

Dahan Joseph M.  
Form 4  
February 18, 2010

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN 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 \*  
Dahan Joseph M.

(Last) (First) (Middle)

C/O JOE'S JEANS INC., 2340 S  
EASTERN AVE

(Street)

COMMERCE, CA 90040

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
JOE'S JEANS INC. [JOEZ]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/16/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Creative Director

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount		
Common Stock	02/16/2010		S		57,849	D	
					\$ 2.05		(1)
Common Stock	02/16/2010		S		14,100	D	
					\$ 2.06		(1)
Common Stock	02/16/2010		S		5,800	D	
					\$ 2.07		(1)
Common Stock	02/16/2010		S		52,300	D	
					\$ 2.08		(1)
Common Stock	02/16/2010		S		66,500	D	
					\$ 2.09		(1)

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Common Stock	02/16/2010	S	76,975	D	\$ 2.1	13,697,794 <u>(1)</u>	D	
Common Stock	02/16/2010	S	20,400	D	\$ 2.11	13,677,394 <u>(1)</u>	D	
Common Stock	02/16/2010	S	21,950	D	\$ 2.12	13,655,444 <u>(1)</u>	D	
Common Stock	02/16/2010	S	1,300	D	\$ 2.13	13,654,144 <u>(1)</u>	D	
Common Stock	02/16/2010	S	4,650	D	\$ 2.14	13,649,494 <u>(1)</u>	D	
Common Stock	02/16/2010	S	143,800	D	\$ 2.15	13,505,694 <u>(1)</u>	D	
Common Stock	02/16/2010	S	23,025	D	\$ 2.16	13,482,669 <u>(1)</u>	D	
Common Stock	02/16/2010	S	4,900	D	\$ 2.17	13,477,769 <u>(1)</u>	D	
Common Stock	02/17/2010	S	62,800	D	\$ 2.03	13,414,969 <u>(1)</u>	D	
Common Stock	02/17/2010	S	88,963	D	\$ 2.05	13,326,006 <u>(1)</u>	D	
Common Stock	02/17/2010	S	56,575	D	\$ 2.06	13,269,431 <u>(1)</u>	D	
Common Stock	02/17/2010	S	30,004	D	\$ 2.07	13,239,427 <u>(1)</u>	D	
Common Stock	02/17/2010	S	48,531	D	\$ 2.08	13,190,896 <u>(1)</u>	D	
Common Stock	02/17/2010	S	11,551	D	\$ 2.09	13,179,345 <u>(1)</u>	D	
Common Stock	02/18/2010	S	60,127	D	\$ 2.05	13,119,218 <u>(1)</u>	D	
Common Stock	02/18/2010	S	44,300	D	\$ 2.06	13,074,918 <u>(1)</u>	D	
Common Stock	02/18/2010	S	3,600	D	\$ 2.07	13,071,318 <u>(1)</u>	D	
Common Stock	02/16/2010	M	200,000	A	\$ 1.02	13,271,318 <u>(1)</u>	D	
Common Stock	02/16/2010	F	135,135	D	\$ 2.05	13,136,183 <u>(1)</u>	D	
Common Stock						50,030	I	By Spouse <u>(2)</u>

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 1.02	02/16/2010		M	200,000	06/13/2005	06/13/2015	Common Stock	200,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dahan Joseph M. C/O JOE'S JEANS INC. 2340 S EASTERN AVE COMMERCE, CA 90040	X	X	Creative Director	

## Signatures

/Joe Dahan/ 02/18/2010  
 \*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Includes shares of restricted stock units previously reported on Table I that are subject to vesting requirements.  
 These are restricted stock units that are subject to vesting requirements and are held for the account of the reporting person's spouse. The reporting person disclaims beneficial ownership of common stock held by his spouse. The filing of this statement shall not be deemed to be an admission that the reporting person is the beneficial owner of any securities not held directly for his account for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise.
- (2)

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