

G III APPAREL GROUP LTD /DE/

Form 4

October 08, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDFARB MORRIS

2. Issuer Name **and** Ticker or Trading
Symbol

**G III APPAREL GROUP LTD /DE/
[GIII]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

10/06/2015

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

CEO and President

**C/O G-III APPAREL GROUP,
LTD., 512 SEVENTH AVENUE**

(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 Beneficial Ownership (Instr. 4)
Common Stock, Par Value \$.01 Per Share	10/06/2015		S	44,537 (1)	D \$ 64.112 (2)	3,667,506	D
Common Stock, Par Value \$.01 Per Share	10/07/2015		S	2,575 (1)	D \$ 63	3,664,931	D
	10/08/2015		S	20 (1)	D \$ 65.04	3,664,911	D

Common
Stock,
Par Value
\$.01 Per
Share

Common
Stock,
Par Value 10/08/2015
\$.01 Per
Share

S 90,499 D \$
65.0579 3,574,412 D
(3)

Common
Stock,
Par Value
\$.01 Per
Share

200,000 I

Arlene
Goldfarb
2012
Delaware
Trust

Common
Stock,
Par Value
\$.01 Per
Share

166,750 I

Goldfarb
Family
Partners,
LLC

Common
Stock,
Par Value
\$.01 Per
Share

200,000 I

Morris
Goldfarb
2012
Delaware
Trust

Common
Stock,
Par Value
\$.01 Per
Share

29,666 I

Spouse

Common
Stock,
Par Value
\$.01 Per
Share

92,802 I

The Morris
And Arlene
Goldfarb
Family
Foundation

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)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivatives
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLDFARB MORRIS C/O G-III APPAREL GROUP, LTD. 512 SEVENTH AVENUE NEW YORK, NY 10018	X	X	CEO and President	

Signatures

/s/ Morris
Goldfarb 10/08/2015

__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) Represents shares sold to satisfy the Reporting Person's tax obligations in connection with the vesting of 89,000 restricted stock units.
- (2) The reported price represents the weighted average price for shares sold in multiple transactions ranging from \$63.50 to \$65.49. The details of the amounts and prices will be provided to the Issuer, any shareholders of the Issuer or the SEC on request.
- (3) The reported price represents the weighted average price for shares sold in multiple transactions ranging from \$65.00 to \$65.30. The details of the amounts and prices will be provided to the Issuer, any shareholders of the Issuer or the SEC on request.

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.