

BENOLIEL D JEFFRY
 Form 4
 November 06, 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 *
BENOLIEL D JEFFRY

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)
11/02/2012

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
VP-Global MW&FP and Secretary

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				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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)				
Common Stock	05/01/2012		G	V	100	A	\$ 0	10,175	I	Custodial Account for Daughter
Common Stock	05/21/2012		G	V	125	A	\$ 0	10,300	I	Custodial Account for Daughter
Common Stock	05/21/2012		G	V	125	A	\$ 0	10,200	I	Custodial Account

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Common Stock	05/21/2012	G	V	125	A	\$ 0	10,300	I	for Son (1) Custodial Account for Son (2)
Common Stock	06/08/2012	G	V	250	D	\$ 0	56,331	D	
Common Stock	06/29/2012	G	V	100	A	\$ 0	10,300	I	Custodial Account for Son (1)
Common Stock	11/02/2012	M		9,551	A	\$ 6.93	65,882	D	
Common Stock	11/02/2012	F		4,642	D	\$ 51.38	61,240	D	
Common Stock	11/06/2012	S		2,000	D	\$ 52.1875	59,240	D	
Common Stock							21,090 ⁽¹⁾	I	By 401(k)
Common Stock							19,020	I	By Patnership

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

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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 (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 (right to buy)	\$ 6.93	11/02/2012		M	9,551	⁽²⁾ 02/25/2016	Common Stock	9,551

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENOLIEL D JEFFRY QUAKER CHEMICAL CORPORATION ONE QUAKER PARK, 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380			VP-Global MW&FP and Secretary	

Signatures

Irene M. Kisleiko, Attorney-in-Fact for D. Jeffry Benoliel	11/06/2012
**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) Information as of Plan Statement dated September 30, 2012.
- (2) The options under this grant vested in three annual installments: 4,776 options on February 25, 2010; 4,776 options on February 25, 2011; and 4,775 options on February 25, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.