## Edgar Filing: GROJEAN THOMAS F - Form 4

	THOMAS F									
Form 4	2000									
February 14	ЛЛ								PPROVAL	
Check t	UNITED	STATES S		RITIES A shington	OMB Number:	3235-0287 January 31,				
if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	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 <u>*</u> GROJEAN THOMAS F			2. Issue Symbol	er Name <b>an</b> o	<b>d</b> Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer			
		STEPA	N CO [S	CL]		(Check all applicable)				
(Last) (First) (Middle) 22 W. FRONTAGE ROAD				of Earliest T Day/Year) 2008	ransaction		X_ Director 10% Owner Officer (give title Other (specify below) below)			
Filed				endment, D onth/Day/Yea	-	ıl	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
NORTHFI	ELD, IL 60093						Person	shore than one R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities I Beneficially ( Owned (	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each clas	ss of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inform	nation cont	spond to the collec tained in this form ond unless the for	are not	SEC 1474 (9-02)	

required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities		

	Derivative Security					() [] [] []	Acquin A) or Dispos of (D) Instr. und 5)	sed				
					Code N	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Directors Deferred Compensation Plan	\$ 32.17	02/12/2008			J		466 (1)		08/08/1988	08/08/1988	Common Stock	466
Reporting	g Ownei	rs										
Reporting Owner	Name / Address		<b>Relationshi</b> 10% Owner	<b>ps</b> Officer	Other							
GROJEAN THO 22 W. FRONTA NORTHFIELD,	GE ROAD	Х										
Signature	es											
Kathleen M. Owens, by Power of Attorney for Thomas F. Grojean							02/1	14/20	)08			
**Signature of Reporting Person							J	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) On February 12, 2008, 466 shares were added to the Directors Deferred Compensation Plan account as per the provisions in the Stepan Company Directors Deferred Compensation Plan Amended and Restated as of January 1, 2005. The 466 shares shall be paid to the director upon termination of service on the Board of Directors and shall be paid only in shares of Stepan Company Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.