

Case Linda M  
Form 4  
June 15, 2011

**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 \*  
Case Linda M

2. Issuer Name and Ticker or Trading Symbol  
SCHMITT INDUSTRIES INC  
[SMIT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2765 N.W. NICOLAI STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/31/2011

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

PORTLAND, OR 97210-1818

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

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |

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

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SEC 1474  
(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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

## Edgar Filing: Case Linda M - Form 4

| (Instr. 3)                                     | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date Exercisable          | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
|--|------------------------------------|------------------|------------|--|------|---|-----|-----|---------------------------|--------------------|-----------------|-------------------------------------|
| Common<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 3.65                            | 05/31/2011       | A          | 15,000   |      |   |     |     | 05/31/2011 <sup>(1)</sup> | 05/31/2021         | Common<br>Stock | 15,000                              |
| Common<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 3.65                            | 05/31/2011       | A          | 30,000   |      |   |     |     | 05/31/2011 <sup>(3)</sup> | 05/31/2021         | Common<br>Stock | 30,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| Case Linda M<br>2765 N.W. NICOLAI STREET<br>PORTLAND, OR 97210-1818 |               |           | Secretary |       |

## Signatures

|  |            |
|--|------------|
| Mark A. von Bergen, as attorney-in-fact for Linda M.<br>Case | 06/14/2011 |
| **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).

The options vest in the following amounts on the following dates: 50% on May 31, 2011; 16.67% on May 31, 2012; 16.67% on May 31, (1) 2013; and 16.66% on May 31, 2014; provided, however, that upon Ms. Case's retirement all of the unvested options, which are subject to this grant, will vest regardless of the date.

(2) Ms. Case also holds options to purchase 20,000 shares of common stock that expire on June 9, 2014.

The options vest in the following amounts on the following dates: 50% on May 31, 2011; 16.67% on May 31, 2012; 16.67% on May 31, (3) 2013; and 16.66% on May 31, 2014; provided, however, that upon the retirement of Ms. Case's spouse all of the unvested options held by him, which are subject to this grant, will vest regardless of the date.

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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