

QUAKER CHEMICAL CORP

Form 4

February 25, 2016

**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

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BENOLIEL D JEFFRY**

(Last) (First) (Middle)

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

(Street)

**CONSHOHOCKEN, PA 19428-2380**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/23/2016**

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)  
VP - MW, Can and Mining

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/23/2016                              |                                                             | A                                       | 745 A \$ 0                                                                 | 24,072                                                                                                             | D                                                                       |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 10,500                                                                                                             | I                                                                       | Custodial<br>Account for<br>Son PA                                |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 10,500                                                                                                             | I                                                                       | Custodial<br>Account for<br>Son DJ                                |
| Common                                |                                         |                                                             |                                         |                                                                            | 10,500                                                                                                             | I                                                                       | Custodial                                                         |

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|              |                       |   |  |                               |
|--------------|-----------------------|---|--|-------------------------------|
| Stock        |                       |   |  | Account for Daughter          |
| 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 | 19,274 <sup>(1)</sup> | I |  | By 401(k)                     |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 72.12                                               | 02/23/2016                           |                                                    | A                              | 3,639                                                                                   | 02/23/2017 <sup>(2)</sup> 02/23/2023                     | Common Stock 3,639                                            |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

BENOLIEL D JEFFRY  
QUAKER CHEMICAL CORPORATION  
ONE QUAKER PARK, 901 E. HECTOR STREET  
CONSHOHOCKEN, PA 19428-2380

VP - MW,  
Can and  
Mining

## Signatures

Irene M. Kisleiko, Attorney-in-Fact for D. Jeffry  
Benoliel

02/25/2016

\_\_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 December 31, 2015.
- Stock options granted to reporting person under the Company's 2011 Long-Term Performance Incentive Plan and exercisable in three
- (2) consecutive annual installments: 1,213 shares on February 23, 2017; 1,213 shares on February 23, 2018; and 1,213 shares on February 23, 2019.

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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