#### Edgar Filing: Nawrocki Mark - Form 4

| Nawrocki Mar<br>Form 4   | rk                                      |   |   |  |                          |                |   |  |  |  |  |
|--|---|---|---|--|--------------------------|----------------|---|--|--|--|--|
| November 25,   | 2009                                    |   |   |  |                          |                |   |  |  |  |  |
| <b>FORM</b><br>Check this  | <b>4</b> UNITED S                       | <ul> <li>UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br/>Washington, D.C. 20549</li> <li>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br/>SECURITIES</li> <li>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br/>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br/>30(h) of the Investment Company Act of 1940</li> </ul> |   |  |                          |                |   |  |  | PPROVAL<br>3235-0287<br>January 31,                                  |  |
| if no longe<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may contin<br><i>See</i> Instruct<br>1(b). | Filed purs                              |   |   |  |                          |                |   |  |  | Expires: 200<br>Estimated average<br>burden hours per<br>response 0. |  |
| (Print or Type Re  | esponses)                               |   |   |  |                          |                |   |  |  |  |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Nawrocki Mark  |   |   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>CHEROKEE INC [CHKE]                  |  |                          |                | g   | 5. Relationship of Reporting Person(s) to<br>Issuer  |  |  |  |
| (Last) (First) (Middle)<br>6835 VALJEAN AVENUE   |   |   | <ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>11/24/2009</li></ul> |  |                          |                |   | (Check all applicable)<br><u>Director</u> 10% Owner<br><u>X</u> Officer (give title Other (specify<br>below)<br>Vice President - Marketing |  |  |  |
|  |   | 4. If Amendment, Date Original Filed(Month/Day/Year)  |   |  |                          |                | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |  |  |  |  |
| VAN NUYS,  | CA 91406                                |   |   |  |                          |                |   | Form filed by N<br>Form filed by N<br>Person   |  |  |  |
| (City)   | (State) (                               | (Zip)   | Table   | I - Non-De                                       | erivative S              | ecuri          | ties Ac   | quired, Disposed o   | f, or Beneficia  | lly Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | e 2A. Deem<br>Execution<br>any<br>(Month/D  | Date, if  | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | Disposed<br>(Instr. 3, 4 | (A) o<br>of (D | )   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                         | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)    |  |
| Common<br>Stock  |   |   |   |  |                          |                |   | 0  | 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.

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>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.<br>Transacti<br>Code<br>(Instr. 8) | Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|---------------------------------------|------------|--|--------------------|---|--|
|   |   |   |   | Code V                                | (A) (D)    | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Common<br>Stock<br>option                           | \$ 33.98  |   |   |                                       |            | 06/14/2006   | 06/13/2012         | Common<br>Stock   | 333                                    |
| Common<br>Stock<br>option                           | \$ 33.98  |   |   |                                       |            | 06/14/2007   | 06/13/2012         | Common<br>Stock   | 8,333                                  |
| Common<br>Stock<br>option                           | \$ 33.98  |   |   |                                       |            | 06/14/2008   | 06/13/2012         | Common<br>Stock   | 8,334                                  |
| Common<br>Stock<br>option                           | \$ 39.26  |   |   |                                       |            | 04/07/2007   | 04/07/2013         | Common<br>Stock   | 8,333                                  |
| Common<br>Stock<br>option                           | \$ 39.26  |   |   |                                       |            | 04/07/2008   | 04/07/2013         | Common<br>Stock   | 8,333                                  |
| Common<br>Stock<br>option                           | \$ 39.26  |   |   |                                       |            | 04/07/2009   | 04/07/2013         | Common<br>Stock   | 5,787                                  |
| Common<br>Stock<br>option                           | \$ 43.42  |   |   |                                       |            | 03/29/2008   | 03/29/2014         | Common<br>Stock   | 3,333                                  |
| Common<br>Stock<br>option                           | \$ 43.42  |   |   |                                       |            | 03/29/2009   | 03/29/2014         | Common<br>Stock   | 3,333                                  |
| Common<br>Stock<br>option                           | \$ 43.42  |   |   |                                       |            | 03/29/2010   | 03/29/2014         | Common<br>Stock   | 1,031                                  |
| Common<br>Stock<br>option                           | \$ 39.16  |   |   |                                       |            | 10/01/2008   | 10/01/2014         | Common<br>Stock   | 5,000                                  |
| Common<br>Stock<br>option                           | \$ 39.16  |   |   |                                       |            | 10/01/2009   | 10/01/2014         | Common<br>Stock   | 5,000                                  |

| Common<br>Stock<br>option | \$ 39.16 |            |            |   |       | 10/01/2010 | 10/01/2014 | Common<br>Stock | 5,000 |
|---------------------------|----------|------------|------------|---|-------|------------|------------|-----------------|-------|
| Common<br>Stock<br>Option | \$ 22.7  |            |            |   |       | 08/21/2009 | 08/21/2015 | Common<br>Stock | 5,000 |
| Common<br>Stock<br>Option | \$ 22.7  |            |            |   |       | 08/21/2010 | 08/21/2015 | Common<br>Stock | 5,000 |
| Common<br>Stock<br>Option | \$ 22.7  |            |            |   |       | 08/21/2011 | 08/21/2015 | Common<br>Stock | 5,000 |
| Common<br>Stock<br>Option | \$ 39.26 | 11/24/2009 | 11/24/2009 | J | 8,333 | 04/07/2007 | 04/07/2013 | Common<br>Stock | 8,333 |
| Common<br>Stock<br>Option | \$ 39.26 | 11/24/2009 | 11/24/2009 | J | 8,333 | 04/07/2008 | 04/07/2013 | Common<br>Stock | 8,333 |
| Common<br>Stock<br>Option | \$ 39.26 | 11/24/2009 | 11/24/2009 | J | 5,787 | 04/07/2009 | 04/07/2013 | Common<br>Stock | 5,787 |
| Common<br>Stock<br>Option | \$ 43.42 | 11/24/2009 | 11/24/2009 | J | 3,333 | 03/29/2008 | 03/29/2014 | Common<br>Stock | 3,333 |
| Common<br>Stock<br>Option | \$ 43.42 | 11/24/2009 | 11/24/2009 | J | 3,333 | 03/29/2009 | 03/29/2014 | Common<br>Stock | 3,333 |
| Common<br>Stock<br>Option | \$ 43.42 | 11/24/2009 | 11/24/2009 | J | 1,031 | 03/29/2010 | 03/29/2014 | Common<br>Stock | 1,031 |
| Common<br>Stock<br>Option | \$ 39.16 | 11/24/2009 | 11/24/2009 | J | 5,000 | 10/01/2008 | 10/01/2014 | Common<br>Stock | 5,000 |
| Common<br>Stock<br>Option | \$ 39.16 | 11/24/2009 | 11/24/2009 | J | 5,000 | 10/01/2009 | 10/01/2014 | Common<br>Stock | 5,000 |
| Common<br>Stock<br>Option | \$ 39.16 | 11/24/2009 | 11/24/2009 | J | 5,000 | 10/01/2010 | 10/01/2014 | Common<br>Stock | 5,000 |

# **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

## Signatures

### Edgar Filing: Nawrocki Mark - Form 4

Director 10% Owner Officer Other

Nawrocki Mark 6835 VALJEAN AVENUE VAN NUYS, CA 91406

## Signatures

Russell J. Riopelle under POA for Mark Nawrocki

11/25/2009

\*\*Signature of Reporting Person

## **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). \*\*

#### **Remarks:**

Mr. Nawrocki voluntarily forfeited the stock options noted above on 11/24/2009.

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.



Date

Vice President - Marketing