

Eaken Matthew John  
 Form 3  
 January 11, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Eaken Matthew John		(Month/Day/Year)	STEPAN CO [SCL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
22 WEST FRONTAGE ROAD			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) VP & Interim CFO	
NORTHFIELD,Â ILÂ 60093			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,136.124	I	By ESOP II Trust
Common Stock	2,797.61	D	Â

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Performance Shares	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	875	\$ <u>(1)</u>	D	Â
Performance Shares	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	509	\$ <u>(2)</u>	D	Â
Performance Shares	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	821	\$ <u>(3)</u>	D	Â
Stock Appreciation Right	02/19/2015	02/18/2023	Common Stock	1,058	\$ 63.11	D	Â
Stock Appreciation Right	02/18/2016	02/17/2024	Common Stock	1,416	\$ 61.91	D	Â
Stock Appreciation Right	02/21/2018 <sup>(4)</sup>	02/20/2027	Common Stock	1,899	\$ 78.58	D	Â
Stock Appreciation Right	02/23/2018	02/22/2026	Common Stock	2,759	\$ 43.85	D	Â
Stock Option (Right to Buy)	02/19/2015	02/18/2023	Common Stock	453	\$ 63.11	D	Â
Stock Option (Right to Buy)	02/18/2016	02/17/2024	Common Stock	472	\$ 61.91	D	Â
Stock Option (Right to Buy)	02/21/2018 <sup>(4)</sup>	02/20/2027	Common Stock	633	\$ 78.58	D	Â
Stock Option (Right to Buy)	02/23/2018	02/22/2026	Common Stock	920	\$ 43.85	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eaken Matthew John 22 WEST FRONTAGE ROAD NORTHFIELD, IL 60093	Â	Â	Â VP & Interim CFO	Â

## Signatures

Matthew M. Rice, attorney-in-fact for Matthew J. Eaken 01/11/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) Each performance share represents a contingent right to receive one share of Stepan Company Common Stock. The performance shares vest upon Stepan Company achieving certain financial targets by December 31, 2017.
- (2) Each performance share represents a contingent right to receive one share of Stepan Company Common Stock. The performance shares vest upon Stepan Company achieving certain financial targets by December 31, 2019.
- (3) Each performance share represents a contingent right to receive one share of Stepan Company Common Stock. The performance shares vest upon Stepan Company achieving certain financial targets by December 31, 2018.
- (4) Vests ratably over three years beginning on the date shown.

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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