

CHASE PETER R
Form 4
January 25, 2013

FORM 4

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

OMB APPROVAL

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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 *
CHASE PETER R

2. Issuer Name and Ticker or Trading Symbol
CHASE CORP [CCF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
26 SUMMER STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/23/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

BRIDGEWATER, MA 02324

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

(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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Chase Corporation Common Stock | 01/23/2013 | | S | | 0 | D | \$ 0 | 695,394 | D | |
| Chase Corporation Common Stock | 01/23/2013 | | J ⁽¹⁾ | | 0 | A | \$ 0 | 254,759 | I | Peter R. Chase 2012 Annuity Trust |
| Chase Corporation Common Stock | 01/23/2013 | | J ⁽²⁾ | | 0 | A | \$ 0 | 150,323 | I | Peter R. Chase 2011 |

| Stock | | | | | | | | | Annuity Trust |
|--------------------------------|------------|---------------------|--------|---|----------|---------|---|--|----------------------------------|
| Chase Corporation Common Stock | 01/23/2013 | J ⁽³⁾⁽⁴⁾ | 2,500 | D | \$ 19.05 | 110,845 | I | | Peter R. Chase Insurance Trust |
| Chase Corporation Common Stock | 01/25/2013 | J ⁽⁵⁾ | 30,000 | A | \$ 0 | 30,000 | I | | Kristin Chase Ferioli 2012 Trust |

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

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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. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHASE PETER R 26 SUMMER STREET BRIDGEWATER, MA 02324 | X | X | Chairman and CEO | |

Signatures

Paula Myers by power of attorney
01/25/2013

__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) Represents shares held by the Peter R. Chase 2012 qualified Annuity Trust, a grantor retained annuity trust.

(2) Represents shares held by the Peter R. Chase 2011 qualified Annuity Trust, a grantor retained annuity trust.

(3) Represents shares held by the Peter R. Chase Insurance Trust.

(4) Shares sold pursuant to a trading plan that was adopted on November 27, 2012 complying with rule 10b5-1 under the Securities Exchange Act of 1934, as amended.

Reflects shares held in trust for the benefit of the reporting person's daughter, of which the reporting person's spouse is trustee. The transfer of these shares to the trust was voluntarily reported on the reporting person's Form 4 filed December 21, 2012 as a disposition by gift. This Form 4 amends and corrects the earlier report to reflect the shares as being indirectly held by the reporting person.

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

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