TWORECKE FRANK Form 4 July 17, 2012

Check this box

if no longer

Section 16.

subject to

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION ON Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

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

. .

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TWORECKE FRANK	2. Issuer Name <b>and</b> Ticker or Trading Symbol CHEROKEE INC [CHKE]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)  C/O CHEROKEE INC, 5990  SEPULVEDA BLVD, SUITE 600	3. Date of Earliest Transaction (Month/Day/Year) 07/11/2012	_X_ Director 10% Owner Officer (give title below) Other (specify below)			
(Street) SHERMAN OAKS, CA 91411	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned			

		Table 1 - Non-Delivative Securities Acquired, Disposed of, or Delicitedary Owned							
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. SecuritonAcquired		r	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	Disposed	of (D	)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Restricted Common Stock Award	07/11/2012		A	1,500	A	\$ 0	1,500	D	

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

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SEC 1474

(9-02)

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 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. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 14.12	07/11/2012	07/11/2012	A	5,500	07/11/2012	07/11/2019	Common Stock	5,500

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

TWORECKE FRANK

C/O CHEROKEE INC

X

C/O CHEROKEE INC 5990 SEPULVEDA BLVD, SUITE 600 SHERMAN OAKS, CA 91411

## **Signatures**

Mark DiSiena under POA 07/17/2012

\*\*Signature of Reporting 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).

#### Remarks:

On July 11, 2012, the Compensation Committee (the "Committee") of the Board of Directors (the "Board") of Cherokee Inc. (

In addition, on July 11, 2012, the Committee granted Mr. Tworecke 5,500 stock options as noted above. Such options are fully

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.

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