Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
TRUE RELIGION APPAREL, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2008

2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.)
TRUE RELIGION APPAREL, INC.

2263 E. VERNON AVENUE
VERNON, CA 90058

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VERNON, CA 90058

2b Employer Identification Number (EIN)
98-0352633

2c Sponsor's telephone number
323-266-3072

2d Business code (see instructions)
424300

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/06/2011	DELORES GILMORE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/03/2011	PETER COLLINS
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
TRUE RELIGION APPAREL, INC.

2263 E. VERNON AVENUE
VERNON, CA 90058

3b Administrator's EIN
98-0352633

3c Administrator's telephone number
323-266-3072

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	642
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	866
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	155
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1021
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	1021
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	883
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2K 2S 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		___ **A** (Insurance Information)
(4)	X	**C** (Service Provider Information)
(5)		**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2010** **This Form is Open to Public Inspection.**

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
TRUE RELIGION APPAREL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
TRUE RELIGION APPAREL, INC.

D Employer Identification Number (EIN)
98-0352633

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FID.INV.INST.OPS.CO.

04-2647786

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65 60	RECORDKEEPER	4972	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
LOOMIS SM CAP VAL R - BOSTON FINANC 04-2526037	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
MSIF MID CAP GRTH P - MORGAN STANLE 13-3799749	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

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Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN;
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN;
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
TRUE RELIGION APPAREL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
TRUE RELIGION APPAREL, INC.

D Employer Identification Number (EIN)
98-0352633

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	399894	487518
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	1980	25684
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2226852	4297905
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	2628726	4811107
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2628726	4811107

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	831404	
	(B) Participants	2a(1)(B)	1090204	
	(C) Others (including rollovers)	2a(1)(C)	157356	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2078964
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	2684	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	221	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		2905
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	88716	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		88716
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		410514
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		2581099
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	393743	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		393743
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	4975	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		4975
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		398718
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		2182381
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: HOLTHOUSE CARLIN & VAN TRIGT LLP (2) EIN: 95-4345526

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		571069
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If yes, enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
TRUE RELIGION APPAREL, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
TRUE RELIGION APPAREL, INC.

D Employer Identification Number (EIN)
98-0352633

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

TRUE RELIGION APPAREL, INC. 401(k) PLAN

FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULES
AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2010

TRUE RELIGION APPAREL, INC. 401(k) PLAN

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All other schedules have been omitted as not applicable.

HCVT
CERTIFIED PUBLIC ACCOUNTANTS

HOLTHOUSE CARLIN & VAN TRIGT LLP

Independent Auditors' Report

To the Plan Committee of the
True Religion Apparel, Inc. 401(k) Plan:

We were engaged to audit the accompanying financial statements and supplemental schedules of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") as of December 31, 2010 and 2009 and for the year ended December 31, 2010, as listed in the accompanying index. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8 which was certified by Fidelity Management Trust Company, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. The Plan Administrator has informed us that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Holthouse Carlin & Van Trigt LLP

Westlake Village, California
September 13, 2011

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31, 2010 AND 2009

	2010	2009
Assets:		
Investments:		
Participant-directed investments, at fair value	$ 4,785,423	$ 2,626,746
Receivables:		
Company contributions	33,339	7,836
Participants' contributions	41,664	9,316
Total receivables	75,003	17,152
Notes receivable:		
Participant loans	25,684	1,980
Total assets	4,886,110	2,645,878
Liabilities	-	-
Net assets available for plan benefits	$ 4,886,110	$ 2,645,878

See notes to financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions:		
Company contributions	$	856,178
Participants' contributions		1,122,552
Participants' rollover contributions		157,356
Interest income on investments		2,684
Interest income on participant loans		221
Net appreciation of investments		499,959
Total additions		2,638,950
Deductions:		
Benefits paid to participants		393,743
Administrative expenses		4,975
Total deductions		398,718
Net increase		2,240,232
Net assets available for plan benefits:		
Beginning of year		2,645,878
End of year	$	4,886,110

See notes to financial statements.

NOTE 1. PLAN DESCRIPTION

The following description of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all domestic employees who are employed by True Religion Apparel, Inc. and its subsidiaries (collectively the "Company" and the "Plan Sponsor") that have obtained age 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants may contribute up to 90 percent of their pretax annual compensation, as defined in the Plan and by the Internal Revenue Code ("IRC"). The Plan includes an automatic enrollment provision that all eligible participants are enrolled at a deferral rate of 3 percent of their eligible compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

The Plan provides for safe harbor matching contributions equal to 4 percent of the compensation of each eligible participant in accordance with the safe-harbor provisions of the IRC. The Company made safe harbor matching contributions of $856,178 for the year ended December 31, 2010. The Plan also provides for discretionary matching contributions and discretionary profit sharing contributions of which none were made for the year ended December 31, 2010. For discretionary profit sharing contributions, participants must be employed on the last day of the Plan year.

Participant Accounts

Each participant's account is credited with the participant's contributions, allocations of the Company contributions and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if any. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their contributions and Company safe harbor matching contributions plus actual earnings thereon. Vesting in the Company discretionary profit sharing and discretionary matching contribution portion of their accounts is based on years of service. Participants vest in Company discretionary profit sharing and discretionary matching contributions as defined in the Plan and are 100 percent vested after 3 years of service. Participants may become 100 percent vested upon death, disability or normal retirement age, as defined in the Plan.

