Edgar Filing: Smith Keith D - Form 4

Smith Keith Form 4	n D								
August 29,	2008								
FORM	ЛД								PPROVAL
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287
Check t if no lor subject Section Form 4	to STATEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES						Expires: Estimated burden hou response	urs per
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> Smith Keith D			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			KEWAUNEE SCIENTIFIC CORP /DE/ [kequ]				(Check all applicable)		
(Last) (First) (Middle) 2700 WEST FRONT STREET						below)	Officer (give title Other (specify		
(Street)			4. If Amendment, Date Original 6. Individual Filed(Month/Day/Year) Applicable Line _X_ Form filed			6. Individual or Applicable Line)	r Joint/Group Filing(Check		
STATESV	ILLE, NC 28677-	2927					Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	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	(D) Price	(Instr. 5 and 1)		
Reminder: Re	port on a separate line	e for each cla	ss of sec	urities bene	-	-	-		
					inforr requi	nation con red to resp	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year) (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy	\$ 14.69	08/27/2008	А	3,000	<u>(1)</u>	08/27/2018	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Add	dress	ss						
	Director	10% Owner	Officer	Other				
Smith Keith D 2700 WEST FRONT STRE STATESVILLE, NC 28677			VP - Manufacturing					
Signatures								
/s/ Keith D. Smith	08/29/2008							

<u>**</u>Signature of Date Reporting Person

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) The options vest in four equal annual installments beginning with the first installment on August 27, 2009.

(2) Employee stock option granted under Employee Stock Option Plan under Rule 16b-3.

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.

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