

QUAKER CHEMICAL CORP
Form 4
June 02, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BARRY MICHAEL F

(Last) (First) (Middle)

QUAKER CHEMICAL CORPORATION, ONE QUAKER PARK, 901 HECTOR STREET

(Street)

CONSHOHOCKEN, PA 19428-0809

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QUAKER CHEMICAL CORP [KWR]

3. Date of Earliest Transaction (Month/Day/Year)
05/29/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior VP & Managing Dtr - NA

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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) | | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
| | | | | Code | V Amount or Price | | | |
| Common Stock | 05/29/2008 | | M | | 14,100 A \$ 20.18 | 53,924 | D | |
| Common Stock | 05/29/2008 | | F | | 8,951 D \$ 31.785 | 44,973 | D | |
| Common Stock | 05/29/2008 | | M | | 3,000 A \$ 19.98 | 47,973 | D | |
| Common Stock | 05/29/2008 | | F | | 1,835 D \$ 32.66 | 46,138 | D | |
| | 05/29/2008 | | M | | 4,323 A \$ 23.13 | 50,461 | D | |

| | | | | | | | | | |
|-----------------|------------|--|---|-------|---|----------|--------|---|-----------|
| Common Stock | | | | | | | | | |
| Common Stock | 05/29/2008 | | F | 3,061 | D | \$ 32.66 | 47,400 | D | |
| Common Stock | | | | | | | 1,122 | I | By 401(k) |

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 20.18 | 05/29/2008 | | M | 14,100 | <u>(1)</u> 03/19/2010 | Common Stock | 14,100 | |
| Employee Stock Option (right to buy) | \$ 19.98 | 05/29/2008 | | M | 3,000 | <u>(2)</u> 03/06/2013 | Common Stock | 3,000 | |
| Employee Stock Option (right to buy) | \$ 23.13 | 05/29/2008 | | M | 4,323 | <u>(3)</u> 02/22/2014 | Common Stock | 4,323 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BARRY MICHAEL F
QUAKER CHEMICAL CORPORATION
ONE QUAKER PARK, 901 HECTOR STREET
CONSHOHOCKEN, PA 19428-0809

Senior VP &
Managing Dtr -
NA

Signatures

Irene M. Kisleiko, Attorney-in-Fact for Michael F.
Barry

06/02/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The option vested in three annual installments: 50% on March 19, 2004; 25% on March 19, 2005; and 25% on March 19, 2006.

(2) The option vests in three annual installments: 3,000 shares on March 6, 2007; 3,000 shares on March 6, 2008, and 3,000 shares on March 6, 2009.

(3) The option vests in three annual installments: 4,993 shares on February 22, 2008; 4,993 shares on February 22, 2009; and 4,994 shares on February 22, 2010.

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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