

ACME UNITED CORP  
 Form 4  
 February 16, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 JOHNSEN WALTER C

(Last) (First) (Middle)

C/O ACME UNITED CORP, 1931  
 BLACK ROCK TURNPIKE

(Street)

FAIRFIELD, CT 06825

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ACME UNITED CORP [ACU]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/16/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting 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. 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 or Price		
Common Stock	02/16/2005		M		30,000 A \$ 2.125	457,272	D
Common Stock	02/16/2005		M		10,000 A \$ 2.125	467,272	D
Common Stock	02/16/2005		M		10,000 A \$ 1.625	477,272	D
Common Stock	02/16/2005		M		30,000 A \$ 2.375	507,272	D
Common Stock	02/16/2005		M		10,000 A \$ 3.56	517,272	D

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Common Stock	02/16/2005	M	25,000	A	\$ 2.75	542,272	D
Common Stock	02/16/2005	M	25,000	A	\$ 3.05	567,272	D
Common Stock	02/16/2005	M	10,000	A	\$ 4	577,272	D

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date	
Employee Stock Option	\$ 2.125	02/16/2005		M		30,000	01/26/2002	01/26/2009	Common Stock 30,000
Employee Stock Option	\$ 2.125	02/16/2005		M		10,000	06/22/2002	06/22/2009	Common Stock 10,000
Employee Stock Option	\$ 1.625	02/16/2005		M		10,000	01/25/2003	01/25/2010	Common Stock 10,000
Employee Stock Option	\$ 2.375	02/16/2005		M		30,000	04/24/2003	02/24/2010	Common Stock 30,000
Employee Stock Option	\$ 3.56	02/16/2005		M		10,000	10/10/2003	10/10/2010	Common Stock 10,000
Employee Stock Option	\$ 2.75	02/16/2005		M		25,000	05/07/2004	05/07/2011	Common Stock 25,000
Employee Stock Option	\$ 3.05	02/16/2005		M		25,000	11/12/2004	11/12/2011	Common Stock 25,000

Employee  
Stock  
Option

Common  
Stock

Employee  
Stock  
Option

\$ 4

02/16/2005

M

10,000

06/23/2004

06/23/2013

Common  
Stock

10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSEN WALTER C C/O ACME UNITED CORP 1931 BLACK ROCK TURNPIKE FAIRFIELD, CT 06825	X	X	President and CEO	

## Signatures

/s/ Walter C.  
Johnsen

02/16/2005

\_\_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).

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.