NOTE 1. PLAN DESCRIPTION (Continued)

Forfeitures

Forfeitures may be used to pay Plan administrative expenses or to reduce future Company contributions. No forfeitures were utilized during 2010 and as of December 31, 2010, the Plan had no forfeitures.

Payment of Benefits

On termination of service due to any reason, a participant will receive a lump-sum amount equal to the value of the participant's vested interest in his or her account.

Administrative Expenses

Administrative expenses incidental to the administration of the Plan, including fees of the administrative agent and independent public accountants not paid by the Company, are paid by the Plan.

Most investment options have management fees that reduce the overall return on assets. The net appreciation of investments is reflected net of these fees.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting, in accordance with accounting principles generally accepted in the United States of America, primarily from data provided by Fidelity Management Trust Company (the "Trustee").

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

All Plan investments are reported at fair value. The investments and changes therein of the trust funds have been reported to the Plan by the Trustee using fair value.

Investments are valued daily. Interest income is recorded on an accrual basis. Dividend income is included in net appreciation of investments.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentration of Risk

The Plan's investments have exposure to risk to the extent that its investments are subject to market and interest rate fluctuations that may materially affect the future value of the investment balances.

Benefits Payable to Participants

Benefits are recorded when paid.

Fair Value

The Plan accounts for its financial instruments using a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value measurement hierarchy is based on three levels of inputs, of which the first two are considered observable and the last unobservable. The three levels of the fair value hierarchy are the following:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

- Level 2 – Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are inactive; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

- Level 3 – Inputs to the valuation that are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010 and 2009.

Mutual Funds – This category consists of publicly traded funds of registered investment companies. The net asset value of the mutual fund's shares is quoted on the exchange where the fund is traded and therefore classified as Level 1 within the valuation hierarchy.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value (Continued)

All of the Plan's investments are Level 1 and the following table sets forth, by investment type, the Plan's assets at fair value as of December 31, 2010 and 2009:

	2010	2009
Mutual funds:		
Blend funds	$ 441,875	$ 206,045
Fixed income funds	160,891	83,710
Growth funds	87,174	35,031
Money market fund	487,518	399,894
Target date funds	3,444,930	1,788,525
Value funds	163,035	113,541
Total investments at fair value	$ 4,785,423	$ 2,626,746

Reclassifications and New Accounting Pronouncement

Participant loans as of 2009 have been classified as notes receivable to conform to the 2010 presentation which is in accordance with the FASB ASU *Reporting Loans to Participants by Defined Contribution Plans* issued September 16, 2010.

NOTE 3. PARTICIPANT LOANS

Participants may borrow from their vested fund accounts up to a maximum equal to the lesser of $50,000 less the highest outstanding loan balance during the prior 12 months or 50 percent of their vested account balance with a minimum loan of $1,000. The loans are stated at the unpaid principal amount, secured by the balance in the participant's account and bear interest at nine percent. Principal and interest is paid ratably through monthly payroll deductions.

NOTE 4. INVESTMENTS

Investment options are selected by the Plan Sponsor and are participant-directed. Investment options available to participants to select from as of December 31, 2010, are detailed in the attached Schedule of Assets (Held at End of Year).

The following presents investments, at December 31, 2010, that represent five percent or more of the Plan's net assets.

Fidelity Retirement Money Market Portfolio	$ 487,518
Fidelity Freedom 2020 Fund	$ 331,500
Fidelity Freedom 2025 Fund	$ 391,689
Fidelity Freedom 2030 Fund	$ 402,597
Fidelity Freedom 2035 Fund	$ 566,291
Fidelity Freedom 2040 Fund	$ 453,542
Fidelity Freedom 2045 Fund	$ 761,552
Fidelity Freedom 2050 Fund	$ 435,987

NOTE 4. INVESTMENTS (Continued)

Net appreciation of investments in registered investment companies (mutual funds) was $499,959 for the year ended December 31, 2010.

NOTE 5. RELATED-PARTY TRANSACTIONS

Certain Plan investments are managed by the Trustee. Transactions with the Trustee qualify as party-in-interest transactions for which exemptions exist. The Trustee charges the Plan for certain administrative expenses and receives a management fee, which reduces the return on investments. The Trustee received $4,975 for administration fees that were paid by the participants through the Plan.

NOTE 6. TAX STATUS

The Company adopted a Fidelity volume submitter plan, which is the subject of a favorable opinion letter dated March 31, 2008. The Plan Administrator believes that the Plan is being operated in compliance with applicable sections of the IRC and, accordingly, is exempt from income taxes.

NOTE 7. PLAN TERMINATION

The Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their Company contributions.

