FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Was

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

shington, D.C. 20549	
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l	OMB APP	ROVAL
l	OMB Number:	3235-0287
l	Estimated average bu	ırden
ı	h	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

			or deciden do(ii) or the investment company rict or 1040			
	s of Reporting Person Holding Korla arsasag		2. Issuer Name and Ticker or Trading Symbol QUAKER CHEMICAL CORP [ KWR ]	5. Relationship of Re (Check all applicable Director Officer (giv	e) X	10% Owner Other (specify
(Last) BAH CENTER,	(First) 2 FURJ STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2022	below)		below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint Line)	Check Applicable	
(Street) BUDAPEST	K5	1124		X Form filed	by One Reporti by More than O	•
(City)	(State)	(Zip)				

Table	I - Non-Derivativ	e Securities /	Acquired, [	Disp	osed of, o	r Bene	eficially C	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 Disposed Of	(D) (Instr		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	mount (A) or (D)		Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	08/01/2022		J/K <sup>(1)(2)(3)(4)</sup>		2,917	D	(1)(2)(3)(4)	4,049,872 <sup>(12)</sup>	I <sup>(12)</sup>	By QH Hungary Holdings Limited	
Common Stock	08/01/2022		J/K <sup>(1)(2)(3)(4)</sup>		3,288	D	(1)(2)(3)(4)	4,046,584 <sup>(12)</sup>	<u>I</u> (12)	By QH Hungary Holdings Limited	
Common Stock	08/01/2022		J/K <sup>(5)(6)(7)(8)</sup>		2,917	D	(5)(6)(7)(8)	4,043,667 <sup>(12)</sup>	I <sup>(12)</sup>	By QH Hungary Holdings Limited	
Common Stock	08/01/2022		J/K <sup>(5)(6)(7)(8)</sup>		1,430	D	(5)(6)(7)(8)	4,042,237 <sup>(12)</sup>	I <sup>(12)</sup>	By QH Hungary Holdings Limited	
Common Stock	08/01/2022		J/K <sup>(9)(10)(11)</sup>		1,716	D	(9)(10)(11)	4,040,521 <sup>(12)</sup>	I <sup>(12)</sup>	By QH Hungary Holding Limited	
Common Stock	08/02/2022		J/K <sup>(1)(2)(3)(4)</sup>		2,917	D	(1)(2)(3)(4)	4,037,604 <sup>(12)</sup>	I(12)	By QH Hungary Holding Limited	
Common Stock	08/02/2022		J/K <sup>(1)(2)(3)(4)</sup>		3,288	D	(1)(2)(3)(4)	4,034,316 <sup>(12)</sup>	<b>I</b> (12)	By QH Hungary Holding Limited	
Common Stock	08/02/2022		J/K <sup>(5)(6)(7)(8)</sup>		2,917	D	(5)(6)(7)(8)	4,031,399(12)	I <sup>(12)</sup>	By QH Hungary Holding Limited	
Common Stock	08/02/2022		J/K <sup>(5)(6)(7)(8)</sup>		1,430	D	(5)(6)(7)(8)	4,029,969(12)	<b>I</b> (12)	By QH Hungary Holding Limited	
Common Stock	08/02/2022		J/K <sup>(9)(10)(11)</sup>		1,716	D	(9)(10)(11)	4,028,253 <sup>(12)</sup>	I <sup>(12)</sup>	By QH Hungary Holding Limited	
Common Stock	08/03/2022		J/K <sup>(1)(2)(3)(4)</sup>		2,917	D	(1)(2)(3)(4)	4,025,336(12)	<b>I</b> (12)	By QH Hungary Holding Limited	

