| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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| Estimated average b | urden |

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| hours per response: | | 0.5 |

| 1. Name and Address of Reporting Person [*] <u>JOHNSEN WALTER C</u> | | | 2. Issuer Name and Ticker or Trading Symbol ACME UNITED CORP [ACU] | | tionship of Reporting F all applicable) Director | 10% Owner | |
|--|---------------|----------------|---|------------------------|---|-----------|---------------------------------------|
| (Last) (First) (Middle) C/O ACME UNITED CORP 55 WALLS DRIVE | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 08/22/2017 | Х | Officer (give title below) CEO and Chairma | an of | Other (specify below) the Board |
| (Street) FAIRFIELD (City) | CT (State) | 06824 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group F Form filed by One R Form filed by More t Person | eport | ing Person |

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. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) | | |
| Common Stock | 08/21/2017 | | М | | 2,104 | A | \$10.1 | 307,610 | D | | | |
| Common Stock | 08/21/2017 | | S | | 2,104 | D | \$27.12 | 305,506 | D | | | |
| Common Stock | 08/22/2017 | | М | | 4 | A | \$10.1 | 305,510 | D | | | |
| Common Stock | 08/22/2017 | | S | | 4 | D | \$27 | 305,506 | D | | | |

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

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|---|---|--|---|------------------------------|---|---|-------|---------------------|--------------------|--|--|--|---------|---|--|--|--|
| 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. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration Date | | 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 | Amount or Number of Shares | | | | | | |
| Employee Stock Option | \$10.1 | 08/21/2017 | | М | | | 2,104 | 08/03/2014 | 08/03/2020 | Common Stock | 2,104 | \$10.1 | 333,296 | D | | | |
| Employee Stock Option | \$10.1 | 08/22/2017 | | М | | | 4 | 08/03/2014 | 08/03/2020 | Common Stock | 4 | \$10.1 | 333,292 | D | | | |

Explanation of Responses:

/s/ Walter C. Johnsen

** Signature of Reporting Person

08/23/2017

Date

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

 \ast 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.