NOTE 8. FINANCIAL DATA CERTIFIED BY THE TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by the Trustee and was not subjected to any auditing procedures performed by the independent public accountants:

a. Participant-directed investments and participant loans as shown in the accompanying statements of net assets available for plan benefits of $4,785,423 and $25,684, respectively, as of December 31, 2010 and $2,626,746 and $1,980, respectively, as of December 31, 2009.

b. Net appreciation of investments of $499,959 and interest income on investments and participant loans of $2,684 and $221, respectively, as shown in the accompanying statement of changes in net assets available for plan benefits for the year ended December 31, 2010.

c. Total assets as of December 31, 2010 as shown in the accompanying Schedule of Assets (Held at End of Year).

NOTE 9. RECONCILIATION TO FORM 5500

For Form 5500 reporting purposes the Plan utilizes the cash basis of accounting. Accordingly, the following reconciles the December 31, 2010 and 2009 financial statement amounts to the Form 5500.

	2010	2009
Net assets available for plan benefits per the financial statements	$ 4,886,110	$ 2,645,878
Less contributions receivable	(75,003)	(17,152)
Net assets available for plan benefits per the Form 5500	$ 4,811,107	$ 2,628,726

NOTE 10. DELINQUENT PARTICIPANT CONTRIBUTIONS

The Company reported certain 2008 and 2009 contributions that were not remitted timely to the Trustee in accordance with the Department of Labor's ("DOL") regulations. The DOL performed an investigation, which included the period previously reported by the Company, and the DOL determined that $571,069 of contributions were not remitted timely to the Trustee and assessed earnings restitution of $865. These late remittances and the related earnings restitution are detailed in the attached Schedule of Delinquent Participant Contributions.

NOTE 11. SUBSEQUENT EVENTS

The Company has evaluated subsequent events that have occurred from December 31, 2010 through September 13, 2011, which is the date that the financial statements were available to be issued, and determined that there were no subsequent events or transactions that required recognition or disclosure in the financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4i, SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2010

	Identity of issue	Description of investment		Current value
*	Fidelity Retirement Money Market Portfolio	Money Market Mutual Fund	$	487,518
*	Fidelity Balanced Fund	Mutual Fund		60,167
*	Loomis Sayles Small Cap Value Fund	Mutual Fund		58,202
*	MSIF Mid Cap Growth Fund	Mutual Fund		79,342
*	Fidelity Leveraged Company Stock Fund	Mutual Fund		121,690
*	Fidelity Value Fund	Mutual Fund		55,118
*	Fidelity Disciplined Equity Fund	Mutual Fund		29,155
*	Fidelity Capital Appreciation Fund	Mutual Fund		112,766
*	Fidelity International Discovery Fund	Mutual Fund		102,459
*	Fidelity Freedom Income Fund	Asset Allocation Mutual Fund		22,684
*	Fidelity Freedom 2000 Fund	Asset Allocation Mutual Fund		5,969
*	Fidelity Freedom 2005 Fund	Asset Allocation Mutual Fund		666
*	Fidelity Freedom 2010 Fund	Asset Allocation Mutual Fund		14,516
*	Fidelity Freedom 2015 Fund	Asset Allocation Mutual Fund		80,621
*	Fidelity Freedom 2020 Fund	Asset Allocation Mutual Fund		331,500
*	Fidelity Freedom 2025 Fund	Asset Allocation Mutual Fund		391,689
*	Fidelity Freedom 2030 Fund	Asset Allocation Mutual Fund		402,597
*	Fidelity Freedom 2035 Fund	Asset Allocation Mutual Fund		566,291
*	Fidelity Freedom 2040 Fund	Asset Allocation Mutual Fund		453,542
*	Fidelity Freedom 2045 Fund	Asset Allocation Mutual Fund		761,552
*	Fidelity Freedom 2050 Fund	Asset Allocation Mutual Fund		435,987
*	Fidelity Stock Selector Small Cap Fund	Mutual Fund		7,832
*	Spartan 500 Index Fund	Mutual Fund		18,214
*	Spartan International Index Fund	Mutual Fund		12,265
*	Fidelity Total Bond Fund	Mutual Fund		160,891
*	Fidelity Large Cap Value Fund	Mutual Fund		12,190
	Total participant-directed investments			4,785,423
*	Participant Loans	Interest at 9%		25,684
			$	4,811,107

* Indicates a party-in-interest to the Plan.

See notes to financial statements and accompanying independent auditors' report.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4a, SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

DECEMBER 31, 2010

Participant Contributions Transferred Late to Plan	Check here if Late Participant Loan Repayments are included?	Total that Constitutes Nonexempt Prohibited Transactions: Contributions Not Corrected	Contributions Corrected Outside VFCP*	Contributions Pending Correction in VFCP*	Total Fully Corrected Under VFCP and PTE 2002-51
$ 571,069 **	✓	$ -	$ 571,069 **	$ -	$ -

* Voluntary Fiduciary Correction Program

** Contributions were deposited to the Plan and earnings restitution of $784 and $865 was restored to the Plan on September 30, 2010 and May 19, 2011, respectively.

See notes to financial statements and accompanying independent auditors' report.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULES
AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2010

TRUE RELIGION APPAREL, INC. 401(k) PLAN

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All other schedules have been omitted as not applicable.

