

STEIN MART INC  
Form 4  
September 20, 2005

**FORM 4** 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).

**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 \*  
DELFS JAMES G

(Last) (First) (Middle)

C/O STEIN MORT INC, 1200 RIVERPLACE BLVD

(Street)

JACKSONVILLE, FL 32207

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
09/16/2005

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)  
SVP, CFO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, \$0.01 Par Value  | 09/16/2005                           |  | M                              |   | 7,643   | A  | \$ 5.7188   |
| Common Stock, \$0.01 Par Value  | 09/16/2005                           |  | S                              |   | 2,000   | D  | \$ 23.91  |
| Common Stock, \$0.01 Par Value  | 09/16/2005                           |  | S                              |   | 2,000   | D  | \$ 23.9   |

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|   |            |   |       |   |          |        |   |
|---|------------|---|-------|---|----------|--------|---|
| Common<br>Stock,<br>\$0.01 Par<br>Value | 09/16/2005 | S | 2,000 | D | \$ 23.82 | 13,587 | D |
| Common<br>Stock,<br>\$0.01 Par<br>Value | 09/16/2005 | S | 1,524 | D | \$ 23.61 | 12,063 | D |
| Common<br>Stock,<br>\$0.01 Par<br>Value | 09/16/2005 | S | 119   | D | \$ 24.3  | 11,944 | D |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable      Expiration<br>Date                    | Title  |
| Non-Qualified<br>Stock Option<br>(to purchase)      | \$ 5.7188  | 09/16/2005                              |   | M                                    | 7,643   | <u>(1)</u> 09/29/2005  | Common<br>Stock,<br>\$0.01 Par<br>Value                          |
|   |  |   |   |                                      |   |  | Amount<br>or<br>Number<br>of<br>Shares                           |
|   |  |   |   |                                      |   |  | 7,643  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |          |       |
|---|---------------|-----------|----------|-------|
|   | Director      | 10% Owner | Officer  | Other |
| DELFS JAMES G<br>C/O STEIN MORT INC<br>1200 RIVERPLACE BLVD<br>JACKSONVILLE, FL 32207 |               |           | SVP, CFO |       |

## Signatures

/s/ James G.  
Delfs

09/20/2005

\_\_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) Granted pursuant to Stein Mart, Inc. Employee Stock Option Plan. Shares vest 33% @ 3rd yr, 33% @ 4th yr & 34% @ 5th yr. Grant to expire 9/29/05.

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.