Edgar Filing: STEPAN F QUINN JR - Form 4/A

STEPAN F	F QUINN JR						
Form 4/A							
December 2	23, 2004						
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							PPROVAL
	UNITED		URITIES AND EX Vashington, D.C. 2		E COMMISSION	NOMB Number:	3235-0287
	this box					Expires:	January 31,
if no lo subject		MENT OF CHA	NGES IN BENE	FICIAL O	WNERSHIP OF	Estimated	2005
Section		SECURITIES					urs per
Form 4						response	•
Form 5 obligati	Filed pu		16(a) of the Secur		•		
may co			Utility Holding Co	• •		on	
See Ins	truction	30(h) of the	Investment Compa	any Act of I	940		
1(b).							
(Print or Type	e Responses)						
1. Name and	Address of Reporting	Person [*] 2 Iss	uer Name and Ticker	or Trading	5. Relationship of	of Reporting Per	cson(s) to
	F QUINN JR	Symbo			Issuer		
			AN CO [SCL]			1 11 1. 1.	`
(Last)	(First) (Middle) 3. Date	e of Earliest Transactio	n	(Che	ck all applicabl	e)
			n/Day/Year)		X Director	109	% Owner
22 W. FRONTAGE ROAD 02/10/2			-	XOfficer (giv		ner (specify	
					below) Pre	below) sident and COC	>
	(Street)	4. If A	mendment, Date Origi	nal	6. Individual or J	Joint/Group Fili	ng(Check
			/Ionth/Day/Year)		Applicable Line)	Oue Denertine D	
NODTUEI		02/11	/2004		_X_ Form filed by Form filed by	More than One R	
NORTHFI	ELD, IL 60093				Person		
(City)	(State)	(Zip) T	able I - Non-Derivativ	e Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date		3. 4. Secur			6. Ownership	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if	TransactionAcquire Code Dispose			Form: Direct (D) or Indirect	Indirect Paraficial
(111su. 5)		any (Month/Day/Year		(10), 4 and 5)	•	(I) of multeet	Ownership
				,,	Following	(Instr. 4)	(Instr. 4)
				(A)	Reported		
				or	Transaction(s) (Instr. 3 and 4)		
			Code V Amoun	t (D) Price	(110010 410 1)		
Reminder: Re	eport on a separate line	e for each class of s	ecurities beneficially o	wned directly	or indirectly.		
			Pers	ons who res	spond to the colle	ction of S	SEC 1474
			info	mation cont	tained in this form	are not	(9-02)

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: STEPAN F QUINN JR - Form 4/A

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	, ((Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 24.94	02/10/2004		А		48,716		<u>(1)</u>	02/09/2014	Common Stock	48,716

Reporting Owners

Reporting Owner Name / Addre	SS	R		
	Director	10% Owner	Officer	Other
STEPAN F QUINN JR 22 W. FRONTAGE ROAD NORTHFIELD, IL 60093	Х		President and COO	
Signatures				
F. Quinn Stepan,	12/23/2004			

Jr.	12/23/2004
<u>**</u> 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).

Original Form 4 is being amended solely for the purpose of reporting that the exercisable date was amended by the Board of Directors on
 (1) December 21, 2004, to be the date on which the average of the opening price and the closing price of the Stock as reported on the New York Stock Exchange reaches its lowest price during the period December 21, 2004, through December 31, 2004.

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.