FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPR	MB APPROVAL							
OMB Number:	3235-0287							
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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  MARCIANO MAURICE				GL	JESS INC E	T AL/C	CA/	[GES]		Relationship of Report ${f X}$ Director		o Issuer 6 Owner		
(Last) C/O GUESS?, IN	(First)	(Middl	e)	3. Date of Earliest Transaction (Month/Day/Year) 10/05/2004							X Officer (give title below)  Co-Chairma	Othe belov an and Co-CE	,	
1444 SOUTH AI	LAMEDA ST	REET		4. If	Amendment, Date	of Origin	al File	ed (Month/Da	y/Year)		Individual or Joint/Gro	up Filing (Check	Applicable	
(Street) LOS ANGELES CA 90021									- 1	X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)												
		Table I -	Non-Deriva	ative	Securities Ac	quired,	Dis	posed of,	or Be	neficia	Ily Owned			
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/		2A. Deemed Execution Date, r) if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Instr. and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Common Stock			10/05/20	04		S		500	D	\$17.29	9 15,826,414 <sup>(1)</sup>	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		2,000	D	\$17.3	15,824,414(2)	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		s		1,000	D	\$17.0	8 15,823,414 <sup>(3)</sup>	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		700	D	\$17.0	5 15,822,714(4)	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		1,400	D	\$17.0	4 15,821,314 <sup>(5)</sup>	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		2,400	D	\$17.0	3 15,818,914(6)	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		200	D	\$17	15,818,714 <sup>(7)</sup>	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		900	D	\$17.0	2 15,817,814 <sup>(8)</sup>	I	By Maurice Marciano Trust	
Common Stock			10/05/20	04		S		500	D	\$17.0	6 15,817,314 <sup>(9)</sup>	I	By Maurice Marciano Trust	
			10/05/20	04		S		500	D	\$17.0		I	By Man Man	

Tab	le I - Non-Derivativ	e Secui	rities Ac	quired	, Dis	posed of	f, or Be	eneficial	ly Own	ed		
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. Securiti Disposed and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
				Code	v	Amount	(A) or (D)	Price	Transa	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	10/05/2004			S		1,200	D	\$17.13	3 15,81	6,114 <sup>(10)</sup>	I	By Maurice Marciano Trust
Common Stock	10/05/2004			S		100	D	\$17.15	5 15,81	6,014(11)	I	By Maurice Marciano Trust
Common Stock	10/05/2004			S		1,600	D	\$17.1	15,81	4,414(12)	I	By Maurice Marciano Trust
Common Stock	10/06/2004			s		3,000	D	\$16.76	5 15,81	1,414(13)	I	By Maurice Marciano Trust
Common Stock	10/06/2004			S		600	D	\$16.77	7 15,81	0,814(14)	I	By Maurice Marciano Trust
Common Stock	10/06/2004			S		4,000	D	\$16.75	5 15,80	06,814(15)	I	By Maurice Marciano Trust
Common Stock	10/06/2004			S		1,100	D	\$16.79	15,80	<b>95</b> ,714 <sup>(16)</sup>	I	By Maurice Marciano Trust
Common Stock	10/06/2004			S		3,100	D	\$16.8	15,80	)2,614 <sup>(17)</sup>	I	By Maurice Marciano Trust
Common Stock	10/06/2004			S		700	D	\$16.84	4 15,801,914(18)		I	By Maurice Marciano Trust
Та	able II - Derivative S	Securiti	ies Acqu varrants	uired, C	)ispo	osed of, o	or Ben	eficially	Owned		,	
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)	3A. Deemed 4. Execution Date, Tran	saction e (Instr.	5. Number of		6. Date Exerc Expiration D (Month/Day/\)		7. Title Amount Securiti Underly Derivati Security 3 and 4)	and 8 of 6 es 1 ing 5 ve (Instr.	3. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
	Code		(A) (D)	Date Exercis	able	Expiration Date		Amount or Number of Shares				

## Explanation of Responses:

<sup>1.</sup> Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,715,509 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.

<sup>2.</sup> Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,713,509 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.

- 3. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,712,509 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 4. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,711,809 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 5. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,710,409 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 6. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,708,009 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 7. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,707,809 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 8. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,706,909 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 9. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,706,409 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 10. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,705,209 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 11. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,705,109 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 12. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,703,509 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 13. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,700,509 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 14. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,699,009 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 15. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,695,909 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 16. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,694,809 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person's immediate family, the inclusion herein of which shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 17. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,691,709 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.
- 18. Includes shares of Common Stock beneficially owned by Maurice Marciano as follows: 15,691,009 shares held indirectly as sole trustee of the Maurice Marciano Trust (2000 Restatement); 10,000 held by his wife and 35 shares held as sole trustee of the Maurice Marciano Gift Trust FBO Caroline Marciano. Also includes 100,870 shares held by the Maurice Marciano 2001 Children's Trust, beneficiaries of which are members of the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares.

## Remarks:

Maurice Marciano

10/07/2004

\*\* 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.