------|------------|--------|--------|------|
| | Security | | | | Acquired (A) or | | | | | | |
| | | | | | | | | | | | |
| | | | | | Dispo | osed | | | | | |
| | | | | | of (D |) | | | | | |
| | | | | | (Instr | : 3, | | | | | |
| | | | | | 4, and | d 5) | | | | | |
| | | | Code | V | (A) | (D) | Date | Expiration | Title | Amount | |
| | | | | | | | Exercisable | Date | | or | |
| | | | | | | | | | | Number | |
| | | | | | | | | | | of | |
| | | | | | | | | | | Shares | |
| Stock | Φ 5 0 11 | 10/01/0010 | т. | | 11 | | 00/00/1000 | 00/00/1000 | Common | 1.1 | Φ. |
| Awarda | \$ 59.11 | 10/01/2010 | J | | 11 | | 08/08/1988 | 08/08/1988 | Stook | 11 | \$ 3 |

Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| WEHMER EDWARD J 22 W. FRONTAGE ROAD NORTHFIELD, IL 60093 | X | | | | | | |

Signatures

Awards

Kathleen O. Sherlock, By Power of Attorney for Edward J.
Wehmer 10/05/2010

**Signature of Reporting Person Date

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.

Reporting Owners 2