

BARRY MICHAEL F
 Form 4
 July 03, 2012

FORM 4

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

OMB APPROVAL

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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 *
BARRY MICHAEL F

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)
06/29/2012

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

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/29/2012		M		15,565 A \$ 6.93	153,589	D
Common Stock	06/29/2012		S ⁽¹⁾		15,565 D \$ 45	138,024	D
Common Stock	06/29/2012		M		7,219 A \$ 6.93	145,243	D
Common Stock	06/29/2012		F		3,573 D \$ 46.21	141,670	D
	06/29/2012		M		3,254 A	144,924	D

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Common Stock						\$ 19.45		
Common Stock	06/29/2012	F	2,134	D		\$ 46.21	142,790	D
Common Stock	06/29/2012	M	5,313	A		\$ 18.82	148,103	D
Common Stock	06/29/2012	F	2,163	D		\$ 46.21	145,940	D
Common Stock	06/29/2012	M	27,358	A		\$ 18.82	173,298	D
Common Stock	06/29/2012	F	17,725	D		\$ 46.21	155,573	D
Common Stock	07/01/2012	F ⁽²⁾	1,218	D		\$ 46.21	154,355	D
Common Stock							30,559	I
								By 401(k)

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)	\$ 6.93	06/29/2012		M	15,565	⁽³⁾	02/25/2016	Common Stock	15,565
Employee Stock Option (right to	\$ 6.93	06/29/2012		M	7,219	⁽³⁾	02/25/2016	Common Stock	7,219

buy)

Employee
Stock

Option (right to buy)	\$ 19.45	06/29/2012	M	3,254	<u>(4)</u>	01/29/2015	Common Stock	3,254
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Employee
Stock

Option (right to buy)	\$ 18.82	06/29/2012	M	5,313	<u>(5)</u>	01/26/2017	Common Stock	5,313
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Employee
Stock

Option (right to buy)	\$ 18.82	06/29/2012	M	27,358	<u>(5)</u>	01/26/2017	Common Stock	27,358
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARRY MICHAEL F QUAKER CHEMICAL CORPORATION ONE QUAKER PARK, 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380	X		Chairman, CEO and President	

Signatures

Irene M. Kisleiko, Attorney-in-Fact for Michael F.
Barry

07/03/2012

**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 sale of shares reported for this transaction was effected pursuant to a Rule 10b5-1 Plan entered into by reporting person on May 21, 2012, which Plan has been completed with this transaction.
- (2) Shares surrendered by reporting person to satisfy withholding tax obligation upon vesting of restricted stock granted on July 1, 2008 under the Company's Long-Term Performance Incentive Plan.
- (3) The options for this grant vested in three annual installments: 25,220 shares on February 25, 2010; 25,219 shares on February 25, 2011; and 25,219 shares on February 25, 2012.
- (4) The options for this grant vested in three annual installments: 4,253 shares on January 29, 2009; 4,254 shares on January 29, 2010; and 4,254 shares on January 29, 2011.
- (5) The options for this grant vest in three annual installments: 16,336 shares on January 26, 2011; 16,335 shares on January 26, 2012; and 16,335 shares on January 26, 2013.

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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