

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>MARCIANO PAUL</u> (Last) (First) (Middle) C/O GUESS?, INC. 1444 SOUTH ALAMEDA ST (Street) LOS ANGELES CA 90021 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GUESS INC [GES]</u>	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) Chief Creative Officer
	3. Date of Earliest Transaction (Month/Day/Year) 12/19/2024	
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	12/19/2024		A		708,216 ⁽¹⁾	A	\$0	910,562	D	
Common Stock								10,654,866	I	by Paul Marciano Trust ⁽²⁾
Common Stock								4,025,109	I	by Maurice Marciano Trust ⁽³⁾
Common Stock								105,977	I	by Exempt Gift Trust ⁽⁴⁾
Common Stock								370,309	I	by Nonexempt Gift Trust ⁽⁵⁾
Common Stock								170,666	I	by G Financial Holdings, LLC ⁽⁶⁾
Common Stock								339,005	I	by G Financial Holdings II, LLC ⁽⁷⁾
Common Stock								1,081,700	I	by ENRG Capital LLC ⁽⁸⁾
Common Stock								103,801	I	by Next Step Capital, LLC ⁽⁹⁾
Common Stock								554,940	I	by Next Step Capital II, LLC ⁽¹⁰⁾
Common Stock								300,000	I	by Carolem Capital, LLC ⁽¹¹⁾

**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 Securities Underlying Derivative Security (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: 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. Acquired pursuant to Issuer's employee equity incentive plan.
2. Shares are held by the Paul Marciano Trust dated, 2/20/86.
3. Shares are held by the Maurice Marciano Trust. The reporting person disclaims any and all beneficial interest in these shares. The filing of this report shall not be deemed an admission that the reporting person is the beneficial owner of any of such shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
4. Shares are held by Exempt Gift Trust under the Next Step Trust. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein.
5. Shares are held by the Nonexempt Gift Trust under the Next Step Trust. The reporting person disclaims beneficial ownership of these shares, except to the extent of the person's pecuniary interest therein.
6. Shares are held by G Financial Holdings, LLC.
7. Shares are held by G Financial Holdings II, LLC.
8. Shares are held by ENRG Capital LLC.
9. Shares are held by Next Step Capital, LLC. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein.
10. Shares are held by Next Step Capital II, LLC. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein.
11. Shares are held by Carolem Capital, LLC. The reporting person disclaims any and all beneficial interest in these shares. The filing of this report shall not be deemed an admission that the reporting person is the beneficial owner of any of such shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

Remarks:

The Power of Attorney authorizing the undersigned to sign and file this Form 4 is filed as Exhibit 24 to this Form 4 and is incorporated herein by reference.

Anne C. Deedwania (attorney-
in-fact) 12/20/2024

** 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.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Fabrice Benarouche and Anne C. Deedwania, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the SEC) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities and Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Guess?, Inc., Forms 3, 4, 5 and 144 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4, 5 or 144, complete and execute any amendment or amendments thereto, timely file such form with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or their substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney is governed by and shall be construed in accordance with the laws of the State of California. This Power of Attorney revokes any and all previous powers of attorney appointing any officer of Guess?, Inc. as the undersigned's true and lawful attorney-in-fact. The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5, and 144 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23 day of October 2024.


 /s/ Paul Mardiano