

Nawrocki Mark
Form 4
March 24, 2011

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 *
Nawrocki Mark

(Last) (First) (Middle)
6835 VALJEAN AVENUE
(Street)

VAN NUYS, CA 91406

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/23/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Regional President - Europe

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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) Price			
Common Stock					0	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 Option	\$ 22.7					08/21/2009	08/21/2015	Common Stock	5,000
Common Stock Option	\$ 22.7					08/21/2010	08/21/2015	Common Stock	5,000
Common Stock Option	\$ 22.7					08/21/2011	08/21/2015	Common Stock	5,000
Common Stock Option	\$ 33.98					06/14/2006	06/13/2012	Common Stock	333
Common Stock Option	\$ 33.98					06/14/2007	06/13/2012	Common Stock	8,333
Common Stock Option	\$ 33.98					06/14/2008	06/13/2012	Common Stock	8,334
Common Stock Option	\$ 16.08					02/01/2011	02/01/2015	Common Stock	10,000
Common Stock Option	\$ 16.08					02/01/2012	02/01/2015	Common Stock	10,000
Common Stock Option	\$ 16.08					02/01/2013	02/01/2015	Common Stock	10,000
Common Stock Option	\$ 17.21	03/23/2011	03/23/2011	A	6,666	03/23/2012	03/23/2018	Common Stock	6,666
Common Stock Option	\$ 17.21	03/23/2011	03/23/2011	A	6,667	03/23/2013	03/23/2018	Common Stock	6,667
	\$ 17.21	03/23/2011	03/23/2011	A	6,667	03/23/2014	03/23/2018		6,667

Common
Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nawrocki Mark 6835 VALJEAN AVENUE VAN NUYS, CA 91406			Regional President - Europe	

Signatures

Mark DiSiena under POA for Mark Nawrocki	03/24/2011
<small>**Signature of Reporting Person</small>	<small>Date</small>

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 March 23, 2011 the Compensation Committee of Cherokee Inc. granted Mr. Nawrocki 20,000 stock options as noted above.

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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