

SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 10-Q/A
Amendment No. 1

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the quarterly period ended June 30, 1996

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission file number 0-7154

QUAKER CHEMICAL CORPORATION

(Exact name of Registrant as specified in its charter)

Pennsylvania

23-0993790

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

Elm and Lee Streets, Conshohocken, Pennsylvania 19428 - 0809

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code 610-832-4000

Not Applicable

Former name, former address, and former fiscal year,
if changed since last report.

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to
such filing requirements for the past 90 days. Yes X No
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APPLICABLE ONLY TO CORPORATE ISSUERS: Indicate the number of shares
outstanding of each of the issuer's classes of common stock, as of the latest
practicable date.

Number of Shares of Common Stock
Outstanding on August 12, 1996

8,558,242

PART II. OTHER INFORMATION

Item 4. Submission of Matters to a Vote of Security Holders.

The 1996 Annual Meeting of the Company's shareholders was held on
May 9, 1996. At the Meeting, management's nominees, William L. Batchelor,
Peter A. Benoliel, and Robert H. Rock were elected to fill the three available
positions as Class I Directors. Voting (expressed in number of votes) was as
follows: William L. Batchelor, 33,092,911 votes for, 75,665 votes against
or withheld and no abstentions or broker non-votes; Peter A. Benoliel,
33,092,911 votes for, 75,665 votes against or withheld and no abstentions or
broker non-votes; and Robert H. Rock, 33,000,468 votes for, 168,108 votes
against or withheld and no abstentions or broker non-votes.

At the Meeting, shareholders ratified the appointment of Price
Waterhouse LLP as the Company's independent auditors to examine and report on
its financial statements for the year ending December 31, 1996 by a vote of
32,969,834 votes for, 142,911 votes against, and 55,831 abstentions or broker
non-votes.

* * * * *

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Amendment No. 1 to its Report on Form 10-Q to be signed on its behalf by the undersigned thereunto duly authorized.

QUAKER CHEMICAL CORPORATION

(Registrant)

By: /s/ Richard J. Fagan

Richard J. Fagan, officer duly authorized
to sign this report,
Corporate Controller and Acting Treasurer

Date: August 27, 1996
