SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Name and Addres <u>VENEGONI</u>	1 0	on*	2. Issuer Name and Ticker or Trading Symbol <u>STEPAN CO</u> [SCL]		tionship of Reporting Per all applicable) Director	10% Owner
(Last) 22 W. FRONTA	(First) GE ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/29/2010	Х	Officer (give title below) VP/GM Surfa	Other (specify below) Ictants
(Street) NORTHFIELD	IL	60093	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Film Form filed by One Rep Form filed by More tha Person	orting Person
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	str. 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 Of (D) (Instr. 3, 4 and Stransaction (Code (Instr. 8)) 5. Securities Acquired (A) or Securities Acqui		l (A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	04/29/2010		М		2,000	A	\$26.25	26,228.9648	D	
Common Stock	04/29/2010		S		700	D	\$79.01	25,528.9648	D	
Common Stock	04/29/2010		S		401	D	\$79.014	25,127.9648	D	
Common Stock	04/29/2010		S		500	D	\$79.03	24,627.9648	D	
Common Stock	04/29/2010		S		199	D	\$79.1	24,428.9648	D	
Common Stock	04/29/2010		S		100	D	\$79.14	24,328.9648	D	
Common Stock	04/29/2010		S		100	D	\$79.17	24,228.9648	D	
Common Stock								1,000	I	By self as custodian for child

-				luired, Disposed of s, options, converti		Owned	
	1	1	1		1	1	

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. Transa Code (8)			ate	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 Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$26.25	04/29/2010		М			2,000	02/14/2008	02/13/2016	Common Stock	2,000	\$26.25	1,809	D	

Explanation of Responses:

<u>John V. Venegoni</u>

** Signature of Reporting Person Date

04/30/2010

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

 \ast 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.