

AMERICAN APPAREL, INC
 Form 3
 February 16, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---------|----------|--|--|---|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Monarch Alternative Capital LP | | | (Month/Day/Year) | AMERICAN APPAREL, INC [NONE] | |
| (Last) | (First) | (Middle) | 02/05/2016 | | |
| 535 MADISON AVENUE,Â | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| NEW YORK,Â NYÂ 10022 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Remarks | | <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Units | 176,891 | I | See footnotes (1) (3) |
| Units | 31,391 | I | See footnotes (1) (2) (4) |
| Units | 655,586 | I | See footnotes (1) (2) (5) |
| Units | 888,047 | I | See footnotes (1) (2) (6) |
| Units | 2,136,192 | I | See footnotes (1) (7) |
| Units | 137,839 | I | See footnotes (1) (8) |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Subscription Rights | 02/05/2016 | 03/07/2016 | Units | 1,038 | \$ 10 | I | See footnotes ⁽⁹⁾ <u>(10)</u> |
| Subscription Rights | 02/05/2016 | 03/07/2016 | Units | 4,102 | \$ 10 | I | See footnotes ⁽⁹⁾ <u>(11)</u> <u>(12)</u> |
| Subscription Rights | 02/05/2016 | 03/07/2016 | Units | 2,455 | \$ 10 | I | See footnotes ⁽⁹⁾ <u>(11)</u> <u>(13)</u> |
| Subscription Rights | 02/05/2016 | 03/07/2016 | Units | 3,619 | \$ 10 | I | See footnotes ⁽⁹⁾ <u>(14)</u> |
| Subscription Rights | 02/05/2016 | 03/07/2016 | Units | 472 | \$ 10 | I | See footnotes ⁽⁹⁾ <u>(15)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------|
| | Director | 10% Owner | Officer | Other |
| Monarch Alternative Capital LP 535 MADISON AVENUE NEW YORK, NY 10022 | Â | Â | Â | See Remarks |
| Monarch Debt Recovery Master Fund Ltd C/O WALKERS CORPORATE LIMITED, CAYMAN CORPORATE CENTRE, 27 HOSPITAL ROAD GEORGE TOWN, GRAND CAYMAN, KY1-9008 | Â | Â X | Â | Â |
| MDRA GP LP C/O MONARCH ALTERNATIVE CAPITAL LP 535 MADISON AVENUE NEW YORK, NY 10022 | Â | Â | Â | See Remarks |
| Monarch GP LLC C/O MONARCH ALTERNATIVE CAPITAL LP 535 MADISON AVENUE NEW YORK, NY 10022 | Â | Â | Â | See Remarks |

Signatures

/s/ Michael Weinstock 02/16/2016

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- This Form 3 is being filed on behalf of Monarch Alternative Capital LP, a Delaware limited partnership ("MAC"), MDRA GP LP, a Delaware limited partnership ("MDRA GP"), Monarch GP LLC, a Delaware limited liability company ("Monarch GP"), and Monarch Debt Recovery Master Fund Ltd ("MDRF"), a Cayman Islands exempted company (collectively, the "Reporting Persons").
- (1) MAC serves as the investment advisor to the Funds (as defined below), MDRA GP is the general partner of MAC, and Monarch GP is the general partner of MDRA GP. Each of MAC, MDRA GP and Monarch GP may be deemed to indirectly beneficially own Units held directly by the Funds and disclaim beneficial ownership of all such Units except to the extent of any indirect pecuniary interest therein.
- Monarch GP Investor LLC ("Investor LLC") serves as the managing member of Monarch Alternative Capital GP LLC, a Delaware limited liability company ("MAC GP"), Monarch Alternative Capital GP III LLC, a Delaware limited liability company ("MAC III"), and MCP Holdings GP LLC, a Delaware limited liability company ("MCP Holdings"). MAC GP serves as general partner of MCMP II (as defined below), MAC III serves as general partner of MCMP III (as defined below) and MCP Holdings serves as general partner of MCP HM (as defined below). Investor LLC may be deemed to indirectly beneficially own Units held directly by the MCMP II, MCMP III and MCP HM and disclaims beneficial ownership of all such Units except to the extent of any indirect pecuniary interest therein.
- (2) Units held directly by Monarch Alternative Solutions Master Fund Ltd, a Cayman Islands exempted company ("MASMF").
 - (3) Units held directly by Monarch Capital Master Partners II LP, a Cayman Islands limited partnership ("MCMP II").
 - (4) Units held directly by Monarch Capital Master Partners III LP, a Cayman Islands limited partnership ("MCMP III").
 - (5) Units held directly by MCP Holdings Master LP, a Cayman Islands limited partnership ("MCP HM").
 - (6) Units held directly by MDRF.
 - (7) Units held directly by P Monarch Recovery Ltd., a British Virgin Islands corporation ("P Monarch," and together with MASMF, MCMP II, MCMP III, MCP HM and MDRF, the "Funds").
 - (8) Each of MAC, MDRA GP and Monarch GP may be deemed to indirectly beneficially own the Subscription Rights held directly by the Funds and disclaim beneficial ownership of all such Subscription Rights except to the extent of any indirect pecuniary interest therein. As used herein, "Subscription Rights" refers to those certain subscription rights awarded to certain holders of Units of American Apparel, LLC (the "Issuer") under the Issuer's plan of reorganization under the United States Bankruptcy Code.
 - (9) Subscription Rights held directly by MASMF.
 - (10) Investor LLC may be deemed to indirectly beneficially own Subscription Rights held directly by MCMP III and MCP HM and disclaims beneficial ownership of all such Subscription Rights except to the extent of any indirect pecuniary interest therein.
 - (11) Subscription Rights held directly by MCMP III.
 - (12) Subscription Rights held directly by MCP HM.
 - (13) Subscription Rights held directly by MDRF.
 - (14) Subscription Rights held directly by P Monarch.
 - (15)

Â

Remarks:

ExhibitÂ List:

ExhibitÂ 99.1Â -Â JointÂ Filers'Â InformationÂ andÂ Signatures

SolelyÂ forÂ purposesÂ ofÂ SectionÂ 16Â ofÂ theÂ SecuritiesÂ ExchangeÂ ActÂ ofÂ 1934,Â asÂ amended,Â MACÂ (and

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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