

Alpert Jordan M.
Form 4
February 04, 2019

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 *
Alpert Jordan M.

2. Issuer Name and Ticker or Trading Symbol
SUPERIOR GROUP OF COMPANIES, INC. [SGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
SUPERIOR GROUP OF COMPANIES, INC., 10055 SEMINOLE BLVD.

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2019

____ Director
 Officer (give title below) Sr VP General Counsel & Secy
____ 10% Owner
____ Other (specify below)

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 01/31/2019 | | A | | 5,627 (1) | A | \$ 17.77 (2) |
| | | | | | 21,592 | 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)

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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 Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|----------------------------|
| Stock Options (Right to Buy) | \$ 17.77 | 01/31/2019 | | A | 5,627 | 01/31/2021 01/31/2024 | Common Stock | 5,627 |
| Stock Appreciation Rights | \$ 17.77 | 01/31/2019 | | A | 2,373 | 01/31/2021 01/31/2024 | Common Stock | 2,373 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Alpert Jordan M.
SUPERIOR GROUP OF COMPANIES, INC.
10055 SEMINOLE BLVD.
SEMINOLE, FL 33772

Sr VP General Counsel & Secy

Signatures

/s/ Melinda Barreiro

02/04/2019

**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).

Represents a grant of 5,627 performance shares under the issuer's 2013 Incentive Stock and Awards Plan. These shares vest five (5) years (1) from the grant date if Mr. Alpert remains continuously employed by the Company or one of its subsidiaries from the Date of Grant until the Vesting Date.

(2) On January 31, 2019, the date of grant of the performance shares, the closing price of the issuer's common stock on the NASDAQ was \$17.77 per share.

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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