

**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

1. Name and Address of Reporting Person* <b>MARCIANO PAUL</b>  (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 <b>GUESS INC ET AL/CA/ [ GES ]</b>	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) <b>Co-Chairman and Co-CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>12/09/2003</b>	
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	12/09/2003		S		1,200	D	\$13.95	13,107,968	I	By Paul Marciano Trust <sup>(1)</sup>
Common Stock	12/09/2003		S		1,000	D	\$13.98	13,106,968	I	By Paul Marciano Trust <sup>(2)</sup>
Common Stock	12/09/2003		S		200	D	\$13.89	13,106,768	I	By Paul Marciano Trust <sup>(3)</sup>
Common Stock	12/09/2003		S		400	D	\$13.96	13,106,368	I	By Paul Marciano Trust <sup>(4)</sup>
Common Stock	12/09/2003		S		400	D	\$13.76	13,105,968	I	By Paul Marciano Trust <sup>(5)</sup>
Common Stock	12/09/2003		S		1,500	D	\$13.77	13,104,468	I	By Paul Marciano Trust <sup>(6)</sup>
Common Stock	12/09/2003		S		800	D	\$13.78	13,103,668	I	By Paul Marciano Trust <sup>(7)</sup>
Common Stock	12/09/2003		S		1,700	D	\$13.75	13,101,968	I	By Paul Marciano Trust <sup>(8)</sup>
Common Stock	12/09/2003		S		1,300	D	\$13.87	13,100,668	I	By Paul Marciano Trust <sup>(9)</sup>
Common Stock	12/09/2003		S		100	D	\$13.83	13,100,568	I	By Paul Marciano Trust <sup>(10)</sup>
Common Stock	12/09/2003		S		100	D	\$13.94	13,100,468	I	By Paul Marciano Trust <sup>(11)</sup>

**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	12/09/2003		S		5,300	D	\$13.9	13,095,168	I	By Paul Marciano Trust <sup>(12)</sup>
Common Stock	12/09/2003		S		300	D	\$13.82	13,094,868	I	By Paul Marciano Trust <sup>(13)</sup>
Common Stock	12/09/2003		S		1,400	D	\$13.93	13,093,468	I	By Paul Marciano Trust <sup>(14)</sup>
Common Stock	12/09/2003		S		700	D	\$13.97	13,092,768	I	By Paul Marciano Trust <sup>(15)</sup>
Common Stock	12/09/2003		S		1,400	D	\$13.85	13,091,368	I	By Paul Marciano Trust <sup>(16)</sup>
Common Stock	12/09/2003		S		5,800	D	\$13.8	13,085,568	I	By Paul Marciano Trust <sup>(17)</sup>
Common Stock	12/09/2003		S		500	D	\$13.81	13,085,068	I	By Paul Marciano Trust <sup>(18)</sup>
Common Stock	12/09/2003		S		1,600	D	\$13.86	13,083,468	I	By Paul Marciano Trust <sup>(19)</sup>
Common Stock	12/09/2003		S		1,500	D	\$13.92	13,081,968	I	By Paul Marciano Trust <sup>(20)</sup>
Common Stock	12/09/2003		S		700	D	\$13.88	13,081,268	I	By Paul Marciano Trust <sup>(21)</sup>

**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)					

**Explanation of Responses:**

- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,967,098 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,966,098 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,965,898 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,965,498 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,965,098 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,963,598 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
- Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,962,798 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.

8. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,961,098 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
9. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,959,798 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
10. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,959,698 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
11. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,959,598 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
12. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,954,298 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
13. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,953,998 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
14. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,952,598 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
15. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,951,898 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
16. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,950,498 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
17. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,944,698 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
18. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,944,198 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
19. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,942,598 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
20. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,941,098 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.
21. Includes shares of Common Stock beneficially owned by Paul Marciano as follows: 12,940,398 shares held indirectly as sole trustee of the Paul Marciano Trust, dated 2/20/86 and 140,870 shares held indirectly as co-trustee of the Maurice Marciano 2001 Children's Trust.

**Remarks:**

Paul Marciano

12/11/2003

\*\* 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.

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