FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | | |
|-------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0362 | | | | | | | | |
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hours per response:

| | Check this box if no longer subject |
|---|-------------------------------------|
| П | to Section 16. Form 4 or Form 5 |
| Ш | obligations may continue. See |
| | Instruction 1(b). |
| | |

Form 3 Holdings Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| Form 4 | Transactions R | teported. | rileu | or Section 3 | | ٠, | | | | 0 | | | | | | | |
|--|--|---|---|---|--|---|---------------|--|--------------------|--|---|---|---|--|---|---|-------------------------|
| Name and Address of Reporting Person* KATZ CARL | | | 2. Issuer Name and Ticker or Trading Symbol G III APPAREL GROUP LTD /DE/ [GIII] | | | | | | | | 5. Relationship of Reporting Person(s) to Is: (Check all applicable) X Director 10% Ow | | | | | | |
| (Last) (First) (Middle) | | | | | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 01/31/2013 | | | | | y/Year) | Officer (give title below) | | | e | 10% Owner Other (specify below) | | |
| C/O G-III APPAREL GROUP, LTD. 512 SEVENTH AVENUE, 35TH FLOOR | | | | 4. If Amend | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) NEW YORK NY 10018 | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (Sta | ate) (| Zip) | | | | | | | | | | | | | | |
| | | Tab | le I - Non-Deriv | ative Secu | ritie | s Acc | uire | d, Dis | posed c | of, or | Benefic | ially | Owne | ed | | | |
| Date | | 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 | | | | | | | 6. Ownership Form: | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | Amou | | (A) or (D) Price | | | Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | | Direct (D) or Indirect (I) (Instr. 4) | | | | |
| Common Stock, Par Value \$.01 Per Share | | | 12/28/2012 | | G | | - | 5 | 50 | D | D \$0 | | 47,555 | | | I | Spouse |
| Common Stock, Par Value \$.01 Per Share | | 12/31/2012 | | G | | | 4 | 50 | D | D \$0 | | 47,555 | | | I | Spouse | |
| Common Stock, Par Value \$.01 Per Share | | | | | | | | | | | | 11,200 | | | D | | |
| | 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. Conversi or Exerci 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) | | Expira | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Insti 3 and 4) | | of De Se (In | Price rivative curity str. 5) | 9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ve es ially ng d tion(s) | 10. Ownershi Form: Direct (D or Indire (I) (Instr. 4) | Beneficial Ownership |
| | | | | | (A) | (D) | Date Exerc | isable | Expiration Date | Title | Amoun or Number of Shares | r | | | | | |

Explanation of Responses:

/s/ Carl Katz

02/07/2013

** Signature of Reporting Person

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

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 Number.

^{*} 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).