

GUESS INC

Form 4

April 04, 2008

**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 OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ALBERINI CARLOS

(Last) (First) (Middle)

C/O GUESS?, INC., 1444 SOUTH  
ALAMEDA STREET

(Street)

LOS ANGELES, CA 90021

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
GUESS INC [GES]

3. Date of Earliest Transaction  
(Month/Day/Year)

04/02/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

President &amp; COO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 04/02/2008                              |                                                             | A                                    | 30,000<br>(1)                                                           | A (2) 68,570 (3)                                                                                                   | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/02/2008                              |                                                             | F                                    | 12,095                                                                  | D \$ 42.05 56,475                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/03/2008                              |                                                             | A                                    | 26,500<br>(4)                                                           | A (2) 82,975                                                                                                       | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/03/2008                              |                                                             | M                                    | 100,000                                                                 | A \$ 3.655 182,975                                                                                                 | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/03/2008                              |                                                             | S                                    | 500                                                                     | D \$ 41.59 182,475                                                                                                 | D                                                                       |                                                                   |

Edgar Filing: GUESS INC - Form 4

|              |            |   |        |   |            |         |   |
|--------------|------------|---|--------|---|------------|---------|---|
| Common Stock | 04/03/2008 | S | 16,800 | D | \$ 41.6    | 165,675 | D |
| Common Stock | 04/03/2008 | S | 1,100  | D | \$ 41.61   | 164,575 | D |
| Common Stock | 04/03/2008 | S | 1,600  | D | \$ 41.62   | 162,975 | D |
| Common Stock | 04/03/2008 | S | 1,300  | D | \$ 41.63   | 161,675 | D |
| Common Stock | 04/03/2008 | S | 3,300  | D | \$ 41.64   | 158,375 | D |
| Common Stock | 04/03/2008 | S | 300    | D | \$ 41.645  | 158,075 | D |
| Common Stock | 04/03/2008 | S | 3,387  | D | \$ 41.65   | 154,688 | D |
| Common Stock | 04/03/2008 | S | 200    | D | \$ 41.655  | 154,488 | D |
| Common Stock | 04/03/2008 | S | 2,992  | D | \$ 41.66   | 151,496 | D |
| Common Stock | 04/03/2008 | S | 900    | D | \$ 41.6601 | 150,596 | D |
| Common Stock | 04/03/2008 | S | 200    | D | \$ 41.665  | 150,396 | D |
| Common Stock | 04/03/2008 | S | 2,821  | D | \$ 41.67   | 147,575 | D |
| Common Stock | 04/03/2008 | S | 200    | D | \$ 41.675  | 147,375 | D |
| Common Stock | 04/03/2008 | S | 3,000  | D | \$ 41.68   | 144,375 | D |
| Common Stock | 04/03/2008 | S | 500    | D | \$ 41.685  | 143,875 | D |
| Common Stock | 04/03/2008 | S | 1,400  | D | \$ 41.69   | 142,475 | D |
| Common Stock | 04/03/2008 | S | 100    | D | \$ 41.695  | 142,375 | D |
| Common Stock | 04/03/2008 | S | 5,500  | D | \$ 41.7    | 136,875 | D |
| Common Stock | 04/03/2008 | S | 200    | D | \$ 41.705  | 136,675 | D |
| Common Stock | 04/03/2008 | S | 400    | D | \$ 41.71   | 136,275 | D |
|              | 04/03/2008 | S | 1,100  | D | \$ 41.72   | 135,175 | D |

# Edgar Filing: GUESS INC - Form 4

Common  
Stock

Common  
Stock      04/03/2008      S      300      D      \$ 41.73      134,875      D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount<br>Owned<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                   | (A)                                                            | (D)                                                            |                                        |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 41.71                                                              | 04/03/2008                              |                                                             | A                                       |                                                                                                     | 25,000                                                         | (5) 04/03/2018                                                 | Common<br>Stock 23                     |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 3.655                                                              | 04/03/2008                              |                                                             | M                                       |                                                                                                     | 100,000                                                        | (6) 07/29/2013                                                 | Common<br>Stock 10                     |

## Reporting Owners

| Reporting Owner Name / Address                                                            | Relationships                    |
|-------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                           | Director 10% Owner Officer Other |
| ALBERINI CARLOS<br>C/O GUESS?, INC.<br>1444 SOUTH ALAMEDA STREET<br>LOS ANGELES, CA 90021 | X President & COO                |

## Signatures

Carlos Alberini      04/04/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) Received upon achievement of a previously established earnings per share growth target.
- (2) Not applicable.
- (3) Includes 660 shares acquired March 28, 2008 under a tax conditioned plan and not required to be reported pursuant to Rule 16b-3(c).
- (4) Acquired pursuant to Issuer's employee equity incentive plan.
- (5) The option vests 25% each December 31 of each 2008, 2009, 2010 and 2011.
- (6) The option vested in four equal installments on July 29, 2004, 2005, 2006 and 2007.

### Remarks:

Form 1 of 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.