

QUAKER CHEMICAL CORP

Form 4

August 12, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NAPLES RONALD J

(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)
08/11/2008

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)
Chairman and CEO

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) (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	08/11/2008		M		9,450	A	\$ 23.13
Common stock	08/11/2008		S ⁽¹⁾		9,450	D	\$ 31.81
Common Stock	08/11/2008		M		20,000	A	\$ 19.98
Common Stock	08/11/2008		S ⁽¹⁾		20,000	D	\$ 32
	08/11/2008		M		7,000	A	

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Common Stock					\$ 21.97				
Common Stock	08/11/2008		S ⁽¹⁾	7,000	D	\$ 32.5	413,603	D	
Common Stock							1,129	I	By 401(k)
Common Stock							1,000	I	By Charitable Foundation
Common Stock							500	I	By Family Trust

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 23.13	08/11/2008		M		9,450		<u>(2)</u>	02/22/2014	Common Stock	9,450
Employee Stock Option (right to buy)	\$ 19.98	08/11/2008		M		20,000		<u>(3)</u>	03/06/2013	Common Stock	20,000
Employee Stock Option (right to buy)	\$ 21.97	08/11/2008		M		7,000		<u>(4)</u>	03/09/2012	Common Stock	7,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAPLES RONALD J QUAKER CHEMICAL CORPORATION ONE QUAKER PARK, 901 HECTOR STREET CONSHOHOCKEN, PA 19428-0809	X		Chairman and CEO	

Signatures

Irene M. Kisleiko, Attorney-in-Fact for Ronald J.
Naples

08/12/2008

__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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 30, 2008.
- (2) The option vests in three annual installments: 33,921 on February 22, 2008; 33,922 on February 22, 2009; and 33,922 on February 22, 2010.
- (3) The option vests in three annual installments: 23,333 on March 6, 2007; 23,333 on March 6, 2008; and 23,334 on March 6, 2009.
- (4) The options vested 100% on June 15, 2005.

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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