FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-028								
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).

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* MARCIANO PAUL					2. Issuer Name and Ticker or Trading Symbol GUESS INC [GES]								S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Check (specify)						
(Last) (First) (Middle) C/O GUESS?, INC. 1444 SOUTH ALAMEDA STREET					3. Date of Earliest Transaction (Month/Day/Year) 02/07/2020								X Officer (give title Other (specify below) below) Chief Creative Officer						
(Street) LOS ANGELES CA 90021				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Sta																		
Table I - Non-D 1. Title of Security (Instr. 3) 2. Trai					2A. Deemed Execution Date,		3.	İ	4. Securities	Acquire	d (A) or		5. Amou	nt of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Date (Month/Day/Year				Transaction Code (Instr. 8)		Disposed Of	(D) (Instr. 3, 4 and		iu 5)	Beneficially Owned Following Reported			rect E			
								Code V		Amount	(A) or (D) Price			Transaction(s) (Instr. 3 and 4)					
	ommon Stock 02/07/202 ommon Stock 02/07/202						A F		174,025 ⁽¹⁾ 77,670	A D	\$21			,213	D D				
Common			02/07/	2020				r		77,070	D	Ψ21	.70		,421 ⁽²⁾	I	1	y Paul Marciano Trust ⁽³⁾	
Common	Stock													105	,977	I		y Exempt Gift Trust ⁽⁴⁾	
Common	Stock													370	,309	I	1	Nonexempt Gift Trust ⁽⁵⁾	
Common	Stock													349	,491	I	S	y PM Special Exempt Trust ⁽⁶⁾	
Common	Stock													170	,666	I	H H	y G Financial Holdings, LLC ⁽⁷⁾	
Common	Stock													339	,005	I	I I	y G Financial Holdings I, LLC ⁽⁸⁾	
Common Stock												1,481,700		I	I	y NRG Capital Holdings, LLC ⁽⁹⁾			
		Та	ble II - Deriva (e.g.,							oosed of, convertib				Owned					
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security					saction e (Instr.	of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exer ation D h/Day/		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		S (I	Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	e V	(A)	(D)	Date Exerc	isable	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. 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.

- 3. 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.
- 4. Shares are held by Exempt Gift Trust under the Next Step Trust, of which the reporting is the sole trustee. The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
- 5. 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.
- 6. Shares are held by Paul Marciano Special Exempt Trust, of which the reporting person has sole investment power.
- 7. Shares are held by G Financial Holdings, LLC which is indirectly owned by the reporting person.
- 8. Shares are held by G Financial Holdings II, LLC which is indirectly owned by the reporting person.
- 9. Shares are held by NRG Capital Holdings, LLC in accounts specifically allocated to trusts for the benefit of the reporting persons and his minor children.

<u>/s/ Jason T. Miller (Attorney-in-fact)</u> 02/11/2020

** 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.