SMITH MIDLAND CORP

Form 4 April 26, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

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

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH RODNEY I

2. Issuer Name and Ticker or Trading Symbol

SMITH MIDLAND CORP [SMID]

5. Relationship of Reporting Person(s) to

(Check all applicable)

CEO

below)

Issuer

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

04/22/2011

_X__ Director

below)

X__ 10% Owner

_ Other (specify

C/O SMITH-MIDLAND CORPORATION, 5119 CATLETT

(Street)

(State)

(First)

ROAD

(City)

(Last)

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

X_ Officer (give title

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

MIDLAND, VA 22728

(City)	(State)	Table	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed o	if, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)		3. Transactio	4. Securiton(A) or Dis		•	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	de (Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	04/22/2011		M	20,000	A	\$ 0.8	573,398	D	
Common Stock	04/22/2011		M	80,000	A	\$ 0.81	653,398	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.

Edgar Filing: SMITH MIDLAND CORP - Form 4

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 tiorDerivative Securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		\$ \$ (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy)	\$ 0.8	04/22/2011		M		20,000	<u>(1)</u>	04/22/2011	Common Stock	20,000	
Option (Right to Buy)	\$ 0.81	04/22/2011		M		80,000	(2)	05/03/2011	Common Stock	80,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SMITH RODNEY I						
C/O SMITH-MIDLAND CORPORATION	X	X	CEO			
5119 CATLETT ROAD	Λ	Λ	CLO			
MIDLAND, VA 22728						

Signatures

/s/ Rodney I.
Smith

**Signature of Reporting Person

O4/26/2011

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) Options became exercisable cumulatively to the extent of 1/3 of the number of underlying shares on each of April 22, 2002, 2003 and 2004.
- (2) Options became exercisable cumulatively to the extent of 1/3 of the number of underlying shares on each of May 3, 2002, 2003 and 2004.
- (3) Does not include other options to purchase in aggregate of 126,667 shares.

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.

Reporting Owners 2