#### KMG CHEMICALS INC

Form 4

January 18, 2007

### FORM 4

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

**OMB** 

Estimated average

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * NEFF CHARLES M JR |   | Symbol  | er Name and Ticker or Trading  CHEMICALS INC [KMGB]  | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  |  |  |
|---|---|---|--|---|--|--|
| (Last) 5320 BELL  | (First) (M                              |   | of Earliest Transaction Day/Year) 2007   | (Check all applicable)  _X_ Director 10% Owner Officer (give title Other (specify   |  |  |
|   | (Street)                                |   | endment, Date Original onth/Day/Year)  | below)  6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person   |  |  |
| (City)  |   | (Zip) Tab   | le I - Non-Derivative Securities A   | Form filed by More than One Reporting Person  cquired, Disposed of, or Beneficially Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                        | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price | ) Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) |  |  |
| Common  | 01/16/2007                              |   | A 4,355 A $^{\circ}_{10.0}$  | <sub>1</sub> 40,305 (1) D   |  |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

10.01

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

#### Edgar Filing: KMG CHEMICALS INC - Form 4

| 1. Title of Derivative | 2. Conversion                                     | 3. Transaction Date (Month/Day/Year) |                      | 4.<br>Transacti    | 5.      | 6. Date Exerc<br>Expiration Da |                    | 7. Title and Amount of                      | 8. Price of Derivative | 9. Nu<br>Deriv  |
|------------------------|---|--------------------------------------|----------------------|--------------------|---------|--------------------------------|--------------------|---|------------------------|---|
| Security<br>(Instr. 3) | or Exercise<br>Price of<br>Derivative<br>Security | (i.i.dia. Dayi Teal)                 | any (Month/Day/Year) | Code<br>(Instr. 8) | of      | (Month/Day/)<br>e              |                    | Underlying<br>Securities<br>(Instr. 3 and 4 | Security (Instr. 5)    | Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|                        |   |                                      |                      | Code V             | (A) (D) | Date<br>Exercisable            | Expiration<br>Date | Title Amour or Number of Shares             | er                     |   |

# **Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |           |         |       |  |
|--|---------------|-----------|---------|-------|--|
| Reporting Owner France / Francess                            | Director      | 10% Owner | Officer | Other |  |
| NEFF CHARLES M JR<br>5320 BELLAIRE BLVD<br>HOUSTON, TX 77401 | X             |           |         |       |  |

# **Signatures**

Charles M Neff under power of attorney granted to Roger C

Jackson

01/18/2007

\*\*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) Includes 25,350 shares held indirectly (previously reported)

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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