

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. Code	V	5A. (A)	5B. (D)	6. Date Exercisable	7. Expiration Date	8. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	9. Price of Derivative Security (Instr. 5)	10. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
														Code
Employee Stock Option (Right to Buy)	\$18.46	04/14/2016		M ⁽¹⁾			580	02/10/2011	02/09/2017	Common Stock	580	\$0.00	63,420	D
Employee Stock Option (Right to Buy)	\$18.46	04/15/2016		M ⁽¹⁾			30,958	02/10/2011	02/09/2017	Common Stock	30,958	\$0.00	32,462	D

Explanation of Responses:

1. Transaction completed pursuant to a 10b5-1 Trading Plan.
2. Joint Tenancy with Spouse.
3. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for the purposes of Section 16 or for any other purpose.

Remarks:

F. Quinn Stepan, Jr.

04/18/2016

** 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.

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.