

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 Address of Reporting Person* <u>Mergner Arthur W</u>  (Last) (First) (Middle) 22 W. FRONTAGE ROAD  (Street) NORTHFIELD IL 60093  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>STEPAN CO [ SCL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  VP, Supply Chain
	3. Date of Earliest Transaction (Month/Day/Year) 07/30/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 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 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/30/2020		M <sup>(1)</sup>		1,038	A	\$42.765	18,481.798	D	
Common Stock	07/30/2020		D <sup>(1)</sup>		1,038	D	\$107.29	17,443.798	D	
Common Stock	07/30/2020		M <sup>(1)</sup>		1,359	A	\$63.11	18,802.798	D	
Common Stock	07/30/2020		D <sup>(1)</sup>		1,359	D	\$107.29	17,443.798	D	
Common Stock	07/30/2020		M <sup>(1)</sup>		4,719	A	\$61.91	22,162.798	D	
Common Stock	07/30/2020		D <sup>(1)</sup>		4,719	D	\$107.38	17,443.798	D	
Common Stock								3,358.615	I	By Esop II Trust

**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. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 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 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
Stock Appreciation Right	\$42.765	07/30/2020		M			1,038	02/14/2014	02/13/2022	Common Stock	1,038	\$0	0	D	
Stock Appreciation Right	\$63.11	07/30/2020		M			1,359	02/19/2015	02/18/2023	Common Stock	1,359	\$0	0	D	
Stock Appreciation Right	\$61.91	07/30/2020		M			4,719	02/18/2016	02/17/2024	Common Stock	4,719	\$0	0	D	

**Explanation of Responses:**

1. The stock appreciation rights ("SARs") were settled in cash as per the terms of the award. For reporting purposes, however, the transaction is deemed to be a simultaneous acquisition and disposition of the underlying common stock and is reflected as such in this report.

/s/ Stephanie J. Pacitti,  
 Attorney-in-Fact for Arthur W. Mergner 08/03/2020

\*\* 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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