1. Title of Security (Instr. 3)  Common Stock				2. Transaction Date (Month/Day/Year)		Execution Date,		e, C	. Transaction code (Instr. 8)		4. Securi Disposed			d (A) or r. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect	irect direct	7. Nature of Indirect Beneficial	
					(Moi	nth/D	Day/Ye	´	ode	v	Amount	(	A) or D)	Price	Reported Transacti (Instr. 3 a	on(s)	(I) (Instr.		Ownership (Instr. 4)	
			08/03							/K <sup>(1)(2)(3)(4)</sup>		3,288		D	(1)(2)(3)(4)	4,022,048(12)		I(12)		By QH Hungary Holdings Limited
Common Stock			08/03	/2022				J	J/K <sup>(5)(6)(7)(8)</sup>		2,917		D	(5)(6)(7)(8)	4,019,	4,019,131 <sup>(12)</sup>		2)	By QH Hungary Holdings Limited	
Common Stock				08/03	/2022				J	/K <sup>(5)(6)(7)(8)</sup>		1,430	)	D	(5)(6)(7)(8)	4,017,	701 <sup>(12)</sup>	I <sup>(1:</sup>	2)	By QH Hungary Holdings Limited
Common Stock			08/03	/2022			J	/K <sup>(9)(10)(11)</sup>		1,716		D	(9)(10)(11)	4,015,985 <sup>(12)</sup>		I <sup>(1)</sup>	2)	By QH Hungary Holdings Limited		
			Table							uired, Di						wned				
1. Title of Derivative Security (Instr. 3)	tive or Exercise of Derivative Security    Conversion of Exercise of Derivative Security			action 5. Numbe			6. Date Exercise Expiration Date (Month/Day/Yea		rcisable and Date		e and curitie	Amount s Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e O S Fe Ily D OI I (!)	). wnership orm: irect (D) r Indirect ı (Instr. 4	Benefici Ownersi (Instr. 4)			
					Code		v	(A)	(D)	Date Exercisable		xpiration ate	Title		Amount or Number of Shares					
Variable Prepaid Forward Sale Contract (obligation to sell)	(1)(2)(3)(4)	08/01/2022			J/K <sup>(1)(2)</sup>	(3)(4)			2,917	08/01/2022	2 0	8/01/2022	Comr		131,255	\$0	128,33	38	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(1)(2)(3)(4)	08/01/2022			J/K <sup>(1)(2)</sup>	(3)(4)			3,288	08/01/2022	2 0	8/01/2022	Comr		49,324	\$0	46,03	6	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(5)(6)(7)(8)	08/01/2022			J/K <sup>(5)(6)</sup>	(7)(8)			2,917	08/01/2022	2 0	8/01/2022	Comr		131,255	\$0	128,33	38	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(5)(6)(7)(8)	08/01/2022			J/K <sup>(5)(6)</sup>	(7)(8)			1,430	08/01/2022	2 0	8/01/2022	Comr		21,450	\$0	20,02	0	I	By QH Hungary Holding Limited
					_		$\vdash$				-			$\rightarrow$						+

Common Stock

Common Stock

Common Stock

Common Stock

08/01/2022

08/02/2022

08/02/2022

08/02/2022

08/01/2022

08/02/2022

08/02/2022

08/02/2022

2,917

3,288

2,917

25,740

128,338

46,036

128,338

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

24,024

125,421

42,748

125,421

By QH Hungary Holdings Limited

Variable Prepaid Forward Sale Contract (obligation to sell)

Variable Prepaid Forward Sale Contract (obligation to sell)

Variable Prepaid Forward Sale Contract (obligation to sell)

Variable Prepaid Forward Sale Contract

(obligation to sell)

(9)(10)(11)

(1)(2)(3)(4)

(1)(2)(3)(4)

(5)(6)(7)(8)

