FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average t	ourden								

0.5

hours per response:

	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
	obligations may continue. See
	Instruction 1(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

														-								
Name and Address of Reporting Person*  Haran James						2. Issuer Name and Ticker or Trading Symbol XCel Brands, Inc. [XELB]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Haran J	annes					recration, mer [ Anna ]										Direc	ctor		10% C	wner		
					2 0										X Office below		er (give title w)		Other (specify below)			
(Last)	(FI	rst) (	Middle)			3. Date of Earliest Transaction (Month/Day/Year)											Chief Financial Officer					
C/O XCE	L BRAND	S, INC.,			101/	01/31/2018											Omer rina					
1333 BR	OADWAY	- 10TH FLOOR																				
1555 DI	OTID WITT	101111120011			Δ If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable							
(a)					" "	4. II Amendment, Date of Original Filed (Month/Day/Year)										Line)						
(Street)			0040												X	Form	n filed by One	e Reportir	g Pers	on		
NEW YO	ORK N	<b>Y</b> 1	.0018													Form	n filed by Mo	re than ∩ı	e Ren	ortina		
					.											Pers		ic than Oi	іс геср	orang		
(City)	(SI	ate) (	Zip)																			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
		Tabi	e i - Nor	i-Deriv	ative	Sec	curitie	S ACC	juirea,	DIS	posea o	ot, oi	r Bene	eticia	any	Owne	ea					
1. Title of S	Security (Inst	r. 3)		2. Trans	action					3. 4. Securities Acquired (A)							ount of	6. Owner		7. Nature		
				Date (Month/	Day/Ye:	ay/Year) Execution Date, if any (Month/Day/Year)				Transaction Disposed Of (D) (Instr. 3, 5) 8)			3, 4 a	Bene Own				orm: Direct D) or Indirect	of Indirect Beneficial			
				(,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Duyire											vned Following   (I)		) (Instr. 4)	Ownership			
												(A) or (D) Pr			rice Trans		ported ansaction(s)			(Instr. 4)		
									Code	V	Amount			Price			3 and 4)					
Common Stock 01/31/						01/31/2018					1,300		D	(1)		439,908		D				
		т-	la II - E	\	i			A	ined Di			- · · ·	) a .a a £:	-:-!!				J				
		la	ble II - D )								sea oi, onvertib				y Ov	vneu						
1. Title of 2. 3. Transaction 3A. Deemed							5. Number		6. Date Exercisable and 7. Title and						8. Pr	Price of 9. Number of		of 10.		11. Nature		
Derivative	Conversion	Date (Month/Day/Year)	Execution		4. Transa		n of		Expiration	Expiration Date			Amount of		Derivative		derivative	Own	Ownership	of Indirect		
Security (Instr. 3)	or Exercise Price of		if any (Month/Day		Code ( 8)	Code (Instr.		. Derivative ( Securities		(Month/Day/Year)			Securities Underlying			ırity r. 5)	Securities Beneficially		Form: Direct (D)	Beneficial Ownership		
Derivative Security				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	",   ",		Acquired		Deri			Derivative		1 '		Owned	or In	or Indirect	(Instr. 4)			
					(A) or Disposed				Security (Inst and 4)			str. 3	Following Reported			(I) (In	str. 4)					
					of (D (Inst		of (D) (Instr. 3, 4					and 4)				Transaction	(s)	1 /				
													(Instr. 4)		1							
				L	and		and 5)															
										Amou		<sup>t</sup>										
												nber										
					Code	v	(A)		Date Exercisal		Expiration Date	Title	of Sha	roc								
	l	1	1	- 1	Joue	٠,	(~)	ן יטן	-Aci Cisal	I .	Juic	1	,   Jila	.03	ı		I	- 1		1		

## Explanation of Responses:

1. Represents the transfer of shares of common stock to the reporting person's wife pursuant to a domestic relations order. The reporting person no longer reports as beneficially owned any securities owned by his wife.

/s/ James F. Haran

01/31/2018

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

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.