

ICONIX BRAND GROUP, INC.

Form 4

October 22, 2015

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 *
EMANUEL BARRY

2. Issuer Name and Ticker or Trading Symbol
**ICONIX BRAND GROUP, INC.
[ICON]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/20/2015

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

C/O COPEN ASSOCIATES, ONE WEST 37TH STREET, 10TH FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10018

(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)	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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	10/20/2015		M		20,000	A	\$ 8.58 59,608 D
Common Stock	10/20/2015		F(1)		10,541	D	\$ 16.28 49,067 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)

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4. The Company's Quarterly Report on Form 10-QSB for the quarter ended June 30, 2004, filed on August 16, 2004;

5. The Company's Current Report on Form 8-K, filed on December 15, 2003;

6. The Company's Current Report on Form 8-K, filed on January 9, 2004;

7. The Company's Current Report on Form 8-K, filed on March 10, 2004;

8. The Company's Current Report on Form 8-K, filed on April 23, 2004;

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9. The Company's Current Report on Form 8-K, filed on June 18, 2004;

10. The Company's Current Report on Form 8-K, filed on July 27, 2004;

11. The Company's Current Report on Form 8-K/A, filed on August 11, 2004;

12. The Company's Current Report on Form 8-K, filed on September 10, 2004;

13. The description of the Common Stock contained in the Company's Information Statement on Schedule 14-C, filed on December 22, 2000;

13. The description of the Warrants contained in the Company's Registration Statement on Form 8-A, filed on February 20, 2004; and

14. All documents filed by the Company pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Exchange Act, after the date of this Registration Statement and prior to the filing of a post-effective amendment to this registration statement of which this prospectus is a part that indicates that all securities offered hereunder have been sold, or which deregisters all securities then remaining unsold under such registration statement, shall be deemed to be incorporated by reference in the registration statement and to be a part hereof from the date of filing of such documents.

The Company will provide, without charge, to each person, including any beneficial owner, to whom a copy of this prospectus is delivered, upon such person's written or oral request, a copy of any and all of the information incorporated by reference in this prospectus, other than exhibits to such documents, unless such exhibits are specifically incorporated by reference into the information that this prospectus incorporates. Requests should be directed to the Secretary at Arrowhead Research Corporation, 1118 East Green Street, Pasadena, California 91106; telephone: (626) 792-5549.

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Up to 26,899,098 SHARES OF COMMON STOCK

AND

WARRANTS TO PURCHASE UP TO 13,837,748 SHARES OF COMMON STOCK

ARROWHEAD RESEARCH CORPORATION

PROSPECTUS

October 7, 2004