

Green Marvin T. III  
 Form 3  
 March 06, 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Green Marvin T. III                     |         | (Month/Day/Year)                     | KMG CHEMICALS INC [KMG]  |  |
| (Last)                                    | (First) | (Middle)                             | 03/06/2018   |  |
| 300 THROCKMORTON ST.,                     |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| STE. 1900                                 |         |                                      |  |  |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| FORT WORTH,Â TXÂ 76102                    |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | Chief Financial Officer  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| COMMON STOCK                       | 6,874  | D   | Â  |

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

SEC 1473 (7-02)

**Persons who respond to the collection of 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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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|                               | Date Exercisable | Expiration Date |              | Amount or Number of Shares |      | or Indirect (I) (Instr. 5) |   |
|-------------------------------|------------------|-----------------|--------------|----------------------------|------|----------------------------|---|
| TIME BASED STOCK AWARD        | 07/31/2018       | 07/31/2018      | COMMON STOCK | 1,000 <sup>(2)</sup>       | \$ 0 | D                          | Â |
| TIME BASED STOCK AWARD        | 07/31/2018       | 07/31/2018      | COMMON STOCK | 375 <sup>(2)</sup>         | \$ 0 | D                          | Â |
| TIME BASED STOCK AWARD        | 07/31/2019       | 07/31/2019      | COMMON STOCK | 280 <sup>(2)</sup>         | \$ 0 | D                          | Â |
| TIME BASED STOCK AWARD        | 07/31/2019       | 07/31/2019      | COMMON STOCK | 1,000 <sup>(2)</sup>       | \$ 0 | D                          | Â |
| TIME BASED STOCK AWARD        | 07/31/2020       | 07/31/2020      | COMMON STOCK | 300 <sup>(2)</sup>         | \$ 0 | D                          | Â |
| PERFORMANCE BASED STOCK AWARD | 07/31/2018       | 07/31/2018      | COMMON STOCK | 375 <sup>(1)</sup>         | \$ 0 | D                          | Â |
| PERFORMANCE BASED STOCK AWARD | 07/31/2019       | 07/31/2019      | COMMON STOCK | 280 <sup>(1)</sup>         | \$ 0 | D                          | Â |
| PERFORMANCE BASED STOCK AWARD | 07/31/2020       | 07/31/2020      | COMMON STOCK | 300 <sup>(1)</sup>         | \$ 0 | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Green Marvin T. III<br>300 THROCKMORTON ST., STE. 1900<br>FORT WORTH, TX 76102 | Â             | Â         | Â Chief Financial Officer | Â     |

## Signatures

Roger C Jackson POA from Marvin T Green, III  
 Date: 03/06/2018  
 \*\*Signature of Reporting Person

## 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) These are performance based restricted stock units. Vesting of common stock is performance based over a measurement period ended on the above expiration date. Vested shares are issued within approximately 2.5 months after vesting.
- (2) These are time based restricted stock units. Vesting of common stock is based on the above expiration date. Vested shares are issued within 2.5 months of vesting.

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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