

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): **May 1, 2013**

XCEL BRANDS, INC.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

000-31553
(Commission File Number)

76-0307819
(IRS Employer Identification No.)

475 10th Avenue, 4th Floor, New York, NY
(Address of Principal Executive Offices)

10018
(Zip Code)

(347) 727-2474
(Registrant's Telephone Number, Including Area Code)

(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 7.01 Regulation FD Disclosure.

Xcel Brands, Inc. (the “Company”) is making an investor powerpoint presentation today at the NASDAQ consensus next Great Brands Conference.

The information furnished pursuant to Item 7.01, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

The furnishing of the information under Item 7.01 in this Current Report on Form 8-K is not intended to, and does not, constitute a determination or admission by the Company (i) that the furnishing of the information in this Item 7.01 is required by Regulation FD, (ii) that the information under Item 7.01 in this Current Report on Form 8-K is material or complete, or (iii) that investors should consider this information before making an investment decision with respect to any security of the Company.

This Form 8-K contains “forward-looking statements” within the meaning of the safe harbor provisions of the federal securities laws. It should be read in conjunction with the ‘Safe Harbor Statement’ contained in the presentation material and the risk factors included in the Company’s periodic reports filed with the Securities and Exchange Commission, that discuss important factors that could cause the Company’s results to differ materially from those anticipated in such forward-looking statements.

Use of our Website to Distribute Material Company Information

Our company website address is www.xcelbrands.com, which we use as a channel of distribution for important company information. Important information, including press releases, analyst presentations and financial information regarding our company is posted and accessible on the “Investor Relations” subpage of our website, which is accessible by clicking on the tab labeled “Investors” on our website home page.

Item 9.01 Financial Statement and Exhibits.**(d) Exhibits.**

99.1 Xcel Brands, Inc. Powerpoint Presentation



Investor Presentation

May 1, 2013

SAFE HARBOR

THIS PRESENTATION CONTAINS FORWARD-LOOKING STATEMENTS BASED ON CURRENT EXPECTATIONS, ESTIMATES, AND PROJECTIONS ABOUT THE COMPANY'S OPERATIONS, INDUSTRY, FINANCIAL CONDITION, PERFORMANCE, AND RESULTS OF OPERATIONS. STATEMENTS CONTAINING WORDS SUCH AS "GUIDANCE," "MAY," "BELIEVE," "ANTICIPATE," "EXPECT," "INTEND," "PLAN," "PROJECT," "COULD," "WOULD," "SHOULD," "PROJECTIONS," AND "ESTIMATE," OR SIMILAR EXPRESSIONS CONSTITUTE FORWARD-LOOKING STATEMENTS. IN ADDITION, ANY STATEMENTS THAT REFER TO EXPECTATIONS, PROJECTIONS, OR OTHER CHARACTERIZATIONS OF FUTURE EVENTS OR CIRCUMSTANCES -- INCLUDING ANY UNDERLYING ASSUMPTIONS -- ARE FORWARD-LOOKING STATEMENTS. STATEMENTS REGARDING OUR CURRENT EXPECTATIONS ABOUT THE COMPANY'S FUTURE OPERATIONS, FINANCIAL CONDITIONS, PERFORMANCE, SERVICES, AND THE INDUSTRY IN WHICH WE OPERATE ARE FORWARD-LOOKING STATEMENTS THAT ARE SUBJECT TO A NUMBER OF RISKS AND UNCERTAINTIES THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE DESCRIBED IN THE FORWARD-LOOKING STATEMENTS. MORE INFORMATION ABOUT POTENTIAL RISK FACTORS THAT COULD AFFECT THE COMPANY'S BUSINESS AND ITS FINANCIAL RESULTS ARE INCLUDED IN THE COMPANY'S ANNUAL REPORT ON FORM 10-K FOR THE YEAR ENDED DECEMBER 31, 2012. PROJECTIONS ARE PROVIDED BY MANAGEMENT IN THIS PRESENTATION AND ARE BASED ON INFORMATION AVAILABLE TO US AT THIS TIME AND MANAGEMENT EXPECTS THAT INTERNAL PROJECTIONS AND EXPECTATIONS MAY CHANGE OVER TIME.

