

QUAKER CHEMICAL CORP
Form 4
November 22, 2016

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 *
BENOLIEL D JEFFRY

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2016

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP - MW, Can and Mining

QUAKER CHEMICAL CORPORATION, ONE QUAKER PARK, 901 E. HECTOR STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

CONSHOHOCKEN, PA 19428-2380

(City) (State) (Zip)

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 or Disposed of (A) or (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 | 03/09/2016 | | G | V | 50 | A | \$ 0 | 10,550 | I | Custodial Account for Son DJ |
| Common Stock | 03/09/2016 | | G | V | 50 | A | \$ 0 | 10,550 | I | Custodial Account for Daughter |
| Common Stock | 07/29/2016 | | G | V | 200 | D | \$ 0 | 23,622 | D | |
| Common Stock | 08/08/2016 | | G | V | 110 | D | \$ 0 | 23,512 | D | |

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| Stock | | | | | | | | | |
|--------------|------------|---|---|-------|---|-----------|-----------------------|---|-------------------------------|
| Common Stock | 09/13/2016 | G | V | 50 | A | \$ 0 | 10,550 | I | Custodial Account for Son PA |
| Common Stock | 11/18/2016 | G | V | 210 | D | \$ 0 | 23,302 | D | |
| Common Stock | 11/18/2016 | M | | 2,687 | A | \$ 38.13 | 25,989 | D | |
| Common Stock | 11/18/2016 | F | | 1,260 | D | \$ 119.97 | 24,729 | D | |
| Common Stock | 11/18/2016 | M | | 2,130 | A | \$ 58.26 | 26,859 | D | |
| Common Stock | 11/18/2016 | F | | 1,276 | D | \$ 119.97 | 25,583 | D | |
| Common Stock | 11/18/2016 | M | | 737 | A | \$ 73.47 | 26,320 | D | |
| Common Stock | 11/18/2016 | F | | 462 | D | \$ 119.97 | 25,858 | D | |
| Common Stock | 11/18/2016 | M | | 745 | A | \$ 87.3 | 26,603 | D | |
| Common Stock | 11/18/2016 | F | | 550 | D | \$ 119.97 | 26,053 | D | |
| Common Stock | | | | | | | 10,000 | I | By DJB 2012 Irrevocable Trust |
| Common Stock | | | | | | | 9,732 | I | By AMB 2012 Irrevocable Trust |
| Common Stock | | | | | | | 17,020 | I | By Partnership |
| Common Stock | | | | | | | 19,630 ⁽¹⁾ | I | By 401(k) |

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) | \$ 38.13 | 11/18/2016 | | M | 2,687 | <u>(2)</u> 03/06/2019 | Common Stock | 2,687 |
| Employee Stock Option (right to buy) | \$ 58.26 | 11/18/2016 | | M | 2,130 | <u>(3)</u> 03/05/2020 | Common Stock | 2,130 |
| Employee Stock Option (right to buy) | \$ 73.47 | 11/18/2016 | | M | 737 | <u>(4)</u> 02/27/2021 | Common Stock | 737 |
| Employee Stock Option (right to buy) | \$ 87.3 | 11/18/2016 | | M | 745 | <u>(5)</u> 02/25/2022 | Common Stock | 745 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BENOLIEL D JEFFRY QUAKER CHEMICAL CORPORATION ONE QUAKER PARK, 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380 | | | VP - MW, Can and Mining | |

Signatures

Victoria K. Gehris, Attorney-in-Fact for D. Jeffry Benoliel 11/22/2016

__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) Information based on reporting person's Plan Statement as of September 30, 2016.
- (2) The options for this grant vested in three annual installments: 896 shares on March 6, 2013; 896 shares on March 6, 2014; and 895 shares on March 6, 2015.
- (3) The options for this grant vested in three annual installments: 710 shares on March 5, 2014; 710 shares on March 5, 2015; and 710 shares on March 5, 2016.
- (4) The options for this grant vest in three annual installments: 737 shares on February 27, 2015; 736 shares on February 27, 2016; and 736 shares on February 27, 2017.
- (5) The options for this grant vest in three annual installments: 745 shares on February 25, 2016; 744 shares on February 25, 2017; and 744 shares on February 25, 2018.

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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