

ICONIX BRAND GROUP, INC.

Form SC 13G

August 29, 2017

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Iconix Brand Group, Inc.

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

451055107

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(CUSIP Number)

August 29, 2017

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that Section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 control number.

A-1

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NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF  
ABOVE PERSON (ENTITIES  
ONLY)

1

Huber Capital Management, LLC  
20-8441410

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP (SEE  
INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

4

SOLE VOTING POWER

5

1,279,439

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

SHARED VOTING POWER

6

0

SOLE DISPOSITIVE POWER

7

2,889,952

SHARED DISPOSITIVE POWER

8

0

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

9

2,889,952

10 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES  
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

5.06%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

IA

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Preliminary Statement:

This Schedule 13G is filed by Huber Capital Management, LLC (“HCM”) (“Huber” or the “Filer”) and amends, supplements and replaces in its entirety the Schedule 13D filed on August 12, 2016, as subsequently amended (the “Schedule 13D”), by the Filer, relating to shares of common stock of Iconix Brand Group, Inc. (the “Issuer”). The Schedule 13D had superseded a Schedule 13G previously filed by the Filer on September 9, 2015, as subsequently amended. The Filer has determined that it no longer holds any shares of common stock of the Issuer (“Common Stock”) with any purpose, or with the effect of, changing or influencing control of the Issuer or in connection with or as a participant in any transaction having that purpose or effect. In accordance with Rule 13d-1(h), the Filer accordingly determined to again report its beneficial ownership of shares of Common Stock of the Issuer on Schedule 13G.

Item 1.

(a) Name of Issuer: Iconix Brand Group, Inc.

(b) Address of Issuer’s Principal Executive Offices: 1450 Broadway, New York, New York, 10018

Item 2.

Name of Person Filing: Huber Capital Management, LLC, a Delaware limited liability company (“HCM”), with respect to the direct voting and dispositive power over the shares of Common Stock held by HCM’s clients, as a

(a) result of causing HCM’s clients to acquire such Common Stock pursuant to HCM’s discretionary authority to manage the assets of such clients.

(b) Address of Person Filing: 2321 Rosecrans Avenue, Suite 3245, El Segundo, CA 90245

(c) Citizenship: Delaware

(d) Title of Class of Securities: Common Stock

(e) CUSIP No.: 451055107

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with § 240.13d-1(b)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) Group, in accordance with § 240.13d-1(b)(1)(ii)(J).

#### Item 4. Ownership

##### Amount Beneficially Owned:

- (a)
  - (1) HCM beneficially owns, on behalf of its clients 2,889,952 shares of Common Stock.

##### Percent of Class:

- (b)(1) The Common Shares beneficially owned by HCM constitute approximately 5.06% of the Issuer's issued and outstanding Common Stock, based on the figures as reported in the Form 10-Q filed by the Issuer for the quarter ended June 30, 2017.

##### (c) Number of Shares as to which HCM has:

- (i) Sole power to vote or to direct the vote: 1,279,439
- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: 2,889,952
- (iv) Shared power to dispose or to direct the disposition of: 0

In addition, Mr. Joseph R. Huber, who is the managing member and majority indirect owner of Huber Capital Holdings, LLC, which is in turn the owner of 100% of the membership interests of HCM, individually owns shares of Common Stock and may be deemed to own the shares of Common Stock on behalf of clients of HCM, of which he has, in the aggregate, sole power to vote or to direct the vote of 1,846,852 shares and sole power to dispose or to direct the disposition of 3,457,365 shares of Common Stock, all of which he no longer holds with any purpose, or with the effect of, changing or influencing control of the Issuer or in connection with or as a participant in any transaction having that purpose or effect.

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Item 5. Ownership of Five Percent or Less of a Class:

N/A

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

N/A

Item 8. Identification and Classification of Members of the Group:

N/A

Item 9. Notice of Dissolution of Group:

N/A

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SIGNATURE

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

August 29, 2017

HUBER CAPITAL MANAGEMENT, LLC

By: /s/ Joseph R. Huber

Joseph R. Huber

CEO/CIO

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