

G III APPAREL GROUP LTD /DE/

Reported by
GOLDFARB MORRIS

FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 02/13/18 for the Period Ending 12/07/17

Address 512 SEVENTH AVE
NEW YORK, NY, 10018
Telephone 2126298830
CIK 0000821002
Symbol GIII
SIC Code 2300 - Apparel and Other Finished Products of Fabrics and Similar Material
Industry Apparel & Accessories
Sector Consumer Cyclical
Fiscal Year 01/31

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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
GOLDFARB MORRIS			G III APPAREL GROUP LTD /DE/ [GIII]			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO		
(Last) (First) (Middle) C/O G-III APPAREL GROUP, LTD., 512 SEVENTH AVENUE			3. Date of Earliest Transaction (MM/DD/YYYY) 12/7/2017					
(Street) NEW YORK, NY 10018			4. If Amendment, Date Original Filed (MM/DD/YYYY) 12/11/2017			6. Individual or Joint/Group Filing (Check Applicable Line)		
(City) (State) (Zip)						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value \$.01 Per Share	12/7/2017		J	(L)	500000	D	\$34.955	0	I	Morris Goldfarb 2017 GRAT LF
Common Stock, Par Value \$.01 Per Share	12/7/2017		J	(L)	500000	A	\$34.955	3854329	D	
Common Stock, Par Value \$.01 Per Share	12/7/2017		J	(L)	500000	D	\$34.955	0	I	Morris Goldfarb 2017 GRAT JG
Common Stock, Par Value \$.01 Per Share	12/7/2017		J	(L)	500000	A	\$34.955	3354329	D	
Common Stock, Par Value \$.01 Per Share								200000	I	Arlene Goldfarb 2012 Delaware Trust
Common Stock, Par Value \$.01 Per Share								166750	I	Goldfarb Family Partners, LLC
Common Stock, Par Value \$.01 Per Share								200000	I	Morris Goldfarb 2012 Delaware Trust
Common Stock, Par Value \$.01 Per Share								29666	I	Spouse
Common Stock, Par Value \$.01 Per Share								92802	I	The Morris And Arlene Goldfarb Family Foundation

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Effective December 7, 2017, Mr. Goldfarb withdrew 500,000 shares of common stock from each of the Morris Goldfarb 2017 GRAT JG and the Morris Goldfarb 2017 GRAT LF in exchange for promissory notes. The principal amount of each promissory note is equal to the average of the high and low sales

prices of our common stock on such date, multiplied by the number of shares of common stock withdrawn from the corresponding GRAT.

Remarks:

The Form 4 filed on December 11, 2017 listed two trusts ("Trust For Daughter (Spouse Is Trustee)" and "Trust For Son (spouse Is Trustee)") as indirect beneficial owners of shares of common stock in Table I. The two trusts previously disposed all their holdings in March 2007, as disclosed in the Form 5 filed on March 6, 2008. Therefore the inclusion of references to holdings of the two trusts was an inadvertent error in the December 11, 2017 Form 4, which has been corrected in this Form 4/A.

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	

Signatures

/s/ Morris Goldfarb

2/12/2018

**Signature of Reporting Person

Date

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

* 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.

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.