

ICONIX BRAND GROUP, INC.
Form 8-K
July 03, 2012

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): June 29, 2012

ICONIX BRAND GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

0-10593
(Commission
File Number)

11-2481903
(IRS Employer
Identification No.)

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1450 Broadway, New York, New York
(Address of Principal Executive Offices)

Registrant's telephone number, including area code (212) 730-0030

10018
(Zip Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On June 29, 2012, Iconix Brand Group, Inc., a Delaware corporation, (the Company) paid to The Bank of New York Mellon, as trustee for the holders of the Company's 1.875% Convertible Senior Subordinated Notes due June 2012 (the Notes), for the benefit of the holders of the Notes, the aggregate amount of \$290.2 million, in full satisfaction of the Company's obligations under the Notes. The Notes were repaid by the Company at par (\$287.5 million) plus accrued interest from January 1, 2012 through June 30, 2012. The Company repaid the Notes through a combination of cash on its balance sheet and borrowings under its \$150 million Revolving Credit Facility.

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/ Warren Clamen
Name: Warren Clamen
Title: Executive Vice President and
Chief Financial Officer

Date: July 3, 2012