

G III APPAREL GROUP LTD /DE/
Form 4
April 07, 2010

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

(Last) (First) (Middle)
C/O G-III APPAREL GROUP, LTD., 512 SEVENTH AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/05/2010

NEW YORK, NY 10018

(City) (State) (Zip)

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

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 (D) or Price (A)		
Common Stock, Par Value \$0.01 Per Share	04/05/2010		M		73,229 A \$ 4.27	3,176,613	D
Common Stock, Par Value \$0.01 Per Share	04/05/2010		S		73,229 D \$ 27.0021	3,103,384	D
	04/05/2010		G	V	20,000 D \$ 0	3,083,384	D

Common Stock, Par Value \$.01 Per Share									
Common Stock, Par Value \$.01 Per Share	04/05/2010	G	V	20,000	A	\$ 0	67,500	I	The Morris And Arlene Goldfarb Family Foundation
Common Stock, Par Value \$.01 Per Share	04/06/2010	M		1,771	A	\$ 4.27	3,085,155	D	
Common Stock, Par Value \$.01 Per Share	04/06/2010	S		1,771	D	\$ 27.4565	3,083,384	D	
Common Stock, Par Value \$.01 Per Share							108,375	I	Goldfarb Family Partners, Llc
Common Stock, Par Value \$.01 Per Share							14,833	I	Spouse

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)	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)
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4.27	04/05/2010		M			73,229	09/11/2003	09/11/2012	Common Stock	73,229
Employee Stock Option (Right to Buy)	\$ 4.27	04/06/2010		M			1,771	09/11/2003	09/11/2012	Common Stock	1,771

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	Chief Executive Officer	

Signatures

/s/ Morris
Goldfarb

04/07/2010

**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).

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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