SEC Form 4	
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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).

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

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

		Person*	2. Issuer Name and Ticker or Trading Symbol <u>GUESS INC</u> [GES]	(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
					Director	Х	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			Other (specify below)				
C/O GUESS?, I	NC.		03/30/2018		EC & Chie	f Creative	e Officer			
1444 S. ALAM	EDA STREET									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applic Line)					
LOS ANGELES	CA	90021		X	Form filed by C	One Report	ting Person			
			_		Form filed by M Person	Nore than (One Reporting			
(City)	(State)	(Zip)								

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)	n Date, Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5)				(A) or 3, 4 and	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)		(1150. 4)	
Common Stock	03/30/2018		A		110,664 ⁽¹⁾	A	\$ <mark>0</mark>	458,620	D		
Common Stock								105,977	I	by Exempt Gift Trust ⁽²⁾	
Common Stock								370,309	I	by Nonexempt Gift Trust ⁽³⁾	
Common Stock								8,913,812	I	by Paul Marciano Trust ⁽⁴⁾	
Common Stock								349,491	I	by PM Special Exempt 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								1,481,700	I	by NRG Capital Holdings, LLC ⁽⁸⁾	

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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Acquired pursuant to Issuer's employee equity plan upon achievement of previously established performance criteria.

2. Shares are held by Exempt Gift Trust under the Next Step Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.

3. Shares are held by the Nonexempt Gift Trust under the Next Step Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of these shares, except to the

extent of his pecuniary interest therein.

4. Shares are held by the Paul Marciano Trust dated 2/20/86, a revocable trust of which the reporting person is the sole trustee and sole beneficiary and has the exclusive pecuniary interest.

- 5. Shares are held by Paul Marciano Special Exempt Trust, of which the reporting person has sole investment power.
- 6. Shares are held by G Financial Holdings, LLC which is indirectly owned by the reporting person.
- 7. Shares are held by G Financial Holdings II, LLC which is indirectly owned by the reporting person.
- 8. Share are held by NRG Capital Holdings, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his minor children.

Remarks:

/s/ Jason T. Miller (Attorney-04/03/2018 in-fact)

** 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.