

SKECHERS USA INC

Form 4

November 08, 2006

**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  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GREENBERG JEFFREY**

(Last) (First) (Middle)

228 MANHATTAN BEACH BLVD.

(Street)

MANHATTAN BEACH, CA 90266

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**SKECHERS USA INC [SKX]**

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

11/07/2006

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)

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 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		
Class A Common Stock								3,799.537	D
Class A Common Stock	11/07/2006		C <sup>(1)</sup>		1,700	A	<u>(1)</u>	1,700	I
Class A Common Stock	11/07/2006		S		1,700	D	\$ 29.0013	0	I
	11/08/2006		C <sup>(1)</sup>		13,300	A	<u>(1)</u>	13,300	I
									Catherine Elle Greenberg 2006 Trust
									Catherine Elle Greenberg 2006 Trust

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Class A Common Stock									Catherine Elle Greenberg 2006 Trust
Class A Common Stock	11/08/2006		S	13,300	D	\$ 29.0927	0	I	Catherine Elle Greenberg 2006 Trust

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 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 Underlying Securities (Instr. 3 and 4)	8.	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock <sup>(2)</sup>	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Class A Common Stock	3,300
Class B Common Stock <sup>(2)</sup>	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Class A Common Stock	36,476
Class B Common Stock <sup>(2)</sup>	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Class A Common Stock	602,558
Class B Common Stock <sup>(2)</sup>	<u>(3)</u>	11/07/2006		C	1,700	<u>(3)</u>	<u>(3)</u>	Class A Common Stock	1,700
Class B Common Stock <sup>(2)</sup>	<u>(3)</u>	11/08/2006		C	13,300	<u>(3)</u>	<u>(3)</u>	Class A Common Stock	13,300

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREENBERG JEFFREY 228 MANHATTAN BEACH BLVD. MANHATTAN BEACH, CA 90266	X			

## Signatures

Jeffrey  
Greenberg

11/08/2006

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) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock for no additional consideration.  
Holders of Class A Common Stock and Class B Common Stock generally have identical rights, except that holders of Class A Common
- (2) Stock are entitled to one vote per share while holders of Class B Common Stock are entitled to ten votes per share on matters to be voted on by shareholders.  
Shares of Class B Common Stock are convertible into Class A Common Stock on a one-for-one basis for no additional consideration at
- (3) any time, with no expiration date, upon voluntary conversion by the holder of such shares or upon any sale or transfer of such shares with certain exceptions.

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