Edgar Filing: GUESS INC - Form 4

GUESS INC Form 4 April 07, 200										
FORM	1 /							OMB A	PPROVAL	
	UNITED STAT	ES SECURITI Washing				IGE C	COMMISSION	OMB Number:	3235-0287	
Check the if no long	ner.	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						Expires:	January 31, 2005	
subject to Section 1 Form 4 o	6. SIAIEMENI							Estimated a burden hou response	average Irs per	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type I	Responses)									
MARCIANO MAURICE Symb			2. Issuer Name and Ticker or Trading Symbol GUESS INC [GES]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)						(Check all applicable)			
(Month/			. Date of Earliest Transaction Month/Day/Year) 4/03/2008				X DirectorX 10% Owner X Officer (give title Other (specify below) below) Chairman of the Board			
(Street) 4. If Amendment, Date Origin Filed(Month/Day/Year)				Original	Applicable Line) _X_ Form filed by One Reporting Person					
LOS ANGE	LES, CA 90021						Form filed by M Person	Iore than One Re	eporting	
(City)	(State) (Zip)	Table I - I	Non-Deri	ivative Se	curit	ies Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	any	ution Date, if Tra Coo	Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)				Securities Beneficially	Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
		Coo		Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	04/03/2008	А		58,300	А	<u>(2)</u>	120,100	D		
Common Stock							14,428,792	I	by MM Trust (3)	
Common Stock							1,914,970	I	by MFH II, LLC <u>(4)</u>	
Common Stock							3,199,256	I	by MNM LLC (5)	
Common Stock							20,000	I	by wife	

Edgar Filing: GUESS INC - Form 4

Common Stock					70	0	I	by trust (6)	
Reminder: Re	port on a sepa	rate line for each class	s of securities benefic	Persons informat required	who respond tion contained to respond u a currently v	d to the colle d in this form Inless the fo	are not rm	EC 1474 (9-02)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 41.71	04/03/2008		A	68,700 (1)	<u>(7)</u>	04/03/2018	Common Stock	68,700

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fg	Director	10% Owner	Officer	Other			
MARCIANO MAURICE C/O GUESS?, INC. 1444 SOUTH ALAMEDA STREET LOS ANGELES, CA 90021	Х	Х	Chairman of the Board				
Signatures							
/s/ Jason T. Miller (attorney-in-fact)	04/07	/2008					
**Signature of Reporting Person	Dat	te					
Evalenation of Decremence.							

Explanation of Responses:

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Acquired pursuant to Issuer's employee incentive equity plan.

Edgar Filing: GUESS INC - Form 4

(2) Not applicable.

- (3) Shares are held by the Maurice Marciano Trust (2005 Restatement), a revocable trust of which the reporting person is the sole trustee and sole beneficiary and has the exclusive pecuniary interest.
- (4) Shares are held by Marciano Financial Holdings II, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his children.
- (5) Shares are held by MNM Capital Holdings, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his children.
- (6) Held by Maurice Marciano Gift Trust FBO Caroline Marciano, of which the reporting person is the sole trustee.
- (7) The option vests in four equal installments on December 31 of each 2008, 2009, 2010 and 2011.

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