FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

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 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* MARCIANO PAUL				2. Issuer Name and Ticker or Trading Symbol GUESS INC [GES]										all app	olicable)					
irst) (I	Middle)		· · · · · · · · · · · · · · · · · · ·									X	belov	w)	below		,		
1444 SOUTH ALAMEDA STREET					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
													X	'						
		Non-Deriv	ative 9	Secu	ritie	s Ac	nuired	Dis	nosed of	f o	r Ren	efici	ally	Own	-d					
1. Title of Security (Instr. 3)			on 2 (Year) i	n 2A. Deem Execution (ear) if any		ate,	3. Transaction Code (Instr.		4. Securities Acquire		ed (A) or		5. Amount of Securities Beneficially Owned		6. Ownership Form: Direct (D) or Indirect (I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount		(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(11150.4)		(111501.4)		
														44	4,803	D				
		05/26/20	006	06			D		100,000		D	\$41.05		1,366,711(1)		I		by Paul Marciano Trust, dated 2/20/86		
		05/31/20	006	6			D		100,000		D	\$4	\$41		1,266,711(1)			by Paul Marciano Trust, dated 2/20/86		
													8,145,486(2)		I		by LLC			
Та	ble l					•		•					-	wned						
	Execu	Deemed 4. cution Date, ny Coonth/Day/Year) 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		mber rative rities ired r osed)	6. Date Expirati	Exerc	cisable and ate Amount Securiti Underly Derivati Security 3 and 4)		Title an nount o curities derlyin rivative curity (I nd 4)	e and 8. nt of ties Of ties Using Se titve (Instr. 4) Amount or Number of		vative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr.		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
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Explanation of Responses:

- 1. Shares are held by the Paul Marciano Trust, dated 2/20/86, a revocable trust of which the reporting person is sole trustee and sole beneficiary and has the exclusive pecuniary interest.
- 2. Shares are held by Marciano Financial Holdings II, LLC in an account specifically allocated to two trusts for which the reporting person is the sole trustee and sole beneficiary and has the exclusive pecuniary interest.

Remarks:

s/ Paul Marciano 05/31/2006

** Signature of Reporting Person Date

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.