FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Was

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

snington,	D.C. 2054	9		

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

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:								

												0. 20								
1. Name and Address of Reporting Person* HURLBUTT JAMES E					2. Issuer Name and Ticker or Trading Symbol STEPAN CO [SCL]									Relationship of Reporting Person(s) to Issuer (Check all applicable)						
HURLBUTT JAMES E													Directo	r		10% O	vner			
(Lact)		=iret)	(Middle)		3. [Date of Earliest Transaction (Month/Day/Year)									Officer below)	(give title	le Other (sp below)		specify	
(Last) (First) (Middle) 22 W. FRONTAGE ROAD				06	06/15/2011									V.P. & Chief Financial Officer						
22 W. FT	CONTAGE	AROAD																		
(Street)					" 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
NORTHFIELD IL 60093														X Form filed by One Reporting Person						
(2)			<i>-</i>		-								Form filed by More than One Reporting Person							
(City)	(;	State)	(Zip)																	
		Tak	ole I - Nor	n-Deriv	/ativ	e Se	curities	s Ac	quired	, Dis	posed o	f, or	Bene	eficiall	y Owned	l				
1. Title of Security (Instr. 3) 2. Trans Date (Month/				2A. Deemed Execution Date of any (Month/Day/Yea		Date,	Transaction Disposed Of (D) (Code (Instr. 5)			es Acquired (A) or Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
								Code	v	Amount	Amount (A) or (D)		Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	is illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	N O	mount or lumber of shares						
Share Units ⁽¹⁾	(2)	06/15/2011			A		34.542		(3)		(3)	Comn		34.542	\$65.78 ⁽⁴⁾	8,773.5	54	D		

Explanation of Responses:

- 1. Share Units are acquired under the Management Incentive Plan Amended and Restated as of January 1, 2010 ("Plan"), a nonqualified deferred compensation plan which allows Plan participants to elect to defer all or a portion of their deferred compensation into accounts pursuant to Plan provisions.
- 2. Share Units convert on a one-for-one basis into Common Stock.
- 3. Reflects acquisition of Share Units pursuant to a dividend equivalent feature of the Plan, generally payable at end of employment, unless otherwise elected.
- 4. Price reported is the price of Common Stock on the date the dividend equivalents are payable pursuant to a dividend equivalent feature of the Plan.

06/16/2011 James E. Hurlbutt

** 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.

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.