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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**

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

<b>1. Name and Address of Reporting Person*</b> MARCIANO MAURICE  (Last) (First) (Middle) C/O GUESS?, INC., 1444 SOUTH ALAMEDA STREET  (Street) LOS ANGELES CA 90021  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> GUESS INC ET AL/CA [GES]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Co-Chairman and Co-CEO
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 10/21/2004	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

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	10/21/2004		S		6,400	D	\$ 17.25	15,770,514 <sup>(1)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		1,200	D	\$ 17.29	15,769,314 <sup>(2)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		3,100	D	\$ 17.26	15,766,214 <sup>(3)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		100	D	\$ 17.27	15,766,114 <sup>(4)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		200	D	\$ 17.28	15,765,914 <sup>(5)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		100	D	\$ 17.23	15,765,814 <sup>(6)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		600	D	\$ 17.21	15,765,214 <sup>(7)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		100	D	\$ 17.2	15,765,114 <sup>(8)</sup>	I	By Maurice Marciano Trust

Common Stock	10/21/2004		S		100	D	\$ 17.3	15,765,014 <sup>(9)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		100	D	\$ 17.15	15,764,914 <sup>(10)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		100	D	\$ 17.16	15,764,814 <sup>(11)</sup>	I	By Maurice Marciano Trust
Common Stock	10/21/2004		S		400	D	\$ 17.17	15,764,414 <sup>(12)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		800	D	\$ 17.41	15,763,614 <sup>(13)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		200	D	\$ 17.43	15,763,414 <sup>(14)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		200	D	\$ 17.42	15,763,214 <sup>(15)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		1,600	D	\$ 17.48	15,761,614 <sup>(16)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		2,600	D	\$ 17.45	15,759,014 <sup>(17)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		700	D	\$ 17.44	15,758,314 <sup>(18)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		300	D	\$ 17.49	15,758,014 <sup>(19)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		100	D	\$ 17.47	15,757,914 <sup>(20)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		1,500	D	\$ 17.4	15,756,414 <sup>(21)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		300	D	\$ 17.5	15,756,114 <sup>(22)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		400	D	\$ 17.52	15,755,714 <sup>(23)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		1,900	D	\$ 17.38	15,753,814 <sup>(24)</sup>	I	By Maurice Marciano Trust

Common Stock	10/22/2004		S		1,000	D	\$ 17.37	15,752,814 <sup>(25)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		300	D	\$ 17.36	15,752,514 <sup>(26)</sup>	I	By Maurice Marciano Trust
Common Stock	10/22/2004		S		600	D	\$ 17.39	15,751,914 <sup>(27)</sup>	I	By Maurice Marciano Trust

**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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 4,609,609 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 Marciano Financial Holdings II, LLC ("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.
2. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 4,608,409 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 Marciano Financial Holdings II, LLC ("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.
3. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 4,605,309 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 Marciano Financial Holdings II, LLC ("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.
4. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 4,605,209 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 Marciano Financial Holdings II, LLC ("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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