

BENSTOCK PETER
Form 4
December 21, 2017

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
BENSTOCK PETER

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)

SUPERIOR UNIFORM GROUP, 10055 SEMINOLE BLVD.

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP

(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)
				(A) or (D)	Price		
Common Stock	12/20/2017		M	(1) A	\$ 18,286 5.645	388,029	D
Common Stock	12/20/2017		D	(2) D	\$ 3,780 27.31	384,249	D
Common Stock	12/20/2017		F	(3) D	\$ 5,803 27.31	378,446	D
Common Stock	12/20/2017		M	(1) A	\$ 16,414 7.36	394,860	D
Common Stock	12/20/2017		D	(2) D	\$ 4,424 27.31	390,436	D

Edgar Filing: BENSTOCK PETER - Form 4

Common Stock	12/20/2017		F	4,797 <u>(3)</u>	D	\$ 27.31	385,639	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 (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 Appreciation Rights	\$ 5.645	12/20/2017		M		18,286	02/01/2013 ⁽⁴⁾	02/01/2018	Common Stock	1
Stock Appreciation Rights	\$ 7.36	12/20/2017		M		16,414	02/07/2014 ⁽⁴⁾	02/07/2019	Common Stock	1

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/ Peter Benstock 12/21/2017

**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 the exercise of stock-settled stock appreciation rights.
- (2) Shares disposed of to the Issuer to cover the exercise price of the exercised stock-settled stock appreciation rights.
- (3) Shares withheld by the Issuer to cover applicable withholding taxes related to the exercise of the stock-settled stock appreciation rights.
- (4) 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.