

CHEROKEE INC
Form 4
August 06, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
4514 COLE AVE. SUITE 740
(Street)

DALLAS, TX 75205

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2014

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)	Price		
Restricted Common Stock Award					1,500	D	
Common Stock	08/04/2014		A	3,783	A 13.87	5,283	D
					\$		
					(2)		

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

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(9-02)

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. 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)	8. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 16.08					02/01/2011	02/01/2015	Common Stock	2,666
Common Stock Option	\$ 16.08					02/01/2012	02/01/2015	Common Stock	2,667
Common Stock Option	\$ 16.08					02/01/2013	02/01/2015	Common Stock	2,667
Common Stock Option	\$ 17.21					03/23/2012	03/23/2018	Common Stock	2,666
Common Stock Option	\$ 17.21					03/23/2013	03/23/2018	Common Stock	2,667
Common Stock Option	\$ 17.21					03/23/2014	03/23/2018	Common Stock	2,667
Common Stock Option	\$ 13.06					06/18/2012	06/18/2019	Common Stock	5,500
Common Stock Option	\$ 12.65					06/27/2013	06/27/2020	Common Stock	5,500
Restricted Stock Unit	(1)					06/27/2016	06/27/2016	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EWING TIMOTHY G 4514 COLE AVE. SUITE 740 DALLAS, TX 75205		X		

Signatures

Jason Boling under POA for Timothy G.
Ewing

08/04/2014

__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.
- In accordance with Cherokee's current compensation programs for non-employee directors, each non-employee director may elect to receive all or a portion of such director's annual retainer fees in restricted stock units in lieu of cash payments. The price per unit was established concurrently with the recipient's election regarding whether to receive restricted stock units in lieu of cash for such recipient's service over a one year period ending on August 4, 2015.
- (2)

Remarks:

Effective August 4, 2014, the Compensation Committee of the Board of Directors of Cherokee Inc. ("Cherokee") granted Mr.

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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