

D LOREN ROBERT W
 Form 4
 March 26, 2008

FORM 4

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

OMB APPROVAL

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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 *
D LOREN ROBERT W

(Last) (First) (Middle)

C/O NEXCEN BRANDS, INC., 1330 AVENUE OF THE AMERICAS, 34TH FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NexCen Brands, Inc. [NEXC]

3. Date of Earliest Transaction (Month/Day/Year)
03/25/2008

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)
Chief Executive Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/25/2008		P		4,900	A	\$ 3.22
Common Stock	03/25/2008		P		1,700	A	\$ 3.26
Common Stock	03/25/2008		P		1,050	A	\$ 3.27
Common Stock	03/25/2008		P		1,200	A	\$ 3.28
Common Stock	03/25/2008		P		1,350	A	\$ 3.29

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Common Stock	03/25/2008	P	3,700	A	\$ 3.3	1,015,284	D	
Common Stock	03/25/2008	P	3,100	A	\$ 3.31	1,018,384	D	
Common Stock	03/25/2008	P	2,500	A	\$ 3.32	1,020,884	D	
Common Stock	03/25/2008	P	1,559	A	\$ 3.33	1,022,443	D	
Common Stock	03/25/2008	P	9,341	A	\$ 3.34	1,031,784	D	
Common Stock	03/25/2008	P	400	A	\$ 3.35	1,032,184	D	
Common Stock	03/25/2008	P	600	A	\$ 3.37	1,032,784	D	
Common Stock	03/25/2008	P	2,200	A	\$ 3.38	1,034,984	D	
Common Stock	03/25/2008	P	2,800	A	\$ 3.39	1,037,784	D	
Common Stock	03/25/2008	P	3,000	A	\$ 3.4	1,040,784	D	
Common Stock	03/25/2008	P	300	A	\$ 3.41	1,041,084	D	
Common Stock	03/25/2008	P	200	A	\$ 3.42	1,041,284	D	
Common Stock	03/25/2008	P	100	A	\$ 3.43	1,041,384	D	
Common Stock	01/28/2008	G	V 875,526	D	Ⓣ	1,775,193	I	By D'Loren Realty, LLC <u>(1)</u>
Common Stock	01/28/2008	G	V 875,526	A	Ⓣ	875,526	I	By The D'Loren 2008 Retained Annuity Trust-NexCen <u>(1)</u>

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)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Code	V	(A)	(D)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
D LOREN ROBERT W C/O NEXCEN BRANDS, INC. 1330 AVENUE OF THE AMERICAS, 34TH FLOOR NEW YORK, NY 10019	X		Chief Executive Officer	

Signatures

/s/ Robert W.
D'Loren

03/26/2008

**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) On January 28, 2008, Mr. D'Loren, as grantor, established The D'Loren 2008 Retained Annuity Trust-NexCen ("D'Loren GRAT"). In connection with the establishment of the D'Loren GRAT, D'Loren Realty, LLC transferred 875,526 shares of common stock to Mr. D'Loren who subsequently gifted the 875,526 shares of common stock to the D'Loren GRAT. Mr. D'Loren is the trustee of the D'Loren GRAT and has the independent authority to vote and dispose of the shares of common stock held by the D'Loren GRAT.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.