

QUAKER CHEMICAL CORP
Form 4
March 10, 2015

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 *
BERQUIST JOSEPH A

(Last) (First) (Middle)

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)
03/06/2015

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 & Managing Director - NA

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 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 | | | | (D) | Price |
| Common Stock | 03/06/2015 | | M | | | 895 | A | \$ 38.13 | 13,926 | D | |
| Common Stock | 03/06/2015 | | S | | | 364 | D | \$ 81.0633 (1) | 13,562 | D | |
| Common Stock | 03/06/2015 | | S | | | 531 | D | \$ 82 | 13,031 | D | |
| Common Stock | 03/06/2015 | | M | | | 710 | A | \$ 58.26 | 13,741 | D | |
| | 03/06/2015 | | S | | | 710 | D | | 13,031 | D | |

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| | | | | | | | | | |
|--------------|------------|--|---|-----|-------------------|-------------------|--------|---|-----------|
| Common Stock | | | | | \$ 80.8004 (2) | | | | |
| Common Stock | 03/06/2015 | | M | 737 | A | \$ 73.47 | 13,768 | D | |
| Common Stock | 03/06/2015 | | S | 678 | D | \$ 80.3781 (3) | 13,090 | D | |
| Common Stock | 03/06/2015 | | S | 59 | D | \$ 81.0647 (4) | 13,031 | D | |
| Common Stock | 03/06/2015 | | F | 368 | (5) D | \$ 80.24 | 12,663 | D | |
| Common Stock | | | | | | | 2,446 | 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) | \$ 38.13 | 03/06/2015 | | M | 895 | 03/06/2015 ⁽⁶⁾ 03/06/2019 | Common Stock | 895 |
| Employee Stock Option (right to buy) | \$ 58.26 | 03/06/2015 | | M | 710 | 03/05/2015 ⁽⁷⁾ 03/05/2020 | Common Stock | 710 |

buy)
 Employee
 Stock
 Option \$ 73.47 03/06/2015 M 737 02/27/2015⁽⁸⁾ 02/27/2021 Common Stock 737
 (right to
 buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BERQUIST JOSEPH A ONE QUAKER PARK 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380 | | | VP & Managing Director - NA | |

Signatures

Irene M. Kisleiko, Attorney-in-Fact for Joseph A. Berquist 03/10/2015

__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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.75 to \$81.1750 inclusive. The reporting person undertakes to provide to Quaker Chemical Corporation ("Quaker"), any security holder of Quaker, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
 - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.36 to \$81.1300 inclusive. The reporting person undertakes to provide to Quaker Chemical Corporation ("Quaker"), any security holder of Quaker, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
 - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.01 to \$80.98, inclusive. The reporting person undertakes to provide to Quaker Chemical Corporation ("Quaker"), any security holder of Quaker, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) to this Form 4.
 - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.02 to \$81.09, inclusive. The reporting person undertakes to provide to Quaker Chemical Corporation ("Quaker"), any security holder of Quaker, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (4) to this Form 4.
 - (5) Shares surrendered by reporting person to satisfy withholding tax obligation upon vesting of restricted stock granted on March 6, 2012 under the Company's Long-Term Performance Incentive Plan.
 - (6) The options for this grant vested in three annual installments: 896 shares on March 6, 2013; 896 shares on March 6, 2014; and 895 shares on March 6, 2015.
 - (7) The options for this grant vest in three annual installments: 710 shares on March 5, 2014; 710 shares on March 5, 2015; and 710 shares on March 6, 2016.
 - (8) The options for this grant vest in three annual installments: 737 options on February 27, 2015; 736 options on February 27, 2016; and 736 options on February 27, 2017.

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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