FITZHENRY JAMES A

Form 4

January 27, 2009

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * FITZHENRY JAMES A

2. Issuer Name and Ticker or Trading

Symbol

SCHMITT INDUSTRIES INC

[SMIT]

(Month/Day/Year)

3. Date of Earliest Transaction

01/23/2009

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Estimated average

burden hours per

Expires:

response...

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

10% Owner

Other (specify

C/O SCHMITT INDUSTRIES, INC., 2765 NW NICOLAI ROAD

(First)

(Street)

(State)

(Middle)

(Zin)

4. If Amendment, Date Original

Filed(Month/Day/Year)

below) **Executive Vice President**

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

_X__ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

PORTLAND, OR 97210

(City)	(State) (2	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)	execution Date, if Transaction(A) or Disposed of record (D)		d of	5. Amount of Securities Form: Direct Sense Securities (D) or Owned Indirect (I Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	01/23/2009		P	1,000	A	\$ 4.19	102,712	D	
Common Stock	01/23/2009		P	296	A	\$ 4.15	103,008	D	
Common Stock	01/23/2009		P	1,780	A	\$ 4.15	104,788	D	
Common Stock	01/23/2009		P	2,090	A	\$ 4.2	106,878	D	
Common Stock	01/23/2009		P	819	A	\$ 4.25	107,691	D	

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amount	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underly	ing	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) Derivati	ve		Securiti	es	(Instr. 5)
	Derivative				Securitie	es		(Instr. 3	and 4)	
	Security				Acquire	1				
	·				(A) or					
					Dispose	1				
					of (D)					
					(Instr. 3.					
					4, and 5)				
								A	Amount	
						Date	Expiration	0		
						Exercisable	Date		Number	
							0	o		
				Code	V (A) (D)		S	hares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FITZHENRY JAMES A C/O SCHMITT INDUSTRIES, INC. 2765 NW NICOLAI ROAD PORTLAND, OR 97210

Executive Vice President

Signatures

Mark A. von Bergen, as attorney-in-fact for James A. Fitzhenry

01/27/2009

**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).

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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