FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB 3235-0287 Number: December 31, 2014 Estimated average burden hours per 0.5

OMB APPROVAL

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

1. Name and Address of Reporting Person [*] MARCIANO PAUL			2. Issuer Name and Ticker or Trading Symbol GUESS INC [GES]	5. Relationship of Reporting Person(s) to Issuer					
ALAMEDA S	GUESS?, INC., 1444 SOUTH MEDA STREET		3. Date of Earliest Transaction (Month/Day/Year) 07/02/2012	(Check all applicable) X Director X 10% Owner X Officer (give title below) Other (specify below) Vice Chairman and CEO					
(Street) LOS ANGELES (City)	LOS CA 90021 ANGELES CA 90021		4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 					

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)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)				or (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
			Code	v	(A) or Amount (D)		Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	07/01/2013		G	v	52,264	D	\$ 0	1,362,633 ⁽¹⁾	I	by G Financial Holdings II, LLC ⁽²⁾	
Common Stock	07/02/2012		G		52,417	A	\$ 0	52,417	I	by Exempt Gift Trust	
Common Stock	09/27/2013		S		72,500	D	\$ 30.15	1,509,200	I	by NRG Capital Holdings, LLC ⁽⁴⁾	
Common Stock	10/01/2013		S		27,500	D	\$ 30.05	1,481,700	I	by NRG Capital Holdings, LLC ⁽⁴⁾	
Common Stock								107,925	D		
Common Stock								266,419 ⁽¹⁾	I	by G4 GRAT ⁽⁵⁾	
Common Stock								6,601,759 ⁽¹⁾	I	by Paul Marciano Trust ⁽⁶⁾	
Common Stock								1,164,971	I	by MFH II, LLC ⁽⁷⁾	
Common Stock								170,666	I	by G Financial Holdings,	

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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. Transac Code (Instr. 8)		Number of Derivative				7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form of Derivative Security: Direct (D) or Indirect	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. Reflects changes in form of ownership that are exempt pursuant to Rule 16a-13 under the Securities Exchange Act of 1934 since there was no change in pecuniary interest.

2. Shares are held by G Financial Holdings II, LLC which is indirectly owned by the reporting person.

3. Shares are held by the Exempt Gift Trust under the Next Step Trust, of which the reporting person is sole trustee.

4. Shares are held by NRG Capital Holdings, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his minor children.

5. Shares are held by the G4 GRAT, a grantor retained annuity trust of which the reporting person is the sole trustee and has exclusive pecuniary interest.

6. 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.

7. Shares are held by Marciano Financial Holdings II, LLC in accounts specifically allocated to trusts for the benefit of the reporting person and his minor children.

8. Shares are held by G Financial Holdings, LLC which is indirectly owned by the reporting person.

/s/ Jason T. Miller (attorney-<u>10/01/2013</u>

** Signature of Reporting 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.