## Edgar Filing: STEVEN MADDEN, LTD. - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Statement of SECURITIES       Expires: Estimated burden hot response.         Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       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(b).       5. Relationship of Reporting Per Issuer         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable below)         (C/O STEVEN MADDEN       02/02/2015      Officer (give title below)      Officer (give title below)				
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB A OMB Number:         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       Expires: Estimated burden hot response.         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       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       State of Securities Exchange Section 17(a) of the Investment Company Act of 1940         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol STEVEN MADDEN, LTD. [SHOO]       5. Relationship of Reporting Per Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Teporting Per Issuer         (C/O STEVEN MADDEN)       02/02/2015       Torrector Notice (give tile per of the per of				
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if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: Estimated burden hor response         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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       1935 or Section         (Print or Type Responses)       30(h) of the Investment Company Act of 1940       5. Relationship of Reporting Person Issuer         1. Name and Address of Reporting Person DHARIA ARVIND       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable below)         C/O STEVEN MADDEN       02/02/2015 	3235-0287			
subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Estimated burden hor response         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).         (Print or Type Responses)       30(h) of the Investment Company Act of 1940 1(b).       5. Relationship of Reporting Person Symbol         1. Name and Address of Reporting Person DHARIA ARVIND       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       C/O STEVEN MADDEN         C/O STEVEN MADDEN       02/02/2015       —       Director — Adaptive title       —	January 31, 2005			
obligations may continue. See Instruction 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         (Print or Type Responses)       30(h) of the Investment Company Act of 1940         1. Name and Address of Reporting Person * DHARIA ARVIND       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         C/O STEVEN MADDEN       02/02/2015       Director Director       100 (Director Director	average Irs per			
1. Name and Address of Reporting Person *       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person *         DHARIA ARVIND       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person *         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         C/O STEVEN MADDEN       02/02/2015       Director       100				
DHARIA ARVIND     Symbol     Issuer       Symbol     STEVEN MADDEN, LTD. [SHOO]     (Check all applicable)       (Last)     (First)     (Middle)       3. Date of Earliest Transaction     (Month/Day/Year)     Director       C/O STEVEN MADDEN     02/02/2015     Director				
(Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)				
(Month/Day/Year)     Director     100       C/O STEVEN MADDEN     02/02/2015	3)			
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Fili Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting P Form filed by More than One R	erson			
LONG ISLAND CITY, NY 11104 Person	porting			
(City) (State) (Zip) <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficia</b>	lly Owned			
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any       3.       4. Securities Acquired Transaction(A) or Disposed of Code       5. Amount of Securities       6.         (Instr. 3)       9.       Code       (D)       Beneficially       Form: Direct (D) or Following         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       (D) or Following         (A)       (A)       (A)       (A)       Transaction(s)       (Instr. 4)         (D)       Code       V       Amount       (D)       Priced	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common				
Stock, par         value         \$0.0001 per       02/02/2015         A       15,000 (1)         A       \$ 0         143,079       D         ("Common         Stock")				

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

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#### number.

# 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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	biration Date Ame onth/Day/Year) Und Secu		tle and unt of erlying rities 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
Repo	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DHARIA ARVIND C/O STEVEN MADDEN LTD 52-16 BARNETT AVENUE LONG ISLAND CITY, NY 11104			Chief Financial Officer				
Signatures							

/s/ Arvind 02/03/2015 Dharia 02/03/2015 <u>\*\*Signature of Date</u> Reporting Person

## **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).

Reflects restricted stock grant made to the reporting person on February 2, 2015 under the Steven Madden, Ltd. 2006 Stock Incentive

- (1) Plan (the "Plan"), which stock will vest in five (5) equal annual installments commencing on the first anniversary of the grant date, February 2, 2016, and continuing to vest on each anniversary of the grant date thereafter, subject to forfeiture pursuant to the terms of the
- Plan. 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.