FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-028

37 Estimated average burden hours per response: 0.5

## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Common Stock	1. Name and Address of Reporting Person*  BENOLIEL D JEFFRY					2. Iss	Section 30(h) of the Investment Company Act of 1940  2. Issuer Name and Ticker or Trading Symbol QUAKER CHEMICAL CORP [ KWR ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director				
Size   CONSIDER   Co	QUAKER CHEMICAL CORPORATION					· · · · · · · · · · · · · · · · · · ·							below) below)						
Common Stock	(Street)				4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line) X Form filed by One Reporting Person						
1. Title of Security (Instr. 3)    2. Transaction (MonthDay/Year)   2. Demend (MonthD	(City)	(St	ate) (	Zip)											Pers	on			
Date   Month/Day/Year)   Park   Execution Date   Code   V   Amount   (A) or   Price   Code   V   Amount   (A) or   Price   (B) or   Month/Day/Year)   (B)			Tab	le I - No	on-Deriv	ative	Secu	rities Ac	quired	l, Di	sposed o	f, or B	enefic	ciall	y Owne	ed			
Common Stock	1. Title of Security (Instr. 3)			Date		Execution Date, if any	Transaction Dis		Disposed Of (D) (Instr. 3, 4 5)		str. 3, 4 a	and Securiti Benefic Owned Reporte		es ially Following d	Form: Direct (D) or Indirect	Indirect Beneficial Ownership			
Common Stock  Co									Code	٧	Amount	(A) or (D)	Price	)					
Common Stock  Co	Common	Stock			05/28/2	2013			S		3,230	D	\$66	88.6	18,3	304(1)	I	By 401(k)	
Common Stock  Co	Common	Stock										_			33,	284	D		
Common Stock  Co	Common	Stock													10,	300	I		
Common Stock  Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (instr. 3)  2. Transaction of Exercise (Month/Day/Year) (instr. 4)  3. Transaction of Exercise (Month/Day/Year) (instr. 4)  3. Transaction of Exercise (Month/Day/Year) (instr. 4)  2. Transaction of Exercise (Month/Day/Year) (instr. 4)  3. Transaction of Exercise (Month/Day/Year) (instr. 4)  3. Transaction of Exercise (Month/Day/Year) (instr. 4)  4. Transaction of Office (Instr. 4)  5. Number of Derivative Security (Instr. 3, and 4)  6. Date Exercisable and Office (Instr. 4)  6. Date Exercisable and Office (Instr. 4)  7. Title and Office (Instr. 4)  8. Price of Derivative Security (Instr. 3)  8. Price of Derivative Security (Instr. 3)  8. Price of Derivative Security (Instr. 3)  8. Price of Derivative Security (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Amount of Porm: Date (Instr. 4)  9. Amount of Porm: D	Common	Stock													10,	.400	I	Account for	
Common Stock  Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities (Instr. 3)  Conversion Or Exercise (Month/Day/Year)  Price of Derivative Securities (Instr. 4)  Amount of Securities (Month/Day/Year)  Amount of Securities Securities (Instr. 4)  Amount of Or Disposed of Or Beneficially Owned (Month/Day/Year)  Amount of Securities (Instr. 4)  Amount of Or Derivative Securities (Instr. 4)  Amount of Or Derivative Securities (Instr. 4)  Amount of Number of Derivative Securities (Instr. 4)	Common	Stock													10,	.400	I		
CommonStock  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 (Instr. 3)  2. Conversion Or Exercise Price of Derivative Security (Instr. 3)  3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 3)  4. Transaction Date (Month/Day/Year) (Instr. 3)  5. Number of Execution Date (Month/Day/Year) (Month/Day/Year) (Instr. 3)  6. Date Exercisable and of Expiration Date (Month/Day/Year) (Month/Day/Year) (Instr. 3)  8. Price of Derivative Securities Securities (Instr. 4)  9. Number of Derivative Securities Securities (Month/Day/Year) (Instr. 4)  11. Nature of Execution Date (Month/Day/Year) (Instr. 3)  12. Amount of Security (Instr. 3)  13. Transaction Date (Month/Day/Year) (Instr. 3)  14. Transaction Date (Month/Day/Year) (Instr. 3)  15. Number of Derivative Securities Securities (Month/Day/Year)  16. Date Exercisable and of Derivative Securities (Month/Day/Year) (Instr. 5)  17. Title of Derivative Securities (Month/Day/Year)  18. Price of Derivative Securities (Instr. 4)  19. Ownership Of Indirect (I) (Instr. 4)  11. Nature of Indirect (I) (Instr. 4)  12. Ownership Of Indirect (I) (Instr. 4)  13. Amount of Security (Instr. 3)  14. Amount of Securities (Instr. 4)  15. Number of Derivative Securities (Instr. 4)  16. Date Expiration Date (Instr. 4)  17. Title and Amount of Securities (Instr. 5)  18. Price of Derivative Securities (Instr. 4)  19. Ownership Of Indirect (I) (Instr. 4)  10. Ownership Of Indirect (I) (Instr. 4)  11. Nature of Indirect (I) (Instr. 4)  12. Ownership Of Indirect (I) (Instr. 4)  13. Deemed Expiration Date (Instr. 5)  14. Derivative Securities (Instr. 5)  15. Number of Indirect (Instr. 4)  16. Date Expiration Date (Instr. 5)  17. Title and Instruction (Instr. 4)  18. Price of Derivative Securities (Instr. 5)  19. Number of Operivative Securities (Instr. 5)  19. Number of Operivative Securities (Instr.	Common Stock												10,	,000	I	2012 Irrevocable			
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1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  4. Transaction Date (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Security (Instr. 5)  10. Ownership Form: Direct (D) Ownership Ownership (Instr. 4)  10. Ownership Form: Direct (D) Ownership Ownership Or Indirect (I) (Instr. 4)  11. Nature of Indirect (I) (Instr. 4)  12. Nature of Indirect (I) (Instr. 4)  13. Nature of Indirect Expiration Date (Month/Day/Year)  14. Amount or Derivative Security (Instr. 5)  15. Number of Derivative Security (Instr. 5)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities Underlying Derivative Security (Instr. 5)  10. Ownership Form: Direct (D) Ownership	CommonStock												19,	,020	I	By partnership			
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  4. Transaction Date (Month/Day/Year)  5. Number of Derivative Securities Price of Derivative Security (Instr. 3)  Accounted (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount or Number of Derivative Security (Instr. 4)  10. Ownership Form: Direct (D) Ownership Ownership (Instr. 4)  11. Nature of Indirect (I) (Instr. 4)			Ta	able II -											Owned				
Or Number Date Expiration of	Derivative Security	Derivative Conversion Date Security or Exercise (Month/Day/Year) if any (Month/Day/Year) Derivative		Execution if any	ion Date, Transac Code (I		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date			Amount of Securities Underlying Derivative Security (Instr.		8. De Se (Ir	erivative ecurity	tive derivative ty Securities 5) Beneficia Owned Following Reported Transacti	Ownersh Form: Direct (D or Indirect (I) (Instr.	(D) Beneficial Ownership rect (Instr. 4)	
						Code	v	(A) (D)		sable			or Number of	r					

## **Explanation of Responses:**

1. Reflects reporting person's share balance under Quaker's 401(k) plan as of May 28, 2013. Includes 74 shares acquired under Quaker's 401(k) plan since the date of the reporting person's last ownership report.

Irene M. Kisleiko, Attorney-in-Fact for D. Jeffry Benoliel

Date

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

<sup>\*\*</sup> Signature of Reporting Person

 $<sup>^{\</sup>star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.