FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OIVID APPRO	VAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and A	2. Issuer Name <b>and</b> Ticker or Trading Symbol STEPAN CO [ SCL ]							(Che	Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner							
(Last) (First) (Middle) 22 W. FRONTAGE ROAD					3. Date of Earliest Transaction (Month/Day/Year) 10/02/2006							_	(give title		Other (s below)	
(Street) NORTHFIELD IL 60093			093	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
(City)	ativo	tive Securities Acquired, Disposed of, or Benefic							cially Owned							
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da			action 2A. Deemed Execution Date,		3. Transaction Code (Instr	4. Securiti	es Acquire Of (D) (Instr	d (A) or	5. Amour Securitie Beneficia Owned F Reported Transact	5. Amount of Securities Form Beneficially (D) of		Direct I Indirect E str. 4) (	7. Nature of ndirect Beneficial Dwnership Instr. 4)			
		Та	ble II - Deriva (e.g., p					iired, Disp options,				Owned				
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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Directors Deferred Compensation	\$29.23	10/02/2006		J		197		08/08/1988	08/08/1988	Common Stock	197	\$29.23	28,990	)	D	

**Explanation of Responses:** 

Remarks:

Kathleen M. Owens, by Power

of Attorney for Robert D.

\*\* Signature of Reporting Person

**Cadieux** 

Date

10/02/2006

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

- \* 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.

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