HCVT
CERTIFIED PUBLIC ACCOUNTANTS

HOLTHOUSE CARLIN & VAN TRIGT LLP

Independent Auditors' Report

To the Plan Committee of the
True Religion Apparel, Inc. 401(k) Plan:

We were engaged to audit the accompanying financial statements and supplemental schedules of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") as of December 31, 2010 and 2009 and for the year ended December 31, 2010, as listed in the accompanying index. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8 which was certified by Fidelity Management Trust Company, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. The Plan Administrator has informed us that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Holthouse Carlin & Van Trigt LLP

Westlake Village, California
September 13, 2011

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31, 2010 AND 2009

	2010	2009
Assets:		
Investments:		
Participant-directed investments, at fair value	$ 4,785,423	$ 2,626,746
Receivables:		
Company contributions	33,339	7,836
Participants' contributions	41,664	9,316
Total receivables	75,003	17,152
Notes receivable:		
Participant loans	25,684	1,980
Total assets	4,886,110	2,645,878
Liabilities	-	-
Net assets available for plan benefits	$ 4,886,110	$ 2,645,878

See notes to financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions:		
Company contributions	$	856,178
Participants' contributions		1,122,552
Participants' rollover contributions		157,356
Interest income on investments		2,684
Interest income on participant loans		221
Net appreciation of investments		499,959
Total additions		2,638,950
Deductions:		
Benefits paid to participants		393,743
Administrative expenses		4,975
Total deductions		398,718
Net increase		2,240,232
Net assets available for plan benefits:		
Beginning of year		2,645,878
End of year	$	4,886,110

See notes to financial statements.

NOTE 1. PLAN DESCRIPTION

The following description of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all domestic employees who are employed by True Religion Apparel, Inc. and its subsidiaries (collectively the "Company" and the "Plan Sponsor") that have obtained age 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants may contribute up to 90 percent of their pretax annual compensation, as defined in the Plan and by the Internal Revenue Code ("IRC"). The Plan includes an automatic enrollment provision that all eligible participants are enrolled at a deferral rate of 3 percent of their eligible compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

The Plan provides for safe harbor matching contributions equal to 4 percent of the compensation of each eligible participant in accordance with the safe-harbor provisions of the IRC. The Company made safe harbor matching contributions of $856,178 for the year ended December 31, 2010. The Plan also provides for discretionary matching contributions and discretionary profit sharing contributions of which none were made for the year ended December 31, 2010. For discretionary profit sharing contributions, participants must be employed on the last day of the Plan year.

Participant Accounts

Each participant's account is credited with the participant's contributions, allocations of the Company contributions and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if any. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their contributions and Company safe harbor matching contributions plus actual earnings thereon. Vesting in the Company discretionary profit sharing and discretionary matching contribution portion of their accounts is based on years of service. Participants vest in Company discretionary profit sharing and discretionary matching contributions as defined in the Plan and are 100 percent vested after 3 years of service. Participants may become 100 percent vested upon death, disability or normal retirement age, as defined in the Plan.

NOTE 1. PLAN DESCRIPTION (Continued)

Forfeitures

Forfeitures may be used to pay Plan administrative expenses or to reduce future Company contributions. No forfeitures were utilized during 2010 and as of December 31, 2010, the Plan had no forfeitures.

Payment of Benefits

On termination of service due to any reason, a participant will receive a lump-sum amount equal to the value of the participant's vested interest in his or her account.

Administrative Expenses

Administrative expenses incidental to the administration of the Plan, including fees of the administrative agent and independent public accountants not paid by the Company, are paid by the Plan.

Most investment options have management fees that reduce the overall return on assets. The net appreciation of investments is reflected net of these fees.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting, in accordance with accounting principles generally accepted in the United States of America, primarily from data provided by Fidelity Management Trust Company (the "Trustee").

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

All Plan investments are reported at fair value. The investments and changes therein of the trust funds have been reported to the Plan by the Trustee using fair value.

Investments are valued daily. Interest income is recorded on an accrual basis. Dividend income is included in net appreciation of investments.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentration of Risk

The Plan's investments have exposure to risk to the extent that its investments are subject to market and interest rate fluctuations that may materially affect the future value of the investment balances.

Benefits Payable to Participants

Benefits are recorded when paid.

Fair Value

The Plan accounts for its financial instruments using a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value measurement hierarchy is based on three levels of inputs, of which the first two are considered observable and the last unobservable. The three levels of the fair value hierarchy are the following:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

- Level 2 – Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are inactive; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

- Level 3 – Inputs to the valuation that are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010 and 2009.

Mutual Funds – This category consists of publicly traded funds of registered investment companies. The net asset value of the mutual fund's shares is quoted on the exchange where the fund is traded and therefore classified as Level 1 within the valuation hierarchy.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value (Continued)

All of the Plan's investments are Level 1 and the following table sets forth, by investment type, the Plan's assets at fair value as of December 31, 2010 and 2009:

	2010	2009
Mutual funds:		
Blend funds	$ 441,875	$ 206,045
Fixed income funds	160,891	83,710
Growth funds	87,174	35,031
Money market fund	487,518	399,894
Target date funds	3,444,930	1,788,525
Value funds	163,035	113,541
Total investments at fair value	$ 4,785,423	$ 2,626,746

Reclassifications and New Accounting Pronouncement

Participant loans as of 2009 have been classified as notes receivable to conform to the 2010 presentation which is in accordance with the FASB ASU *Reporting Loans to Participants by Defined Contribution Plans* issued September 16, 2010.

