

SUPERIOR UNIFORM GROUP INC

Form 4

April 12, 2017

FORM 4

**UNITED 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 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 *
SCHWARTZ ALAN/FL

2. 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)

3. Date of Earliest Transaction (Month/Day/Year)
04/10/2017

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

SUPERIOR UNIFORM GROUP, 10055 SEMINOLE BLVD.

(Street)

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

SEMINOLE, FL 33772

(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)
			Code	V	Amount or Price		
Common Stock	04/10/2017		M		17,714 (1) \$ 5.645	A	236,717 D
Common Stock	04/10/2017		M		13,586 (2) \$ 7.36	A	250,303 D
Common Stock	04/10/2017		F		10,406 (3) \$ 19.22	D	239,897 D
Common Stock	04/10/2017		M		24,286 (4) \$ 5.645	A	264,183 D
Common Stock	04/10/2017		D		7,133 (5) \$ 19.22	D	257,050 D

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Common Stock	04/10/2017	F	4,692 (6)	D	\$ 19.22	252,358	D
Common Stock	04/10/2017	M	20,414 (4)	A	\$ 7.36	272,772	D
Common Stock	04/10/2017	D	7,818 (5)	D	\$ 19.22	264,954	D
Common Stock	04/10/2017	F	3,446 (6)	D	\$ 19.22	261,508	D
Common Stock	04/10/2017	M	8,884 (4)	A	\$ 16.35	270,392	D
Common Stock	04/10/2017	D	7,558 (5)	D	\$ 19.22	262,834	D
Common Stock	04/10/2017	F	363 (6)	D	\$ 19.22	262,471	D

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

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Stock Options (Right to Buy)	\$ 5.645	04/10/2017		M	17,714	02/01/2013 ⁽⁷⁾	02/07/2018	Common Stock	1
Stock Options (Right to Buy)	\$ 7.36	04/10/2017		M	13,586	02/07/2014 ⁽⁷⁾	02/07/2019	Common Stock	1
Stock Appreciation Rights	\$ 5.645	04/10/2017		M	24,286	02/01/2013 ⁽⁸⁾	02/01/2018	Common Stock	2

Stock Appreciation Rights	\$ 7.36	04/10/2017	M	20,414	02/07/2014 ⁽⁸⁾	02/07/2019	Common Stock	2
Stock Appreciation Rights	\$ 16.35	04/10/2017	M	8,884	02/05/2016 ⁽⁸⁾	02/05/2021	Common Stock	8

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWARTZ ALAN/FL SUPERIOR UNIFORM GROUP 10055 SEMINOLE BLVD. SEMINOLE, FL 33772	X			

Signatures

/s/ Alan D.
Schwartz

04/12/2017

__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) Shares acquired upon exercise of stock options.
- (2) Shares acquired upon exercise of stock options.
- (3) These shares were delivered to the Issuer to satisfy the exercise price of 31,300 stock options.
- (4) Shares acquired upon the exercise of stock-settled stock appreciation rights.
- (5) Shares disposed of to the issuer to cover the exercise price of the exercised stock-settled stock appreciation rights.
- (6) Shares withheld by the issuer to cover applicable withholding taxes related to the exercise of the stock-settled stock appreciation rights.
- (7) These options are fully vested on date of grant.
- (8) These stock appreciation rights are fully vested on 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. 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.