# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13D**

**Under the Securities Exchange Act of 1934** 

Amendment No. 1

Unifi, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

904677200

(CUSIP Number)

Allison Bennington, Esq.
Jason Breeding, Esq.
ValueAct Capital
One Letterman Drive, Building D, Fourth Floor
San Francisco, CA 94129
(415) 362-3700

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 1, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of  $\S\S240.13d-1(e)$ , 240.13d-1(f) or 240.13d-1(g), check the following box  $\square$ .

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	NAMES OF REPORTING PERSONS							
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	ValueAct Spring Master Fund, L.P.							
	CHEC	K TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X				
2				(b) □				
	SEC I	ISE ON	NI V					
3	SEC C	SEC USE ONLY						
	COLID							
4		SOURCE OF FUNDS (SEE INSTRUCTIONS)*						
<u>-</u>	WC*							
			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO					
5		ITEM 2(D) OR 2(E)						
	ļ							
6		CITIZENSHIP OR PLACE OF ORGANIZATION						
•	British	Virgin	ı Islands					
		SOLE VOTING POWER						
		7	0					
NUMBER (	)F		SHARED VOTING POWER					
SHARES BENEFICIAL	1	8	925,000**					
OWNED BY E	EACH		SOLE DISPOSITIVE POWER					
REPORTIN PERSON WI		4	0					
			SHARED DISPOSITIVE POWER					
		10	925,000**					
	1000							
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	925,000**							
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12	(OLL INSTRUCTIONS)							
	Dee 5		DE CLASS REPRESENTED BY ANSWERING TO SELECTION					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	5.0%							
1 /	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
14	PN	PN						
	1							

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

	NAMES OF REPORTING PERSONS							
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	VA Pa	VA Partners I, LLC						
	CHEC	K TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X				
2				(b) □				
	SEC I	ISE ON	NI V					
3	SEC C	SEC USE ONLY						
4	SOUR	SOURCE OF FUNDS (SEE INSTRUCTIONS)*						
4	00*	00*						
			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO					
5	ITEM	ITEM 2(D) OR 2(E)						
0	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	Delaw	Delaware						
			SOLE VOTING POWER					
		7	0					
			SHARED VOTING POWER					
NUMBER ( SHARES		.Y 8	925,000**					
BENEFICIA	LLY							
OWNED BY E REPORTIN		9	SOLE DISPOSITIVE POWER					
PERSON W	ITH		0					
			SHARED DISPOSITIVE POWER					
		10	925,000**					
	AGGF	L REGAT	 TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	925.00	925,000**						
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12								
	PERC	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	5.0%							
14		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	00 (LL	00 (LLC)						

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

		NAMES OF REPORTING PERSONS						
1	I.R.S.	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	Value	ValueAct Capital Management, L.P.						
	CHE	CK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X				
2				(b) 🗆				
	SEC	IISE ON	NI V					
3	SEC (	SEC USE ONLY						
4		RCE OI	F FUNDS (SEE INSTRUCTIONS)*					
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			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO					
5		ITEM 2(D) OR 2(E)						
6	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION						
U	Delav	Delaware						
			SOLE VOTING POWER					
		7	0					
NUMBER	OF		SHARED VOTING POWER					
SHARE BENEFICE	ES	8	925,000**					
OWNED BY REPORT	<b>EACH</b>	CH G	SOLE DISPOSITIVE POWER					
PERSON V	_		0					
			SHARED DISPOSITIVE POWER					
		10	925,000**					
	AGG	 REGAT	 TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	925.0	925,000**						
		CHECK BOY IE THE ACCDECATE AMOUNT IN DOW (11) EYEI LIDES CEDTAIN SHADES						
12		(SEE INSTRUCTIONS)						
14								
	PERC	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	5.0%	5.0%						
	TYPE	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	PN	PN						

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

	NAMES OF REPORTING PERSONS						
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	ValueAct Capital Management, LLC						
	CHEC	K THI	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X			
2				(b) □			
	SEC III	CE ON	JY V				
3	SEC U	SEC USE ONLY					
4	SOUR	SOURCE OF FUNDS (SEE INSTRUCTIONS)*					
4	00*	00*					
			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П			
5	ITEM	ITEM 2(D) OR 2(E)					
	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION					
6	Delaware						
			SOLE VOTING POWER				
		7					
	-		SHARED VOTING POWER				
NUMBER ( SHARES		8					
BENEFICIAI	LLY	_	925,000**				
OWNED BY E REPORTIN		9	SOLE DISPOSITIVE POWER				
PERSON WI		9	0				
			SHARED DISPOSITIVE POWER				
		<b>10</b>	925,000**				
	AGGR	EGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11							
	925,000**						
4.0	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12							
	DED CENTE OF CLASS DEDDESCENTED BY AMOUNT IN DOLL (44)						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	5.0%						
1 /	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	00 (LL	00 (LLC)					

