SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Ning Hongjun	2. Date of Even Requiring State (Month/Day/Yea 08/28/2019	ment	3. Issuer Name and Ticker or Trading Symbol <u>UNIFI INC</u> [UFI]					
(Last) (First) (Middle) 7201 WEST FRIENDLY AVENUE	00,20,2013		4. Relationship of Reporting Perso (Check all applicable) Director	10% Owne	r (Mo	 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check 		
(Street) GREENSBORO NC 27410 (City) (State) (Zip)			X Officer (give title below) VP, Asia	Other (spe below)	Арр	licable Line) K Form filed b	y One Reporting Person y More than One	
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			eneficially Owned (Instr. 4)			Nature of Indirect Beneficial Ownership str. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration D (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)		
Employee Stock Option (Right to Buy)	(1)	10/26/2026	Common Stock	5,000	29.09	D		
Restricted Stock Units	(2)	(2)	Common Stock	3,772	0	D		

Explanation of Responses:

1. The option became exercisable as to 1,667 shares on October 26 of each of 2017 and 2018 and becomes exercisable as to 1,666 shares on October 26, 2019.

2. Each restricted stock unit is the economic equivalent of one share of the issuer's common stock. The restricted stock units vest over a three-year period, with 25% vesting on January 28, 2020, 25% vesting on January 28, 2021 and 50% vesting on January 28, 2022, and, pursuant to the terms of the grant, will be settled in cash.

Remarks:

Exhibit List: 24 - Power of Attorney

<u>/s/ Gregory K. Sigmon,</u> <u>attorney-in-fact</u>

09/06/2019

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Ben Sirmons, Gregory K. Sigmon, and James R. Wyche, or any of them signing singly, and with full power of substitution and resubstitution, the undersigned's true and lawful attorney-in-fact to:

(i) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including any amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(ii) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Unifi, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(iii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or any amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(iv) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney supersedes, revokes, and replaces any previously executed instrument by the undersigned with respect to the matters addressed herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30th day of August, 2019.

/s/ HONGJUN NING Hongjun Ning