

HUMPHREYS ROBERT W

Form 4

February 12, 2019

**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 \*  
HUMPHREYS ROBERT W

(Last) (First) (Middle)

322 S MAIN STREET

(Street)

GREENVILLE, SC 29601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DELTA APPAREL, INC [DLA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/08/2019

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)

Chairman and CEO

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock \$0.01 Par Value	02/08/2019		S <sup>(1)</sup>	1,000 D	\$ 24.25 <u>(2)</u>	547,126	D
Common Stock \$0.01 Par Value	02/11/2019		S <sup>(1)</sup>	1,000 D	\$ 24.44 <u>(3)</u>	546,126	D
Common Stock \$0.01 Par Value	02/12/2019		S <sup>(1)</sup>	1,000 D	\$ 24.7 <u>(4)</u>	545,126	D

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code V (A) (D)		Date Exercisable Expiration Date	Title or Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUMPHREYS ROBERT W 322 S MAIN STREET GREENVILLE, SC 29601	X		Chairman and CEO	

## Signatures

/s/ Humphreys, Robert W. 02/12/2019

\*\*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).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.  
The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from
  - (2) \$23.95 to \$24.46, inclusive. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer and any security holder of the issuer full information regarding the number of shares and price at which the transactions were effected.  
The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from
  - (3) \$24.36 to \$24.57, inclusive. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer and any security holder of the issuer full information regarding the number of shares and price at which the transactions were effected.

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The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from (4) \$24.63 to \$24.74, inclusive. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer and any security holder of the issuer full information regarding the number of shares and price at which the transactions were effected.

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.