

Ryan Lisa L.
Form 3
August 30, 2018

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *
Â Ryan Lisa L.

(Last) (First) (Middle)

2700 WEST FRONT STREET

(Street)

STATESVILLE,Â NCÂ 28677-2927

(City) (State) (Zip)

2. Date of Event
Requiring Statement
(Month/Day/Year)
08/29/2018

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

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10%
Owner
__X__ Officer ____ Other
(give title below) (specify below)
VP-Construction/Cust. Servs.

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

Date
Exercisable

Expiration
Date

Title

Amount or
Number of
Shares

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						(I) (Instr. 5)	
Option to Buy (08/28/2013 grant)	08/28/2017	08/28/2023	Common Stock	100	\$ 15.85	D	Â
Option to Buy (08/27/2014 grant)	08/27/2018	08/27/2024	Common Stock	400	\$ 18.14	D	Â
Option to Buy (08/26/2015 grant)	Â <u>(1)</u>	08/26/2025	Common Stock	600	\$ 16.97	D	Â
Option to Buy (08/31/2016 grant)	Â <u>(2)</u>	08/31/2026	Common Stock	800	\$ 23.62	D	Â
Restricted Stock Units (06/27/2018 grant)	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	902	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ryan Lisa L. 2700 WEST FRONT STREET STATESVILLE, NC 28677-2927	Â	Â	Â VP-Construction/Cust. Servs.	Â

Signatures

/s/ Thomas D. Hull III,
Attorney-in-fact

08/30/2018

 Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 26, 2016.

(2) The options vest in four equal annual installments beginning with the first installment on August 31, 2017.

The award of restricted stock units shall vest as follows: (a) 30% of the number of restricted stock units subject to the award consist of service-based restricted stock units that vest in three equal annual installments beginning on June 27, 2019, subject to the reporting person's continued employment with the Company; and (b) 70% of the number of restricted stock units subject to the award consist of performance-based restricted stock units that will vest only if performance goals are achieved over a three-year period. The actual number of units (if any) received under this award will depend on continued employment and actual performance over the three-year performance period.

(4) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.

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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