NOTE 3. PARTICIPANT LOANS

Participants may borrow from their vested fund accounts up to a maximum equal to the lesser of $50,000 less the highest outstanding loan balance during the prior 12 months or 50 percent of their vested account balance with a minimum loan of $1,000. The loans are stated at the unpaid principal amount, secured by the balance in the participant's account and bear interest at nine percent. Principal and interest is paid ratably through monthly payroll deductions.

NOTE 4. INVESTMENTS

Investment options are selected by the Plan Sponsor and are participant-directed. Investment options available to participants to select from as of December 31, 2010, are detailed in the attached Schedule of Assets (Held at End of Year).

The following presents investments, at December 31, 2010, that represent five percent or more of the Plan's net assets.

Fidelity Retirement Money Market Portfolio	$ 487,518
Fidelity Freedom 2020 Fund	$ 331,500
Fidelity Freedom 2025 Fund	$ 391,689
Fidelity Freedom 2030 Fund	$ 402,597
Fidelity Freedom 2035 Fund	$ 566,291
Fidelity Freedom 2040 Fund	$ 453,542
Fidelity Freedom 2045 Fund	$ 761,552
Fidelity Freedom 2050 Fund	$ 435,987

NOTE 4. INVESTMENTS (Continued)

Net appreciation of investments in registered investment companies (mutual funds) was $499,959 for the year ended December 31, 2010.

NOTE 5. RELATED-PARTY TRANSACTIONS

Certain Plan investments are managed by the Trustee. Transactions with the Trustee qualify as party-in-interest transactions for which exemptions exist. The Trustee charges the Plan for certain administrative expenses and receives a management fee, which reduces the return on investments. The Trustee received $4,975 for administration fees that were paid by the participants through the Plan.

NOTE 6. TAX STATUS

The Company adopted a Fidelity volume submitter plan, which is the subject of a favorable opinion letter dated March 31, 2008. The Plan Administrator believes that the Plan is being operated in compliance with applicable sections of the IRC and, accordingly, is exempt from income taxes.

NOTE 7. PLAN TERMINATION

The Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their Company contributions.

NOTE 8. FINANCIAL DATA CERTIFIED BY THE TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by the Trustee and was not subjected to any auditing procedures performed by the independent public accountants:

a. Participant-directed investments and participant loans as shown in the accompanying statements of net assets available for plan benefits of $4,785,423 and $25,684, respectively, as of December 31, 2010 and $2,626,746 and $1,980, respectively, as of December 31, 2009.

b. Net appreciation of investments of $499,959 and interest income on investments and participant loans of $2,684 and $221, respectively, as shown in the accompanying statement of changes in net assets available for plan benefits for the year ended December 31, 2010.

c. Total assets as of December 31, 2010 as shown in the accompanying Schedule of Assets (Held at End of Year).

NOTE 9. RECONCILIATION TO FORM 5500

For Form 5500 reporting purposes the Plan utilizes the cash basis of accounting. Accordingly, the following reconciles the December 31, 2010 and 2009 financial statement amounts to the Form 5500.

	2010	2009
Net assets available for plan benefits per the financial statements	$ 4,886,110	$ 2,645,878
Less contributions receivable	(75,003)	(17,152)
Net assets available for plan benefits per the Form 5500	$ 4,811,107	$ 2,628,726

NOTE 10. DELINQUENT PARTICIPANT CONTRIBUTIONS

The Company reported certain 2008 and 2009 contributions that were not remitted timely to the Trustee in accordance with the Department of Labor's ("DOL") regulations. The DOL performed an investigation, which included the period previously reported by the Company, and the DOL determined that $571,069 of contributions were not remitted timely to the Trustee and assessed earnings restitution of $865. These late remittances and the related earnings restitution are detailed in the attached Schedule of Delinquent Participant Contributions.

NOTE 11. SUBSEQUENT EVENTS

The Company has evaluated subsequent events that have occurred from December 31, 2010 through September 13, 2011, which is the date that the financial statements were available to be issued, and determined that there were no subsequent events or transactions that required recognition or disclosure in the financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4i, SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2010

