

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 21)*

Guess?, Inc.

(Name of Issuer)

Common Stock
(Title of Class of Securities)

401617 10 5
(CUSIP Number)

Maurice Marciano
Guess?, Inc.
1444 South Alameda Street
Los Angeles, CA 90021
(213) 765-3100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

December 21, 2023
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons Maurice Marciano								
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>								
3.	SEC Use Only								
4.	Source of Funds (See Instructions)								
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) Item 2(d) <input type="checkbox"/> Item 2(e) <input type="checkbox"/>								
6.	Citizenship or Place of Organization Republic of France								
	<table border="0"> <tr> <td style="vertical-align: top;">7.</td> <td style="vertical-align: top;">Sole Voting Power None</td> </tr> <tr> <td style="vertical-align: top;">8.</td> <td style="vertical-align: top;">Shared Voting Power 9,869,756</td> </tr> <tr> <td style="vertical-align: top;">9.</td> <td style="vertical-align: top;">Sole Dispositive Power None</td> </tr> <tr> <td style="vertical-align: top;">10.</td> <td style="vertical-align: top;">Shared Dispositive Power 10,979,447</td> </tr> </table>	7.	Sole Voting Power None	8.	Shared Voting Power 9,869,756	9.	Sole Dispositive Power None	10.	Shared Dispositive Power 10,979,447
7.	Sole Voting Power None								
8.	Shared Voting Power 9,869,756								
9.	Sole Dispositive Power None								
10.	Shared Dispositive Power 10,979,447								
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 11,489,118 (1)								
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>								
13.	Percent of Class Represented by Amount in Row (11) 21.4% (2)								
14.	Type of Reporting Person (See Instructions) IN								

(1) Includes 7,043,012 shares which are also deemed to be beneficially owned by the Reporting Person's brother, Paul Marciano, and includable in reports on Schedule 13D filed by Paul Marciano.

(2) Based on 53,700,294 shares of Common Stock outstanding on November 27, 2023, as reported by the Issuer in its Form 10-Q for the quarter ended October 28, 2023 filed with the Securities and Exchange Commission (the "SEC") on December 1, 2023.

This Amendment No. 21 to Schedule 13D amends or amends and restates, where indicated, the statement on Schedule 13D relating to the Common Stock of the Issuer filed by the Reporting Person with the SEC on June 10, 2003, as amended by filings on June 21, 2004, July 8, 2004, October 21, 2004, May 15, 2006, February 20, 2007, July 23, 2007, October 18, 2007, April 23, 2008, January 29, 2010, April 27, 2010, August 8, 2011, September 19, 2012, February 6, 2014, August 5, 2014, May 14, 2019, September 2, 2020, March 28, 2022, July 1, 2022, April 17, 2023 and October 5, 2023. Capitalized terms used in this Amendment No. 21 but not otherwise defined herein have the meanings given to them in the initial Schedule 13D.

This Amendment No. 21 is being made to reflect a decrease in the percentage of shares of Guess?, Inc. beneficially owned by the Reporting Person. Except as otherwise set forth herein, this Amendment No. 21 does not modify any of the information previously reported by the Reporting Person in the Schedule 13D as amended to date.

Item 5. Interest in Securities of the Issuer

(a) As of December 21, 2023, the Reporting Person may be deemed to beneficially own 11,489,118 shares of Common Stock which represents 21.4% of the 53,700,294 shares of Common Stock outstanding. The aggregate number of shares beneficially owned by the Reporting Person includes 7,043,012 shares which are also deemed to be beneficially owned by the Reporting Person's brother, Paul Marciano, and includable in reports on Schedule 13D filed by Paul Marciano.

(b) The breakdown of voting and investment power is as follows:

Holder	Number of Shares	Voting Power	Investment Power
Maurice Marciano Trust	4,325,109 (1)	Shared	Shared
Maurice Marciano Gift Trust FBO Caroline Marciano	70	Shared	Shared
Carolem Capital, LLC	1,200,000 (1)	Shared as to 300,000, none as to 900,000	Shared
G Financial Holdings, LLC	170,666 (1)(2)	Shared	None
G Financial Holdings II, LLC	339,005 (1)(2)	Shared	None
Next Step Capital, LLC	103,801 (1)	Shared as to 11,400, none as to 92,401	Shared
Next Step Capital II, LLC	554,940 (1)	Shared as to 277,470, none as to 277,470	Shared
Maurice Marciano Family Foundation	50,000 (3)	Shared	Shared
MM CRUT, LLC	1,397,650	Shared	Shared
MM CRUT II, LLC	1,095,988	Shared	Shared
Maurice Marciano Charitable Remainder Unitrust II	1,501,813	Shared	Shared
G2 Trust	264,384 (2)	Shared	Shared
Exempt G2 Trust	136,201 (2)	Shared	Shared
MM 2020 Exempt Trust	349,491 (1)	None	Shared

- (1) Includes shares which are also deemed to be beneficially owned by the Reporting Person's brother, Paul Marciano, and includable in reports on Schedule 13D filed by Paul Marciano.
- (2) The Reporting Person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
- (3) The Reporting Person has no pecuniary interest in these shares, which are owned by a non-profit corporation.

(c) During the past sixty days, the Reporting Person has not acquired or disposed of beneficial ownership of any shares of Common Stock of the Issuer other than:

- On December 21, 2023, Carolem Capital, LLC sold 300,000 shares in open market transactions on the NYSE at an average price per share of \$23.553.
- On December 21, 2023, Maurice Marciano Trust sold 300,000 shares in open market transactions on the NYSE at an average price per share of \$23.5518.

(d) See Item 5(b).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 27, 2023

/s/ Jason T. Miller

JASON T. MILLER (attorney in fact)