## Edgar Filing: GUESS INC - Form 4

Washington, D.C. 20549     Nu       Check this box     if no longer       subject to     STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Section 16.     SECURITIES									OMB Number: Expires: Estimated a burden hou response	irs per	
(Print or Type	Responses)										
1. Name and A MARCIAN	2. Issue Symbol GUES			Ticker or T	rading	;	5. Relationship of Reporting Person(s) to Issuer				
(Last) C/O GUES ALAMEDA	3. Date of (Month/	of Earlie Day/Yea	st Tr	ansaction			(Check all applicable) X DirectorX 10% Owner X Officer (give title Other (specify below) Co-Chairman and Co-CEO				
LOS ANGI	endmen onth/Day,		nte Original			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>					
(City)	(State) (Zip)	Tab	ole I - N	on-E	Derivative S	ecuriti	ies Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Exect any	•			4. Securitie n(A) or Disp (Instr. 3, 4 Amount	osed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/06/2006		S		55,000	D	\$ 64.8	341,759	D		
Common Stock								2,494,985	Ι	by LLC (1)	
Common Stock	11/08/2006		G	v	100,000	D	\$ 0	7,420,319	I	by Maurice Marciano Trust <u>(2)</u>	
Common Stock	12/08/2006		G	V	15,800	D	\$0	7,004,519	Ι	by Maurice Marciano	

## Edgar Filing: GUESS INC - Form 4

										Trus	st <u>(2)</u>	
Common Stock							1,575,	,646 I		by I	LLC $(3)$	
Common Stock							10,000	I 0		by v	wife	
Common Stock							35	Ι		by t	rust <u>(4)</u>	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.												
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)	or Exercise any		3A. Deeme Execution 1 any (Month/Da	Date, if	4. Transacti Code (Instr. 8)	5. iorNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e s	6. Date Exercisable and Expiration Date (Month/Day/Year)		tle and ount of erlying rities r. 3 and 4)	Derivative I Security S (Instr. 5) I G I I	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
					Code V	<sup>7</sup> (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Reporting Owners												
Report	ting Owner N	ame / Address	Director	10% Ow		e <b>lationships</b> ïcer		Othe	er			
C/O GUE 1444 SOU	NO MAUR ESS?, INC. UTH ALAM GELES, CA	IEDA STREET	Х	Х	Cc	)-Chairma	an and Co-C	сео				
Signa	tures											
s/ Mauric Marciano		12/08/200	16									
<u>**</u> Signat Reporting		Date										

## **Explanation of Responses:**

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

Shares are held by Marciano Financial Holdings II, LLC in accounts specifically allocated to trusts for the benefit of the reporting person
 (1) and his minor children. Reflects changes in form of indirect beneficial ownership exempt pursuant to Rule 16a-13 under the Securities Exchange Act of 1934 since there was no change in the reporting person's pecuniary interest in the shares.

(2) Shares are held by the Maurice Marciano Trust (2000 Restatement), a revocable trust of which the reporting person is the sole trustee and sole beneficiary and has the exclusive pecuniary interest. Reflects changes in form of indirect beneficial ownership exempt pursuant to Rule 16a-13 under the Securities Exchange Act of 1934 since there was no change in the reporting person's pecuniary interest in the shares.

Shares are held by MNM Capital Holdings, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his minor children. Reflects changes in form of indirect beneficial ownership exempt pursuant to Rule 16a-13 under the Securities Exchange Act of 1934 since there was no change in the reporting person's pecuniary interest in the shares.

(4) Held by Maurice Marciano Gift Trust FBO Caroline Marciano, of which the reporting person is the sole trustee.

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.