FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

wasnington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Name and Address of Reporting Person* STEPAN F QUINN					2. Issuer Name and Ticker or Trading Symbol STEPAN CO [SCL]										k all app Dired	olicable) ctor		10% (Owner
(Last) (First) (Middle) 22 W. FRONTAGE ROAD					3. Date of Earliest Transaction (Month/Day/Year) 10/29/2009									X		N)	irman	below	(specify)
Street) NORTHFIELD IL 60093 City) (State) (Zip)				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Tabl	le I - Noi	n-Deriv	ative	Sec	uritie	s Acq	uired,	Dis	posed o	f, o	r Ben	efic	ially	Owne	ed			
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Transaction Code (Instr.					4 and Secur Benef Owne		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(11150.4)
Common Stock				10/29/2009				J ⁽¹⁾	62,93		5	D	9	\$0 43		34,751		I	By spouse as custodian for children
Common Stock				10/29/2009				J ⁽²⁾		62,93	5	A	4	50	62,935			I	By family trust
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
Derivative Conversion Date Execution or Exercise (Month/Day/Year) if any			Date, Transaction Code (Inst			of Deriv Secur Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	Expiratio (Month/D	n Date	e ar)	Am Sec Und Der Sec	Amount of Securities Underlying Derivative Security (Instr. 3 and 4)				derivative Securities Beneficially Owned Following Reported	Ov Fo Di or (I)	vnership orm: rect (D) Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fi ONTAGE IELD IL (St ecurity (Inst Conversion or Exercise Price of Derivative	(First) (ONTAGE ROAD IELD IL (State) (Table ecurity (Instr. 3) Stock Ta 2. Conversion or Exercise Price of Perivative (Month/Day/Year)	(First) (Middle) ONTAGE ROAD IELD IL 60093 (State) (Zip) Table I - Note the content of the co	(First) (Middle) ONTAGE ROAD IELD IL 60093 (State) (Zip) Table I - Non-Derive (Month/l) Stock 10/29 Table II - Derivate (e.g., pto 1) Conversion of Exercise Price of Date (Month/Day/Year) (Month/Day/Year)	ST ST ST ST ST ST ST ST	(First) (Middle) ONTAGE ROAD Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3) Table II - Derivative Security (e.g., puts, calls, if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Security 3. Date of 10/29/20 4. If Americal American (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls, if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Security (Instr. 8)	STEPAN CONTAGE ROAD (First) (Middle) 3. Date of Earlies 10/29/2009 (State) (Zip) 4. If Amendment, Month/Day/Year) 2. Transaction Date (Month/Day/Year) 10/29/2009 Table II - Non-Derivative Securities (e.g., puts, calls, warrange) 2. Transaction Date (Month/Day/Year) 3. Date of Earlies 10/29/2009 Table II - Derivative Securities (e.g., puts, calls, warrange) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 3. Deemed Execution Date (Month/Day/Year) 4. Deemed Execution Date (Month/Day/Year)	(First) (Middle) (First) (Middle) ONTAGE ROAD Table I - Non-Derivative Securities Accurity (Instr. 3) Table I - Non-Derivative Securities Accurity (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, or Exercise Price of Derivative Security Table II - Derivative Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, or Exercise Price of Derivative Security Table II - Derivative Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, of Derivative Security Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, and so of Code (Instr. 8) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, and so of Code (Instr. 3, 4, and 5)	STEPAN CO [SCL] STEP	(First) (Middle) ONTAGE ROAD Table I - Non-Derivative Securities Acquired, Disposed (Instr. 3) Table II - Privative Securities Acquired, Disposed (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed (A) or Date (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 (and 5))	STEPAN CO SCL	STEPAN CO [SCL]	STEPAN CO [SCL]	STEPAN CO [SCL] 3. Date of Earliest Transaction (Month/Day/Year) 10/29/2009 Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic Recurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 10/29/2009 J(3) Amount (A) or (D) Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 in any (Month/Day/Year)) Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 in any (Month/Day/Year)) Table II - Derivative Securities Acquired, Disposed Of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Date Exercisable and Expiration of Month/Day/Year) Amount of Date (Month/Day/Year) Date Exercisable and Expiration of Or Disposed of (Month/Day/Year) Date Exercisable and Expiration of Or Disposed of (Month/Day/Year) Amount of Or Number (Month/Day/Year) Date Exercisable and Expiration of Or Disposed of (Month/Day/Year) Amount of Or Number (Month/Day/Year) Date Expiration (Month/Day/Year) Amount of Or Number (Month/Day/Year) Date Expiration (Month/Day/Year) Date Expiration (Month/Day/Year) Date Expiration (Month/Day/Year)	STEPAN CO [SCL] (First) (Middle) (First) (Middle) (Mid	STEPAN CO [SCL] STEPAN CO [SCL] 3. Date of Earliest Transaction (Month/Day/Year) 10/29/2009 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual of Line) X Form Pers Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/	STEPAN CO [SCL] (Check all applicable) X Director X Officer (give title below) Cha	STEPAN CO [SCL] (First) (Middle) ONTAGE ROAD A. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (Mont	Check all applicable) X Director X 10% (Check all applicable) X 10% (Check all applicable) X 10% (Ch

Explanation of Responses:

- 1. Transfer pursuant to terms of trust agreement.
- 2. These shares are held in a trust for the benefit of a family member of the reporting person. The reporting person is the trustee of the trust.

Frank Quinn Stepan

11/02/2009

** Signature of Reporting Person

Date

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

- * 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.

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