

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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 Address of Reporting Person* <u>Moriarty Sean Thomas</u> (Last) (First) (Middle) <u>22 WEST FRONTAGE ROAD</u> (Street) <u>NORTHFIELD</u> (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) <u>VP & GM Polymers</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/13/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	09/13/2019		M		629	A	\$61.91	5,077.0797	D	
Common Stock	09/13/2019		S		629	D	\$99.32	4,448.0797	D	
Common Stock	09/13/2019		M		1,332	A	\$58.22	5,780.0797	D	
Common Stock	09/13/2019		S		1,332	D	\$99.287 ⁽¹⁾	4,448.0797	D	
Common Stock	09/13/2019		M		1,888	A	\$61.91	6,336.0797	D	
Common Stock	09/13/2019		D ⁽²⁾		1,888	D	\$99.33	4,448.0797	D	
Common Stock	09/13/2019		M		3,997	A	\$58.22	8,445.0797	D	
Common Stock	09/13/2019		D ⁽²⁾		3,997	D	\$99.39	4,448.0797	D	
Common Stock								3,774.47 ⁽³⁾	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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$61.91	09/13/2019		M			629	02/18/2016	02/17/2024	Common Stock	629	\$0	0	D	
Stock Option (Right to Buy)	\$58.22	09/13/2019		M			1,332	04/29/2016	04/28/2024	Common Stock	1,332	\$0	0	D	
Stock Appreciation Right	\$61.91	09/13/2019		M			1,888	02/18/2016	02/17/2024	Common Stock	1,888	\$0	0	D	
Stock Appreciation Right	\$58.22	09/13/2019		M			3,997	04/29/2016	04/28/2024	Common Stock	3,997	\$0	0	D	
Share Units ⁽⁴⁾	⁽⁵⁾	09/13/2019		A			13,485	⁽⁶⁾	⁽⁶⁾	Common Stock	13,485	\$98.9 ⁽⁷⁾	5,348.022	D	

Explanation of Responses:

- The price reported is a weighted average price. Shares were sold in a series of transactions within the same trading day at prices ranging from \$99.241 to \$99.370, inclusive. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, the issuer, or a security holder of the issuer.
- The Stock Appreciation Rights 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.
- Reflects ESOP II acquisitions that have occurred since the Reporting Person's last ownership report covering ESOP II transactions.
- Share Units acquired under the Management Incentive Plan (As Amended and Restated Effective January 1, 2015) ("MIP"), a nonqualified deferred compensation plan which allows MIP participants to elect to defer all or a portion of their deferred compensation into accounts pursuant to MIP provisions.
- Share Units convert on a one-for-one basis into Common Stock.
- Reflects acquisition of Share Units pursuant to a dividend equivalent feature of the MIP, generally payable at end of employment, unless otherwise elected.
- Price reported is the price of Common Stock on the date the dividend equivalents are payable pursuant to a dividend equivalent feature of the MIP.

/s/ Stephanie J. Pacitti, attorney- 09/17/2019
in-fact for Sean T. Moriarty

** 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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