

CHEROKEE INC
Form 4
June 10, 2015

FORM 4

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

OMB APPROVAL

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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 *
EWING TIMOTHY G

(Last) (First) (Middle)

C/O CHEROKEE INC., 5990
SEPULVEDA BLVD #600

(Street)

SHERMAN OAKS, CA 91411

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CHEROKEE INC [CHKE]

3. Date of Earliest Transaction
(Month/Day/Year)
06/08/2015

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)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	06/08/2015		A	7,500 A \$ 0	12,783	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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options (right to buy)	\$ 17.21							03/23/2012	03/23/2018	Common Stock	2,666
Common Stock Options (right to buy)	\$ 17.21							03/23/2013	03/23/2018	Common Stock	2,667
Common Stock Options (right to buy)	\$ 17.21							03/23/2014	03/23/2018	Common Stock	2,667
Common Stock Options (right to buy)	\$ 13.06							06/18/2012	06/18/2019	Common Stock	5,500
Common Stock Options (right to buy)	\$ 12.65							06/27/2013	06/27/2020	Common Stock	5,500
Restricted Stock Unit	<u>(1)</u>							06/27/2016	06/27/2016	Common Stock	1,500
Common Stock Options (right to buy) <u>(2)</u>	\$ 22.94	06/08/2015		A		8,333		06/08/2016	06/08/2022	Common Stock	8,333
Common Stock Options	\$ 22.94	06/08/2015		A		8,333		06/08/2017	06/08/2022	Common Stock	8,333

(right to
buy) ⁽²⁾

Common
Stock

Options	\$ 22.94	06/08/2015	A	8,334	06/08/2018	06/08/2022	Common Stock	8,334
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(right to
buy) ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EWING TIMOTHY G C/O CHEROKEE INC. 5990 SEPULVEDA BLVD #600 SHERMAN OAKS, CA 91411		X		

Signatures

Jason Boling under POA for Timothy G. Ewing	06/10/2015
__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) Each restricted stock unit represents a contingent right to receive one share of common stock of Cherokee Inc.
- (2) Represents an award of a single stock option approved on June 8, 2015.

Remarks:

On June 8, 2015, the Compensation Committee of the Board of Directors of Cherokee Inc. granted Mr. Ewing 25,000 stock options noted above. Such options and restricted stock units vest in three annual installments on each yearly anniversary of the grant date under the circumstances.

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.