	Identity of issue	Description of investment		Current value
*	Fidelity Retirement Money Market Portfolio	Money Market Mutual Fund	$	487,518
*	Fidelity Balanced Fund	Mutual Fund		60,167
*	Loomis Sayles Small Cap Value Fund	Mutual Fund		58,202
*	MSIF Mid Cap Growth Fund	Mutual Fund		79,342
*	Fidelity Leveraged Company Stock Fund	Mutual Fund		121,690
*	Fidelity Value Fund	Mutual Fund		55,118
*	Fidelity Disciplined Equity Fund	Mutual Fund		29,155
*	Fidelity Capital Appreciation Fund	Mutual Fund		112,766
*	Fidelity International Discovery Fund	Mutual Fund		102,459
*	Fidelity Freedom Income Fund	Asset Allocation Mutual Fund		22,684
*	Fidelity Freedom 2000 Fund	Asset Allocation Mutual Fund		5,969
*	Fidelity Freedom 2005 Fund	Asset Allocation Mutual Fund		666
*	Fidelity Freedom 2010 Fund	Asset Allocation Mutual Fund		14,516
*	Fidelity Freedom 2015 Fund	Asset Allocation Mutual Fund		80,621
*	Fidelity Freedom 2020 Fund	Asset Allocation Mutual Fund		331,500
*	Fidelity Freedom 2025 Fund	Asset Allocation Mutual Fund		391,689
*	Fidelity Freedom 2030 Fund	Asset Allocation Mutual Fund		402,597
*	Fidelity Freedom 2035 Fund	Asset Allocation Mutual Fund		566,291
*	Fidelity Freedom 2040 Fund	Asset Allocation Mutual Fund		453,542
*	Fidelity Freedom 2045 Fund	Asset Allocation Mutual Fund		761,552
*	Fidelity Freedom 2050 Fund	Asset Allocation Mutual Fund		435,987
*	Fidelity Stock Selector Small Cap Fund	Mutual Fund		7,832
*	Spartan 500 Index Fund	Mutual Fund		18,214
*	Spartan International Index Fund	Mutual Fund		12,265
*	Fidelity Total Bond Fund	Mutual Fund		160,891
*	Fidelity Large Cap Value Fund	Mutual Fund		12,190
	Total participant-directed investments			4,785,423
*	Participant Loans	Interest at 9%		25,684
			$	4,811,107

* Indicates a party-in-interest to the Plan.

See notes to financial statements and accompanying independent auditors' report.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4a, SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

DECEMBER 31, 2010

Participant Contributions Transferred Late to Plan	Check here if Late Participant Loan Repayments are included?	Total that Constitutes Nonexempt Prohibited Transactions: Contributions Not Corrected	Contributions Corrected Outside VFCP*	Contributions Pending Correction in VFCP*	Total Fully Corrected Under VFCP and PTE 2002-51
$ 571,069 **	✓	$ -	$ 571,069 **	$ -	$ -

* Voluntary Fiduciary Correction Program

** Contributions were deposited to the Plan and earnings restitution of $784 and $865 was restored to the Plan on September 30, 2010 and May 19, 2011, respectively.

See notes to financial statements and accompanying independent auditors' report.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULES
AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2010

TRUE RELIGION APPAREL, INC. 401(k) PLAN

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All other schedules have been omitted as not applicable.

HCVT
CERTIFIED PUBLIC ACCOUNTANTS

HOLTHOUSE CARLIN & VAN TRIGT LLP

Independent Auditors' Report

To the Plan Committee of the
True Religion Apparel, Inc. 401(k) Plan:

We were engaged to audit the accompanying financial statements and supplemental schedules of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") as of December 31, 2010 and 2009 and for the year ended December 31, 2010, as listed in the accompanying index. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8 which was certified by Fidelity Management Trust Company, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. The Plan Administrator has informed us that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Holthouse Carlin & Van Trigt LLP

Westlake Village, California
September 13, 2011

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31, 2010 AND 2009

	2010	2009
Assets:		
Investments:		
Participant-directed investments, at fair value	$ 4,785,423	$ 2,626,746
Receivables:		
Company contributions	33,339	7,836
Participants' contributions	41,664	9,316
Total receivables	75,003	17,152
Notes receivable:		
Participant loans	25,684	1,980
Total assets	4,886,110	2,645,878
Liabilities	-	-
Net assets available for plan benefits	$ 4,886,110	$ 2,645,878

See notes to financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2010

Additions:		
Company contributions	$	856,178
Participants' contributions		1,122,552
Participants' rollover contributions		157,356
Interest income on investments		2,684
Interest income on participant loans		221
Net appreciation of investments		499,959
Total additions		2,638,950
Deductions:		
Benefits paid to participants		393,743
Administrative expenses		4,975
Total deductions		398,718
Net increase		2,240,232
Net assets available for plan benefits:		
Beginning of year		2,645,878
End of year	$	4,886,110

See notes to financial statements.

NOTE 1. PLAN DESCRIPTION

The following description of the True Religion Apparel, Inc. 401(k) Plan (the "Plan") provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all domestic employees who are employed by True Religion Apparel, Inc. and its subsidiaries (collectively the "Company" and the "Plan Sponsor") that have obtained age 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants may contribute up to 90 percent of their pretax annual compensation, as defined in the Plan and by the Internal Revenue Code ("IRC"). The Plan includes an automatic enrollment provision that all eligible participants are enrolled at a deferral rate of 3 percent of their eligible compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

The Plan provides for safe harbor matching contributions equal to 4 percent of the compensation of each eligible participant in accordance with the safe-harbor provisions of the IRC. The Company made safe harbor matching contributions of $856,178 for the year ended December 31, 2010. The Plan also provides for discretionary matching contributions and discretionary profit sharing contributions of which none were made for the year ended December 31, 2010. For discretionary profit sharing contributions, participants must be employed on the last day of the Plan year.

