

| 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

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

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|---|--|--|
| 1. Name and Address of Reporting Person * MARCIANO MAURICE (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] | 5. Relationship of Reporting Person(s) to Issuer (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 |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/25/2004 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 02/25/2004 | | S | | 100,000 | D | \$ 15.5 | 16,629,594 ⁽¹⁾ | I | By Maurice Marciano Trust (2000) Restatement |
| Common Stock | 02/25/2004 | | S | | 25,000 | D | \$ 15.6 | 16,604,594 ⁽²⁾ | I | By Maurice Marciano Trust (2000) Restatement |
| Common Stock | 02/25/2004 | | S | | 50,000 | D | \$ 15.7 | 16,554,594 ⁽³⁾ | I | By Maurice Marciano Trust (2000) Restatement |

**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: 16,579,559 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000) Restatement; 10,000 shares held indirectly as sole advisor of the Maurice Marciano 1990 Children's Trust; 30,000 shares held indirectly as President of the Maurice Marciano Family Foundation; 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano.

2. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 16,554,559 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000) Restatement; 10,000 shares held indirectly as sole advisor of the Maurice Marciano 1990 Children's Trust; 30,000 shares held indirectly as President of the Maurice Marciano Family Foundation; 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano.

3. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 16,504,559 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000) Restatement; 10,000 shares held indirectly as sole advisor of the Maurice Marciano 1990 Children's Trust; 30,000 shares held indirectly as President of the Maurice Marciano Family Foundation; 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano.

Maurice Marciano 02/27/2004

** Signature of Reporting Date
Person

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.