MARCIANO MAURICE

Form 4

November 02, 2004

FORM 4

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

OMB Number: 3235-0287

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Ad MARCIANC		_	2. Issuer Name and Ticker or Trading Symbol GUESS INC ET AL/CA/ [GES]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	X DirectorX 10% Owner				
C/O GUESS?, INC., 1444 SOUTH ALAMEDA STREET			10/26/2004	X Officer (give title Other (specify below)				
				Co-Chairman and Co-CEO				
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)	Applicable Line)				
				X Form filed by One Reporting Person				
LOS ANGELES, CA 90021				Form filed by More than One Reporting Person				

(City)	(State)	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d 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	10/26/2004		S		` /		15,751,614 (1)	I	By Maurice Marciano Trust
Common Stock	10/26/2004		S	3,000	D	\$ 17.35	15,748,614 (2)	I	By Maurice Marciano Trust
Common Stock	10/26/2004		S	200	D	\$ 17.6	15,748,414 (3)	I	By Maurice Marciano Trust

Common Stock	10/26/2004	S	100	D	\$ 17.65	15,748,314 (4)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	300	D	\$ 17.67	15,748,014 (5)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	800	D	\$ 17.4	15,747,214 (6)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	100	D	\$ 17.41	15,747,114 (7)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	400	D	\$ 17.43	15,746,714 (8)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	100	D	\$ 17.42	15,746,614 (9)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	600	D	\$ 17.46	15,746,014 (10)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	800	D	\$ 17.45	15,745,214 (11)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	200	D	\$ 17.44	15,745,014	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	300	D	\$ 17.48	15,744,714 (13)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	1,900	D	\$ 17.5	15,742,814 (14)	I	By Maurice Marciano Trust
	10/26/2004	S	200	D			I	

Common Stock					\$ 17.53	15,742,614 (15)		By Maurice Marciano Trust
Common Stock	10/26/2004	S	100	D	\$ 17.55	15,742,514 (16)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	500	D	\$ 17.52	15,742,014 (17)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	500	D	\$ 17.57	15,741,514 (18)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	1,900	D	\$ 17.25	15,739,614 (19)	I	By Maurice Marciano Trust
Common Stock	10/26/2004	S	200	D	\$ 17.26	15,739,414 (20)	I	By Maurice Marciano Trust
Common Stock	10/27/2004	S	4,400	D	\$ 17.66	15,735,014 (21)	I	By Maurice Marciano Trust
Common Stock	10/27/2004	S	2,400	D	\$ 17.6	15,732,614 (22)	I	By Maurice Marciano Trust
Common Stock	10/27/2004	S	2,200	D	\$ 17.61	15,730,414 (23)	Ι	By Maurice Marciano Trust
Common Stock	10/27/2004	S	1,600	D	\$ 17.62	15,728,814 (24)	Ι	By Maurice Marciano Trust
Common Stock	10/27/2004	S	1,100	D	\$ 17.65	15,727,714 (25)	I	By Maurice Marciano Trust
	10/27/2004	S	300	D			I	

Common Stock					\$ 17.64	15,727,414 (26)		By Maurice Marciano Trust
Common Stock	10/27/2004	S	200	D	\$ 17.58	15,727,214 (<u>27)</u>	I	By Maurice Marciano Trust
Common Stock	10/27/2004	S	200	D	\$ 17.56	15,727,014 (28)	I	By Maurice Marciano Trust
Common Stock	10/27/2004	S	100	D	\$ 17.55	15,726,914 (29)	I	By Maurice Marciano Trust

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.

(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any Code of (Month/Day/Year) Underlying Security (Instr. 3) Price of Derivative Security Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date (Month/Day/Year) Date Expiration Date (Amount of Month/Day/Year) Amount of Derivative Security Securities (Instr. 5) Instr. 3 and 4) Amount of Derivative Security Security Securities (Instr. 5) Instr. 3 and 4) Amount of Derivative Security Security Securities (Instr. 5) Instr. 3 and 4) Amount of Date Expiration Date Security Security Security Securities (Instr. 5) Instr. 5) Amount of Date Expiration Date Security Security Security Security Securities (Instr. 5) Amount of Month/Day/Year) Date Security Securi	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	e and	8. Price of
(Instr. 3) Price of Derivative Securities (Instr. 5) Derivative Security Securities (Instr. 5) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Fixercisable Date Expiration Date Expiration Title Number	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amour	nt of	Derivative
Derivative Securities (Instr. 3 and 4) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Date Expiration Exercisable Date Date Date Date Date Date Date Dat	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security
Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Or Exercisable Date Expiration Fixer Cisable Date Date Expiration Fixer Cisable Date Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)
(A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Or Date Expiration or Exercisable Date Date Number		Derivative				Securities	3		(Instr. :	3 and 4)	
Disposed of (D) (Instr. 3, 4, and 5) Amount or Date Expiration or Exercisable Date Number		Security				Acquired					
of (D) (Instr. 3, 4, and 5) Amount Or Exercisable Date Expiration Title Number						(A) or					
(Instr. 3, 4, and 5) Amount Or Exercisable Date Expiration Title Number						Disposed					
4, and 5) Amount Or Date Expiration Title Number Exercisable Date						of (D)					
Amount Or Date Expiration Title Number Exercisable Date						(Instr. 3,					
Or Date Expiration Or Exercisable Date Title Number						4, and 5)					
Or Date Expiration Or Exercisable Date Title Number										Amount	
Date Expiration Title Number Exercisable Date											
Exercisable Date								^			
0							Exercisable	Date		of	
Code V (A) (D) Shares					Code V	/ (A) (D)					

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARCIANO MAURICE C/O GUESS?, INC.	X	X	Co-Chairman and Co-CEO					

Reporting Owners 4 1444 SOUTH ALAMEDA STREET LOS ANGELES, CA 90021

Signatures

Maurice 10/28/2004

**Signature of
Reporting Person

Explanation of Responses:

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

Date

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

Includes shares of Common Stock beneficially owned by Maurice Marciano: 4,590,709 shares held by the Maurice Marciano Trust (2000 Restatement) (the MMT) of which Maurice Marciano is sole trustee; 10,000 shares held by his wife; 35 shares held by the Maurice Marciano Gift Trust FBO Caroline Marciano of which Maurice Marciano is sole trustee; 11,050,000 shares held by the

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Signatures 5

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- (28) Marciano Financial Holdings II, LLC (the MFH) of which the MMT is a member; and 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
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- (29) Marciano Financial Holdings II, LLC (the MFH) of which the MMT is a member; and 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.

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.