Hudson David Form 4 August 28, 2017

FORM 4

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

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 * **Hudson David**

(Last)

(First) (Middle)

SCHMITT INDUSTRIES. INC., 2765 NW NICOLAI

PORTLAND, OR 97210

(Street)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol

[SMIT] 3. Date of Earliest Transaction

SCHMITT INDUSTRIES INC

(Month/Day/Year) 08/24/2017

4. If Amendment, Date Original

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires:

2005 Estimated average

burden hours per response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

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

Chief Executive Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

| (City) | (State) | (Zip) Tabl | e I - Non-I | Derivative | Secu | rities Acqu | ired, Disposed of | , or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--------------------------------|-----------------------------|--------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securin(A) or Di (Instr. 3, | spose 4 and (A) or | d 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) |
| Common Stock | 08/24/2017 | | P | 2,008 | A | \$ 1.6 | 7,008 | D | |
| Common Stock | 08/24/2017 | | P | 200 | A | \$ 1.6042 | 7,208 | D | |
| Common Stock | 08/28/2017 | | P | 1,292 | A | \$ 1.5999 | 8,500 | D | |
| Common Stock | | | | | | | 1,000 | I | As custodian for minor son(1) (1) |

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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. | 6. Date Exerc | isable and | 7. Titl | e and | 8. Price of | 9 |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|------------|---------|----------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orNumber | Expiration Da | ate | Amou | int of | Derivative | J |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | , |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ities | (Instr. 5) |] |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | (|
| | Security | | | | Acquired | | | | | |] |
| | | | | | (A) or | | | | | | J |
| | | | | | Disposed | | | | | | - |
| | | | | | of (D) | | | | | | (|
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | m: 1 | or | | |
| | | | | | | Exercisable | Date | Title | Number | | |
| | | | | G 1 17 | (A) (B) | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owner Name / Address | |

X

Director 10% Owner Officer Other

Hudson David SCHMITT INDUSTRIES, INC. 2765 NW NICOLAI PORTLAND, OR 97210

Chief Executive Officer

Signatures

David M. 08/28/2017 Hudson

**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).

This transaction involved a purchase of securities for the benefit of the reporting person's minor son and for whom the reporting person serves as a custodian. The reporting person disclaims ownership of these securities, and this report shall not be deemed an admission the reporting person is the beneficial owner of these securities for the purpose of Section 16 of the Securities and Exchange Act of 1934 or any other purpose.

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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