

STEIN JAY  
Form 4  
January 16, 2008

**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 \*  
**STEIN JAY**

(Last) (First) (Middle)

**1200 RIVERPLACE BLVD, 10TH FLOOR**

(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)  
**01/14/2008**

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 of the Board

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)
Common Stock, \$0.01 Par Value	01/14/2008		P	300	A \$ 3.99 152,449	D	
Common Stock, \$0.01 Par Value	01/14/2008		P	1,200	A \$ 4 153,649	D	
Common Stock, \$0.01 Par Value	01/15/2008		P	4,354	A \$ 3.75 158,003	D	

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Common Stock, \$0.01 Par Value	01/15/2008	P	2,800	A	\$ 3.76	160,803	D
Common Stock, \$0.01 Par Value	01/15/2008	P	6,376	A	\$ 3.77	167,179	D
Common Stock, \$0.01 Par Value	01/15/2008	P	13,692	A	\$ 3.78	180,871	D
Common Stock, \$0.01 Par Value	01/15/2008	P	19,481	A	\$ 3.79	200,352	D
Common Stock, \$0.01 Par Value	01/15/2008	P	23,518	A	\$ 3.8	223,870	D
Common Stock, \$0.01 Par Value	01/15/2008	P	40	A	\$ 3.81	223,910	D
Common Stock, \$0.01 Par Value	01/15/2008	P	3,698	A	\$ 3.82	227,608	D
Common Stock, \$0.01 Par Value	01/15/2008	P	6,923	A	\$ 3.83	234,531	D
Common Stock, \$0.01 Par Value	01/15/2008	P	6,500	A	\$ 3.84	241,031	D
Common Stock, \$0.01 Par Value	01/15/2008	P	2,618	A	\$ 3.85	243,649	D
Common Stock, \$0.01 Par Value	01/15/2008	P	10,000	A	\$ 3.89	253,649	D
						13,441,278	I

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Common Stock, \$0.01 Par Value				By Stein Ventures Ltd. Partnership
Common Stock, \$0.01 Par Value	24,644	I		By Cary Ventures
Common Stock, \$0.01 Par Value	731,600	I		By trust for benefit of spouse
Common Stock, \$0.01 Par Value	610,000	I <sup>(1)</sup>		By daughter

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 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 Transaction (Instr. 3)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEIN JAY 1200 RIVERPLACE BLVD	X	X	Chairman of the Board	

10TH FLOOR  
JACKSONVILLE, FL 32207

## Signatures

/s/ Jay Stein

01/16/2008

\_\_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) Jay Stein, Custodian for Berry Hattie Stein.

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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