BENSTOCK PETER
Form 4
December 21, 2017

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENSTOCK PETER

(Last) (First) (Middle)

SUPERIOR UNIFORM GROUP, 10055 SEMINOLE BLVD.

(Street)

SEMINOLE, FL 33772

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
SUPERIOR UNIFORM GROUP INC [SGC]

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

Common Stock	12/20/2017		F	4,797 (3)	D	$ 27.31	385,639	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 Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar or Nu 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.
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