

GREENBERG JEFFREY

Form 4

September 17, 2018

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
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(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)

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)
				(A) or (D)			
			Code	V	Amount	(D)	Price

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
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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)

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	Derivative Security		(Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Title	Amount Number Shares
			Code	V	(A)	(D)				
Class B Common Stock <u>(1)</u>	<u>(2)</u>	07/27/2018	G	V		180,000	<u>(2)</u>	<u>(2)</u>	Class A Common Stock	180,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	864,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>	07/27/2018	G	V	180,000		<u>(2)</u>	<u>(2)</u>	Class A Common Stock	180,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	4,320,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	162,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	162,000
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	32,400
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	22,400
Class B Common Stock <u>(1)</u>	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common Stock	109,000
Class B Common	<u>(2)</u>						<u>(2)</u>	<u>(2)</u>	Class A Common	90,000

Stock (1)

Stock

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 09/17/2018

 Signature of Date
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).
- Holders of Class A Common Stock and Class B Common Stock generally have identical rights, except that holders of Class A Common
- (1) 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
- (2) 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.
- Represents shares held by the Jeffrey and Lori Greenberg Family Trust (the "Trust") that were Mr. Greenberg's separate property, which
- (3) he gifted to his wife as previously reported on an amended Form 4. Following such gift, these shares have remained in the Trust as his wife's separate property.

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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