KMG CHEMICALS INC

Form 4 June 07, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

1(b).

Common

Common

Stock

Stoch

05/22/2007

05/22/2007

(Print or Type Responses)

may continue.

See Instruction

	Address of Reporting 3 GEORGE W	Person * 2. Issu Symbol	er Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
			CHEMICALS INC [KMGB]	(Check all applicable)			
(Last)	(First) (N	Middle) 3. Date	of Earliest Transaction				
		`	/Day/Year)	_X_ Director 10% Owner			
710 N POS	T OAK RD #400	05/22/	2007	Officer (give title Other (specify below)			
(Street)			nendment, Date Original	6. Individual or Joint/Group Filing(Check			
		Filed(Me	onth/Day/Year)	Applicable Line)			
HOUSTON, TX 77024				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tal	ble I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned			
1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquire	d 5. Amount of 6. 7. Nature of			
Security	(Month/Day/Year)	Execution Date, if		•			
(Instr. 3)		any (Month/Day/Voor)	Code (Instr. 3, 4 and 5)	Beneficially Form: Direct Beneficial Owned (D) or Ownership			
		(Month/Day/Year)	(Instr. 8)	Owned (D) or Ownership Following Indirect (I) (Instr. 4)			
			(A) or	Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)			
			Code V Amount (D) Pr	ce (Histi. 5 and 1)			
Common Stock	05/22/2007		M 1,100 A \$4	09 81,907 <u>(1)</u> D			

11,000 A

10,000 A

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

M

M

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

92,907 (1)

\$ 2.48 102,907 (1)

D

D

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 4.09	05/22/2007		M		1,100	08/27/1997	08/26/2007	Common Stock	1,100
Stock Option	\$ 3.46	05/22/2007		M		11,000	11/21/2000	11/20/2010	Common Stock	11,000
Stock Option	\$ 2.48	05/22/2007		M		10,000	11/26/2001	11/25/2011	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
GLIMAN GEORGE W 710 N POST OAK RD #400 HOUSTON, TX 77024	X					

Signatures

George W Gilman under a power of attorney granted to Roger C Jackson

06/07/2007

**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 72,452 shares held indirectly (previously reported).

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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