Edgar Filing: STEPAN CO - Form 4

CTEDAN CO

Form 4)									
February 19,	2014							<u></u>		
FORM	4 UNITED	STATES		RITIES A			COMMISSIO	-	PPROVAL 3235-0287	
Check thi			Expires:	January 31,						
if no long subject to Section 10 Form 4 or Form 5	AENT OF		SECUI	Estimated burden hou response	ours per					
obligation may conti <i>See</i> Instru 1(b).	inue. Section 17((a) of the F	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type R	Responses)									
1. Name and Address of Reporting Person <u>*</u> Beamer Scott D			2. Issuer Name and Ticker or Trading Symbol STEPAN CO [SCL]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	ransaction		(Check all applicable)			
22 W. FRONTAGE ROAD			(Month/Day/Year) 02/18/2014			Director 10% Owner X Officer (give title Other (specify below) below) VP and Chief Financial Officer				
(Street) NORTHFIELD, IL 60093			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 				
(City)	(State)	(Zip)					Person			
				ole I - Non-			Acquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4)	(A) or of (D)	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)	
Reminder: Repo	ort on a separate line	for each cla	iss of sec	urities hene	ficially ow	ned directly	or indirectly			
Kenninger, Kept	ere on a separate find				Perso inform requir	ns who res nation cont red to resp ays a curre	spond to the collection tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	of			
				Code V	(A)	(D) Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Stock Appreciation Right	\$ 61.91	02/18/2014		А	4,404	02/18/201	5 02/17/2024	Common Stock	4,404
Employee Stock Option (Right to Buy)	\$ 61.91	02/18/2014		A	1,888	02/18/201	6 02/17/2024	Common Stock	1,88
Performance Shares	<u>(1)</u>	02/18/2014		А	1,615	<u>(1)</u>	<u>(1)</u>	Common Stock	1,61

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Beamer Scott D 22 W. FRONTAGE ROAD NORTHFIELD, IL 60093			VP and Chief Financial Officer					

Signatures

Scott D. Beamer 02/19/2014 <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).
- (1) Each performance share represents a contingent right to receive 1 share of Stepan Company Common Stock. The performance shares vest upon Stepan Company achieving certain financial targets by December 31, 2016.

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.