

KEWAUNEE SCIENTIFIC CORP /DE/
Form 4
August 26, 2015

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 *
PYLE MARGARET B

2. Issuer Name and Ticker or Trading Symbol
KEWAUNEE SCIENTIFIC CORP /DE/ [KEQU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2700 WEST FRONT STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/25/2015

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

STATESVILLE, NC 28677-2927
(City) (State) (Zip)

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

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 | | | |
| Common Stock | 12/04/2014 | | G ⁽¹⁾ | 43,134 D \$ 0 | 0 | D | |
| Common Stock | 12/04/2014 | | G | 43,134 A \$ 0 | 43,134 | I | By trust ⁽²⁾ |
| Common Stock | 08/25/2015 | | M | 10,000 A \$ 10.64 | 10,000 | D | |
| Common Stock | 08/25/2015 | | G ⁽³⁾ | 10,000 V D \$ 0 | 0 | D | |
| Common Stock | 08/25/2015 | | G | 10,000 V A \$ 0 | 53,134 | I | By trust ⁽²⁾ |

| | | | |
|--------------|-------|---|-------------------------|
| Common Stock | 3,000 | I | By spouse <u>(2)</u> |
|--------------|-------|---|-------------------------|

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

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(9-02)

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option to Buy | \$ 10.64 | 08/25/2015 | | M | 10,000 | 08/01/2014 08/25/2015 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PYLE MARGARET B 2700 WEST FRONT STREET STATESVILLE, NC 28677-2927 | | X | | |

Signatures

/s/ Margaret B. Pyle
08/26/2015
Date

**Signature of 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) On December 4, 2014, the reporting person transferred 43,134 shares of common stock by gift to a trust of which the reporting person is a trustee and of which the reporting person's adult children are the beneficiaries.
- (2) The reporting person disclaims beneficial ownership of these shares.
- (3) On August 25, 2015, the reporting person transferred 10,000 shares of common stock by gift to the trust referred to in note 1.

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(4) Stock option granted under Stock Option Plan for Directors 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.

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