

SAMS WILLIAM M
Form 4
September 03, 2009

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 *
SAMS WILLIAM M

2. Issuer Name and Ticker or Trading Symbol
UNIFI INC [UFI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
750 NORTH ST. PAUL, SUITE
1650

3. Date of Earliest Transaction (Month/Day/Year)
09/02/2009

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

(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

DALLAS, TX 75201

(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 | (A) or (D) | Price | | | |
| Common Stock | 09/02/2009 | | P | | 100,000 | A | \$ 2.18 | 1,000,000 | I | by Marlin Sams Fund LP (1) |
| Common Stock | 09/02/2009 | | P | | 1,200 | A | \$ 2.21 | 1,001,200 | I | by Marlin Sams Fund LP (1) |
| Common Stock | 09/02/2009 | | P | | 15,810 | A | \$ 2.23 | 1,017,010 | I | by Marlin Sams Fund LP (1) |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|---------|-----------|---|--------------------------------------|
| Common Stock | 09/02/2009 | | P | 34,100 | A | \$ 2.24 | 1,051,110 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 3,490 | A | \$ 2.25 | 1,054,600 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 800 | A | \$ 2.26 | 1,055,400 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 39,700 | A | \$ 2.27 | 1,095,100 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 900 | A | \$ 2.28 | 1,096,000 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 1,600 | A | \$ 2.29 | 1,097,600 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 1,100 | A | \$ 2.3 | 1,098,700 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | 09/02/2009 | | P | 1,300 | A | \$ 2.31 | 1,100,000 | I | by Marlin Sams Fund LP <u>(1)</u> |
| Common Stock | | | | | | | 4,500,000 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Nu Deriv Secur |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- Own- Follo- Repo- Trans- (Instr. | |
|------------|------------------------------------|------------------|------------|---|--------------------------------|--------------------|---|--|
| | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SAMS WILLIAM M 750 NORTH ST. PAUL, SUITE 1650 DALLAS, TX 75201 | | X | | |

Signatures

/s/William M. Sams by Charles F. McCoy,
POA 09/03/2009

**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) The Reporting Person is a general partner of Marlin Sams Fund, L.P. Pursuant to Instruction (4)(b)(iv) of Form 4, the Reporting Person has elected to report as indirectly beneficially owned the entire number of securities beneficially owned by such entity. The Reporting Person disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his pecuniary interest therein and/or that are not actually distributed to him.

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.