

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>TUSA DAVID P</u>  (Last) (First) (Middle) 9220 KIRBY DRIVE SUITE 500  (Street) HOUSTON TX 77054  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SHARPS COMPLIANCE CORP [ SMED ]</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) <p style="text-align: center;"><b>CEO and President</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	08/25/2020		M <sup>(1)</sup>		3,971	A	\$4.3	95,559	D	
Common Stock	08/25/2020		S <sup>(1)</sup>		3,971	D	\$7.8 <sup>(2)</sup>	91,588	D	
Common Stock	08/26/2020		M <sup>(1)</sup>		28,228	A	\$4.3	119,816	D	
Common Stock	08/26/2020		S <sup>(1)</sup>		28,228	D	\$7.82 <sup>(3)</sup>	91,588	D	

**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
Common Stock	\$4.3	08/25/2020		M <sup>(1)</sup>		3,971		11/20/2014	11/20/2021	Sharps Compliance 2010 Stock Plan Options	3,971	\$4.3	639,455	D	
Common Stock	\$4.3	08/26/2020		M <sup>(1)</sup>		28,228		11/20/2014	11/20/2021	Sharps Compliance 2010 Stock Plan Options	28,228	\$4.3	611,227	D	

**Explanation of Responses:**

- Cashless exercise and immediate sale through a broker of a stock award granted on November 20, 2014. All shares were issued under the Sharps Compliance Corp. 2010 Stock Plan and were scheduled to expire on November 20, 2021.
- This represents the weighted average sale of 3,971 shares. Shares were sold between a range of \$7.80 and \$7.82.
- This represents the weighted average sale of 22,228 shares. Shares were sold between a range of \$7.80 and \$7.86.

**Remarks:**

Diana Diaz, on behalf of  
Reporting Person 08/26/2020  
 \*\* Signature of Reporting Person Date

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

\* 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.

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