

ETTINGER RONALD S  
Form 4  
February 28, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 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 \*  
ETTINGER RONALD S

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)  
02/25/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

VP - Human Resources

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	02/25/2012		F	D	\$ 656 42.8	4,751 <sup>(1)</sup>	D
Common Stock						3,847 <sup>(2)</sup>	I By 401(k)

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

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.

SEC 1474 (9-02)

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**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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ETTINGER RONALD S ONE QUAKER PARK 901 E. HECTOR STREET CONSHOHOCKEN, PA 19428-2380			VP - Human Resources	

## Signatures

Irene M. Kisleiko, Attorney-in-Fact for Ronald S. Ettinger 02/28/2012

\*\*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) Includes 6 shares acquired under the Company's Dividend Reinvestment Plan on January 31, 2012.
- (2) Information based on Company's Plan Statement as of December 31, 2011.

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. 8; of the Information Statement. That section is incorporated herein by reference.

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**Item 9. Market Price of and Dividends on the Registrant's Common Equity and Related Stockholder Matters**

The information required by this item is contained under the sections Risk Factors, The Spin-Off, Dividend Policy, Compensation of Executive Officers and Description of Our Capital Stock of the Information Statement. Those sections are incorporated herein by reference.

**Item 10. Recent Sales of Unregistered Securities**

Not applicable.

**Item 11. Description of Registrant's Securities to be Registered**

The information required by this item is contained under the sections Risk Factors Risks Relating to Our Common Stock and the Securities Market, Dividend Policy and Description of Our Capital Stock of the Information Statement. Those sections are incorporated herein by reference.

**Item 12. Indemnification of Directors and Officers**

The information required by this item is contained under the sections Certain Relationships and Related Party Transactions Agreements with Tyco ADT Separation and Distribution Agreement Indemnification and Description of Our Capital Stock Limitation of Liability and Indemnification of the Information Statement. Those sections are incorporated herein by reference.

**Item 13. Financial Statements and Supplementary Data**

The information required by this item is contained under the sections Unaudited Pro Forma Condensed Combined Financial Data, Management's Discussion and Analysis of Financial Condition and Results of Operations and Index to Financial Statements and the statements referenced therein of the Information Statement. Those sections are incorporated herein by reference.

**Item 14. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure**

None.

**Item 15. Financial Statements and Exhibits**

**(a) Financial Statements**

The information required by this item is contained under the section Index to Financial Statements beginning on page F-1 of the Information Statement. That section is incorporated herein by reference.

**(b) Exhibits**

The following documents are filed as exhibits hereto:

<b>Exhibit Number</b>	<b>Exhibit Description</b>
2.1**	Form of Separation and Distribution Agreement with respect to ADT Distribution, between Tyco International Ltd. and The ADT Corporation
2.2**	Separation and Distribution Agreement with respect to Tyco Flow Control Distribution, dated as of March 27, 2012, among Tyco International Ltd., Tyco Flow Control International Ltd. and The ADT Corporation
2.3**	Amendment No. 1 to the Separation and Distribution Agreement, dated as of July 25, 2012, among Tyco International Ltd., Tyco Flow Control International Ltd. and The ADT Corporation

3.1\*\* Form of Certificate of Incorporation of The ADT Corporation

Exhibit Number	Exhibit Description
3.2**	Form of By-Laws of The ADT Corporation
10.1**	Form of Transition Services Agreement between Tyco International Ltd. and The ADT Corporation
10.2**	Form of Transition Services Agreement between Tyco Integrated Security Canada, Inc. and ADT Security Services Canada, Inc.
10.3**	Form of Tax Sharing Agreement between Tyco International Ltd., Tyco Flow Control International Ltd. and The ADT Corporation
10.4**	Form of Non-Income Tax Agreement between Tyco International Ltd. and The ADT Corporation
10.5	Form of Patent Agreement between Tyco International Ltd. and The ADT Corporation
10.6	Form of Trademark Agreement among Tyco International Ltd., ADT Services GMBH, ADT US Holdings, Inc. and The ADT Corporation
10.7**	Form of Monitoring Agreement between Tyco Integrated Security, Inc. and ADT LLC
10.8**	Form of Monitoring Agreement between ADT Security Services Canada, Inc. and Tyco Integrated Security Canada, Inc.
10.9**	Form of Guard Service Agreement between ADT Security Services Canada, Inc. and Intercon Security Limited
10.10**	Form of Guard Service Agreement between ADT Holdings Inc. and Tyco Integrated Security LLC
10.11**	Form of Master Supply Agreement between Tyco International Ltd. and The ADT Corporation
10.12**	Form of Sublease Agreement
10.13**	Form of Consulting Agreement between The ADT Corporation and Edward D. Breen
10.14**	Indenture, dated as of July 5, 2012, between The ADT Corporation and Wells Fargo Bank, National Association
10.15**	First Supplemental Indenture, dated as of July 5, 2012, among The ADT Corporation, Tyco International Ltd. and Wells Fargo Bank, National Association
10.16**	Second Supplemental Indenture, dated as of July 5, 2012, among The ADT Corporation, Tyco International Ltd. and Wells Fargo Bank, National Association
10.17**	Third Supplemental Indenture, dated as of July 5, 2012, among The ADT Corporation, Tyco International Ltd. and Wells Fargo Bank, National Association
10.18**	Exchange and Registration Rights Agreement, dated as of July 5, 2012, among The ADT Corporation, Tyco International Ltd. and the purchasers identified therein
10.19**	Five Year Senior Unsecured Revolving Credit Agreement, dated as of June 22, 2012, among The ADT Corporation, Tyco International Ltd., the lender parties thereto and Citigroup Global Markets Inc. and J.P. Morgan Securities LLC, as bookrunners and lead arrangers
10.20	Form of The ADT Corporation 2012 Omnibus Stock and Incentive Plan
21.1**	List of subsidiaries of The ADT Corporation
99.1	Preliminary Information Statement of The ADT Corporation, subject to completion, dated August 29, 2012.

\*\* Previously filed.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

The ADT Corporation

By: /s/ NAREN GURSAHANEY

Name: Naren Gursahaney

Title: Chief Executive Officer

Dated: August 29, 2012

## EXHIBIT INDEX

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