

GUESS INC ET AL/CA/
Form 4
October 07, 2004

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person *
MARCIANO PAUL

(Last) (First) (Middle)

C/O GUESS?, INC., 1444 SOUTH ALAMEDA STREET

(Street)

LOS ANGELES, CA 90021

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GUESS INC ET AL/CA/ [GES]

3. Date of Earliest Transaction (Month/Day/Year)
10/07/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Co-Chairman and Co-CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V Amount (A) or (D) Price			
Common Stock	10/07/2004		S	600 D \$ 17.06	12,083,748 (1)	I	By Paul Marciano Trust
Common Stock	10/07/2004		S	200 D \$ 17.09	12,083,548 (1)	I	By Paul Marciano Trust
Common Stock	10/07/2004		S	5,600 D \$ 17.05	12,077,948 (1)	I	By Paul Marciano Trust
Common Stock	10/07/2004		S	600 D \$ 17	12,077,348 (1)	I	By Paul Marciano

Common Stock	10/07/2004	S	1,000	D	\$ 17.07	12,076,348 (1)	I	Trust By Paul Marciano Trust
Common Stock	10/07/2004	S	3,100	D	\$ 17.14	12,073,248 (1)	I	Trust By Paul Marciano Trust
Common Stock	10/07/2004	S	500	D	\$ 16.99	12,072,748 (1)	I	Trust By Paul Marciano Trust
Common Stock	10/07/2004	S	300	D	\$ 16.93	12,072,448 (1)	I	Trust By Paul Marciano Trust
Common Stock	10/07/2004	S	600	D	\$ 16.9	12,071,848 (1)	I	Trust By Paul Marciano Trust

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X	X	Co-Chairman and Co-CEO	

MARCIANO PAUL
C/O GUESS?, INC.
1444 SOUTH ALAMEDA STREET
LOS ANGELES, CA 90021

Signatures

Paul Marciano 10/07/2004

__Signature of
Reporting Person

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).

Includes shares of Common Stock beneficially owned by Paul Marciano as sole trustee of the Paul Marciano Trust, dated 2/20/86. Does
(1) not include 100,870 shares held by the Maurice Marciano 2001 Children's Trust. The reporting person expressly disclaims beneficial ownership of such shares for purposes of Section 16 of the Securities and Exchange Act of 1934.

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