

AMERICAN APPAREL, INC
 Form 4
 October 01, 2014

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 *
LUTTRELL JOHN J
 (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)
09/30/2014

____ Director
 ____ Officer (give title below) 10% Owner
 ____ Other (specify below)
 Former Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$.0001 par value	09/30/2014		F		85,000 <u>(1)</u>	D	
					\$ 0.8033 <u>(2)</u>		693,962
Common Stock, \$.0001 par value	10/01/2014		F		103,784 <u>(1)</u>	D	
					\$ 0.799 <u>(3)</u>		590,178

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUTTRELL JOHN J C/O AMERICAN APPAREL, INC. 747 WAREHOUSE STREET LOS ANGELES, CA 90021			Former Officer	

Signatures

/s/ Eva D'Ambrosio, attorney-in-fact for John J. Luttrell
 Signature of Reporting Person: _____ Date: 10/01/2014

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 withheld and disposed of by the plan administrator to satisfy tax obligations and brokerage fees related to the partial vesting of the March 1, 2012, March 8, 2013 and March 12, 2014 awards of Common Stock.
Represents the weighted average price of multiple transactions with a range of prices between \$0.8000 and \$0.8161. The 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.
- (2) Represents the weighted average price of multiple transactions with a range of prices between \$0.7900 and \$0.8500. The 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) Represents the weighted average price of multiple transactions with a range of prices between \$0.7900 and \$0.8500. The 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.

Remarks:

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Exhibit 24 - Power of Attorney for John J. Luttrell

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.