



number.

**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) | 8. Price of Derivative Security (Instr. 3) |                 |               |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-----------------|---------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Date Exercisable                           | Expiration Date | Title         | Amount or Number of Shares |
| Option to Buy (3)                          | \$ 7.6   |                                      |  |                                |   | (2)  |   | 02/09/2025                                 |                 | Common Shares | 15,000                     |
| Option to Buy (3)                          | \$ 9.39  |                                      |  |                                |   | (2)  |   | 07/01/2025                                 |                 | Common Shares | 30,000                     |
| Option to Buy (3)                          | \$ 11.06   |                                      |  |                                |   | (2)  |   | 07/01/2026                                 |                 | Common Shares | 30,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Foster Paul T<br>C/O 10000 ALLIANCE ROAD<br>CINCINNATI, OH 45242 |               |           | Executive VP and Secretary |       |

## Signatures

/s/ F. Mark Reuter as Attorney-in-Fact for Paul T. Foster 08/26/2016

\*\*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) Common Shares held in the LSI Industries Inc. Non-Qualified Deferred Compensation Plan.
- (2) The option vests in four equal annual installments beginning on February 9, 2016.

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(3) These holdings have been previously reported on Form 4.

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.