

NAPLES RONALD J
Form 4
December 07, 2010

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)
12/06/2010

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

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 (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/06/2010 | | M | | 2,500 | A | \$ 23.13 |
| Common Stock | 12/06/2010 | | S ⁽¹⁾ | | 2,500 | D | \$ 39.38 |
| Common Stock | 12/06/2010 | | M | | 2,500 | A | \$ 23.13 |
| Common Stock | 12/06/2010 | | S ⁽¹⁾ | | 2,500 | D | \$ 39.78 |
| | 12/06/2010 | | M | | 2,500 | A | |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|--|----------|---------|-------------|
| Common Stock | | | | | | \$ 19.45 | | |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 2,500 | D | | \$ 39.17 | 128,896 | D |
| Common Stock | 12/06/2010 | M | 2,641 | A | | \$ 19.45 | 131,537 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 2,641 | D | | \$ 39.23 | 128,896 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 2,500 | D | | \$ 39.27 | 126,396 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 2,500 | D | | \$ 39.2 | 123,896 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 5,000 | D | | \$ 39.68 | 118,896 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 110 | D | | \$ 40.16 | 118,786 | D |
| Common Stock | 12/06/2010 | S ⁽¹⁾ | 4,890 | D | | \$ 40 | 113,896 | D |
| Common Stock | | | | | | | 1,264 | 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)

| 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 | \$ 23.13 | 12/06/2010 | | M | 2,500 | (2) 10/03/2011 | Common Stock | 2,500 |

(right to buy)

Employee

Stock

| | | | | | | | | |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|
| Option | \$ 23.13 | 12/06/2010 | M | 2,500 | <u>(2)</u> | 10/03/2011 | Common Stock | 2,500 |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|

Employee

Stock

| | | | | | | | | |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|
| Option | \$ 19.45 | 12/06/2010 | M | 2,500 | <u>(3)</u> | 10/03/2011 | Common Stock | 2,500 |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|

Employee

Stock

| | | | | | | | | |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|
| Option | \$ 19.45 | 12/06/2010 | M | 2,641 | <u>(3)</u> | 10/03/2011 | Common Stock | 2,641 |
|--------|----------|------------|---|-------|------------|------------|--------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NAPLES RONALD J QUAKER CHEMICAL CORPORATION ONE QUAKER PARK, 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380 | X | | | |

Signatures

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

12/07/2010

**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 sales plan adopted by the reporting person on November 30, 2010.

(2) These options were accelerated and became exercisable as of reporting person's retirement date (October 3, 2008).

(3) All options under this January 29, 2008 grant were accelerated and vested as of reporting person's retirement date (October 3, 2008).

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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