Stupp Henry Form 4 October 23, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Adda Stupp Henry	ress of Reporti	ng Person *	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)	3. Date of Earliest Transaction	(check all applicable)			
5990 SEPULVEDA BLVD #600			(Month/Day/Year) 10/19/2012	_X Director 10% Owner Selection Other (specify below) Chief Executive Officer			
(Street)			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			
SHERMAN O	AKS, CA 9	1411		Form filed by More than One Reporting Person			

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if any	Code	4. Securiti on(A) or Dis (Instr. 3, 4	posed	of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	Indirect Beneficial
			(Month/Day/Year)	(Instr. 8)  Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
	Common Stock					` /		81,967	D	
	Common Stock							91,967	D	
	Common Stock							104,529	D	
	Common Stock	10/19/2012	10/19/2012	S	35,000	D	\$ 14.3	69,529	D	

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

### Edgar Filing: Stupp Henry - Form 4

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SEC 1474 (9-02)

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transa Code (Instr.			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	\$ 18.3	07/26/2012		J	V		18,750	01/31/2012	08/26/2016	Common Stock	18,750
Common Stock Options	\$ 18.3	07/26/2012		J	V		18,750	01/31/2013	08/26/2016	Common Stock	18,750
Common Stock Options	\$ 18.3	07/26/2012		J	V		18,750	01/31/2014	08/26/2016	Common Stock	18,750
Common Stock Options	\$ 18.3	07/26/2012		J	V		18,750	01/31/2015	08/26/2016	Common Stock	18,750
Common Stock Options	\$ 18.3	07/26/2012		J	V		18,750	01/31/2016	08/26/2016	Common Stock	18,750
Common Stock Options	\$ 13.06							06/18/2013	06/18/2019	Common Stock	30,000
Common Stock Options	\$ 13.06							06/18/2014	06/18/2019	Common Stock	30,000
Common Stock Options	\$ 13.06							06/18/2015	06/18/2019	Common Stock	30,000

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stupp Henry

5990 SEPULVEDA BLVD #600 X Chief Executive Officer

SHERMAN OAKS, CA 91411

### **Signatures**

Mark DiSiena under POA for Henry

Stupp 10/23/2012

\*\*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 October 19, 2012, Mr. Stupp sold 35,000 shares of Cherokee common stock at a per share price of \$14.30 (excluding a \$0.

On July 26, 2012, Mr. Stupp transferred 50% of the 187,500 stock options (the "2010 Option") subject to his prior stock option. 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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