08/01/2022

08/02/2022

08/02/2022

08/02/2022

J/K<sup>(9)(10)(11)</sup>

J/K<sup>(1)(2)(3)(4)</sup>

J/K<sup>(1)(2)(3)(4)</sup>

J/K<sup>(5)(6)(7)(8)</sup>

	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	rersion Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)		of Deri Sec Acq (A) Disp of (I	posed D) tr. 3, 4	6. Date Exerc Expiration Day (Month/Day/)	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 a	g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Variable Prepaid Forward Sale Contract (obligation to sell)	(5)(6)(7)(8)	08/02/2022		J/K <sup>(5)(6)(7)(8)</sup>			1,430	08/02/2022	08/02/2022	Common Stock	20,020	\$0	18,590	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(9)(10)(11)	08/02/2022		J/K <sup>(9)(10)(11)</sup>			1,716	08/02/2022	08/02/2022	Common Stock	24,024	\$0	22,308	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(1)(2)(3)(4)	08/03/2022		J/K <sup>(1)(2)(3)(4)</sup>			2,917	08/03/2022	08/03/2022	Common Stock	125,421	\$0	122,504	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(1)(2)(3)(4)	08/03/2022		J/K <sup>(1)(2)(3)(4)</sup>			3,288	08/03/2022	08/03/2022	Common Stock	42,748	\$0	39,460	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(5)(6)(7)(8)	08/03/2022		J/K <sup>(5)(6)(7)(8)</sup>			2,917	08/03/2022	08/03/2022	Common Stock	125,421	\$0	122,504	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation to sell)	(5)(6)(7)(8)	08/03/2022		J/K <sup>(5)(6)(7)(8)</sup>			1,430	08/03/2022	08/03/2022	Common Stock	18,590	\$0	17,160	I	By QH Hungary Holdings Limited
Variable Prepaid Forward Sale Contract (obligation	(9)(10)(11)	08/03/2022		J/K <sup>(9)(10)(11)</sup>			1,716	08/03/2022	08/03/2022	Common Stock	22,308	\$0	20,592	I	By QH Hungary Holdings Limited

## **Explanation of Responses:**

- 1. On August 1, 2022, August 2, 2022 and August 3, 2022, QH Hungary Holdings Limited, a wholly owned subsidiary of the reporting person ("QH Hungary"), settled a portion of two existing and previously reported variable prepaid forward sale contracts ("VPFs") with Citibank, N.A. ("Citibank"). See Footnotes 2, 3 and 4 and Remarks for details of the transaction.
- 2. One of the VPFs with Citibank entered into on March 9, 2021 covering a maximum aggregate amount of 98,644 shares ("Citi VPF March 2021") is divided into 30 components, and the other VPF with Citibank originally entered into on May 26, 2020, as amended and restated on March 9, 2021 and as further amended and restated on November 24, 2021 covering a maximum aggregate amount of 175,000 shares ("Citi VPF May 2020") is divided into one tranche ("Tranche 1") of 50 components for 87,500 shares and a second tranche ("Tranche 2") of 30 components for 87,500 shares (each a "Component").
- 3. For each Component, QH Hungary is obligated to deliver, on the settlement date (the "Settlement Date") determined based on the specified scheduled valuation date within the periods from (i) July 7, 2022 to August 17, 2022 for the Citi VPF March 2021 and (ii) March 24, 2023 to June 5, 2023 (Tranche 1) and July 7, 2022 to August 17, 2022 (Tranche 2) (as applicable) for the Citi VPF May 2020 either, at QH Hungary's option, (i) (A) up to 1,3288 Shares (or 3,289 Shares for the last four Settlement Dates) for the Citi VPF March 2021 and (B) up to 1,750 Shares (Tranche 1) and up to 2,916 Shares (or 2,917 Shares for the last 20 Settlement Dates) (Tranche 2) for the Citi VPF May 2020, to Citibank (such Share number, "Subject Number") based on the average market price of the Shares determined as described below in Remarks or (ii) an amount of cash equivalent to the value of such Shares.
- 4. In exchange for entering into the Citi VPF March 2021, QH Hungary received an aggregate prepayment amount of \$20,861,652 from Citibank and in exchange for entering into the Citi VPF May 2020, QH Hungary received an aggregate prepayment amount of \$23,825,731 from Citibank.
- 5. On August 1, 2022, August 2, 2022 and August 3, 2022, QH Hungary settled a portion of two existing and previously reported VPFs with Royal Bank of Canada ("RBC"). See Footnotes 6, 7 and 8 and Remarks for details of the transaction.
- 6. One of the VPFs with RBC entered into on March 9, 2021 covering a maximum aggregate amount of 42,899 shares ("RBC VPF March 2021") is divided into 30 components, and the other VPF with RBC originally entered into on May 26, 2020, as amended and restated on March 9, 2021 and as further amended and restated on November 24, 2021 covering a maximum aggregate amount of 175,000 shares ("RBC VPF May 2020") is divided into one tranche ("Tranche 1") of 50 components for 87,500 shares and a second tranche ("Tranche 2") of 30 components for 87,500 shares (each a "Component").
- 7. For each Component, QH Hungary is obligated to deliver, on the settlement date (the "Settlement Date") determined based on the specified scheduled valuation date within the periods from (i) March 24, 2023 to June 5, 2023 (Tranche 1) and July 7, 2022 to August 17, 2022 (Tranche 2) for the RBC VPF May 2020 and (ii) from July 7, 2022 to August 17, 2022 (as applicable) for the RBC VPF March 2021 either, at QH Hungary's option, (i) (A) up to 1,750 Shares (Tranche 1) and up to 2,916 Shares (or 2,917 Shares for the last 20 Settlement Dates) (Tranche 2) for the RBC VPF May 2020, and (B) up to 1,429 Shares (or 1,430 Shares for the last nineteen Settlement Dates) for the RBC VPF March 2021, to RBC (such Share number, "Subject Number") based on the average market price of the Shares determined as described below in Remarks or (ii) an amount of cash equivalent to the value of such Shares.
- 8. In exchange for entering into the RBC VPF March 2021, QH Hungary received an aggregate prepayment amount of \$9,070,347 from RBC and in exchange for entering into the RBC VPF May 2020, QH Hungary received an aggregate prepayment amount of \$23,825,731 from RBC.
- 9. On August 1, 2022, August 2, 2022 and August 3, 2022, QH Hungary settled a portion of an existing and previously reported VPF with JPMorgan Chase Bank, National Association ("JPMorgan"). See Footnotes 10 and 11 and Remarks for details of the transaction.
- 10. The VPF with JPMorgan entered into on March 9, 2021 covering a maximum aggregate amount of 51,467 shares ("JPM VPF March 2021") is divided into 30 Components. For each Component, QH Hungary is obligated to deliver, on each Settlement Date either, at QH Hungary's option, (i) up to 1,715 Shares (or 1,716 Shares for the last seventeen Settlement Dates) for the JPM VPF March 2021, to JPMorgan (such Share number, "Subject Number") based on the average market price of the Shares determined as described below in Remarks or (ii) an amount of cash equivalent to the value of such Shares.
- 11. In exchange for entering into the JPM VPF March 2021, QH Hungary received an aggregate prepayment amount of \$10,884,459 from JPMorgan.
- $12. \ The \ reporting \ person \ continues \ to \ directly \ hold \ 37,186 \ shares \ of \ common \ stock \ of \ the \ Issuer.$