Our Mission:

To **Design** and Produce the **Best Products** For Our Followers and Partners



Differentiate By Design

XCEL
BRANDS
Differentiate By Design

Our Business Model is Built for Today's New Social Era



We Are Truly OmniChannel

XCEL
BRANDS
Differentiate By Design

Our Brands



XCEL
BRANDS
Differentiate By Design

ISAAC MIZRAHI NEW YORK™



- ✓ 45 Licenses
- ✓ 120 Product Categories
- ✓ 750 Better Department Store Doors
- ✓ USA, Mexico, Canada, Middle East



- ✓ 2 Direct-to-Retail Licenses with 2 Direct Response TV Networks*
- ✓ 30 Product Categories
- ✓ USA & Canada*

* Distribution for Canada under a is under Letter of Intent with a direct response television network and planned to launch in 2013/2014.

XCEL
BRANDS
Differentiate By Design



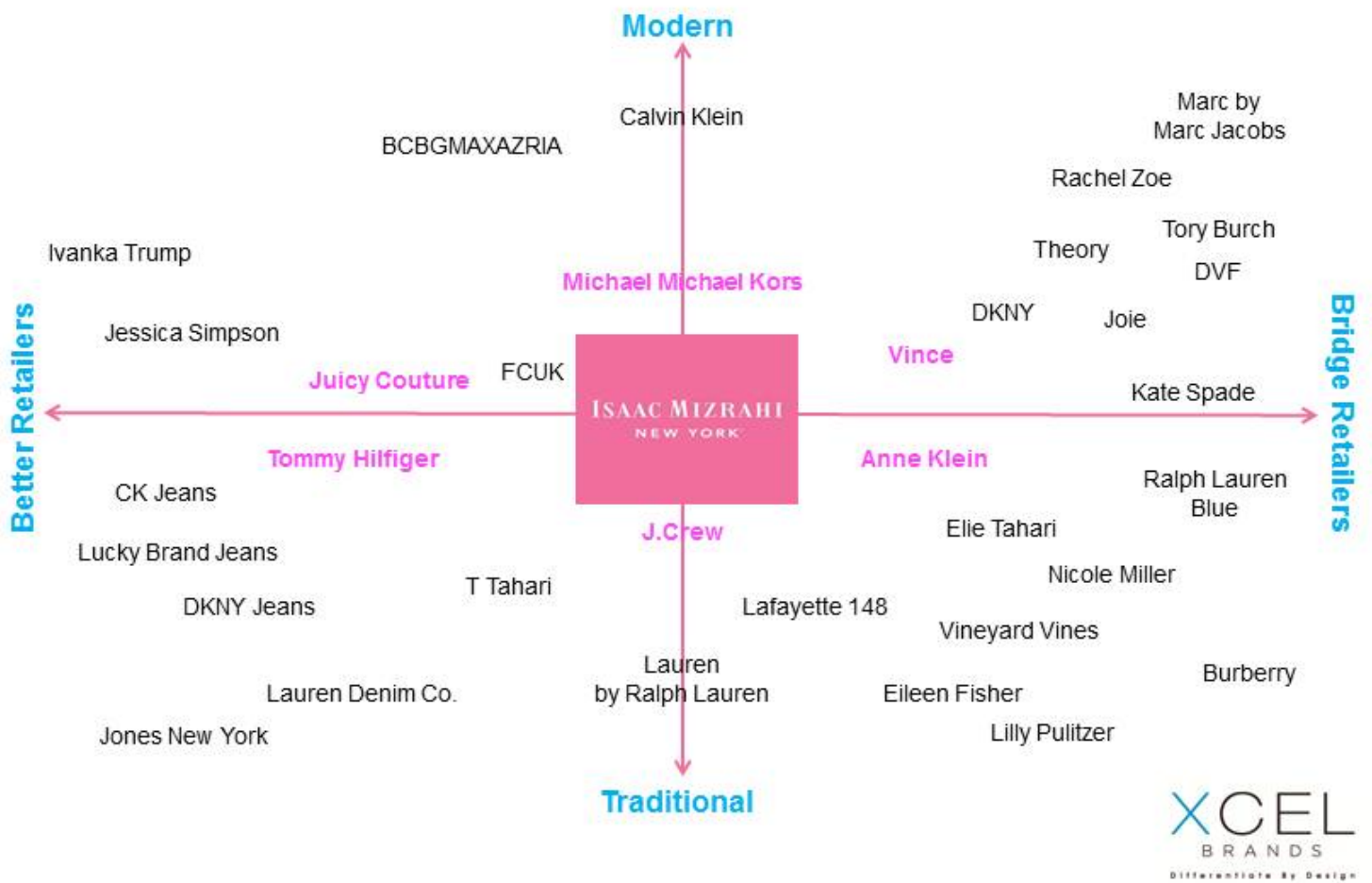
LizClaiborne
new york

- ✓ **1 Direct-to-Retail License with
1 Direct Response TV Network**
- ✓ **25 Product Categories**
- ✓ **USA**

