

SUPERIOR UNIFORM GROUP INC

Form 4

February 07, 2017

FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIESFiled 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 *
BENSTOCK PETER2. Issuer Name and Ticker or Trading Symbol
SUPERIOR UNIFORM GROUP INC [SGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
SUPERIOR UNIFORM GROUP, 10055 SEMINOLE BLVD.3. Date of Earliest Transaction (Month/Day/Year)
02/03/2017☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Executive VP(Street)
SEMINOLE, FL 33772

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

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
Common Stock ⁽¹⁾	02/03/2017		A	41,500	A \$ 380,851 ⁽¹⁾ 16.97 ⁽²⁾	D	

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

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(9-02)**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. 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 Underlying Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to Buy)	\$ 16.97	02/03/2017		A	5,892	02/03/2017 ⁽³⁾ 02/03/2022	Common Stock 5,892
Stock Appreciation Rights	\$ 16.97	02/03/2017		A	3,308	02/03/2017 ⁽⁴⁾ 02/03/2022	Common Stock 3,308

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENSTOCK PETER SUPERIOR UNIFORM GROUP 10055 SEMINOLE BLVD. SEMINOLE, FL 33772			Executive VP	

Signatures

/s/ Melinda
Barreiro

02/07/2017

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).
- (1) Represents a grant of 41,500 Performance Shares under the issuer's 2013 Incentive Stock and Awards Plan. 15,750 performance shares vest five (5) years from the grant date if Peter Benstock remains continuously employed with the Company or a subsidiary during that time. An additional 25,750 performance shares will vest five (5) years from the grant date if the employment requirement is satisfied, as well as a performance metric is satisfied.
- (2) On February 3, 2017, the grant date of the performance shares, the closing price of the issuer's common stock on NASDAQ Stock Market was \$16.97.
- (3) These stock options are fully vested on the date of grant.
- (4) These stock appreciation rights are fully vested on the date of grant.

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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