Stupp Henry Form 4 June 20, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

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 Add Stupp Henry	ress of Reporti	ng Person *	2. Issuer Name and Ticker or Trading Symbol CHEROKEE INC [CHKE]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
5990 SEPULVEDA BLVD #600 (Street)			(Month/Day/Year) 06/18/2012	X Director 10% Owner Solution of the control of the			
			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			
SHERMAN OAKS, CA 91411							

(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	ecuriti	ies Aco	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			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 Indirect Beneficial Ownership (Instr. 4)
Common Stock			Code V	Amount	(D)	Price	81,967	D	
Common Stock							91,967	D	
Common Stock							104,529	D	

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

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### Edgar Filing: Stupp Henry - Form 4

#### number.

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

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)	tionD S ) A o (I (I	5. Numbe Derivative Securities Acquired or Dispose (D) (Instr. 3, 4 and 5)	re s (A) sed of			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options	\$ 18.3							01/31/2012	08/26/2016	Common Stock	37,500
Common Stock Options	\$ 18.3							01/31/2013	08/26/2016	Common Stock	37,500
Common Stock Options	\$ 18.3							01/31/2014	08/26/2016	Common Stock	37,500
Common Stock Options	\$ 18.3							01/31/2015	08/26/2016	Common Stock	37,500
Common Stock Options	\$ 18.3							01/31/2016	08/26/2016	Common Stock	37,500
Common Stock Options	\$ 13.06	06/18/2012	06/18/2012	A	1	30,000		06/18/2013	06/18/2019	Common Stock	30,000
Common Stock Options	\$ 13.06	06/18/2012	06/18/2012	A	1	30,000		06/18/2014	06/18/2019	Common Stock	30,000
Common Stock Options	\$ 13.06	06/18/2012	06/18/2012	A	1	30,000		06/18/2015	06/18/2019	Common Stock	30,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
	X		Chief Executive Officer					

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Stupp Henry 5990 SEPULVEDA BLVD #600 SHERMAN OAKS, CA 91411

### **Signatures**

Mark DiSiena under POA for Henry Stupp

06/20/2012

\*\*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).

#### **Remarks:**

On June 18, 2012, the Compensation Committee of the Board of Directors of Cherokee Inc. granted Mr. Stupp 90,000 stock of 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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