Participant Accounts

Each participant's account is credited with the participant's contributions, allocations of the Company contributions and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if any. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their contributions and Company safe harbor matching contributions plus actual earnings thereon. Vesting in the Company discretionary profit sharing and discretionary matching contribution portion of their accounts is based on years of service. Participants vest in Company discretionary profit sharing and discretionary matching contributions as defined in the Plan and are 100 percent vested after 3 years of service. Participants may become 100 percent vested upon death, disability or normal retirement age, as defined in the Plan.

NOTE 1. PLAN DESCRIPTION (Continued)

Forfeitures

Forfeitures may be used to pay Plan administrative expenses or to reduce future Company contributions. No forfeitures were utilized during 2010 and as of December 31, 2010, the Plan had no forfeitures.

Payment of Benefits

On termination of service due to any reason, a participant will receive a lump-sum amount equal to the value of the participant's vested interest in his or her account.

Administrative Expenses

Administrative expenses incidental to the administration of the Plan, including fees of the administrative agent and independent public accountants not paid by the Company, are paid by the Plan.

Most investment options have management fees that reduce the overall return on assets. The net appreciation of investments is reflected net of these fees.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting, in accordance with accounting principles generally accepted in the United States of America, primarily from data provided by Fidelity Management Trust Company (the "Trustee").

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

All Plan investments are reported at fair value. The investments and changes therein of the trust funds have been reported to the Plan by the Trustee using fair value.

Investments are valued daily. Interest income is recorded on an accrual basis. Dividend income is included in net appreciation of investments.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentration of Risk

The Plan's investments have exposure to risk to the extent that its investments are subject to market and interest rate fluctuations that may materially affect the future value of the investment balances.

Benefits Payable to Participants

Benefits are recorded when paid.

Fair Value

The Plan accounts for its financial instruments using a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value measurement hierarchy is based on three levels of inputs, of which the first two are considered observable and the last unobservable. The three levels of the fair value hierarchy are the following:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

- Level 2 – Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are inactive; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

- Level 3 – Inputs to the valuation that are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010 and 2009.

Mutual Funds – This category consists of publicly traded funds of registered investment companies. The net asset value of the mutual fund's shares is quoted on the exchange where the fund is traded and therefore classified as Level 1 within the valuation hierarchy.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value (Continued)

All of the Plan's investments are Level 1 and the following table sets forth, by investment type, the Plan's assets at fair value as of December 31, 2010 and 2009:

	2010	2009
Mutual funds:		
Blend funds	$ 441,875	$ 206,045
Fixed income funds	160,891	83,710
Growth funds	87,174	35,031
Money market fund	487,518	399,894
Target date funds	3,444,930	1,788,525
Value funds	163,035	113,541
Total investments at fair value	$ 4,785,423	$ 2,626,746

Reclassifications and New Accounting Pronouncement

Participant loans as of 2009 have been classified as notes receivable to conform to the 2010 presentation which is in accordance with the FASB ASU *Reporting Loans to Participants by Defined Contribution Plans* issued September 16, 2010.

NOTE 3. PARTICIPANT LOANS

Participants may borrow from their vested fund accounts up to a maximum equal to the lesser of $50,000 less the highest outstanding loan balance during the prior 12 months or 50 percent of their vested account balance with a minimum loan of $1,000. The loans are stated at the unpaid principal amount, secured by the balance in the participant's account and bear interest at nine percent. Principal and interest is paid ratably through monthly payroll deductions.

NOTE 4. INVESTMENTS

Investment options are selected by the Plan Sponsor and are participant-directed. Investment options available to participants to select from as of December 31, 2010, are detailed in the attached Schedule of Assets (Held at End of Year).

The following presents investments, at December 31, 2010, that represent five percent or more of the Plan's net assets.

Fidelity Retirement Money Market Portfolio	$ 487,518
Fidelity Freedom 2020 Fund	$ 331,500
Fidelity Freedom 2025 Fund	$ 391,689
Fidelity Freedom 2030 Fund	$ 402,597
Fidelity Freedom 2035 Fund	$ 566,291
Fidelity Freedom 2040 Fund	$ 453,542
Fidelity Freedom 2045 Fund	$ 761,552
Fidelity Freedom 2050 Fund	$ 435,987

NOTE 4. INVESTMENTS (Continued)

Net appreciation of investments in registered investment companies (mutual funds) was $499,959 for the year ended December 31, 2010.

NOTE 5. RELATED-PARTY TRANSACTIONS

Certain Plan investments are managed by the Trustee. Transactions with the Trustee qualify as party-in-interest transactions for which exemptions exist. The Trustee charges the Plan for certain administrative expenses and receives a management fee, which reduces the return on investments. The Trustee received $4,975 for administration fees that were paid by the participants through the Plan.

NOTE 6. TAX STATUS

The Company adopted a Fidelity volume submitter plan, which is the subject of a favorable opinion letter dated March 31, 2008. The Plan Administrator believes that the Plan is being operated in compliance with applicable sections of the IRC and, accordingly, is exempt from income taxes.

NOTE 7. PLAN TERMINATION

The Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their Company contributions.

