

STEIN MART INC
Form 5
March 15, 2016

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
STEIN JAY

(Last) (First) (Middle)

STEIN MART, INC., 1200 RIVERPLACE BOULEVARD

(Street)

JACKSONVILLE, FL 32207

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STEIN MART INC [SMRT]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
01/30/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

See Remarks

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|------------------------------------|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 02/05/2015 | | G | 312,500 D \$ 0 | 11,565,760 | I | Stein Ventures Limited Partnership |
| Common Stock | 04/09/2015 | | G | 647,500 D \$ 0 | 10,918,260 | I | Stein Ventures Limited Partnership |
| Common Stock | 04/10/2015 | | G | 6,000 D \$ 0 | 10,912,260 | I | Stein Ventures |

| Common Stock | Â | Â | Â | Â | Â | Â | 674,799 | D | Â | Limited Partnership |
|--------------|---|---|---|---|---|---|-----------|---|---|--------------------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 731,600 | I | Â | By trust for benefit of spouse |
| Common Stock | Â | Â | Â | Â | Â | Â | 40,275 | I | Â | Cary Ventures, Inc. |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,273,694 | I | Â | By trust fbo daughter |
| Common Stock | Â | Â | Â | Â | Â | Â | 773,694 | I | Â | By trust fbo daughter |

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) (D) | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| STEIN JAY STEIN MART, INC. 1200 RIVERPLACE BOULEVARD JACKSONVILLE, FL 32207 | Â X | Â X | Â See Remarks | Â |

Signatures

/S/ HUNT HAWKINS,
ATTORNEY-IN-FACT

03/04/2016

__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).

^

Remarks:

Chairman^ and^ Chief^ Executive^ Officer

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