

ICONIX BRAND GROUP, INC.  
Form 8-K  
March 13, 2019

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15 (d)**

**of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 7, 2019**

**ICONIX BRAND GROUP, INC.**

**(Exact name of registrant as specified in its charter)**

<b>Delaware</b>	<b>1-10593</b>	<b>11-2481903</b>
<b>(State or Other Jurisdiction</b>	<b>(Commission</b>	<b>(IRS</b>
<b>of Incorporation)</b>	<b>File Number)</b>	<b>Employer</b>
		<b>Identification</b>
		<b>No.)</b>





**Item 8.01 Other Events.**

On March 7, 2019, the Board of Directors (the “Board”) of Iconix Brand Group, Inc. (the “Company”) approved the implementation of a one-for-ten (1:10) reverse stock split (the “Reverse Stock Split”) of the Company’s shares of common stock, par value \$0.001 per share (“Common Stock”). The Reverse Stock Split will become effective on March 14, 2019 at 12:01 a.m. EST and the Common Stock will begin trading on The Nasdaq Global Market on a split-adjusted basis on March 14, 2019.

The Company’s stockholders had previously approved a reverse split ratio of not less than 1-for-5 and not more than 1-for-10, with the exact ratio to be set within this range as determined by the Board. As a result of the Reverse Stock Split, every ten (10) outstanding shares of Common Stock will be reclassified, combined and changed into one (1) share of Common Stock. The Reverse Stock Split will reduce the number of the Company’s outstanding shares of Common Stock from approximately 75 million shares to approximately 7.5 million shares. The number of authorized shares of Common Stock will remain unadjusted as a result of the Reverse Stock Split. No fractional shares will be issued as a result of the Reverse Stock Split. All fractional shares created by the Reverse Stock Split will be rounded up to the nearest whole share. Immediately following the Reverse Stock Split, the CUSIP for the Company’s Common Stock will be 451055305.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ICONIX BRAND GROUP, INC.**

(Registrant)

By: /s/ John McClain  
Name: John McClain  
Title: Chief Financial Officer

Date: March 13, 2019