SEC Form 4

Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								

Estimated average burden hours per response: 0.5

Carolem

Capital, LLC⁽⁵⁾ by MM Gift Trust

fbo Caroline Marciano⁽⁶⁾ by MM 2020

Exempt Trust⁽⁷⁾ by Next Step

Capital, LLC⁽⁸⁾ by Next Step

Capital II, LLC⁽⁹⁾

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1,500,000

70

349,491

103,801

554,940

Instruction 1(Filed	pursu	uant to Section 16(a Section 30(h) of the) of the	Secur	ities Exchang	e Act of 1940	1934		urs per response	. 0.5				
	dress of Reporting Pe	2. 19	ssuer Name and Tic	ker or T		. ,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner									
(Last)	(First)	(Middle))	3. Date of Earliest Transaction (Month/Day/Year) 10/05/2023							Director X 10% Own Officer (give title Other (spe below) below)						
C/O GUESS?, INC. 1444 SOUTH ALAMEDA ST 					Amendment, Date	of Origi	nal Fil	ed (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person							
(Street) LOS ANGELES	LOS CA 90021					Form filed by More than One Reporting Person Rule 10b5-1(c) Transaction Indication											
(City)	(State)	(Zip)		Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In							ontract, instruction or ction 10.	written plan that is	s intended to				
	T	able I - N	on-Deriva	tive	Securities Ac	quire	d, Di	sposed of	, or Be	eneficia	ally Owned						
1. Title of Secur	1. Title of Security (Instr. 3)		2. Transactic Date (Month/Day/		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)						
Common Stoc	k		10/05/20	23		G		20,000	D	\$0	1,397,650	I	by MM CRUT, LLC ⁽¹⁾				
Common Stoc	k		10/09/20	23		G		2,218	D	\$0	1,501,813	I	MM Charitable Remainder Unitrust II ⁽²⁾				
Common Stoc	ʻk		10/09/20	23		G		26,791	A	\$0	1,095,988	I	by MM CRUT, II LLC ⁽³⁾				
Common Stoc	:k										4,625,109	I	by Maurice Marciano Trust ⁽⁴⁾				
													by				

 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 Tal Date (Month/Day/Year)	9 6: I^{Pge}Défrivati Execution Date, if any (e.g., pt (Month/Day/Year)	Ve Sec Transact ISode and 8)	urit ion Sor, v	ies Acquired of Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	ifeentofier Expiration D optionDay/ optionDay/	ösetlaof, d at zanvertib	Under Deriva	tive ative ity (Instr.	B Diverse 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)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (In 8) Code		5. Number of Derivative Securities	6. Date Exerce Expiration D (Month/Day/ Date Exercisable	te	Amou Secur Unde	itNumber	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Shares are	Security n of Respons held by MM C held by Maurie	RUT, LLC.	ole Remainder Unitru	st II.		(A) or Disposed of (D) (Instr. 3, 4 and 5)			Secur 3 and	ity (Instr. 4)		Following Reported Transaction(s) (Instr. 4)	(i) (instr. 4)	
 Shares are Shares are 	held by CARC	uurice Marciano Trus DLEM Capital, LLC.	t (2006 Restatement) st FBO Caroline Mar		-		Date Exercisable	Expiration		Amount or Number of Shares	• • • •	· · ·	• · · ·	

7. Shares are held by Maurice Marciano 2020 Exempt Trust.

8. Shares are held by Next Step Capital, LLC.

9. Shares are held by Next Step Capital II, LLC.

Jason T. Miller (attorney-infact)

10/10/2023

** 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.