

GREENBERG JEFFREY
Form 4
April 23, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREENBERG JEFFREY

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
228 MANHATTAN BEACH BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/21/2010

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

MANHATTAN BEACH, CA 90266

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | | | | (A) | 319,435.537 | D | |
| Class A Common Stock | | | | (A) | 7,964 | I | Chloe July Greenberg 2004 Trust |
| Class A Common Stock | | | | (A) | 7,964 | I | Catherine Elle Greenberg 2006 Trust |
| Class A Common | 04/21/2010 | | C | 4,000 A | 4,000 | I | Jeffrey and Lori |

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| | | | | | | | | | |
|----------------------|------------|--|---|-------|---|------------|-------|---|---|
| Stock | | | | | | | | | Greenberg Family Trust |
| Class A Common Stock | 04/21/2010 | | S | 4,000 | D | \$ 40.0709 | 0 | I | Jeffrey and Lori Greenberg Family Trust |
| Class A Common Stock | 04/22/2010 | | C | 8,000 | A | Ⓛ | 8,000 | I | Jeffrey and Lori Greenberg Family Trust |
| Class A Common Stock | 04/22/2010 | | S | 8,000 | D | \$ 40.2291 | 0 | I | Jeffrey and Lori Greenberg Family Trust |

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

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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. Pri Deriv Secur (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Class B Common Stock ⁽²⁾ | ⁽³⁾ | 04/21/2010 | | C | 4,000 | ⁽³⁾ | ⁽³⁾ | Class A Common Stock | 4,000 |
| Class B Common Stock ⁽²⁾ | ⁽³⁾ | 04/22/2010 | | C | 8,000 | ⁽³⁾ | ⁽³⁾ | Class A Common Stock | 8,000 |

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- 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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