1. Name and Address of Reporting Person*  

Lops Peter J  

(Last) (First) (Middle)  

C/O SEQUENTIAL BRANDS GROUP, INC.  

601 WEST 26TH STREET, 9TH FLOOR  

(Street)  

NEW YORK NY 10001  

(City) (State) (Zip)  

2. Issuer Name and Ticker or Trading Symbol  

Sequential Brands Group, Inc. [ SQBG ]  

3. Date of Earliest Transaction (Month/Day/Year)  

03/05/2019  

4. If Amendment, Date of Original Filed (Month/Day/Year)  

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  

X Director  

10% Owner  

Officer (give title below)  

Chief Financial Officer  

6. Individual or Joint/Group Filing (Check Applicable Line)  

X Form filed by One Reporting Person  

Form filed by More than One Reporting Person  

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/05/2019</td>
<td></td>
<td>F</td>
<td>9,912 (1) D</td>
<td>$1.64 (2)</td>
<td>65,088 D</td>
<td>D</td>
</tr>
</tbody>
</table>

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. Conversion or Exercise 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)  

6. Date Exercisable and Expiration Date (Month/Day/Year)  

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  

8. Price of Derivative Security (Instr. 5)  

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)  

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  

11. Nature of Indirect Beneficial Ownership (Instr. 4)  

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date of Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount of Shares</th>
</tr>
</thead>
</table>

Explanation of Responses:  

1. The shares reported in column 4 represent shares withheld solely for tax purposes.  

2. Closing market price of the common stock of the Company on the transaction date.  

** /s/ Peter Lops  
03/06/2019  

** Signature of Reporting Person  
Date  

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).  


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.