

G III APPAREL GROUP LTD /DE/  
Form 4  
July 03, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**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)  
**07/01/2013**

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

**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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
|  |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |  |
| Common Stock, Par Value \$0.01 Per Share | 07/01/2013                           |  | S                              |   | 612   | D  | \$ 48.5 2,758,512                          |
| Common Stock, Par Value \$0.01 Per Share | 07/02/2013                           |  | S                              |   | 17,591 <sup>(1)</sup>   | D  | \$ 47.9602 <sup>(2)</sup> 2,740,921        |
|  | 07/02/2013                           |  | S                              |   | 3,276   | D  | 2,737,645                                  |

|   |            |  |   |       |                             |                             |           |   |  |
|---|------------|--|---|-------|-----------------------------|-----------------------------|-----------|---|--|
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       | \$<br>48.0094<br><u>(3)</u> |                             |           |   |  |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share | 07/03/2013 |  | S | 3,626 | D                           | \$<br>47.7375<br><u>(4)</u> | 2,734,019 | D |  |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       |                             |                             | 100,000   | I | Arlene<br>Goldfarb<br>2012<br>Delaware<br>Trust              |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       |                             |                             | 108,375   | I | Goldfarb<br>Family<br>Partners,<br>LLC                       |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       |                             |                             | 100,000   | I | Morris<br>Goldfarb<br>2012<br>Delaware<br>Trust              |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       |                             |                             | 14,833    | I | Spouse   |
| Common<br>Stock,<br>Par Value<br>\$.01 Per<br>Share |            |  |   |       |                             |                             | 36,401    | I | The Morris<br>And Arlene<br>Goldfarb<br>Family<br>Foundation |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. | 5. Transaction<br>Number<br>of | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying | 8. Price of<br>Derivative<br>Security | 9. Nu<br>Deriv<br>Secur |
|---------------------------------------|------------------------------|---|---|----|--------------------------------|--|---|---------------------------------------|-------------------------|

| (Instr. 3) | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | Securities<br>(Instr. 3 and 4) | (Instr. 5) | Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |                    |       |  |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|--------------------|-------|--|
|            |                                    |                  | Code       | V   | (A)                            | (D)        | Date<br>Exercisable                             | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| GOLDFARB MORRIS<br>C/O G-III APPAREL GROUP, LTD.<br>512 SEVENTH AVENUE<br>NEW YORK, NY 10018 | X             | X         | Chief Executive Officer |       |

## Signatures

/s/ Morris  
Goldfarb

07/03/2013

\_\_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 obligation in connection with the vesting of 37,500 restricted stock units.
- (2) The reported price represents the weighted average price for shares sold in multiple transactions ranging from \$47.65 to \$48.5888. 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 \$48.00 to \$48.06. The details of the amounts and prices will be provided to the Issuer, any shareholders of the Issuer or the SEC on request.
- (4) The reported price represents the weighted average price for shares sold in multiple transactions ranging from \$47.50 to \$48.04. 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.