

AMERICAN APPAREL, INC
 Form 4
 May 27, 2015

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 *
 Natha Hassan N
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN APPAREL, INC [APP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

C/O AMERICAN APPAREL, INC., 747 WAREHOUSE STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/26/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Vice President & CFO

LOS ANGELES, CA 90021
 (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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.0001 par value	05/26/2015		F		24,000 <u>(1)</u>	D	\$ 0.5634 <u>(2)</u>
					176,000	D	

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

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SEC 1474
 (9-02)

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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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Stock Options (right to buy)	\$ 0.71				(3)	03/30/2025	Common Stock, \$0.0001 par value	150,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Natha Hassan N C/O AMERICAN APPAREL, INC. 747 WAREHOUSE STREET LOS ANGELES, CA 90021			Executive Vice President & CFO	

Signatures

/s/ Eva D'Ambrosio, attorney-in-fact for Hassan N.
Natha

05/27/2015

**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) These shares were disposed of to satisfy tax obligations related to the vesting of 50,000 shares of the March 30, 2015 award of common stock.

Represents the weighted average price of multiple transactions with a range of prices between \$0.5599 per share and \$0.57 per share. The

(2) Reporting Person, upon request by the Staff of the SEC, American Apparel Inc. or any security holder of American Apparel Inc. undertakes to provide full information regarding the number of securities sold at each separate price.

(3) Subject to continuous service, 1/3 of the shares subject to the option will vest on the first anniversary of the date of grant, and 1/36 of the total number of the shares subject to the option will vest each month thereafter, subject to acceleration of vesting on an involuntary termination in connection with a change in control.

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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