FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number:	2225 02						

287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

o <u>re Kyle</u> (Fir	Reporting Person*						ı nd Tick	er or Trac	dina 9	Symbol			15	Dalationchi	n of Reportin	a Person(s) to	Issuer	
(Fir	rst) (2. Issuer Name and Ticker or Trading Symbol CHARLES & COLVARD LTD [CTHR]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
•	rst) (er (give title		r (specify	
•	51) ((Last) (First) (Middle)							3. Date of Earliest Transaction (Month/Day/Year)								N)	
I HPOKI L								05/06/2015							CFO			
	170 SOUTHPORT DRIVE																	
				4. If	Amer	ndment,	, Date o	f Original	Filed	(Month/Da	ay/Yea	r)			r Joint/Group	Filing (Check	Applicable	
WILE NO	-	7560											["	,	n filed by One	- Reporting Pe	rson	
WIORRISVILLE INC 2/500													Form filed by More than One Reporting					
(C+-	ata) (Zin)	-													ic than one ix	porting	
(50	aie) (Zib)																
	Tabl	e I - No	n-Deriva	ative	Sec	curitie	s Acc	quired,	Dis	posed o	f, or	Bene	ficia	lly Owne	ed			
Date					Execution Date, if any			Transaction Disposed Of (D) (Instr. 3, 4)				Securi Benefi Owned	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount (A		A) or D)	Price	Transa	action(s)		(11150.4)		
Common Stock 05/0			05/06/	2015		A		75,000(1)		A	A \$0		160,000					
	Та													Owned				
Conversion or Exercise Price of Derivative	Exercise (Month/Day/Year) if any (Month/Day/Year) ivative		n Date,	Transa Code (I 8)	ransaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Date (Month/Day/Year) Am Set Unit Det Set and Date Expiration			Amo Secu Unde Deriv Secu and	Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
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Explanation of Responses:

1. Performance-based restricted stock will vest, subject to achievement of performance goals, on March 17, 2016.

/s/ Steven C. Dawson, Attorney-In-Fact

05/08/2015

** Signature of Reporting Person

Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.