FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

| washington, D.C. 20549 |  |
|------------------------|--|
|------------------------|--|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |     |  |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |  |  |
| hours per response       | 0.5 |  |  |  |  |  |  |  |  |  |

| U obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940 |  |   |                |   |   |                              |      |        |      |               | 34    |   | hours                   | s per re                                    | sponse:  | 0.5   |         |  |
|--|--|---|----------------|---|---|------------------------------|------|--------|------|---------------|-------|---|-------------------------|---|--|---|---------|--|
| Name and Address of Reporting Person*     Boyce Michael Ross   |  |   |                |   | 2. Issuer Name and Ticker or Trading Symbol STEPAN CO [ SCL ] |                              |      |        |      |               |       |   | (Ch                     | Relationship<br>neck all appli<br>X Directo | cable)   | Reporting Person(s) to Issuer<br>le)<br>10% Owner   |         |  |
| (Last) (First) (Middle) 22 W. FRONTAGE ROAD  |  |   |                | 3. Date of Earliest Transaction (Month/Day/Year) 01/04/2021 |   |                              |      |        |      |               |       |   | Officer<br>below)       | (give title                                 |  | Other (below)                                       | specify |  |
| (Street) NORTH (City)  | FIELD II   |   | 60093<br>(Zip) |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)      |                              |      |        |      |               | Lin   | ndividual or Joint/Group Filing (Check Applicable 2)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |                         |   |  |   |         |  |
| (0.9)  |  |   | ,              | n-Deriva  | ative Se  | ecurities Ad                 | cqui | red,   | Disp | osed o        | of, c | or Ben  | eficial                 | lly Owned                                   | d  |   |         |  |
| 1. Title of Security (Instr. 3)  2. Transa Date (Month/D   |  |   |                | 2A. Deemed<br>Execution Date<br>if any<br>(Month/Day/Yea    | e,   T  | Transaction Code (Instr. 5   |      |        |      |               |       | Benefici<br>Owned F   | es<br>ally<br>Following | Form<br>(D) or                              | : Direct<br>r Indirect<br>str. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |         |  |
|  |  |   |                |   | c   | Code                         | v    | Amount |      | (A) or<br>(D) | Price | Reported<br>Transact<br>(Instr. 3   | tion(s)                 |   |  | (Instr. 4)  |         |  |
|  |  | 7 |                |   |   | curities Acc<br>ls, warrants |      |        |      |               |       |   |                         | y Owned                                     |  |   |         |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | . Title of 2. 3. Transaction 3A. Deemed Execution Date Execution Date, or Exercise (Month/Day/Year) if any |   |                | ransactio<br>Code (Inst                                     |   | Expiration Date Amount of    |      |        |      |               |       | 8. Price of Derivative Security (Instr. 5) urity  8. Price of Derivative Security (Benefic Owner Follow Repor Transa (Instr.            |                         | e<br>s<br>ally<br>g                         | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)               |         |  |

Date

Exercisable

(2)

(A) (D)

1

## Explanation of Responses:

(1)

Stock Awards

1. Each Stock Award represents the right to receive one share of issuer common stock.

01/04/2021

2. Stock Awards are payable in shares pursuant to the director's election either following separation from service or after a specified age.

Code

/s/ Stephanie J. Pacitti,

Amount or Number

of Shares

1

Attorney-in-fact for Michael R. 01/05/2021

\$119.32

751

D

**Boyce** 

Title

Common Stock

Expiration Date

(2)

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.