

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
| Estimated average burden | |
| hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 <hr/> (Last) (First) (Middle) C/O GUESS?, INC. 1444 SOUTH ALAMEDA ST <hr/> (Street) LOS ANGELES CA 90021 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol GUESS INC [GES] | 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) <input type="checkbox"/> Other (specify below) Chief Creative Officer |
| | 3. Date of Earliest Transaction (Month/Day/Year) 03/29/2024 | |
| | 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 | 03/29/2024 | | A | | 248,208 ⁽¹⁾ | A | \$0 | 285,082 ⁽²⁾ | D | |
| Common Stock | | | | | | | | 10,572,130 ⁽³⁾ | I | by Paul Marciano Trust ⁽⁴⁾ |
| Common Stock | | | | | | | | 105,977 | I | by Exempt Gift Trust ⁽⁵⁾ |
| Common Stock | | | | | | | | 370,309 | I | by Nonexempt Gift Trust ⁽⁶⁾ |
| Common Stock | | | | | | | | 170,666 | I | by G Financial Holdings, LLC ⁽⁷⁾ |
| Common Stock | | | | | | | | 339,005 | I | by G Financial Holdings II, LLC ⁽⁸⁾ |
| Common Stock | | | | | | | | 1,081,700 | I | by ENRG Capital LLC ⁽⁹⁾ |
| Common Stock | | | | | | | | 4,325,109 | I | by Maurice Marciano Trust ⁽¹⁰⁾ |
| Common Stock | | | | | | | | 103,801 | I | by Next Step Capital, LLC ⁽¹¹⁾ |
| Common Stock | | | | | | | | 554,940 | I | by Next Step Capital II, LLC ⁽¹²⁾ |

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) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative (Instr. 3) | 2. Conversion Date (Month/Day/Year) | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code V (Instr. 8) | (A) or (D) (Instr. 3, 4 and 5) | Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | Date Exercisable | Expiration Date | Title | Amount of 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) |
|---|-------------------------------------|--------------------------------------|--|-------------------|--------------------------------|---|------------------|-----------------|-------|---|--|--|---|--|
| 1. Acquired pursuant to Issuer's employee equity plan upon achievement of previously established performance criteria. | | | | | | | | | | | | | | |
| 2. All unvested Security for 82,736 shares. | | | | | | | | | | | | | | |
| 3. 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. | | | | | | | | | | | | | | |
| 4. Shares are held by the Paul Marciano Trust dated, 2/20/86. | | | | | | | | | | | | | | |
| 5. Shares are held by Exempt Gift Trust under the Next Step Trust. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein. | | | | | | | | | | | | | | |
| 6. Shares are held by the Nonexempt Gift Trust under the Next Step Trust. The reporting person disclaims beneficial ownership of these shares, except to the extent of the person's pecuniary interest therein. | | | | | | | | | | | | | | |
| 7. Shares are held by G Financial Holdings, LLC. | | | | | | | | | | | | | | |
| 8. Shares are held by G Financial Holdings II, LLC. | | | | | | | | | | | | | | |
| 9. Shares are held by ENRG Capital LLC. | | | | | | | | | | | | | | |
| 10. Shares are held by the Maurice Marciano Trust. The reporting person disclaims any and all beneficial interest in these shares. The filing of this report shall not be deemed an admission that the reporting person is the beneficial owner of any of such shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose. | | | | | | | | | | | | | | |
| 11. Shares are held by Next Step Capital, LLC. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein. | | | | | | | | | | | | | | |
| 12. Shares are held by Next Step Capital II, LLC. The reporting person disclaims beneficial ownership of these shares, except to the extent of the reporting person's pecuniary interest therein. | | | | | | | | | | | | | | |

Jason T. Miller (attorney-in-fact) 04/02/2024

** 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.