## Remarks

The number of Shares (or, at QH Hungary's option, the cash equivalent) to be delivered to the applicable bank on each Settlement Date is to be determined as follows: (a) if the volume-weighted average price per Share on the relevant valuation date, as reasonably determined by the applicable bank by reference to the Bloomberg Page "KWR <equity> AQR <Go>" (or any successor page thereto) (provided that, if such price is not so reported for any reason or is, in the applicable bank's reasonable discretion, erroneous, a price determined by the applicable bank in good faith and a commercially reasonable manner) (the "Settlement Price") is equal to or less than \$242.25 per Share (or, in the case of each Tranche 1, \$239.4600 per Share) (the "Forward Floor Price"), QH Hungary will deliver to the applicable bank the Subject Number of Shares; (b) if the Settlement Price is between the Forward Floor Price and \$285.86 per Share (or, in the case of each Tranche 1, \$258.6168 per Share) (the "Forward Cap Price"), QH Hungary will deliver to the applicable bank a number of Shares equal to the Subject Number multiplied by a fraction, the numerator of which is the Forward Floor Price and the denominator of which is the Settlement Price; and (c) if the Settlement Price is

greater than the Forward Cap Price, QH Hungary will deliver to the applicable bank a number of Shares equal to the product of (i) the Subject Number and (ii) a fraction (A) the numerator of which is the sum of (x) the Forward Floor Price and (y) the Settlement Price minus the Forward Cap Price, and (B) the denominator of which is the Settlement Price.

/s/ Judit Rozsa, Managing Director, on behalf of the

08/03/2022

Reporting Person

\*\* Signature of Reporting Person

Date

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

- ${}^{\star}$  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.