

# FORM 4

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

| OMB APPROVAL                                   |           |
|--|-----------|
| OMB Number:                                    | 3235-0287 |
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |   |  |  |  |
|---|---------|---|--|--|--|
| 1. Name and Address of Reporting Person *<br>Stillwell Jeffery Neil |         | 2. Issuer Name and Ticker or Trading Symbol<br>DELTA APPAREL, INC [DLA] |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____<br>President, Salt Life Group |  |
| (Last)  | (First) | (Middle)  | 3. Date of Earliest Transaction (Month/Day/Year)<br>11/19/2018 |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (Street)<br>322 SOUTH MAIN STREET                                   |         |   | 4. If Amendment, Date Original Filed (Month/Day/Year)          |  |  |
| (City) (State) (Zip)<br>GREENVILLE, SC 29601                        |         |   |  |  |  |

### 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                    | 11/19/2018                           |  | M                              |   | 40,000<br>(1)   | A          | \$ 0     | 49,554 (2)  | D  |   |
| Common Stock                    | 11/19/2018                           |  | F                              |   | 18,140<br>(3)   | D          | \$ 18.93 | 31,414  | 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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----|---|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | (A)  | (D) |   |  |  |  |  |
| Restricted Stock Units                     | \$ 0 (4)   | 11/19/2018                           |  | M                              |   | 40,000  | (5)  | (5) | Common Stock \$0.01 Par Value                                 | \$ 0                                       | 0  | D  |  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                            |       |
|---|---------------|-----------|----------------------------|-------|
|   | Director      | 10% Owner | Officer                    | Other |
| Stillwell Jeffery Neil<br>322 SOUTH MAIN STREET<br>GREENVILLE, SC 29601 |               |           | President, Salt Life Group |       |

## Signatures

/s/ Justin M. Grow, POA 11/20/2018  
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).

- These shares were acquired in connection with the vesting of service-based restricted stock units. The vested restricted stock units converted into Delta Apparel, Inc. common stock on a one-for-one basis.
- The amount of shares directly owned by the reporting person and reported in this Form 4 filing corrects a 10-share clerical error from the reporting person's previous Form 3 filing.
- These shares were withheld by Delta Apparel, Inc. for the payment of a tax liability incident to the vesting of the restricted stock units.
- Each restricted stock unit represents the right to receive one share of common stock of Delta Apparel, Inc.
- The restricted stock units vested upon the Company's November 19, 2018, filing of its Annual Report on Form 10-K with the U.S. Securities and Exchange Commission for is fiscal

year ended September 29, 2018.

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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