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

	NAMES OF REPORTING PERSONS							
1	I.R.S.	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	ValueAct Holdings, L.P.							
	CHEC	K TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X				
2				(b) □				
	SEC I	ISE ON	NI V					
3	SEC C	SEC USE ONLY						
4	SOUR	SOURCE OF FUNDS (SEE INSTRUCTIONS)*						
4	00*	00*						
			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO					
5	HEM	ITEM 2(D) OR 2(E)						
6	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION						
U	Delaw	Delaware						
		_	SOLE VOTING POWER					
		7	0					
NUMBER (	OF		SHARED VOTING POWER					
SHARES	6	8	925,000**					
BENEFICIA OWNED BY E			SOLE DISPOSITIVE POWER					
REPORTIN PERSON W		9	0					
FERSON W.	1111							
		10	SHARED DISPOSITIVE POWER					
			925,000**					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
11	925,000**							
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
12	(SEE 1	(SEE INSTRUCTIONS)						
10	PERC	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	5.0%							
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
14	PN	PN						

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

				·				
	NAMES OF REPORTING PERSONS							
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	Value A	ValueAct Holdings GP, LLC						
	CHEC	K THI	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) X				
2				(b) □				
	SEC II	ISE ON	NT.Y					
3	0200	SEC USE ONLY						
4		CE OF	F FUNDS (SEE INSTRUCTIONS)*					
7	00*	00*						
			X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO					
5	IIEM	ITEM 2(D) OR 2(E)						
6	CITIZ	CITIZENSHIP OR PLACE OF ORGANIZATION						
U	Delawa	are						
			SOLE VOTING POWER					
		7	0					
			SHARED VOTING POWER					
NUMBER ( SHARES		8	925,000**					
BENEFICIA OWNED BY F								
REPORTIN	NG	9	SOLE DISPOSITIVE POWER					
PERSON W	ITH		0					
		10	SHARED DISPOSITIVE POWER					
		10	925,000**					
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
11	925,00	925,000**						
	CHEC	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
12		(SEE INSTRUCTIONS)						
	PERC	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	5.0%							
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
14								
	00 (LLC)							

<sup>\*</sup>See Item 3

<sup>\*\*</sup>See Item 2 and 5

This Amendment No. 1 supplements the information set forth in the Schedule 13D filed by the Reporting Persons with the United States Securities and Exchange Commission (the "SEC"), as amended from time to time (the "Schedule 13D"), relating to the Common Stock, par value \$0.10 per share (the "Common Stock") of Unifi, Inc., a New York corporation (the "Issuer"). All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Schedule 13D.

The information set forth in response to each separate Item below shall be deemed to be a response to all Items where such information is relevant. The Schedule 13D is hereby supplementally amended as follows:

## Item 4. Purpose of Transaction

On August 1, 2018, the Board of Directors of the Issuer appointed Eva Zlotnicka to serve as a director of the Issuer.

On August 1, 2018, the Issuer reported the appointment of Ms. Zlotnicka to the board, a copy of which is included in Exhibit 99.1 of the Issuer's Current Report on Form 8-K dated August 1, 2018 and incorporated herein by reference.

## Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

The responses to Items 3, 4, 5 and 7 of this Schedule 13D are incorporated herein by reference.

Other than as described in this Report and as previously reported, the Reporting Persons have no understandings, arrangements, relationships or contracts relating to the Issuer's Common Stock which are required to be described hereunder.

#### Item 7. Material to Be Filed as Exhibits.

(1) The Issuer's Current Report on Form 8-K dated August 1, 2018 and incorporated herein by reference.

### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

#### **POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below on this Schedule 13D hereby constitutes and appoints Jeffrey W. Ubben, Bradley E. Singer, G. Mason Morfit and Allison Bennington, and each of them, with full power to act without the other, his or its true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or it and in his or its name, place and stead, in any and all capacities (until revoked in writing) to sign any and all amendments to this Schedule 13D, and to file the same, with all exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as he or it might or could do in person, thereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Dated: August 1, 2018

ValueAct Spring Master Fund L.P., by VA Partners I, LLC, its General Partner

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

VA Partners I, LLC

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

ValueAct Capital Management, L.P., by ValueAct Capital Management, LLC its General Partner

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

ValueAct Capital Management, LLC

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

ValueAct Holdings, L.P., by ValueAct Holdings GP, LLC, its General Partner

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

ValueAct Holdings GP, LLC

By: /s/ Bradley E. Singer

Name: Bradley E. Singer Title: Chief Operating Officer

Dated: August 1, 2018

Dated: August 1, 2018

Dated: August 1, 2018

Dated: August 1, 2018

Dated: August 1, 2018