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	0
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 APPROVAL									
OMB Number:	3235-0287								
Estimated average burd	len								
hours nor response.	05								

1. Name and Addres	s of Reporting Persor FRANK	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>STEPAN CO</u> [ SCL ]		ionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner
(Last) 22 W. FRONTAG	Last) (First) (Middle) 22 W. FRONTAGE ROAD		3. Date of Earliest Transaction (Month/Day/Year) 08/03/2016	Х	Officer (give title below) Vice President 1	Other (specify below) R&D
(Street) NORTHFIELD	IL	60093	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing Form filed by One Repor Form filed by More than Person	rting Person
(City)	(State)	(Zip)			reison	

## 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. Transa Code ( 8)		4. Securities Disposed Of	Acquired (D) (Instr	(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	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	08/03/2016		М		1,000	A	\$18.46	56,489.153	D		
Common Stock	08/03/2016		S		100	D	\$64.7	56,389.153	D		
Common Stock	08/03/2016		S		100	D	\$64.76	56,289.153	D		
Common Stock	08/03/2016		S		100	D	\$64.765	56,189.153	D		
Common Stock	08/03/2016		S		100	D	\$64.8	56,089.153	D		
Common Stock	08/03/2016		S		100	D	\$64.82	55,989.153	D		
Common Stock	08/03/2016		S		200	D	\$64.845	55,789.153	D		
Common Stock	08/03/2016		S		100	D	\$64.86	55,689.153	D		
Common Stock	08/03/2016		S		200	D	\$64.87	55,489.153	D		
Common Stock	08/04/2016		М		750	A	\$18.46	56,239.153	D		
Common Stock	08/04/2016		S		100	D	\$65.63	56,139.153	D		
Common Stock	08/04/2016		S		100	D	\$65.66	56,039.153	D		
Common Stock	08/04/2016		S		100	D	\$65.678	55,939.153	D		
Common Stock	08/04/2016		S		100	D	\$65.695	55,839.153	D		
Common Stock	08/04/2016		S		100	D	\$65.7	55,739.153	D		
Common Stock	08/04/2016		S		50	D	\$65.71	55,689.153	D		
Common Stock	08/04/2016		S		100	D	\$65.715	55,589.153	D		
Common Stock	08/04/2016		S		100	D	\$65.73	55,489.153	D		
Common Stock								1,925.92	I	by ESOP II Trust	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Ow	/ned
(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. Transa Code ( 8)		of Deri Seci Acq (A) c Disp of (E	osed )) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	Amount o Securities Underlyin Derivative	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		f 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

	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. Transa Code ( 8)		of		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				
Employee Stock Option (Right to Buy)	\$18.46	08/03/2016		М			1,000	02/10/2011	02/09/2017	Common Stock	1,000	\$0.00	750	D	
Employee Stock Option (Right to Buy)	\$18.46	08/04/2016		М			750	02/10/2011	02/09/2017	Common Stock	750	\$0.00	0	D	

Explanation of Responses:

**Remarks:** 

Frank Pacholec

08/05/2016

\*\* 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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