NOTE 8. FINANCIAL DATA CERTIFIED BY THE TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by the Trustee and was not subjected to any auditing procedures performed by the independent public accountants:

a. Participant-directed investments and participant loans as shown in the accompanying statements of net assets available for plan benefits of $4,785,423 and $25,684, respectively, as of December 31, 2010 and $2,626,746 and $1,980, respectively, as of December 31, 2009.

b. Net appreciation of investments of $499,959 and interest income on investments and participant loans of $2,684 and $221, respectively, as shown in the accompanying statement of changes in net assets available for plan benefits for the year ended December 31, 2010.

c. Total assets as of December 31, 2010 as shown in the accompanying Schedule of Assets (Held at End of Year).

NOTE 9. RECONCILIATION TO FORM 5500

For Form 5500 reporting purposes the Plan utilizes the cash basis of accounting. Accordingly, the following reconciles the December 31, 2010 and 2009 financial statement amounts to the Form 5500.

	2010	2009
Net assets available for plan benefits per the financial statements	$ 4,886,110	$ 2,645,878
Less contributions receivable	(75,003)	(17,152)
Net assets available for plan benefits per the Form 5500	$ 4,811,107	$ 2,628,726

NOTE 10. DELINQUENT PARTICIPANT CONTRIBUTIONS

The Company reported certain 2008 and 2009 contributions that were not remitted timely to the Trustee in accordance with the Department of Labor's ("DOL") regulations. The DOL performed an investigation, which included the period previously reported by the Company, and the DOL determined that $571,069 of contributions were not remitted timely to the Trustee and assessed earnings restitution of $865. These late remittances and the related earnings restitution are detailed in the attached Schedule of Delinquent Participant Contributions.

NOTE 11. SUBSEQUENT EVENTS

The Company has evaluated subsequent events that have occurred from December 31, 2010 through September 13, 2011, which is the date that the financial statements were available to be issued, and determined that there were no subsequent events or transactions that required recognition or disclosure in the financial statements.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4i, SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2010

	Identity of issue	Description of investment		Current value
*	Fidelity Retirement Money Market Portfolio	Money Market Mutual Fund	$	487,518
*	Fidelity Balanced Fund	Mutual Fund		60,167
*	Loomis Sayles Small Cap Value Fund	Mutual Fund		58,202
*	MSIF Mid Cap Growth Fund	Mutual Fund		79,342
*	Fidelity Leveraged Company Stock Fund	Mutual Fund		121,690
*	Fidelity Value Fund	Mutual Fund		55,118
*	Fidelity Disciplined Equity Fund	Mutual Fund		29,155
*	Fidelity Capital Appreciation Fund	Mutual Fund		112,766
*	Fidelity International Discovery Fund	Mutual Fund		102,459
*	Fidelity Freedom Income Fund	Asset Allocation Mutual Fund		22,684
*	Fidelity Freedom 2000 Fund	Asset Allocation Mutual Fund		5,969
*	Fidelity Freedom 2005 Fund	Asset Allocation Mutual Fund		666
*	Fidelity Freedom 2010 Fund	Asset Allocation Mutual Fund		14,516
*	Fidelity Freedom 2015 Fund	Asset Allocation Mutual Fund		80,621
*	Fidelity Freedom 2020 Fund	Asset Allocation Mutual Fund		331,500
*	Fidelity Freedom 2025 Fund	Asset Allocation Mutual Fund		391,689
*	Fidelity Freedom 2030 Fund	Asset Allocation Mutual Fund		402,597
*	Fidelity Freedom 2035 Fund	Asset Allocation Mutual Fund		566,291
*	Fidelity Freedom 2040 Fund	Asset Allocation Mutual Fund		453,542
*	Fidelity Freedom 2045 Fund	Asset Allocation Mutual Fund		761,552
*	Fidelity Freedom 2050 Fund	Asset Allocation Mutual Fund		435,987
*	Fidelity Stock Selector Small Cap Fund	Mutual Fund		7,832
*	Spartan 500 Index Fund	Mutual Fund		18,214
*	Spartan International Index Fund	Mutual Fund		12,265
*	Fidelity Total Bond Fund	Mutual Fund		160,891
*	Fidelity Large Cap Value Fund	Mutual Fund		12,190
	Total participant-directed investments			4,785,423
*	Participant Loans	Interest at 9%		25,684
			$	4,811,107

* Indicates a party-in-interest to the Plan.

See notes to financial statements and accompanying independent auditors' report.

TRUE RELIGION APPAREL, INC. 401(k) PLAN

EIN #98-0352633 PLAN #001

SCHEDULE H, LINE 4a, SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

DECEMBER 31, 2010

Participant Contributions Transferred Late to Plan	Check here if Late Participant Loan Repayments are included?	Total that Constitutes Nonexempt Prohibited Transactions: Contributions Not Corrected	Contributions Corrected Outside VFCP*	Contributions Pending Correction in VFCP*	Total Fully Corrected Under VFCP and PTE 2002-51
$ 571,069 **	✓	$ -	$ 571,069 **	$ -	$ -

* Voluntary Fiduciary Correction Program

** Contributions were deposited to the Plan and earnings restitution of $784 and $865 was restored to the Plan on September 30, 2010 and May 19, 2011, respectively.

See notes to financial statements and accompanying independent auditors' report.