Edgar Filing: CHEROKEE INC - Form 4

CHEROKE	E INC												
Form 4													
April 07, 20	16												
FORM	ЛД								PPROVAL				
	UNITED					NGE	COMMISSIO	N OMB	2025 000	,			
	· .	V	Vashington	n, D.C. 20)549			Number:	3235-0287				
Check th								Expires:	January 31				
if no lon subject t	- NIATHA	MENT OF CHA	ANGES IN	BENEF	ICIA	L O	WNERSHIP OF	ז	2005)			
Section			SECU	RITIES			Estimated average burden hours per						
Form 4 of	or								response 0.5				
Form 5	Filed put	suant to Section	n 16(a) of th	he Securi	ties E	Excha	nge Act of 1934,						
obligatio		a) of the Public	Utility Ho	lding Co	mpan	y Act	of 1935 or Secti	on					
may con <i>See</i> Instr	lunue.	30(h) of the	•	•	-	•							
1(b).	luction			1	5								
1(0).													
(Print or Type	Responses)												
1. Name and A	Address of Reporting	Person [*] 2 Iss	uer Name an	d Ticker o	r Tradi	nσ	5. Relationship	of Reporting Per	cson(s) to				
Stupp Henr			2. Issuer Name and Ticker or Trading Symbol				Issuer						
11	5		CHEROKEE INC [CHKE]										
							(Check all applicable)						
(Last)	(First) (e of Earliest T	Fransaction									
			(Month/Day/Year)				Director		% Owner				
	OKEE INC., 599		04/05/2016			XOfficer (give titleOther (specify below) below)							
SEPULVE	DA BLVD SUITI	± 600					,	CEO					
	(Street)	4. If A	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
	· · ·		Month/Day/Yea	-			Applicable Line) _X_ Form filed by One Reporting Person						
		1 1100()	.101111, D u j , 1 e										
SHERMAN	NOAKS, CA 914	11						More than One R	eporting				
							Person						
(City)	(State)	(Zip) T	able I - Non-	Derivative	Secu	rities A	cquired, Disposed	of, or Beneficia	lly Owned				
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties		5. Amount of	6. Ownership	7. Nature of				
Security	(Month/Day/Year)	Execution Date, in	Transactio	onAcquired			Securities	Form: Direct	Indirect				
(Instr. 3)		any	Code	Disposed			Beneficially	(D) or Indirect					
		(Month/Day/Year) (Instr. 8)	(Instr. 3,	4 and	5)	Owned	(I) (Instr. 4)	Ownership				
							Following Reported	(Instr. 4)	(Instr. 4)				
					(A)		Transaction(s)						
			Cada V	Amount	or	Duias	(Instr. 3 and 4)						
			Code V	Amount	(D)	Price							
Reminder: Rep	port on a separate line	e for each class of s	ecurities bene	eficially ow	ned di	rectly o	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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: CHEROKEE INC - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Performance Stock Unit	<u>(1)</u>	04/05/2016		А		10,000		(2)(3)	02/02/2019	Common Stock	10,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Stupp Henry C/O CHEROKEE INC. 5990 SEPULVEDA BLVD SUITE 600 SHERMAN OAKS, CA 91411			CEO				
Signatures							
Jason Boling under POA for Henry Stupp	04	/07/2016					

<u>**</u>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 performance stock unit represents a contingent right to receive one share of Common Stock of Cherokee Inc. (the "Company") upon achievement of specified performance criteria as described in notes (2) and (3).

The performance stock units vest in up to three increments if the average closing price of the Company's Common Stock during the month preceding the end of the Company's fiscal year is at least (i) \$18.58 for the Company's fiscal year ending January 28, 2017 ("Fiscal 2017"), (ii) \$20.44 for the Company's fiscal year ending February 3, 2018 ("Fiscal 2018") and (iii) \$22.48 for the Company's fiscal year

- (2) ending February 2, 2019 ("Fiscal 2019"). If a price target is met, one-third of the shares subject to the award will vest. If such target is not met, one-third of the shares subject to the award will not vest and will roll over to the following fiscal year. For example, if at the end of Fiscal 2017 the Company's average closing share price for the month preceding the end of Fiscal 2017 is below \$18.58, no portion of the performance stock award will vest and one-third of the total shares subject to the award will roll forward for potential vesting in Fiscal 2018.
- (3) Similarly, if both of the price targets for Fiscal 2017 and Fiscal 2018 are not met, all shares subject to the performance stock award may still vest in the event that the Company's average closing share price for the month preceding the end of Fiscal 2019 is at least \$22.48.

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.