Edgar Filing: ICONIX BRAND GROUP, INC. - Form 4

ICONIX BRAND GF Form 4 January 04, 2017	ROUP, INC.							
	NITED STATES	SECURITIES Washingto			GE CO	OMMISSION		PROVAL 3235-0287
Section 16. Form 4 or Form 5	Filed pursuant to S ction 17(a) of the 1 30(h)	F CHANGES II SECU	N BENEFI IRITIES the Securiti olding Com	CIAL es Exc pany A	hange Act of	Act of 1934, 1935 or Section	Expires: Estimated a burden hou response	•
(Print or Type Responses))							
1. Name and Address of Sanjay Khosla	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 C/O ICONIX BRAN INC., 1450 BROAD	ND GROUP,	3. Date of Earliest (Month/Day/Year) 01/01/2017				_X_ Director Officer (give below)		o Owner er (specify
(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 Form filed by More than One Reporting 				
NEW YORK, NY 10	0018					Form filed by N Person	lore than One Re	porting
(City) (State	e) (Zip)	Table I - Non	-Derivative S	ecuritie	es Acqu	ired, Disposed of	, or Beneficial	ly Owned
Security (Month/ (Instr. 3)	action Date 2A. Deer 'Day/Year') Executio any (Month/I		ction(A) or Di (D) 8) (Instr. 3, 4 V Amount	sposed of 4 and 5) (A) or	of 1	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common 01/01/2 Stock	2017	А	12,097 (1)	A	\$0	15,481	D	

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

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 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)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relations	nips		
	Director	10% Owner	Officer	Other	
Sanjay Khosla C/O ICONIX BRAND GROUP, INC. 1450 BROADWAY NEW YORK, NY 10018	х				
Signatures					
/s/ Ericka Alford, Attorney-In-Fact	01/04/201	7			
**Signature of Reporting Person	Date				
Explanation of Responses:					

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) Restricted shares issued in consideration of the 2017 annual equity award for service as a director. Such shares vest six months from the date of grant.

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.