

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Fraser Christopher T.</u> (Last) (First) (Middle) 9448 BELLA TERRA DRIVE (Street) FT WORTH TX 76126 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KMG CHEMICALS INC [KMG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/31/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/02/2018</u>		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	07/31/2018		M		58,477 ⁽¹⁾	A	\$71.8	306,780	D	
COMMON STOCK	07/31/2018		F		22,476 ⁽²⁾	D	\$71.8	284,304	D	
COMMON STOCK	07/31/2018		M		37,481 ⁽¹⁾	A	\$71.8	37,481	I	by Deferred Compensation Plan
COMMON STOCK	07/31/2018		F		881 ⁽²⁾	D	\$71.8	36,600	I	by Deferred Compensation Plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Time Based Award	\$0	07/31/2018		M			1	07/31/2018	07/31/2018	COMMON STOCK	26,666	\$0	4	D	
Performance Based Series 3	\$0	07/31/2018		M			1	07/31/2018	07/31/2018	COMMON STOCK	4,000	\$0	5	D	
Performance Based Series 3	\$0	07/31/2018		M			1	07/31/2018	07/31/2018	COMMON STOCK	10,000	\$0	6	D	
Performance Based Series 3	\$0	07/31/2018		M			1	07/31/2018	07/31/2018	COMMON STOCK	55,292	\$0	7	D	

Explanation of Responses:

- 1. Revised to reflect correct number of shares allowed to be deferred.
- 2. Shares withheld for payment of tax withholding.

Roger C Jackson POA from 09/26/2018
Christopher T Fraser

** Signature of Reporting Person Date

* 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.

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 Number.