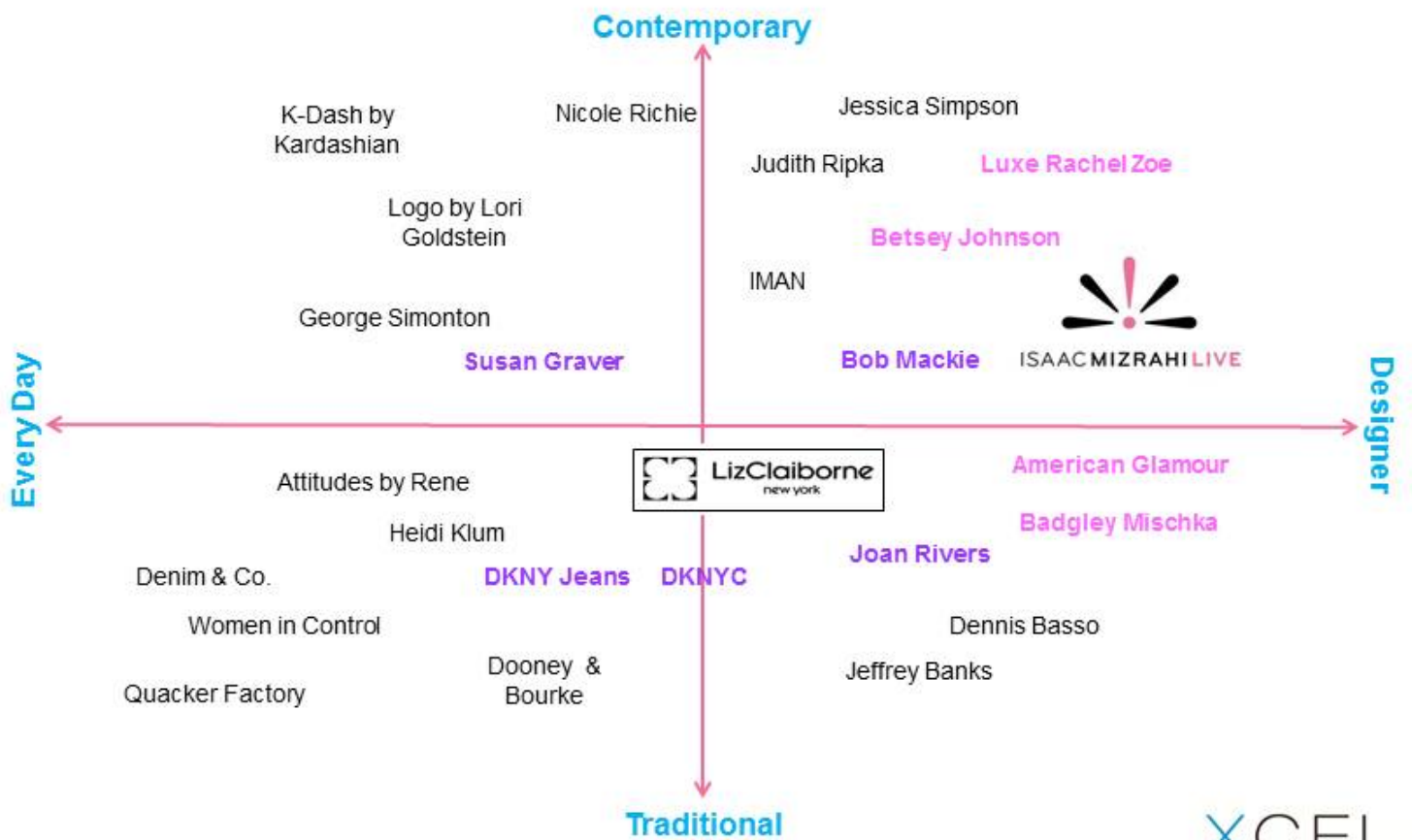


XCEL
BRANDS
Differentiate By Design

Our Better Retail Brand Positioning



Our Interactive TV Brand Positioning



Our Growth Opportunities

ISAAC MIZRAHI
NEW YORK



XCEL
BRANDS
Differentiate By Design

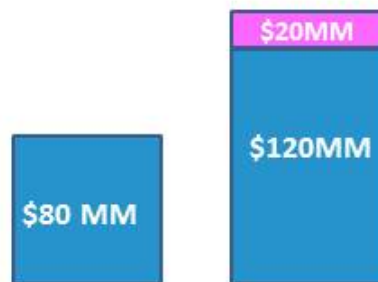
1. Grow Existing Business

- ✓ Continue to Increase Sales in our **Interactive TV Business**:
 - ✓ Continue to Increase Productivity
 - ✓ New Categories
 - ✓ Geographies
 - ✓ On-Air Hours, and
 - ✓ Online Sales

- ✓ Continue to **Launch New Categories**:
 - ✓ Wholesale Better Retail Business
 - ✓ Other Bricks & Mortar Distribution
 - ✓ Increase Door Counts

- ✓ Continue to Grow International Business
- ✓ Increase Operating **Margins** as Revenues Grow
- ✓ Increase **Brand Awareness**

1. Grow Existing Business - Retail Sales Score Card



	2011	2012
■ Interactive Gross Retail Sales (Combined IML & LCNY)	\$80MM	\$120MM
■ Bricks-and-Mortar/E-Commerce Sales (IMNY)	\$ 0	\$ 20MM
Xcel Revenue	\$11.6MM	\$13.1MM

Sales figures are approximate for 2011 and 2012.

2. Category Extensions – Operating Metrics Score Card

- ✓ **New Licenses** under our Brands
- ✓ **New International Licenses** for Wholesale and ITV
- ✓ **New Collaborations/Co-Branding** Opportunities
- ✓ **New Market** Segments
- ✓ **Increased Door Count**



	2011	2012	2013(est)
■ IMNY Categories Signed:	40	120	150
Signed Licenses	18	40	50
IMNY Categories Launched	0	8	25
Estimated Bricks & Mortar Retail Doors	0	125	750
Market Segments	6	9	12
■ Collaborations/Co-Branding:	0	1	5

Categories, door counts, and market segments are estimated based on available information; all figures are estimated for 2013.



3. Direct-To-Consumer (Retail)

- ✓ Retail Stores Under the **Isaac Mizrahi New York** Brand (**1st Store Opening May 2013**)
- ✓ Launch **e-Commerce** to Promote and Sell Our Products Online



Positioned For The Future

We Believe...

- ✓ The **Way People Shop** Will Continue To Change
- ✓ The **Acceleration of Change** Will Continue To Increase
- ✓ Our Focus On **Design** and **OmniChannel** Distribution In This **New Social Era** Positions Us Well To Benefit From The Changes That Are Coming



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