

BENOLIEL D JEFFRY
 Form 4
 March 13, 2013

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 *
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)
03/11/2013

____ 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 (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/11/2013		M		1,917	A	\$ 19.45
Common Stock	03/11/2013		S		1,917	D	\$ 60
Common Stock	03/11/2013		M		3,788	A	\$ 18.82
Common Stock	03/11/2013		S		3,788	D	\$ 60
					10,000	I	

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Common Stock						By DJB 2012 Irrevocable Trust
Common Stock		9,732	I			By AMB 2012 Irrevocable Trust
Common Stock		10,300	I			Custodial Account for Son (1)
Common Stock		10,300	I			Custodial Account for Son (2)
Common Stock		10,300	I			Custodial Account for Daughter
Common Stock		21,183	I			By 401(k)
Common Stock		19,020	I			By partnership

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)	8. Amount or Number of Shares
Employee Stock Option (Right to	\$ 19.45	03/11/2013		M	1,917	<u>(1)</u> 01/29/2015	Common Stock	1,917

Buy)

Employee

Stock

Option \$ 18.82 03/11/2013

M

3,788

(2)

01/26/2017

Common
Stock

3,788

(Right to

Buy)

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

03/13/2013

**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 options under this grant vested in three annual installments: 1,917 on January 29, 2009; 1,917 on January 29, 2010 and 1,917 on January 29, 2011.

(2) The options under this grant vested in three annual installments: 3,788 on January 26, 2011; 3,788 on January 26, 2012 and 3,788 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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