

QUAKER CHEMICAL CORP  
Form 4  
August 07, 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 \*  
NAPLES RONALD J

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)  
08/06/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman and CEO

QUAKER CHEMICAL CORPORATION, ONE QUAKER PARK, 901 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 19428-0809

(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 (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 Ownership (Instr. 4) |         |       |   |           |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---------|-------|---|-----------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |         |       |   |           |
|                                 |                                      |  |                                | Code  | V   | Amount   |  |         |       |   |           |
| Common Stock                    | 08/06/2008                           |  | M                              |   | 19,700  | A  | \$ 20.18                                   | 433,303 | D     |   |           |
| Common Stock                    | 08/06/2008                           |  | S <sup>(1)</sup>               |   | 19,700  | D  | \$ 31.36                                   | 413,603 | D     |   |           |
| Common Stock                    | 08/06/2008                           |  | M                              |   | 2,200   | A  | \$ 23.13                                   | 415,803 | D     |   |           |
| Common Stock                    | 08/06/2008                           |  | S <sup>(1)</sup>               |   | 2,200   | D  | \$ 31.75                                   | 413,603 | D     |   |           |
|                                 |                                      |  |                                |   |   |  |  |         | 1,129 | I | By 401(k) |

Common  
Stock

Common  
Stock

Common  
Stock

1,000

I

By  
Charitable  
Foundation

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) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Employee Stock Option (right to buy)       | \$ 20.18   | 08/06/2008                           |  | M                              | 19,700  | <u>(2)</u> 03/19/2010                                    | Common Stock  | 19,700                     |                            |
| Employee Stock Option (right to buy)       | \$ 23.13   | 08/06/2008                           |  | M                              | 2,200   | <u>(3)</u> 02/22/2014                                    | Common Stock  | 2,200                      |                            |

## Reporting Owners

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

## Signatures

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

08/07/2008

\_\_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 original grant vested in three annual installments: 50% on March 19, 2004; 25% on March 19, 2005; and 25% on March 19, 2006.
- (3) 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.

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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